

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 HELD FEBRUARY 12, 2019

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 Tuesday, the 12th day of February, 2019, at 9:00 A.M., at the offices of McGeady Becher P.C., 450 E. 17th Avenue, Suite 400, Denver, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

James A. Brzostowicz
Angie Hulsebus

Also In Attendance Were:

Lisa A. Johnson and Judy Leyshon; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Mark Chambers; Simmons & Wheeler, P.C.

Dave Andrews; Edifice, LLC (via speakerphone)

Sonia Chin, Bill Jencks, and Jessica Sergi; Ranch Capital, LLC (via speakerphone)

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. Johnson 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. Johnson distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting.

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

Confirm Location of Meeting, Posting of Meeting Notices and Quorum: Ms. Johnson confirmed the presence of a quorum. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Hulsebus, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries or within 20 miles of its boundaries to conduct this meeting, the meeting would be conducted at the above-stated location. The Board further noted that the notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed were received from taxpaying electors within the District's boundaries.

CONSENT AGENDA

The Board considered the following actions:

- Approve Minutes of the January 2, 2019 Regular Meeting.
- Consider and approve Resolution No. 2019-02-01; Resolution Establishing 2019 Regular Meeting Dates, Time and Location.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above actions, as presented.

FINANCIAL MATTERS

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

Fund	Period Ending Jan. 28, 2019
General	\$ 11,417.07
Debt	\$ -0-
Capital	\$ 19,242.43
Total	\$ 30,659.50

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

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Unaudited Financial Statements: Mr. Chambers presented the unaudited financial statements for the period ending December 31 2018 and the updated schedule of cash position for the period ending December 31, 2018.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31 2018 and the updated schedule of cash position for the period ending December 31, 2018.

LEGAL MATTERS

Compliance Order of Consent Concerning Notice of Violation S0-161006-1: The Board reviewed the compliance order of consent concerning Notice of Violation S0-161006-1. No action was required.

OPERATIONS / MAINTENANCE

Proposal from Ranger Engineering, LLC for District Engineering and Cost Certification Services: The Board discussed a proposal from Ranger Engineering, LLC for District Engineering and Cost Certification Services.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved the proposal from Ranger Engineering, LLC for District Engineering and Cost Certification Services. It was noted that Attorney Becher would draft the agreement.

COMMUNITY MANAGEMENT

Community Management Report: The Board discussed and reviewed the Community Manager's Report. The Board addressed the snow removal concerns contained in the report.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board directed Ms. Johnson to get a recommendation from Vargas Property Services, Inc. relative to modifying the requirements related to snow removal criteria.

The Board further authorized Director Brzostowicz to make a decision on the recommendation and bring any modifications back to the Board via Change Order.

Service Agreement with Thyssen Krupp for Annual Elevator Services: The Board reviewed the Service Agreement with Thyssen Krupp for annual elevator services.

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Following discussion, upon motion duly made by Director Hulsebus, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement with Thyssen Krupp for annual elevator services.

Design Review Request: The Board discussed a Design Review Request relative to balcony door and curtain.

Following discussion, upon motion duly made by Director Hulsebus, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board approved the balcony door modification but denied the curtain based upon material. It was noted that Ms. Ripko would work with the owner to determine if an alternate material would be acceptable. The Board will further review specification if needed.

CAPITAL PROJECTS

Final Engineer's Report and Certification #42 dated January 3, 2019: Ms. Johnson reviewed with the Board the improvement costs under the Final Engineer's Report and Certification #42, dated January 3, 2019, prepared by Manhard Consulting, Ltd.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board accepted the improvement costs in the approximate amount of \$179,926.82 under that certain Final Engineer's Report and Certification #42, dated January 3, 2019, prepared by Manhard Consulting, Ltd.

Final Engineer's Report and Certification #43 dated January 9, 2019: Ms. Johnson reviewed with the Board the improvement costs under the Final Engineer's Report and Certification #43, dated January 9, 2019, prepared by Manhard Consulting, Ltd.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board accepted the improvement costs in the approximate amount of \$198,080.87 under that certain Final Engineer's Report and Certification #43, dated January 9, 2019, prepared by Manhard Consulting, Ltd.

Final Engineer's Report and Certification #44 dated January 24, 2019: Ms. Johnson reviewed with the Board the improvement costs under the Final Engineer's Report and Certification #44, dated January 24, 2019, prepared by Manhard Consulting, Ltd.

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Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board accepted the improvement costs in the approximate amount of \$82,117.55 under that certain Final Engineer's Report and Certification #44, dated January 24, 2019, prepared by Manhard Consulting, Ltd.

