

**NOTICE OF SPECIAL MEETING AND
NOTICE OF FINAL DETERMINATION TO ISSUE INDEBTEDNESS
THE RETREAT METROPOLITAN DISTRICT NO. 1**

NOTICE IS HEREBY GIVEN that the Boards of Directors of THE RETREAT METROPOLITAN DISTRICT NO. 1 of El Paso County, Colorado, will hold a special meeting at 10:00 a.m. on Wednesday, March 30, 2022, to be held at the offices of Classic Homes, 2138 Flying Horse Club Drive, Colorado Springs, CO 80921.

The meeting will also be accessible via telephone conference and may be joined via the following:
Dial in: +1-650-479-3208, 25917412267##

The meeting will also be accessible via video conference and may be joined via the following:
<https://spencerfane.webex.com/spencerfane/j.php?MTID=mdab9e583b25f39067e979f7d86bcb667>
Meeting number (access code): 2591 741 2267, Meeting password: wwJRppR9X64

NOTICE IS FURTHER GIVEN THAT at such meeting, the Board intends to consider a resolution authorizing the incurrence of certain general obligation indebtedness in the form of a Capital Pledge Agreement with The Retreat Metropolitan District No. 2, El Paso County, Colorado (“District No. 2”). Such Capital Pledge Agreement will be considered by the District in relation to a pledge of revenues anticipated to be incurred in connection with the issuance by District No. 2 its General Obligation Limited Tax Bonds, Series 2022A(3), in a maximum principal amount of \$10,000,000, which amount is subject to increase or decrease as determined by the Board and the Board of Directors of District No. 2, or as otherwise permitted by any resolution adopted by the Board at such meeting. In connection therewith, the Board 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.

NOTICE IS FURTHER GIVEN THAT 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 Board may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device. There will be at least one person present at the physical location posted on this notice.

The Board will also take up such other business as may come before the Board. The meeting is open to the public. This notice is given by order of the Board, and shall be posted at one public place within the Districts and/or on the Districts’ website, not less than 24 hours prior to the meeting.

Pursuant to the provisions of the Supplemental Public Securities Act, one or more members of the Boards of Directors may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.

Dated: March 28, 2022

The meeting is open to the public.

BY ORDER OF THE BOARDS OF DIRECTORS:
THE RETREAT METROPOLITAN DISTRICT NO. 1
By: /s/ Russell W. Dykstra, District Counsel

Posted in one public place within the Districts not less than 24 hours prior to the meeting.

AGENDA

1. Call to Order
2. Disclosure of Potential Conflicts of Interest
3. Approval of Agenda and Meeting Location
4. Public Comment (limited to 3 minutes per person)
5. Approval of Minutes from the November 30, 2021 Special Meeting
6. Financial Reports
 - a. Review and Consider Ratification and Approval of Payment of Claims
 - b. Review and Consider Approval of Accountant's Reports
 - c. Financial Matters
 - d. Consider for approval the Limited Tax General Obligation Bonds, Series 2022A(3), in an estimated maximum aggregate principal amount of \$10,000,000 (the "Bonds").
 - e. Discussion and possible action to make a final determination to approve the Capital Pledge Agreement and to approve the Resolution Concerning the Approval of a Capital Pledge Agreement
 - f. Discussion and possible action of to make a final determination to issue certain indebtedness through the issue of the Bonds by the Adoption of a Parameters Resolution and other documents.
 - g. Such other matters as may be necessary or appropriate in connection with the bond issuance.
 - h. Identify and authorize a District Representative to approve and execute documents and other items related to the proposed issuance of Bonds.
 - i. Consider for approval the proposed Post Issuance Tax Compliance Policy related to the proposed bond issuance and identify a responsible person.
7. Attorney's Items
 - a. Review and Consider Ratification of Fee Resolution
 - b. Public Hearing on Petition to Include Property
 - c. Review and Consider Approval of Resolution Approving Petition for Inclusion
 - d. Public Hearing on Petition to Exclude Property
 - e. Review and Consider Approval of Resolution Approving Petition for Exclusion
 - f. Review and Consider Approval of DA Davidson Engagement Agreement
8. Director Items
9. Other Business
10. Adjournment/Continuation