

**WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3  
Board Meetings**

**Wednesday, November 4, 2020 – 1:00 p.m.**

102 E. Pikes Peak Avenue, Suite 200

Colorado Springs, Colorado

And

*Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting will also be held via video-teleconferencing and can be joined through the directions below:*

**Please join our meeting from your computer, tablet or smartphone.**

<https://global.gotomeeting.com/join/996059157>

**You can also dial in using your phone.**

United States (Toll Free): [1 877 309 2073](tel:18773092073)

United States: [+1 \(646\) 749-3129](tel:+16467493129)

**Access Code:** 996-059-157

Lindsay J. Case, President - Term to May 2023

Les Krohnfeldt, Vice-President/Treasurer - Term to May 2022

Randle W. Case, II, Assistant Secretary - Term to May 2023

James Morley, Secretary - Term to May 2023

Kyle Geditz, Assistant Secretary - Term to May 2022

**AGENDA**

1. Call to order
2. Declaration of Quorum/ Director Qualifications/ Disclosure Matters
3. Approval of Agenda
4. Approval of the October 7, 2020 Meeting Minutes
5. Series2020 Bond Refinance:Final Determination and Authorization to Issue/Refund General Obligation Indebtedness
  - a. District No. 2 Bond Resolution Authorizing the Issuance of Subordinate General Obligation Limited Tax Refunding Bonds, Series 2020B-1 and Series 2020B-2 in the estimated principal amount of \$13,566,000 (which amount is subject to increase or decrease as determined by the Board, or as otherwise permitted by such resolution), authorizing a Subordinate Indenture of Trust, a Bond Purchase Agreement, a Continuing Disclosure Agreement, Joint Funding Agreement, the form of Limited Offering Memorandum, other documents related to the Bonds
  - b. District No. 2 Resolution Authorizing a Taxable Converting to Tax-exempt Loan in the principal amount of approximately \$35,115,000 (which amount is subject to

- increase or decrease as determined by the Board, or as otherwise permitted by such resolution), authorizing a Loan Agreement and other documents related to the Loan
- c. District No. 3 Resolution Authorizing the Joint Funding Agreement Related to the Bonds and the Loan
6. District Manager Report
  7. Developer updates
  8. Public Comment (for items not already on the agenda)
  9. Other Business
    - a. Consider Approval of Financial Statements and Payables - see attached
    - b. Draft 2021 Budget Review
    - c. Next Regular Meeting Date – Scheduled for December 2, 2020 at 1:00 P.M.; Budget Hearings
  10. Adjourn

Regular Meetings are the 1<sup>st</sup> Wednesday of each month at 1:00 p.m. as needed

## **NOTICE OF SPECIAL MEETINGS**

NOTICE IS HEREBY GIVEN That the Boards of Directors of **WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3**, City of Colorado Springs, County of El Paso, State of Colorado, will hold their regular meetings at 1:00 p.m. on Wednesday, the 4th day of November, 2020 at 102 E. Pikes Peak Avenue, Suite 200, in Colorado Springs, Colorado, for the purpose of conducting such business as may come before the Boards including the business on the attached agenda. Regular meetings for 2020 are on the first Wednesday of every month at 102 E. Pikes Peak Avenue, Suite 200, in Colorado Springs, Colorado, so long as there is business to conduct. The regular meetings may be canceled. Please call (719) 447-1777 for meeting confirmation and information.

The meeting is open to the public.

**BY ORDER OF THE BOARDS OF DIRECTORS:**

**WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2  
AND 3**

**NOTICE OF MEETING  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NO. 2  
EL PASO COUNTY, COLORADO**

**NOTICE IS HEREBY GIVEN** that the Board of Directors (the “Board”) of Woodmen Heights Metropolitan District No. 2, El Paso County, Colorado (the “District”), will meet in special session at 102 E. Pikes Peak Avenue, Suite 200, in Colorado Springs, Colorado, on Wednesday, the 4<sup>th</sup> day of November, 2020, at the hour of 1:00 p.m.

The meeting will also be accessible via telephone conference as provided below:

**Please join my meeting from your computer, tablet or smartphone.**

<https://global.gotomeeting.com/join/482632333>

**You can also dial in using your phone.**

United States (Toll Free): [1 877 309 2073](tel:18773092073)

United States: [+1 \(571\) 317-3129](tel:+15713173129)

**Access Code:** 482-632-333

Given current events and advice and directives from state and federal agencies to avoid public gatherings due to public health concerns related to COVID-19, all Board members, consultants and members of the public are encouraged to participate in the meeting via the above listed conferencing information.

