

**THE VILLAGE AT WINTER PARK RESORT METROPOLITAN DISTRICT NOS. 1-3
JOINT SPECIAL MEETING
85 PARSENN ROAD
WINTER PARK, COLORADO
AND VIA TELECONFERENCE)**

Friday, May 7, 2021
9:00 A.M.

NOTICE OF JOINT SPECIAL MEETING

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Public Health and Environment, and the threat posed by the COVID-19 coronavirus, persons wishing to attend the meeting via teleconference may do so through the directions below:

<https://zoom.us/j/95124924796?pwd=YkpUeDRmNGpHbEZhbGVuLzl3cTk3QT09>

Meeting ID: 951 2492 4796

Passcode: 493522

One tap mobile: 1(669)900-9128 or 1(253)215-8782

Jennifer Ingrassia, Chairman/President	Term to May 2022
Doug Laraby, Secretary/Treasurer	Term to May 2022
Jennifer Armstrong, Assistant Secretary	Term to May 2022
Autumn Penny, Assistant Secretary	Term to May 2023
Paul Thorpe, Assistant Treasurer	Term to May 2023

AGENDA

1. Call to Order
2. Declaration of Quorum/Director Conflict of Interest Disclosures
3. Approval of Agenda
4. Consider Approval of April 23, 2021 Joint Special Minutes (**enclosure**)
5. Public Comment – Members of the public may express their views to the Board on matters that affect the District that are not otherwise on the agenda. Comments will be limited to three (3) minutes per person. Comments will be taken in the order reflected on the sign in sheet
6. Legal Matters
7. Financial Matters
 - a. Consider Approval of Payables/Claims (**enclosure**)
 - b. Public Hearing on 2021 Budget Amendments

- i. Consider Adoption of Resolution Amending 2021 Budget (District No. 1) **(enclosure)**
- c. Consider Approval of Engagement Letter with Icenogle Seaver Pogue as Special Counsel (District No. 2) **(enclosure)**
- d. Consider Approval of Engagement Letter with Icenogle Seaver Pogue as Special Counsel (District No. 3) **(enclosure)**
- e. Consider adoption of a resolution authorizing The Village at Winter Park Resort Metropolitan District No. 1 (“District No. 1”) to issue indebtedness in the form of refunding loan (the “Series 2021 Refunding Loan”) in the approximate original principal amount of \$2,150,000 (which amount is subject to increase or decrease as determined by the Board pursuant to said resolution or as otherwise permitted by any resolution adopted by the Board at this meeting) for the purpose of refunding its Series 2012 Loan; approving the forms of a Loan Agreement, Promissory Note, Capital Pledge Agreement (District No. 2), Capital Pledge Agreement (District No. 3), and other financing documents, and authorizing the execution and delivery thereof and performance thereunder; ratifying and confirming the execution of other related documents; authorizing incidental action; and repealing prior inconsistent actions. (District No. 1) **(enclosures)**
- f. Consider adoption of a resolution authorizing The Village at Winter Park Resort Metropolitan District No. 2 (“District No. 2”) to issue general obligation (unlimited tax) indebtedness in the form of a Capital Pledge Agreement (District No. 2) between District No. 1 and District No. 2, pursuant to which, among other things, District No. 2 will obligate itself to impose ad valorem property taxes on District No. 2’s taxable property each year and transfer the revenue derived therefrom to District No. 1 for payment of the Series 2021 Refunding Loan; approving the form of Capital Pledge Agreement (District No. 2) and other related documents and authorizing the execution and delivery thereof and performance thereunder; authorizing incidental action; and repealing prior inconsistent actions. (District No. 2) **(enclosure)**
- g. Consider adoption of a resolution authorizing The Village at Winter Park Resort Metropolitan District No. 3 (“District No. 3”) to issue general obligation (unlimited tax) indebtedness in the form of a Capital Pledge Agreement (District No. 3) between District No. 1 and District No. 3, pursuant to which, among other things, District No. 3 will obligate itself to impose ad valorem property taxes on all of District No. 3’s taxable property each year and transfer the revenue derived therefrom to District No. 1 for payment of the Series 2021 Refunding Loan; approving the form of Capital Pledge Agreement (District No. 3) and other related documents and authorizing the execution and delivery thereof and performance thereunder; authorizing incidental action; and repealing prior inconsistent actions (District No. 3) **(enclosure)**

8. Other Business

9. Adjourn

2021 Regular Meeting Schedule

October 1, at 9:00 a.m.

November 5, at 9:00 a.m.
