

**PUBLIC NOTICE OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF THE
STERLING RANCH COLORADO METROPOLITAN DISTRICT NO. 2**

NOTICE IS HEREBY GIVEN that the Board of Directors (the "Board") of the Sterling Ranch Colorado Metropolitan District No. 2 ("District No. 2"), Douglas County, Colorado, will meet in special session on Wednesday, June 17, 2015, at 9:00 a.m., at the offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, Colorado, at which meeting it is anticipated that the Board will make a final determination to adopt a Resolution authorizing and approving the execution of a Pledge Agreement between District No. 2 and the Sterling Ranch Community Authority Board ("CAB"), and approving the issuance of the CAB's Limited Tax Supported Revenue Bonds in an approximate aggregate principal amount of \$21,000,000, which Bonds are general obligation bonds being issued by the CAB on behalf of District No. 2. At this meeting, the Board expects to authorize the execution of all documents, instruments and certificates in connection therewith, ratify prior actions, authorize incidental actions, repeal prior inconsistent actions and take up such other business as may come before the Board. The meeting is open to the public.

This notice is given by order of the Board of Directors of District No. 2.

STERLING RANCH COLORADO
METROPOLITAN DISTRICT NO. 2,
DOUGLAS COUNTY, COLORADO

By: /s/ David Peak
Secretary

STERLING RANCH COLORADO METROPOLITAN DISTRICT NOS. 1 THROUGH 7
SPECIAL MEETING AGENDA

Board of Directors:	Term Expires:
James Yates, President	May 2016
Harold R. Smethills, Jr., Vice President / Treasurer	May 2016
Diane H. Smethills, Assistant Secretary	May 2018
VACANCY	May 2018
VACANCY	May 2016
David Peak, Secretary	N/A

Date: June 17, 2015 - Wednesday
Time: 9:00 a.m.
Location: CliftonLarsonAllen LLP
8390 E. Crescent Parkway
Suite 500
Greenwood Village, CO 80111

1. CALL TO ORDER / DECLARATION OF QUORUM

2. DISCLOSURE OF CONFLICTS OF INTEREST

3. REVIEW AND APPROVE AGENDA AND MEETING LOCATION

4. REVIEW AND APPROVE MINUTES OF MAY 20, 2015 MEETING (enclosed).

5. LEGAL MATTERS

DISTRICT NO. 1 ONLY:

- A. Discuss Status of Acquisition of Right-of-Way Parcel for Southern Connector Improvements
- B. Discuss Status of Good Faith Negotiations to Acquire Property Interests/Easements on Property Owned by Stockton Corporation
 - 1. Discuss Status of Preparation of Appraisal of Stockton Corporation Property

2. If Necessary, Direct Publication of 45-day Notice, and Provision of Notice to Douglas County District Court and Board of County Commissioners Relating to the Acquisition of Property Interests/Easements on Stockton Corporation Property

- C. Second Reading to Consider Approval of Purchase and Sale Agreement between the District and Public Service Company of Colorado

DISTRICT NO. 2 ONLY:

- D. Second Reading: Discuss and Consider Adoption of Resolution No. 2015-06-___, Resolution of the Board of Directors of Sterling Ranch Metropolitan District No. 2 (“District No. 2”) Authorizing and Approving the Execution of a Pledge Agreement between District No. 2 and the Sterling Ranch Community Authority Board (“CAB”), and Approving the Issuance of the CAB’s Limited Tax Supported Revenue Bonds in an Approximate Aggregate Principal Amount of \$21,000,000, which Bonds are General Obligation Bonds Being Issued by the CAB on Behalf of District No. 2; Authorizing the Execution of all Documents, Instruments and Certificates in Connection Therewith, Ratifying Prior Actions, Authorizing Incidental Actions, and Repealing Prior Inconsistent Actions.

6. OTHER BUSINESS

7. ADJOURNMENT

Informational Items:

NEXT SCHEDULED BOARD MEETING
Wednesday, July 15, 2015 – 12:00 p.m.