

NOTICE OF COORDINATED SPECIAL MEETING AND AGENDA
WILDWING METROPOLITAN DISTRICT NOS. 1 - 5

NOTICE IS HEREBY GIVEN that the Boards of Directors (collectively the “Boards”) of the Wildwing Metropolitan District Nos. 1–5 (collectively, the “Districts”) of the Town of Timnath, County of Larimer, State of Colorado, will hold a coordinated special meeting on February 8, 2024 at 8:00 p.m. **at the time and place, and via Zoom video and telephone conference, as set forth below**, for the purpose of conducting such business as listed in the attached agenda, and such other business as may come before the Boards. At such meeting the Board of Directors of the Districts will make a final determination concerning the issuance of general obligation indebtedness pursuant to authorizing resolutions and other documents necessary in connection with the issuance of the Wildwing Metropolitan District No. 5 Limited Tax General Obligation Refunding Bonds, Series 2024 in an aggregate principal amount not to exceed \$20,000,000 or Wildwing Metropolitan District No. 5 Limited Tax General Obligation Refunding Loan, Series 2024 in an aggregate principal amount not to exceed \$20,000,000, a related promissory note and related agreements. Notice of the meeting has been duly posted per §32-1-903 (1)-(2) and 24-6-402(2)(c), C.R.S and SB21-212. The meeting is open to the public.

<u>WWMD No. 1 Board of Directors</u>	<u>Office</u>	<u>Term Expiration</u>
John Troka	President/Chairperson	May 2025
Barbara Shaw	Secretary/Treasurer	May 2027
Randall Black	Vice Chair/Asst Secretary/Asst Treasurer	May 2027
Steve Lampo	Vice Chair/Asst Secretary/Asst Treasurer	May 2025
Vacant	Director	May 2027

<u>WWMD No. 2 Board of Directors</u>	<u>Office</u>	<u>Term Expiration</u>
John Troka	President/Chairperson	May 2025
Lisa Brown	Secretary/Treasurer	May 2027
Randall Black	Vice Chair/Asst Secretary/Asst Treasurer	May 2027
Christopher Johnson	Vice Chair/Asst Secretary/Asst Treasurer	May 2025
Vacant	Director	May 2027

<u>WWMD No. 3 Board of Directors</u>	<u>Office</u>	<u>Term Expiration</u>
Barbara Shaw	President/Chairperson	May 2025
Tracie Zakavec	Secretary/Treasurer	May 2025
Matthew Clark	Vice Chair/Asst Secretary/Asst Treasurer	May 2027
Monica Chacon-Baucke	Vice Chair/Asst Secretary/Asst Treasurer	May 2027
Vacant	Director	May 2025

<u>WWMD No. 4 Board of Directors</u>	<u>Office</u>	<u>Term Expiration</u>
Steve Lampo	President/Chairperson	May 2027
Marshall Theisen	Vice President/Assistant Secretary	May 2027
Stuart Van Greuningen	Secretary/Treasurer	May 2025
Vacant	Director	May 2025
Vacant	Director	May 2025

<u>WWMD No. 5 Board of Directors</u>	<u>Office</u>	<u>Term Expiration</u>
John Troka	President/Chairperson	May 2025
Scott O’Brien	Secretary/Treasurer	May 2027
Vacant	Director	May 2025
Vacant	Director	May 2025
Vacant	Director	May 2027

DATE: February 8, 2024 (Thursday)
TIME: 8:00 p.m., or as soon thereafter as possible
PLACE: Timnath Town Center
4750 Signal Tree Dr. Timnath CO, 80547
Via Zoom and Teleconference

Please click the link below to join the webinar:

<https://us02web.zoom.us/j/81024624659?pwd=LzhDcjM5N1lXV2V0ek9rVGZdmZxUT09>

Webinar ID: 810 2462 4659 Passcode: 659449

Telephone: 1 719 359 4580 OR 1 253 205 0468

I. ADMINISTRATIVE ITEMS

- A. Call to Order.
- B. Declaration of Quorum/Director disclosure of any potential conflicts of interest.
- C. Review and Consider Approval of Agenda.
- D. Director Comments.

