

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 HELD JUNE 6, 2018

A Regular 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 6th day of June, 2018, at 9:00 A.M., at the offices of McGeady Becher P.C., 450 E. 17<sup>th</sup> Avenue, Suite 400, Denver, Colorado. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

James A. Brzostowicz  
Bob Revis

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Revis and, upon vote, unanimously carried, the absence of Lee Merritt was excused.

#### Also In Attendance Were:

Lisa A. Johnson; Special District Management Services, Inc.

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

Mark Chambers; Simmons & Wheeler, P.C.

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

Bill Jencks; Ranch Capital, LLC (via speakerphone)

Angie Hulsebus; Board Candidate

#### 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.

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### ADMINISTRATIVE MATTERS

**Agenda:** Ms. Johnson distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

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

**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, and upon motion duly made by Director Brzostowicz, seconded by Director Revis 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, it was determined to conduct the meeting 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 its boundaries.

**May 8, 2018 Election:** Ms. Johnson noted for the Board that the May 8, 2018 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. Director Revis was deemed elected to a 4-year term ending in May, 2022.

**Consideration of Board Appointment After Publication of Notice of Vacancy:** It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was made on May 11, 2018 in the Boulder Daily Camera. No Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, following discussion and upon motion duly made by Director Revis seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board appointed Angie Hulsebus to fill the vacancy on the Board of Directors. The Oath of Director was administered.

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**Appointment of Officers:** Following discussion, upon motion duly made by Director Brzostowicz seconded by Director Revis and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Jim A. Brzostowicz
Treasurer	Angie Hulsebus
Secretary	Lisa Johnson
Assistant Secretary	Lee Merritt
Assistant Secretary	Bob Revis

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### **CONSENT AGENDA**

The Board considered the following actions:

- Approve Minutes of the May 2, 2018 Regular Meeting.

Following review, 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.

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### **FINANCIAL MATTERS**

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

Fund	Period Ending May 25, 2018
General	\$ 10,404.30
Debt	\$ -0-
Capital	\$ 15,625.40
<b>Total</b>	<b>\$ 26,029.70</b>

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

**Unaudited Financial Statements:** Mr. Chambers presented the unaudited financial statements for the period ending April 30, 2018 and the updated schedule of cash position for the period ending April 30, 2018.

Following review, upon motion duly made by Director Brzostowicz, seconded by Director Revis and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending April 30, 2018 and the updated schedule of cash position for the period ending April 30, 2018.

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**Preparation of 2019 Budget:** The Board discussed the preparation of the 2019 Budget.

Following discussion, upon motion duly made by Director Hulsebus, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2019 Budget. The Board determined to hold the public hearing to consider adoption of the 2019 Budget on Wednesday, November 7, 2018 at 9:00 a.m. at the regular meeting location.

**2017 Audit:** It was noted that work is in progress and the 2017 Audit will be presented at the July 11, 2018 meeting.

**Bond Issuance:** The Board discussed the potential for a bond issuance, noting that a new issuance is anticipated in 2019.

### LEGAL MATTERS

**Status of Approval from the Town of Superior of Resolution Regarding the Imposition of Fees. Status of updated Operations and Maintenance Analysis:** Ms. Johnson noted that there is nothing new to report.

**Status of First Amendment to Facilities Funding and Acquisition Agreement between the District and RC Superior, LLC:** Attorney Becher noted that work is in progress.

**Parking Garage Conveyance:** Attorney Becher reported that work to convey the parking garage to the District is ongoing.

**Colorado Department of Public Health and Environment (“CDPHE”)– Stormwater Management Plan:**

**Termination of Service Agreement for Engineering Consulting Services:** The Board discussed the termination of Service Agreement for Engineering Consulting Services with Lamp, Rynearson & Associates, Inc. d/b/a TZA Water Engineers.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Revis and, upon vote, unanimously carried, the Board terminated the Service Agreement for Engineering Consulting Services with Lamp, Rynearson & Associates, Inc. d/b/a TZA Water Engineers.

**Regulatory Compliance Services:** Ms. Johnson discussed with the Board the agreement for regulatory compliance services between the District and MMI Water Engineers, LLC.

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Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Revis and, upon vote, unanimously carried, the Board approved the agreement for regulatory compliance services between the District and MMI Water Engineers, LLC.

**Rules and Regulations:** Ms. Johnson noted that work is in progress to update the Rules and Regulations to include compliance with the District's Stormwater Management Plan.

**Cost Verification Services:** Ms. Johnson reviewed with the Board, the Service Agreement for District Engineering and Cost Verification Service between the District and Manhard Consulting, Ltd.

Following review and discussion, upon motion duly made by Director Brzostowicz, seconded by Director Revis and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement for District Engineering and Cost Verification Services between the District and Manhard Consulting, Ltd.

**Enforcement of Fire Lanes:** Ms. Johnson reviewed with the Board the Letter to the Boulder County Sherriff's Office and Town of Superior regarding enforcement of parking rules and restrictions.

Following discussion, upon motion duly made by Director Revis, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board approved the Letter to the Boulder County Sherriff's Office and the Town of Superior regarding enforcement of parking rules and restrictions, as revised.

### **CAPITAL PROJECTS**

**Final Engineer's Report and Certification #35:** The Board deferred discussion.

### **DEVELOPER UPDATE**

**Lot and Home Sales:** Director Revis provided an update on lot and home sales.

### **OTHER MATTERS**

**Welcome Packets:** Ms. Johnson noted that Welcome Packets have been distributed to all new homeowners.

**Master Service Agreement for Landscape Maintenance Services between the District and Vargas Property Services, Inc.:** The Board reviewed the Master Service Agreement for Landscape Maintenance Services between the District and Vargas Property Services, Inc.

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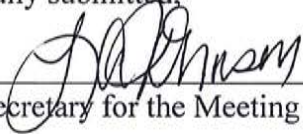
Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Revis and, upon vote, unanimously carried, the Board approved the Master Service Agreement for Landscape Maintenance Services between the District and Vargas Property Services, Inc., in the amount of \$10,550.00 through December 2018.

### ADJOURNMENT

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

Respectfully submitted,

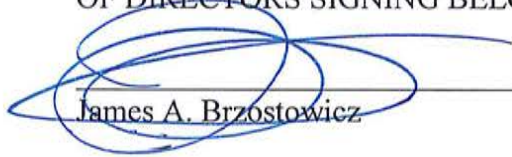
By

  
Secretary for the Meeting

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THESE MINUTES ARE APPROVED AS THE OFFICIAL JUNE 6, 2018  
MINUTES OF THE STC METROPOLITAN DISTRICT NO. 2 BY THE BOARD  
OF DIRECTORS SIGNING BELOW:

  
James A. Brzostowicz

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Lee Merritt

  
Bob Revis

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Angie Hulsebus