

**NOTICE OF SPECIAL MEETING
AND
NOTICE OF FINAL DETERMINATION TO ISSUE OR REFUND
GENERAL OBLIGATION INDEBTEDNESS**

NOTICE IS HEREBY GIVEN that the Board of Directors of the UPPER COTTONWOOD CREEK METROPOLITAN DISTRICT NOS. 2 AND 3 of the City of Colorado Springs, El Paso County, Colorado, will hold a special meeting at 8:30 a.m. on Tuesday, the 12th day of November, 2019, at 111 S. Tejon Street, Suite 222, Colorado Springs, Colorado, at which meeting it is anticipated that the Board will make a final determination to issue or refund general obligation indebtedness, and for the purpose of addressing those matters set out in the agenda below 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:

UPPER COTTONWOOD CREEK METROPOLITAN
DISTRICT NOS. 2 AND 3

By: /s/ Timothy Seibert
President

AGENDA

1. Call to Order
2. Declaration of Quorum/Director Qualifications/Disclosure Matters/Approval of Agenda
3. Board Vacancies for Board Members of Upper Cottonwood Creek Metropolitan District
 - A. Administer Oaths of Office
 - B. Certificates of Appointment
 - C. Election of Officers
4. Community Comments (limit to 5 minutes per person)
5. Review and Approve Minutes of the July 24, 2019 Old Ranch Metropolitan District Regular Meeting (enclosed)
6. Administrative Matters
 - A. Review and Consider Adoption of Resolution Regarding Annual Administrative Matters for Old Ranch Metropolitan District, Upper Cottonwood Creek Metropolitan District and Upper Cottonwood Creek Metropolitan District Nos. 2-5 (enclosed)
 - B. Discuss 2020 Insurance Renewals
 - C. Review and Consider Adoption of CORA Resolution for Old Ranch Metropolitan District, Upper Cottonwood Creek Metropolitan District, and Upper Cottonwood Creek Metropolitan District Nos. 2-5 (enclosed)
7. Financial Matters
 - A. Ratify Bill.com Payments Totaling \$510,858.17 (enclosed)
 - B. Review and Consider Acceptance of September 30, 2019 Unaudited Financial Statements for Old Ranch Metropolitan District and Cash Position Reports for Upper Cottonwood Creek Metropolitan District No. 2, 3 and 4 (enclosed)
 - C. Review and Consider Approval of 2019 Audit Engagement Letters for Old Ranch Metropolitan District and Upper Cottonwood Creek Metropolitan District No. 2 with BiggsKofford (enclosed)
 - D. Consider Appointing CliftonLarsonAllen LLP to Prepare and File 2019 Audit Exemption Applications for Upper Cottonwood Creek Metropolitan District, and Upper Cottonwood Creek Metropolitan District Nos. 3 through 5
 - E. Conduct Public Hearing to Consider Amending the 2019 Budget for Old Ranch Metropolitan District, Upper Cottonwood Creek Metropolitan District and Upper Cottonwood Creek Metropolitan District Nos. 2-5; Consider Adoption of Resolution to Amend Budget for Old Ranch

- Metropolitan District, Upper Cottonwood Creek Metropolitan District, Upper Cottonwood Creek Metropolitan District Nos. 2-5 (enclosed)
- F. Conduct Public Hearing to Consider Adoption of 2020 Budget, Appropriate Expenditures and Set Mill Levies; Consider Adoption of Resolution to Adopt 2020 Budget, Appropriate Expenditures and Set Mill Levies for Old Ranch Metropolitan District, Upper Cottonwood Creek Metropolitan District, and Upper Cottonwood Creek Metropolitan District Nos. 2-5 (enclosed)
 - G. 2019 Bond Final Determination for Upper Cottonwood Creek Metropolitan District No. 2
 1. Final Consideration of Authorization of the execution, issuance and delivery of the District's Limited Tax General Obligation Bond, Series 2019, in the aggregate principal amount of \$2,300,000, inducing authorization of related documents
 2. Consider Approval of Resolution Authorizing the issuance of bonds and documents related thereto (enclosed)
 - H. 2019 Bond Final Determination for Upper Cottonwood Creek Metropolitan District No. 3
 1. Final Consideration of Authorization of the execution, issuance and delivery of the District's Limited Tax General Obligation Bond, Series 2019, in the aggregate principal amount of \$7,200,000, inducing authorization of related documents
 2. Consider Approval of Resolution Authorizing the issuance of bonds and documents related thereto (enclosed)
8. Legal Matters
- A. Review and Consider Approval of Resolution Calling May 5, 2020 Regular Election of Directors for Old Ranch Metropolitan District, Upper Cottonwood Creek Metropolitan District, Upper Cottonwood Creek Metropolitan District Nos. 2-5 (enclosed)
 - B. Conduct Public Hearing on Petition for Exclusion for Upper Cottonwood Creek Metropolitan District No. 3
 1. Consider Approval of Authorizing Resolution for the Exclusion for Upper Cottonwood Creek Metropolitan District No. 3 (enclosed)
 - C. Conduct Public Hearing on Petitions for Inclusion for Upper Cottonwood Creek Metropolitan Districts Nos. 2, 4 and 5
 1. Consider Approval of Authorizing Resolutions for the Inclusion of Upper Cottonwood Creek Metropolitan District Nos. 2, 4 and 5 (enclosed)
 - D. Review and Consider Approval of Resolution Providing for Directors' Exclusion From Workers Compensation Coverage for Upper Cottonwood Creek Metropolitan District and Upper Cottonwood Creek Metropolitan District Nos. 2-5 (enclosed)
9. Other Items
- A. Discuss Meeting Dates for 2020
10. Adjournment

Dated this 7th day of November, 2019