

Solaris Metropolitan Districts Nos. 1, 2 & 3

STATE OF COLORADO)
) ss.
COUNTY OF EAGLE)

NOTICE OF JOINT REGULAR MEETING

NOTICE IS HEREBY GIVEN that the Board of Directors of the Solaris Metropolitan District Nos. 1, 2 & 3, Eagle County, Colorado will hold a joint regular meeting on Monday, December 6, 2021, beginning at 1:00 p.m. via electronic Zoom meeting <https://zoom.us> , Phone Only US 1 669 900 6833, Meeting ID 865 7424 1264, Passcode 198984. This meeting is open to the public. Pursuant to §24-6-402(2) (c), C.R.S., the agenda for the meeting is:

AGENDA for Joint Special Meeting – Monday, December 6, 2021 at 1:00 p.m.

Zoom Meeting:

Website:

<https://us02web.zoom.us/j/86574241264?pwd=cnJhVEM5NHBNdnBBRHhOb1VSVkREdz09>

Meeting ID 865-7424-1264

Passcode 198984

Phone 669-900-6833

- 1. Call to Order**
 - a. Approval of Agenda
 - b. Declaration of Quorum/Disclosure of Potential Conflicts of Interest
- 2. Consideration of Minutes**
 - a. October 22, 2021
 - b. November 17, 2021
- 3. New Business**
 - a. Public Comment (items not on the agenda)
- 4. Legal Matters**
 - a. Consider Adoption of 2022 Joint Annual Administrative Resolution
 - b. Consider Adoption of Joint Resolution Calling the May 2022 Election
 - c. Consider Ratification of 2020 Annual Report
- 5. Budget (see financial statements)**
 - a. 2021 Budget Amendment Public Hearing
 - b. 2022 Budget Public Hearing
- 6. Financial Matters**
 - a. Financial Statements as of November 30, 2021
 - b. Ratify 2020 Audits
 - c. Consider Engagement for 2021 Audits
 - d. Accounts Payable

Solaris Metropolitan Districts Nos. 1, 2 & 3

- e. **Ratification of Engagement Letters for 2021 Bond Refunding**
 - i. **Piper Sandler – Placement Agent**
 - ii. **Kline Alvarado & Veio – Bond Counsel**
 - iii. **White Bear Ankele – General Counsel**
 - iv. **Icenogle, Seaver & Pogue – Special Counsel**
 - v. **Municap - External Financial Advisor**

- f. **Consider adoption of a resolution authorizing Solaris Metropolitan District No. 3 (“District No. 3”) to issue and refund general obligation indebtedness consisting of its Limited Tax General Obligation Refunding Loan, Series 2021, in an approximate principal amount of \$35,055,000, which amount is subject to increase or decrease as determined by the Board of District No. 3, or as otherwise permitted by any resolution adopted by the Board of District No. 3 at such meeting, and, in connection therewith, the Board of Directors of District No. 3 will consider a resolution: authorizing the issuance of such indebtedness; 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.**

- g. **Consider adoption of a resolution authorizing Solaris Metropolitan District No. 2 (“District No. 2”) to issue general obligation indebtedness in the form of a Pledge Agreement between Solaris Metropolitan District No. 1, District No. 2 and District No. 3 (the “Pledge Agreement”), pursuant to which, among other things, District No. 2 will be obligated to impose ad valorem property taxes each year and transfer the revenue derived therefrom to District No. 3 for the payment of District No. 3’s Limited Tax General Obligation Refunding Loan, Series 2021 (the “Refunding Loan”), in an approximate principal amount of \$35,055,000, which amount is subject to increase or decrease as determined by the Board of Directors of District No. 3, or as otherwise permitted by any resolution adopted by Board of Directors the District No. 3 Board at such meeting, and, in connection therewith, the Board of Directors of District No. 2 will consider a resolution: authorizing the issuance of such indebtedness; 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.**

- h. **Consider adoption of a resolution authorizing Solaris Metropolitan District No. 1 to execute certain documents in connection with the Pledge Agreement and the Refunding Loan.**

7. **Developer Sales Update**

8. **Adjournment**

BY ORDER OF THE CHAIRMAN OF THE BOARD.

Ryan Smith
Chairman of the Board