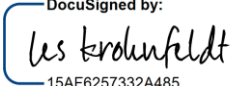
At this meeting, it is anticipated that the Board will make a final determination to issue and refund general obligation indebtedness. Specifically, the District will consider adoption of a resolution authorizing the issuance of: a Loan with BBVA Mortgage Corporation; its Subordinate General Obligation Limited Tax (Taxable Convertible to Tax-Exempt) Refunding Bonds, Series 2020B-1; and its Subordinate General Obligation Limited Tax Refunding Bonds, Series 2020B-2; in the combined maximum aggregate principal amount of \$51,000,000 for the purpose of refunding existing general obligation indebtedness. 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 debt obligations may be commenced more than thirty days after the authorization of such debt obligations pursuant to the aforementioned resolution.

The Board will also take up such other business as may be before the Board. The meeting is open to the public.

Pursuant to the provisions of the Supplemental Public Securities Act, 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.

This notice is given by order of the Board of Directors of the District.

**WOODMEN HEIGHTS  
METROPOLITAN DISTRICT NO. 2, EL  
PASO COUNTY, COLORADO**

By:  15AF6257332A485...  
Vice President/Treasurer

Posted at one public place within the boundaries of the District and/or on the District's public website no less than 24 hours prior to the meeting.

**NOTICE OF MEETING  
WOODMEN HEIGHTS METROPOLITAN DISTRICT NO. 3 EL PASO  
COUNTY, COLORADO**

**NOTICE IS HEREBY GIVEN** that the Board of Directors (the “Board”) of Woodmen Heights Metropolitan District No. 3, El Paso County, Colorado (the “District”), will meet in special session at 102 E. Pikes Peak Avenue, Suite 200, in Colorado Springs, Colorado, on Wednesday, the 4<sup>th</sup> day of November, 2020, at the hour of 1:00 p.m.

The meeting will also be accessible via telephone conference as provided below:

**Please join my meeting from your computer, tablet or smartphone.**

<https://global.gotomeeting.com/join/482632333>

**You can also dial in using your phone.** United States  
(Toll Free): [1 877 309 2073](tel:18773092073) United States: [+1 \(571\)  
317-3129](tel:+15713173129)

**Access Code:** 482-632-333

Given current events and advice and directives from state and federal agencies to avoid public gatherings due to public health concerns related to COVID-19, all Board members, consultants and members of the public are encouraged to participate in the meeting via the above listed conferencing information.

At this meeting, it is anticipated that the Board will make a final determination to issue and refund general obligation indebtedness in the form of an obligation to be incurred pursuant to that certain Joint Funding Agreement to be entered into between the District, Woodmen Heights Metropolitan District No. 2 (“District No. 2” and, together with the District, the “Districts”), the lender, and the trustee regarding the issuance of a Loan to be executed and delivered to BBVA Mortgage Corporation by District No. 2; District No. 2’s Subordinate General Obligation Limited Tax (Taxable Convertible to Tax-Exempt) Refunding Bonds, Series 2020B-1; and District No. 2’s Subordinate General Obligation Limited Tax Refunding Bonds, Series 2020B- 2; in the combined maximum aggregate principal amount of \$51,000,000 for the purpose of pledging certain revenues generated by an imposition of a limited mill levy by the District to the repayment of a portion of the loan and bonds, as described above, and refunding existing general obligation indebtedness. 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 debt obligations may be commenced more than thirty days after the authorization of such debt obligations pursuant to the aforementioned resolution.

The Board will also take up such other business as may be before the Board. The meeting is open to the public.

Pursuant to the provisions of the Supplemental Public Securities Act, 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.

This notice is given by order of the Board of Directors of the District.

**WOODMEN HEIGHTS  
METROPOLITAN DISTRICT NO. 3, EL  
PASO COUNTY, COLORADO**

DocuSigned by:  
*Les Krolunfeldt*  
By: \_\_\_\_\_  
15AF6257332A485  
Vice President/Treasurer

Posted at one public place within the boundaries of the District and/or on the District's public website no less than 24 hours prior to the meeting.