

**PUBLIC NOTICE OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF THE
STERLING RANCH COLORADO METROPOLITAN DISTRICT NO. 3**

NOTICE IS HEREBY GIVEN that the Board of Directors (the “Board”) of the Sterling Ranch Colorado Metropolitan District No. 3 (“District No. 3”), Douglas County, Colorado, will meet in special session on Wednesday, December 6, 2017, at 11:00 a.m., at the offices of Sterling Ranch Development Company, 1805 Shea Center Drive, Suite 140, Highlands Ranch, Colorado, at which meeting it is anticipated that the Board will make a final determination to adopt Resolutions: (i) approving the issuance of the Sterling Ranch Community Authority Board’s (“CAB”) Limited Tax Supported and Special Revenue Senior Bonds, Series 2017A (in an approximate aggregate principal amount not to exceed \$80,000,000), and the issuance of Limited Tax Supported and Special Revenue Subordinate Bonds, Series 2017B (in an approximate aggregate principal amount not to exceed \$20,000,000), which Bonds are general obligation and special revenue bonds being issued by the CAB on behalf of District No. 3; and (ii) authorizing and approving the execution of a Pledge Agreement between District No. 3 and the CAB. At this meeting, the Board also 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. 3.

STERLING RANCH COLORADO
METROPOLITAN DISTRICT NO. 3,
DOUGLAS COUNTY, COLORADO

By: /s/ Denise Denslow
Secretary

STERLING RANCH COLORADO METROPOLITAN DISTRICT NO. 3
SPECIAL MEETING AGENDA

Board of Directors:

Term Expires:

James Yates, President	May 2020
Harold R. Smethills, Jr., Vice President / Treasurer	May 2020
Diane H. Smethills, Assistant Secretary	May 2018
VACANCY	May 2018
VACANCY	May 2020
Denise Denslow, Secretary	N/A

Date: December 6, 2017 – Wednesday
Time: 11:00 a.m.
Location: Sterling Ranch Development Company
1805 Shea Center Drive
Suite 140
Highlands Ranch, CO 80129

1. CALL TO ORDER / DECLARATION OF QUORUM

2. DISCLOSURE OF CONFLICTS OF INTEREST

3. REVIEW AND APPROVE AGENDA AND MEETING LOCATION; APPOINT ACTING SECRETARY FOR MEETING, IF NECESSARY

4. BOARD MATTERS

5. LEGAL MATTERS

- A. SECOND READING: Review and consider adoption of a Resolution approving the issuance of the Sterling Ranch Community Authority Board's ("CAB") Limited Tax Supported and Special Revenue Senior Bonds, Series 2017A (in an approximate aggregate principal amount not to exceed \$80,000,000), and the issuance of Limited Tax Supported and Special Revenue Subordinate Bonds, Series 2017B (in an approximate aggregate principal amount not to exceed \$20,000,000), which Bonds are general obligation and special revenue bonds being issued by the CAB on behalf of District No. 3. Such Resolution will also authorize the execution of all documents,

instruments and certificates in connection therewith, ratify prior actions, authorize incidental actions, and repeal prior inconsistent actions (to be distributed).

- B. SECOND READING: Review and consider adoption of a Resolution authorizing and approving the execution of a Pledge Agreement between District No. 3 and the CAB. Such Resolution will also authorize the execution of all documents, instruments and certificates in connection therewith, ratify prior actions, authorize incidental actions, and repeal prior inconsistent actions (to be distributed).
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6. ADMINISTRATIVE MATTERS

- A. Confirm Quorum for Next Regular Board Meeting to be Held Tuesday, December 19, 2017 at 3:00 p.m. at the Offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO 80111
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7. ADJOURNMENT

Informational Item(s):

2018 REGULAR BOARD MEETINGS
3rd Tuesday of Each Month or as Needed
CliftonLarsonAllen LLP
8390 E. Crescent Pkwy., Suite 500
Greenwood Village, CO 80111