

**NOTICE OF COMBINED SPECIAL MEETING
- GREENSPIRE METROPOLITAN DISTRICT NOS. 1 AND 3-**

NOTICE IS HEREBY GIVEN that the Boards of Directors (the “Boards”) of the **GREENSPIRE METROPOLITAN DISTRICT NOS. 1 AND 3**, Town of Windsor, County of Weld, State of Colorado, will hold a combined special meeting at 9:30 a.m. on Tuesday, February 8, 2022, which will be accessible via the Zoom instructions included below. This meeting will be held for the purpose of conducting such business as may come before the Boards.

At this meeting, it is anticipated that the Board of Greenspire Metropolitan District No. 1 (“District No. 1”) will make final determination to issue or refund general obligation indebtedness. Specifically, District No. 1 will consider adoption of a resolution authorizing the issuance of its General Obligation Limited Tax Bonds, Series 2022, in the maximum principal amount of up to \$6,000,000 for the purpose of paying or reimbursing the costs of public improvements for the District, Greenspire Metropolitan District No. 2, Town of Windsor, County of Weld, State of Colorado (“District No. 2”) and Greenspire Metropolitan District No. 3 (“District No. 3”). It is anticipated that the resolution will also authorize the execution and delivery of a trust indenture and other agreements and documents necessary or appropriate in connection with the issuance of the foregoing bonds.

At this meeting, it is also anticipated that the Board of District No. 3 will make a final determination to issue or refund general obligation indebtedness. Specifically, District No. 3 intends to consider adoption of a resolution authorizing District No. 3 to enter into a Capital Pledge Agreement with District No. 2, District No. 1, and UMB Bank, N.A., relating to District No. 1’s issuance of its General Obligation Limited Tax Bonds, Series 2022 (the “District No. 1 Bonds”) for the purpose of paying or reimbursing the costs of public improvements for District No. 1, District No. 2, and District No. 3, in a maximum aggregate principal amount of \$6,000,000, authorizing District No. 3 to enter into certain financing documents relating to the issuance of the District No. 1 Bonds, approving the form of such Capital Pledge Agreement and other financing documents, and authorizing the execution of all agreements, documents, instruments, certificates, and actions necessary or appropriate in connection therewith.

Pursuant to the Supplemental Public Securities Act: (i) no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of such bonds may be commenced more than thirty days after the authorization of such bonds pursuant to the aforementioned resolution; and (ii) one or more members of the Boards may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.

The Boards will also take up such other business as may be before the Boards.

The meeting is open to the Public.

Join Zoom Meeting:

<https://us02web.zoom.us/j/88200071751?pwd=cDNDcnRrMIA0THIBak1mazRmR1Y3dz09>

Meeting ID: 882 0007 1751

Passcode: 376796

Call in: +1 253 215 8782

BY ORDER OF THE BOARDS OF DIRECTORS:
GREENSPIRE METROPOLITAN DISTRICT NOS. 1 AND 3

By: /s/ SETER & VANDER WALL, P.C.

Attorneys to the Districts

A copy of the foregoing Notice of Combined Special Meeting was posted in one location within each of District No. 1 and District No. 3's boundaries, and/or on each of District No. 1 and District No. 3's public websites, at least 24 hours prior to the meeting, in accordance with law.

AGENDA

1. Call to Order
2. Declaration of Quorum/Disclosure Matters
3. Approval of Minutes – November 18, 2021 Consolidated Special Meeting – District Nos. 1 & 3
4. Public Comment
5. District Manager Report
 - a. Consider Second Amendment to Centennial Consulting Group Management Services Agreement for 2022
 - b. Update regarding Meter Endpoint Installation Project
 - c. Other
6. Annual Administrative Matters 2022
 - a. Director Qualification Affidavits
 - b. Disclosure Matters/Update General Conflict Forms
 - c. Approval of Annual Administrative Resolution for Year 2022
 - d. Renewal of Consultants
7. Financial Matters
 - a. Financial Report/Payment of Claims
 - b. Other
8. General Obligation Limited Tax Bonds, Series 2022
 - a. Ratification of Approval of Engagement of Consultants for Bond Issuance
 - i. D.A. Davidson – Investment Banking Services
 - ii. Sherman & Howard – Bond Counsel
 - iii. Zonda – Market Study Preparation
 - b. Approval of Resolution Authorizing Issuance of General Obligation Limited Tax Bonds, Series 2022 in the Maximum Principal Amount of \$6,000,000 – District No. 1

- c. Approval of Capital Pledge Agreement between District Nos. 1, 2, and 3 and UMB Bank N.A. – District No. 3
 - d. Approval of Indenture of Trust between District No. 1 and UMB Bank, N.A.
 - e. Other
- 9. Legal Matters
 - 10. Other Business
 - 11. Adjourn

NEXT REGULAR MEETING: Tuesday, March 8, 2022 at 9:30 a.m.