II. FINANCIAL ITEMS

- A. Summary and Report of Bond Committee and Consultants regarding updated proposals regarding the issuance of either Limited Tax General Obligation Refunding Bonds or a Limited Tax General Obligation Refunding Loan to refinance current outstanding debt and financial obligations of the District, including bonds and capital promissory notes of the Districts.

III. LEGAL ITEMS

- A. Consider Approval of District No. 5 Resolution consisting of:
 - Consideration and Approval of District No. 5 Authorizing Resolution Regarding the Issuance of General Obligation Debt consisting of its (a) Limited Tax General Obligation Refunding Bonds, Series 2024 in an aggregate principal amount not to exceed \$20,000,000 (the “2024 Bonds”), or (b) Limited Tax General Obligation Refunding Loan, Series 2024 in the aggregate principal amount not to exceed \$20,000,000 (the “2024 Loan”), and requiring the imposition of ad valorem property taxes for the payment of such 2024 Bonds or 2024 Loan, and including execution, issuance, and delivery of documents necessary to complete the issuance of the 2024 Bonds or 2024 Loan, including but not limited to an Indenture of Trust, Bond Purchase Agreement or Placement Agent Agreement, Capital Pledge Agreement, a Limited Offering Memorandum with respect to the 2024 Bonds, a Loan Agreement or Continuing Covenant Agreement and related promissory note with respect to the 2024 Loan, and related documents; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions upon confirmation and acceptance of terms and conditions acceptable to the Board;
- B. Consideration and Approval of District No. 2 Resolution approving the execution and delivery of a Capital Pledge Agreement to be entered into by and among District No. 2, District No. 3, District No. 4, and District No. 5 in connection with issuance by District No. 5 of Limited Tax General Obligation Refunding Bonds, Series 2024, or in the alternative Limited Tax General Obligation Refunding Loan, Series 2024 in the aggregate principal amount of up to \$20,000,000.
- C. Consideration and Approval of District No. 3 Resolution approving the issuance of General Obligation Debt consisting of a Capital Pledge Agreement to be entered into by and among

District No. 2, District No. 3, District No. 4, and District No. 5 in connection with issuance by District No. 5 of Limited Tax General Obligation Refunding Bonds, Series 2024, or in the alternative Limited Tax General Obligation Refunding Loan, Series 2024 in the aggregate principal amount of up to \$20,000,000, and requiring the imposition of ad valorem property taxes pursuant to the terms of such Capital Pledge Agreement.

- D. Consideration and Approval of District No. 4 Resolution approving the issuance of General Obligation Debt consisting of a Capital Pledge Agreement to be entered into by and among District No. 2, District No. 3, District No. 4, and District No. 5 in connection with issuance by District No. 5 of Limited Tax General Obligation Refunding Bonds, Series 2024, or in the alternative Limited Tax General Obligation Refunding Loan, Series 2024 in the aggregate principal amount of up to \$20,000,000, and requiring the imposition of ad valorem property taxes pursuant to the terms of such Capital Pledge Agreement.
- E. Consider Approval of any amendments necessary to the Improvement Acquisition Agreement, Funding and Reimbursement Agreement for Operations and Maintenance and Advance and Reimbursement Agreement for Capital Costs to reflect the 2024 Bond or 2024 Loan Issuance and related updates to District Promissory Notes

IV. PUBLIC COMMENTS ON NON-AGENDA ITEMS, Comments are limited to three (3) minutes per speaker.

V. EXECUTIVE SESSION, pursuant to Colorado Open Meeting Law §24-6-402(4) to consult with or receive advice from attorney regarding specific legal items, if necessary.

VI. CONTINUATION/ADJOURNMENT

***The next Regular meeting is scheduled for April 17, 2024. ***