

**JOINT SPECIAL MEETING
SPRING HILL METROPOLITAN DISTRICT NOS. 1-4**

Monday, August 29, 2022 at 2:30 p.m.
400 Powers St. Erie, CO 80516 -Study Room A and
Via Teleconference

Sarah Hunsche, President	Term to May 2023
Corey Elliott, Secretary	Term to May 2025
Christian M. Janke, Treasurer	Term to May 2025
Christopher Elliott, Assistant Secretary	Term to May 2025
VACANT	Term to May 2023

Join Zoom Meeting

<https://us06web.zoom.us/j/83580449811?pwd=aXpnMIRjUW5GYmVqMVIudTM0M3BGUT0>

9

Meeting ID: 835 8044 9811

Passcode: 130925

Phone: 1-720-707-2699

NOTICE OF JOINT SPECIAL MEETING AND AGENDA

1. Call to Order/Declaration of Quorum
2. Conflict of Interest Disclosures
3. Approval of Agenda
4. Public Comment - Members of the public may express their views to the Boards on matters that affect the Districts. Comments will be limited to three (3) minutes.
5. Consent Agenda – The items listed below are a group of items to be acted on with a single motion and vote by the Boards. Any item may be removed from the Consent Agenda upon request of any Board member.
 - a. Approval of Minutes from July 28, 2022 Regular Meeting (**enclosure**)
 - b. Ratification of Engagement Letter with Cockrel Ela Glesne Greher & Ruhland, P.C. for Legal Services (District Nos. 1-3) (**enclosure**)
6. Legal Matters
 - a. Conduct Public Hearing on Inclusion of Property and Consider Adoption of Resolution and Order for Inclusion of Property owned by ME Erie, LLC (District Nos. 1 and 4) (**enclosure**)
 - b. Conduct Public Hearing on Exclusion of Property and Consider Adoption of Resolution and Order for Exclusion of Property owned by ME Erie, LLC (District Nos. 2, 3 & 4) (**enclosure**)
 - c. Consider Approval of Infrastructure Acquisition and Reimbursement Agreement with ME Erie, LLC (**enclosure**)
 - d. Other Legal Matters
7. Financial Matters

- a. Consider Adoption of District Acceptance Resolution pursuant to Infrastructure Acquisition and Reimbursement Agreement with ME Erie, LLC (District Nos. 1-3) **(enclosure)**
- b. Consider Adoption of District Acceptance Resolution pursuant to Infrastructure Acquisition and Project Fund Disbursement Agreement with ME Erie, LLC (District No. 1-3) **(enclosure)**
- c. 2022 Bond Matters (District Nos. 1-3)
 - i. Consider and make a final determination to issue or refund general obligation indebtedness consisting of its: (a) General Obligation Limited Tax Bonds, Series 2022A; (b) Subordinate General Obligation Limited Tax Bonds, Series 2022B(3); and (c) Second Subordinate General Obligation Limited Tax Bonds, Series 2022C(3), in the combined aggregate maximum amount not to exceed \$58,500,000, which amount is subject to increase or decrease as determined by the Board or as otherwise permitted by any resolution adopted by the Board, and in connection therewith the Board will consider a resolution: authorizing the issuance of such indebtedness; authorizing three separate Indentures of Trust, a Capital Pledge Agreement, a Bond Purchase Agreement, a Continuing Disclosure Agreement, the form of Limited Offering Memorandum and other related documents; approving, ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions. Pursuant to the Supplemental Public Securities Act, no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of such indebtedness may be commenced more than thirty days after the authorization of such indebtedness pursuant to the aforementioned resolution. (District No. 3)
 - ii. Consider and make a final determination to issue or incur general obligation indebtedness in the form of the execution and delivery of a Capital Pledge Agreement among Spring Hill Metropolitan District No. 1 (“District No. 1”), Spring Hill Metropolitan District No. 2 (“District No. 2”), Spring Hill Metropolitan District No. 3 (“District No. 3”), and BOKF, n.a., pursuant to which, among other things, District No. 1 and District No. 2 will be obligated to impose, collect, pay and pledge certain revenues, including ad valorem property tax revenues, to District No. 3 for the payment of debt obligations issued by District No. 3, including the issuance by District No. 3 of its (a) General Obligation Limited Tax Bonds, Series 2022A; (b) Subordinate General Obligation Limited Tax Bonds, Series 2022B(3); and (c) Second Subordinate General Obligation Limited Tax Bonds, Series 2022C(3), in a combined maximum aggregate principal amount of \$58,500,000, which amount is subject to increase or decrease as determined by the Boards, or as otherwise permitted by any resolution adopted by the Boards; and in connection therewith authorizing the issuance of such indebtedness, authorizing the execution and delivery of the Capital Pledge Agreement, a Continuing Disclosure Agreement, and other related documents approving, ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions. Pursuant to the Supplemental Public Securities Act, no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the

authorization or issuance of such indebtedness may be commenced more than thirty days after the authorization of such indebtedness pursuant to the aforementioned resolution. (District No. 1 and District No. 2)

- d. Other Financial Matters
- 8. Other Business
- 9. Adjourn