**NOTICE OF COMBINED SPECIAL MEETING**

NOTICE IS HEREBY GIVEN that the Boards of Directors of the HORSESHOE RIDGE METROPOLTIAN DISTRICT NOS. 1-3 of Douglas County, Colorado, will hold a combined special meeting at 10:45 a.m. or as soon thereafter as the Board determines on Monday, the 14th day of November, 2016, at MSP Companies, 720 South Colorado Blvd., Suite 940-North Tower, Denver, Colorado, for the purpose of addressing those matters set out in the attached agenda as the same may be amended at the meeting, and for the purpose of conducting such other business as may properly come before the Boards. The meeting is open to the public.

BY ORDER OF THE BOARDS OF DIRECTORS:

HORSESHOE RIDGE METROPOLITAN

DISTRICT NOS. 1-3

By: /s/ Spencer Fane LLP

Counsel to the District

Dated this 8th day of November, 2016

**AGENDA**

**COMBINED SPECIAL MEETING OF THE BOARDS OF DIRECTORS**

**OF**

**HORSESHOE RIDGE METROPOLITAN DISTRICT NOS. 1-3**

**DOUGLAS COUNTY, COLORADO**

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

Marcus S. Palkowitsh, President/Chairman 2018

John M. Will, Secretary/Treasurer 2018

Chad M. Rodriguez, Vice Chair, Assistant Secretary/Treasurer 2018

Eugene G. Coppola, Vice Chair, Assistant Secretary/Treasurer 2020

Thomas J. Ashburn, Vice Chair, Assistant Secretary/Treasurer 2020

DATE: November 14, 2016

TIME: 10:45 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 November 19, 2016
5. Reports of officers, committees and professional consultants
6. Project updates
7. 2016 Budget Amendments
   1. Conduct public hearing on the amendments to the 2016 budgets, if required
   2. Consider for approval resolutions amending the 2016 budgets and approve the appropriation of funds, if required
8. 2017 Budgets
   1. Conduct public hearing on the budgets for the fiscal year 2017
   2. Consider for approval resolutions adopting the 2017 budgets, approve the appropriation of funds, and authorize tax levies to be certified by the Districts for collection in fiscal year 2017
9. Legal counsel matters
   1. Consider approval of Updates to Funding and Reimbursement Agreements.
   2. Consider approval of Amended and Restated Promissory Notes for Reimbursement of Capital Costs and Operations and Maintenance Advances.
   3. Consider approval of Resolution Concerning 2017 Annual Administrative Matters
   4. Consider approval and ratification of 2016 annual report.
10. Any other matters to come before the Board
11. Public comment. Comments are limited to three (3) minutes.
12. Adjournment