

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 HELD JANUARY 12, 2022

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the STC Metropolitan District No. 2 (referred to hereafter as the "District") was convened on Wednesday, the 12<sup>th</sup> day of January, 2022, at 10:00 A.M. This District Board meeting was held by Zoom at: <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09>; Meeting ID: 897 9736 4658, Passcode: 115782. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

James A. Brzostowicz, President  
Angie Hulsebus, Treasurer  
Terry Willis, Assistant Secretary

##### Also In Attendance Were:

Peggy Ripko; Special District Management Services, Inc. ("SDMS")

Jennifer L. Ivey, Esq.; Icenogle Seaver Pogue, P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

Sonia Chin, Bill Jencks, Jessica Sergi and Carmen Wences; Ranch Capital, LLC

Sally Vecchio, Anthony Blout and Jennifer Will; Carmel Partners, Inc.

Tracy; Resident

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board noted it was in receipt of disclosures of potential conflicts of interest statements for each of the Directors and that the statements had been filed with the Secretary of State at least seventy-two hours in advance of the meeting. Ms. Ripko requested that the Directors review the Agenda for the meeting and advised the Board to disclose any new conflicts of interest which had not been previously disclosed. No further disclosures were made by Directors present at the meeting.

#### ADMINISTRATIVE MATTERS

Agenda: Ms. Ripko noted a quorum was present. The Board reviewed the proposed Agenda for the District's Special Meeting.

## RECORD OF PROCEEDINGS

---

Following discussion, upon motion duly made by Director Willis, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board approved the Agenda, as presented.

**Confirm Quorum, Location of Meeting and Posting of Meeting Notices:** Ms. Ripko confirmed the presence of a quorum and that notice of the time, date and location/manner of the meeting was duly posted and that that no objections to the virtual/telephonic manner of the meeting have been received.

### **PUBLIC COMMENTS**

There were no public comments.

### **FIRE RESPONSE**

**Architectural Review Process for Rebuilding:** The Board entered into discussion regarding the architectural review process for rebuilding. Ms. Ripko and Attorney Ivey will work together regarding a process.

**Damage:** The Board entered into discussion regarding the damage caused by the fire. It was noted there was damage to the concrete, mailboxes, lights, handrails, retaining walls, landscaping and broken glass.

### **FINANCIAL MATTERS**

**Claims:** The Board considered the ratification of approval of the payment of claims as follows:

Fund	Period Ending Nov. 30, 2021	Period Ending Oct. 26, 2021
General	\$ 15,267.09	\$ 11,034.82
Debt	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-
Payroll	\$ 92.35	\$ 184.70
<b>Total</b>	<b>\$ 15,359.44</b>	<b>\$ 11,219.52</b>

Following review and discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

**Unaudited Financial Statements:** Ms. Wheeler presented to the Board the unaudited financial statements for the period ending November 30, 2021 and schedule of cash position, dated November 30, 2021.

## RECORD OF PROCEEDINGS

---

Following review and discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending November 30, 2021 and schedule of cash position, dated November 30, 2021.

### **LEGAL MATTERS**

**2022 Rates for Icenogle Seaver Pogue, P.C.:** The Board acknowledge the 2022 rates for Icenogle Seaver Pogue, P.C.

**Motion for Amended Order of Inclusion for Block 15, Superior Town Center Filing No. 1B Replat No. 5:** The Board reviewed a Motion for an Amended Order of Inclusion for Block 15, Superior Town Center Filing No. 1B Replat No. 5.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved the filing of the Motion for an Amended Order of Inclusion for Block 15, Superior Town Center Filing No. 1B Replat No. 5.

**Special Warranty Deed to Accept Ownership of Outlots:** The Board reviewed a Special Warranty Deed to accept ownership of Outlots.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved the Special Warranty Deed to accept ownership of Outlots.

**Lender Estoppel requested by Carmel Partners:** Attorney Ivey discussed the status and reported that no additional action was needed at this time.

**Board Position:** Attorney Ivey discussed with the Board the options of moving forward due to Director Hulsebus resignation.

### **OPERATIONS AND MAINTENANCE**

**Operating Projections:** No action was taken by the Board.

### **CAPITAL PROJECTS**

**Agreement Between Carmel Partners and the District for Maintenance and Operation Rules for the Parking Garage:** The Board entered into discussion regarding an Agreement between Carmel Partners and the District for maintenance and operation rules for the parking garage. No action was taken by the Board.

**Final Engineers Report and Certification #78 prepared by Ranger Engineering, LLC, dated November 22, 2021:** Following review and discussion by the Board, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon

## RECORD OF PROCEEDINGS

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vote, unanimously carried, the Board approved and accepted improvement costs in the amount of \$2,813,100.99, detailed in the Final Engineers Report and Certification #78 prepared by Ranger Engineering, LLC, dated November 22, 2021.

**Final Engineers Report and Certification #79 prepared by Ranger Engineering, LLC, dated December 21, 2021:** Following review and discussion by the Board, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved and accepted improvement costs in the amount of \$1,362,274.73, detailed in the Final Engineers Report and Certification #79 prepared by Ranger Engineering, LLC, dated December 21, 2021.

### **DEVELOPER UPDATE**

**Status of Lot and Home Sales:** Mr. Jencks updated the Board on the damage throughout the community from the fire and future completion.

**Necessary Inclusions:** No action needed by the Board

**Conveyance of Facilities:** The Board deferred discussion.

### **COVENANT CONTROL**

**Community Manager's Update:** The Board reviewed the Community Manager's Report presented by Ms. Ripko.

### **OTHER MATTERS**

There were no other matters.

### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By   
Secretary for the Meeting