

**NOTICE OF A SPECIAL MEETING
OF**

**THE BOARD OF DIRECTORS OF OMNIPARK METROPOLITAN DISTRICT
DOUGLAS COUNTY, COLORADO**

NOTICE IS HEREBY GIVEN that the Board of Directors of the OmniPark Metropolitan District, Douglas County, Colorado, will meet in special session at the office of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, Colorado, on Thursday, December 6, 2012, at 10:30 a.m. for the purpose of conducting any business that may come before the Board. The meeting is open to the public.

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

**OMNIPARK METROPOLITAN DISTRICT,
DOUGLAS COUNTY, COLORADO**

By: Hank Vanderryst
Secretary

Posted at three public places within the District, and at the office of the Douglas County Clerk and Recorder, not less than 72 hours prior to the meeting.

AGENDA

Date: December 6, 2012 (Thursday)
Time: 10:30 a.m.
Place: CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO 80111

1. Call to Order / Approval of Agenda
2. Disclosures of Potential Conflicts of Interest
3. Legal Matters
 - A. Discuss and Consider Approving Proposed (i) Exclusion Agreement Between OmniPark Metropolitan District, Meadows Corporate Center Joint Venture, and Lincoln Station Investment Partners, L.P. and (ii) Intergovernmental Agreement Between Southgate Sanitation District and OmniPark Metropolitan District. Discuss and Consider Consenting to Proposed Participation Agreement Between Southgate Sanitation District and Lincoln Station Investment Partners, L.P. Each of Foregoing Agreements to be Discussed Concerning Construction and Financing of the West Basin Wastewater Capacity Improvement Project.
4. Other Business
 - A. Confirm Quorum for Next Meeting – December 17, 2012
5. Adjournment