



**NOTICE OF COORDINATED SPECIAL MEETING**  
**WINDSOR HIGHLANDS METROPOLITAN DISTRICT NOS. 1-5**

NOTICE IS HEREBY GIVEN that a coordinated special meeting of the Boards of Directors of the Windsor Highlands Metropolitan District Nos. 1 through District No. 5, Larimer County, Colorado, will be held on **Monday, February 05, 2024 at 5:00 p.m.** at the Windsor Highlands Metropolitan District Pool/Clubhouse, **6795 Crystal Down Drive, Windsor, Colorado 80550**, for the purpose of conducting such business as listed on the attached agenda, and for the purposes of conducting such other business as may come before the Boards. At such meeting it is anticipated that the Boards of Directors of the Districts will make a final determination concerning the issuance or refunding of general obligation indebtedness, pursuant to authorizing resolutions, related agreements, and other documents necessary in connection with the issuance of the Windsor Highlands Metropolitan District No. 4 Limited Tax General Obligation Refunding Bonds or Loan, Series 2024 in an aggregate principal amount not to exceed \$13,000,000 and with respect to District Nos. 1, 2 and 3 a Capital Pledge Agreement and related documents with District No. 4. 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.

**WHMD NO. 1 BOARD OF DIRECTORS**

Jonathan A. Turner, President/Chairman	Term Expires: May 2025
Emily Kupec, Secretary/Treasurer	Term Expires: May 2027
Martha F. Turner, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2025
Edward Ryan, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2027
Andrea Lindquist Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2027

**WHMD NO. 2 BOARD OF DIRECTORS**

Jonathan A. Turner, President/Chairman	Term Expires: May 2027
Emily Kupec, Secretary/Treasurer	Term Expires: May 2027
Mark Fidrych, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2025
David LaFontaine Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2025
Janice Ward, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2027

**WHMD NO. 3 BOARD OF DIRECTORS**

Larry Roche, President/Chairman	Term Expires: May 2027
Emily Kupec, Secretary/Treasurer	Term Expires: May 2027
Mark Durand, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2025
Jonathan Turner Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2025
Vacant, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2025

**WHMD NO. 4 BOARD OF DIRECTORS**

Mary Stover, President/Chairman	Term Expires: May 2025
Gerald Helton, Secretary/Treasurer	Term Expires: May 2027
Greg Michalik, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2025
Chris Coan, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2027
Vacant, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2027

**WHMD NO. 5 BOARD OF DIRECTORS**

Jonathan A. Turner, President/Chairman	Term Expires: May 2025
Emily Kupec, Secretary/Treasurer	Term Expires: May 2027
Martha F. Turner, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2025
Warren Turner, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2027
Vacant, Vice Chair, Asst Sec’y/Tres.	Term Expires: May 2027

**AGENDA**

1. Call Meeting to Order and Introductions.
2. Attendance/ Declaration of Quorum /Combined District Meetings/ Meeting Notice, Director Qualifications/Disclosure Matters/Oath of Office.
3. Review and Consider Approval of Agenda.
4. Consider and Discuss Vacancies on Boards and appointment of candidates to fill vacancies
5. Review and Consider approval of Minutes from the December 5, 2023 Special Meeting
6. Consider Approval of Financial Matters
  - a. Consider Approval of Payables for November 2023 – January 2024
7. Consider Approval and Ratification of current Promissory Notes and Authorization to Update as Needed.
8. Legal Items.
  - a. Consideration and Approval of District No. 4 of an Authorizing Resolution Regarding the Issuance of General Obligation Debt consisting of its Limited Tax General Obligation Refunding Bonds or Loan, Series 2024 in the aggregate principal amount not to exceed \$13,000,000 ( the “2024 Bonds” or “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 or Loan Agreement (which may be a Continuing Covenant Agreement), Capital Pledge Agreement, Continuing Disclosure Agreement, Bond Purchase Agreement or Placement Agent Agreement, and related documents; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions.
  - b. Consideration and Approval by District No. 1 of a Resolution Regarding the Issuance of general obligation debt consisting of it’s a Capital Pledge Agreement requiring the imposition of ad valorem property taxes for the payment of such 2024 Bonds or 2024 Loan and other obligations of District No. 4, including execution, issuance, and delivery of the Capital Pledge Agreement and related documents; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions.

- c. Consideration and Approval by District No. 2 of a Resolution Regarding the Issuance of general obligation debt consisting of it's a Capital Pledge Agreement requiring the imposition of ad valorem property taxes for the payment of such 2024 Bonds or 2024 Loan and other obligations of District No. 4, including execution, issuance, and delivery of the Capital Pledge Agreement and related documents; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions.
  - d. Consideration and Approval by District No. 3 of a Resolution Regarding the Issuance of general obligation debt consisting of it's a Capital Pledge Agreement requiring the imposition of ad valorem property taxes for the payment of such 2024 Bonds or 2024 Loan and other obligations of District No. 4, including execution, issuance, and delivery of the Capital Pledge Agreement and related documents; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions.
  - e. Consider Approval and Ratification of Engagement of Bond Consultants and Financial Advisors as Necessary to Facilitate Bond Issuance or 2024 Loan
  - f. 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
9. District Managers Report
  10. Items from the Directors
  11. Other Business/Other Matters
  12. Public Comments on Non-Agenda Items. Comments are limited to three (3) minutes per speaker.
  13. 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.
  14. Continuation/Adjournment

**NEXT MEETING – TBD as needed**

**6795 Crystal Downs Drive \* Windsor\* Colorado \* 80550**

Such meeting location shall remain applicable for all future meeting until otherwise determined by the Boards.  
The Board has determined to meet at the location stated above and such meeting location shall remain applicable for all  
future meetings until otherwise determined by the Board.

WINDSOR HIGHLANDS METROPOLITAN DISTRICT NOS. 1,2,3,4 & 5

By: /s/ Guy Johnson, District Manager