**NOTICE OF SPECIAL MEETING**

NOTICE IS HEREBY GIVEN that the Board of Directors of the VILLAGE ON THE GREEN METROPOLITAN DISTRICT NO. 1 of Douglas County, Colorado, will hold a special meeting at 10:30 a.m. or as soon thereafter as the Board determines, on Thursday, the 19th day of November, 2015, at MSP Companies, 720 South Colorado Blvd., Suite 940-North Tower, Denver, Colorado, for the purpose of making a final determination to issue or refund general obligation indebtedness consisting of Limited Tax General Obligation Bonds, Series 2015 in the aggregate principal amount of $1,400,000, and ratifying and confirming the execution of certain documents, resolutions, and determinations and findings as to other matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions; and for the purpose of conducting such business as listed on the attached agenda and such other business as may come before the Board. The meeting is open to the public.

BY ORDER OF THE BOARD OF DIRECTORS:

VILLAGE ON THE GREEN METROPOLITAN DISTRICT NO. 1

By: /s/ Spencer Fane LLP

Counsel to the District

Dated this 11th day of November, 2015

**AGENDA**

**SPECIAL MEETING OF THE BOARD OF DIRECTORS OF**

**VILLAGE ON THE GREEN METROPOLITAN DISTRICT NO. 1**

**DOUGLAS COUNTY, COLORADO**

**Board of Directors** **Term**

Marcus S. Palkowitsh, President/Chairman 2016

John M. Will, Secretary/Treasurer 2018

Chad M. Rodriguez, Vice Chair, Assistant Secretary/Treasurer 2016

Eugene G. Coppola, Vice Chair, Assistant Secretary/Treasurer 2018

Thomas J. Ashburn, Vice Chair, Assistant Secretary/Treasurer 2016

DATE: November 19, 2015

TIME: 10:30 a.m., or as soon thereafter.

LOCATION: MSP Companies

720 South Colorado Boulevard, Suite 940-North Tower

Denver, Colorado 80246

1. Call to order
2. Consider approval of the agenda
3. Disclosure of potential conflicts of interest, acknowledge oaths of office, declaration of quorum, director qualifications
4. Consider for approval the minutes of the meeting held September 28, 2015
5. Reports of officers, committees and professional consultants
6. Project updates
7. 2015 Budget Amendments
   1. Conduct public hearing on the amendments to the 2015 budgets, if required
   2. Consider for approval resolutions amending the 2015 budgets, and approve the appropriation of funds, if required
8. 2016 Budgets
   1. Conduct public hearing on the budgets for the fiscal year 2016
   2. Consider for approval resolutions adopting the 2016 budgets, approve the appropriation of funds, and authorize tax levies to be certified by the Districts for collection in fiscal year 2016
9. Legal counsel matters
   1. Consider approval of Resolution Concerning Regular Election to be held May 3, 2016
   2. Consider approval of Resolution Concerning 2016 Annual Administrative Matters
   3. Consider approval of Updates to Funding and Reimbursement Agreements.
   4. Consider approval of Amended and Restated Promissory Notes for Reimbursement of Capital Costs and Operations and Maintenance Advances.
   5. Consider Approval and Ratification of Engagement of Bond Consultants and Financial Advisors as Necessary to Facilitate a Limited Tax General Obligation Bond secured by General Obligation Pledge of District.
   6. Consider approval of Resolution Authorizing Limited Tax General Obligation Bonds, Series 2015, Financing Agreements and Ancillary Agreements, including Approval of Bond/Financing Issuance Parameters for Public Improvements Costs Incurred on Behalf of the District.
10. Any other matters to come before the Board
11. Public comment. Comments are limited to three (3) minutes.
12. Adjournment