

## 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 JULY 28, 2023

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 Friday, the 28th day of July, 2023, at 9:00 A.M. This District Board meeting was held via Zoom at: <https://us02web.zoom.us/j/86267550643?pwd=V3RnRGRtWkRyUIZZc1VMWTJFZHdz09>; Meeting ID: 862 6755 0643, Passcode: 987572 and via telephone conference at: 1 (719) 359-4580. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

James A. Brzostowicz, President  
Terry Willis, Treasurer

##### Also In Attendance Were:

Peggy Ripko and Michelle Gardner (for a portion); Special District Management Services, Inc. ("SDMS")

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

Diane Wheeler; Simmons & Wheeler, P.C.

Sonia Chin and Bill Jenks; Ranch Capital, LLC

Steve Dazzio; Dazzio & Associates, PC CPAs

#### 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

Confirm Quorum: Ms. Ripko confirmed the presence of a quorum.

Agenda: The Board reviewed the proposed Agenda for the District's Special Meeting.

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Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the Agenda, as amended to include tract acceptance under legal.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted at least 24 hours prior to each meeting on the District’s website at: <https://stcmd1-3.colorado.gov/> or if posting on the website is unavailable, notice will be posted at the following physical location within the District’s boundaries on a post within the Boundaries of the District: the entrance of the parking garage located at 1 Superior Drive, Superior, Colorado.

**Confirm Location of Meeting and Posting of Meeting Notices:** Ms. Ripko confirmed that notice of the time, date and location/manner of the meeting was duly posted.

**Minutes:** The Board reviewed the Minutes of the May 2, 2023 Special Meeting.

Following discussion, upon motion duly made by Director Brzostowicz seconded by Director Willis and, upon vote, unanimously carried, the Board approved the Minutes of the May 2, 2023 Special Meeting.

**PUBLIC  
COMMENTS**

There were no public comments.

**FINANCIAL  
MATTERS**

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

Fund	Period Ending May. 31, 2022	Period Ending June 30, 2023
General	\$ 33,000.82	\$ 24,696.80
Debt	\$ -0-	\$ -0-
Capital	\$ 2,337.351	\$ 1,155.00
Payroll	\$ -0-	\$ 92.35
<b>Total</b>	<b>\$ 35,338.33</b>	<b>\$ 25,944.15</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.

**2022 Budget Amendment Hearing:** The President opened the public hearing to consider approval of a Resolution Approving Proposed Second Amendment of the 2022 Budget and Appropriate Sums of Money.

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It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following review and discussion, Director Brzostowicz moved to adopt the Resolution to Amend 2022 Budget, Director Willis seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-07-01 to Amend the 2022 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**2022 Audit:** Mrs. Wheeler reviewed the draft 2022 Audit and authorize execution of Representations Letter with the Board.

Following review and discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis, and upon vote, unanimously carried, the Board approved the 2022 Audited Financial Statements and authorized execution of the Representations Letter.

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### **LEGAL MATTERS**

**Costs and Approval of Reimbursement of Such Costs and Interest Accrued thereon by draw on the Series 2020C/2020D Bond:** Mrs. Ivey gave an update to the Board the costs and approval of reimbursement of such costs and interest occurred thereon by draw on the Series 2020C/2020D Bond. No action was taken.

**Consider Approvals (as applicable) under Facilities Funding and Reimbursement Agreement (FARA):** Mrs. Ivey gave an update to the Board regarding and considering approvals under Facilities Funding and Reimbursement Agreement. No action was taken.

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### **OPERATIONS AND MAINTENANCE**

**Service Agreement from Manage Mowed Boulder and Termination of Vargas Property Services:** The Board reviewed and ratified approval of Service Agreement from Manage Mowed Boulder and termination of Vargas Property Services.

Following review and discussion by the Board, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board ratified approval of Service Agreement from Manage Mowed Boulder and termination of Vargas Property Services.

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### **CAPITAL PROJECTS**

**Final Engineers Report and Certification #95:** The Board reviewed the Final Engineers Report and Certification #95 prepared by Ranger Engineering, LLC, dated May 1, 2023.

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Following review and discussion by the Board, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board accepted the improvement costs in the amount of \$1,183,278.51, under Final Engineers Report and Certification #95 prepared by Ranger Engineering, LLC, dated May 1, 2023.

**Final Engineers Report and Certification #96:** The Board reviewed the Final Engineers Report and Certification #96 prepared by Ranger Engineering, LLC, dated May 23, 2023.

Following review and discussion by the Board, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board accepted the improvement costs in the amount of \$1,156,871.26, under Final Engineers Report and Certification #96 prepared by Ranger Engineering, LLC, dated May 23, 2023.

**Final Engineers Report and Certification #97:** The Board reviewed the Final Engineers Report and Certification #97 prepared by Ranger Engineering, LLC, dated June 22, 2023.

Following review and discussion by the Board, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board accepted the improvement costs in the amount of \$46,741.15, under Final Engineers Report and Certification #93 prepared by Ranger Engineering, LLC, dated June 22, 2023.

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### **DEVELOPER UPDATE**

**Status of Development:** Mr. Jenks provided an update to the Board on the Status of Development.

**Status of any Necessary Inclusions:** No action taken.

**Status of Conveyance of Facilities:** No action taken.

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### **COVENANTS**

**Community Manager's Update:** No action taken.

**630 Promenade Drive:** The Board reviewed a request from 630 Promenade Drive regarding an installation of fencing and sod.

Following review and discussion by the Board, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the request from 630 Promenade Drive regarding and installation of fencing and sod.

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**OTHER MATTERS**    There were no other matters to discuss.  
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**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