Award of Contract for Block 25 Infrastructure to a Contractor to be determined for Utilities, Walks, Pavement, and Lighting: The Board reviewed the bids received for utilities, walks, pavement, and lighting construction on Block 25.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved an award of contract to SAMORA Construction in the amount of \$1,795,098.32 for utilities, walks, pavement, and lighting construction on Block 25, subject to confirmation of availability of funding by the Developer once the Facilities Funding And Acquisition Agreement is amended by the Developer.

**DEVELOPER
UPDATE**

Lot and Home Sales: Mr. Jencks provided an update to the Board on lot and home sales.

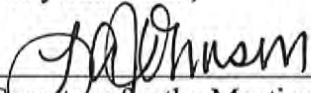
OTHER MATTERS

There were no other matters before the Board for discussion.

ADJOURNMENT

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

Respectfully submitted,

By 
Secretary for the Meeting

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THESE MINUTES ARE APPROVED AS THE OFFICIAL FEBRUARY 12, 2019
MINUTES OF THE STC METROPOLITAN DISTRICT NO. 2 BY THE BOARD
OF DIRECTORS SIGNING BELOW:



James A. Brzostowicz



Angie Hulsebus

RESOLUTION NO. 2019-02-01

**RESOLUTION OF THE BOARD OF DIRECTORS OF
STC METROPOLITAN DISTRICT NO. 2
ESTABLISHING REGULAR MEETING DATES, TIME AND LOCATION, AND
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES**

- A. Pursuant to Section 32-1-903, C.R.S., special districts are required to designate a schedule for regular meetings, indicating the dates, time and location of said meetings.
- B. Pursuant to Section 24-6-402(2)(c), C.R.S., special districts are required to designate annually at the board of directors of the district's first regular meeting of each calendar year, the place at which notice will be posted at least 24 hours prior to each meeting.
- C. Pursuant to Section 32-1-903, C.R.S., special districts are required to post notices of regular and special meetings at three (3) public places within the district and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting.
- D. Pursuant to Section 32-1-903, C.R.S., all special and regular meetings of the board shall be held at locations which are within the boundaries of the district or which are within the boundaries of any county in which the district is located, in whole or in part, or in any county so long as the meeting location does not exceed twenty (20) miles from the district boundaries unless such provision is waived.
- E. The provisions of Section 32-1-903, C.R.S., may be waived if: (1) the proposed change of location of a meeting of the board appears on the agenda of a regular or special meeting; and (2) a resolution is adopted by the board stating the reason for which a meeting is to be held in a location other than under Section 32-1-903(1), C.R.S., and further stating the date, time and place of such meeting.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the STC Metropolitan District No. 2 of the County of Boulder, Colorado:

1. That the provisions of Section 32-1-903(1), C.R.S., be waived pursuant to the adoption of this Resolution.
2. That the Board of Directors (the "**District Board**") has determined that conducting regular and special meetings pursuant to Section 32-1-903(1), C.R.S., would be inconvenient and costly for the Directors and consultants of the District in that they live and/or work outside the twenty (20) mile radius requirement.
3. That regular meetings of the District Board of the STC Metropolitan District No. 2 for the year 2019 shall be held on First Wednesday of every month at 9:00 a.m., at the offices of McGeady Becher P.C., 450 E 17th Avenue, Suite 400, Denver, Colorado in the City and County of Denver, Colorado.

4. That special meetings of the District Board shall be held as often as the needs of the District require, upon notice to each Director.

5. That, until circumstances change and a future resolution of the District Board so designates, the location of all special and regular meetings of the District Board shall appear on the agenda(s) of said special and regular meetings.

6. That the residents and taxpaying electors of the District shall be given an opportunity to object to the meeting(s), location(s) and any such objections shall be considered by the District Board in setting future meetings.

7. Notice of Meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24 hours prior to each meeting at the following location:

(a) On the fence in the northwest corner of the 5' x 5' District parcel (said parcel located 86 feet north of the fence corner).

8. Notices of regular and special meetings required to be posted at three (3) public places within the District and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting shall be made pursuant to Section 32-1-903, C.R.S., at the following locations:

(a) Three locations on the fence in the northwest corner of the 5' x 5' District parcel (said parcel located 86 feet north of the fence corner)

9. James A. Brzostowicz or his/her designee, is hereby appointed to post the above-referenced notices.


RESOLUTION APPROVED AND ADOPTED on February 12, 2019.

STC METROPOLITAN DISTRICT NO. 2

By: _____

President

Attest:


Secretary