

## 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 AUGUST 7, 2019

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 7th day of August, 2019, 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  
Terry Willis

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

##### Also In Attendance Were:

Lisa A. Johnson and Peggy Ripko; Special District Management Services, Inc. ("SDMS")

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

Dean Northey; Simmons & Wheeler, P.C.

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

John Hammer, Gordon Streich, and Pat Smith; CFC Construction (for a portion of the meeting)

#### 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 Willis and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Confirm Quorum, Location of Meeting and Posting of Meeting Notices:** 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 Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within the District's boundaries, within the County which the District is located, 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 of the meeting 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 July 2, 2019 Special Meeting.
- Ratify approval of Service Agreement with Animal & Pest Control Specialist, Inc. for Vole Mitigation around the detention pond.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis 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 ratifying approval of the payment of claims as follows:

Fund	Period Ending July 26, 2019
General	\$ 10,862.97
Debt	\$ -0-
Capital	\$ 9,603.62
<b>Total</b>	<b>\$ 20,466.59</b>

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Following 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:** Mr. Northey discussed with the Board the unaudited financial statements through the period ending June 30, 2019.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board accepted the unaudited financial statements through the period ending June 30, 2019.

**2018 Audit:** Mr. Northey noted that the deadline for filing the 2018 Audit was extended and that the Audit is in progress.

**Operation and Maintenance Budget Forecast:** Mr. Northey noted that the operations and maintenance budget forecast is in progress.

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### **LEGAL MATTERS**

**2019 Refunding and Improvement Bonds:** Attorney Becher presented the Board with an update on the status of the 2019 Refunding and Improvement Bonds.

**Engagement of Development Strategies for Market and Revenue Study:** Attorney Becher presented the Board with an engagement letter from Development Strategies for Market and Revenue Study.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board ratified approval of the engagement of Development Strategies for Market and Revenue Study.

**Resolution No. 2019-08-01; First Amendment to Resolution 2019-02-01 Establishing Regular Meeting Dates, Time and Location and Designating Locations for Posting of 72-Hour and 24-Hour Notices:** Attorney Becher discussed with the Board Resolution No. 2019-08-01; First Amendment to Resolution 2019-02-01 Establishing Regular Meeting Dates, Time and Location and Designating Locations for Posting of 72-Hour and 24-Hour Notices.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-08-01; First Amendment to Resolution 2019-02-01 Establishing Regular Meeting Dates, Time and Location and Designating Locations for Posting of 72-Hour and 24-Hour Notices.

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**Resolution No. 2019-08-02; Establishing District Website and Designating Location for Posting 24-Hour Notices:** Attorney Becher discussed with the Board Resolution No. 2019-08-02; Establishing District Website and Designating Location for Posting 24-Hour Notices.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board adopted Resolution No. 2019-08-02; Establishing District Website and Designating Location for Posting 24-Hour Notices.

### **OPERATIONS / MAINTENANCE**

**Change Order No. 2 to the Master Service Agreement (“MSA”) with Vargas Property Services, Inc.:** The Board discussed Change Order No. 2 to the MSA with Vargas Property Services, Inc. for pond maintenance along the south fence.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved Change Order No. 2 to the MSA with Vargas Property Services, Inc. for pond maintenance along the south fence, in the amount of \$4,840.

**Change Order No. 1 to the Service Agreement with Thyssen Krupp Elevator for Removing and Installing Replacement Power Supply:** The Board discussed Change Order No. 1 to the Service Agreement with Thyssen Krupp Elevator for removing and installing replacement power supply.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved Change Order No. 1 to the Service Agreement with Thyssen Krupp Elevator for installing replacement power supply in the amount of \$1,367.

### **COMMUNITY MANAGEMENT/ COVENANT CONTROL**

**Community Management Report:** Ms. Ripko presented to the Board the Community Manager’s Report.

### **CAPITAL PROJECTS**

**Final Engineer’s Report and Certification #50 dated, July 23, 2019:** Ms. Johnson reviewed with the Board the improvement costs in the amount of \$697,366.45 under the Final Engineer’s Report and Certification #50, dated July 23, 2019, prepared by Ranger Engineering, LLC.

Following discussion, 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 \$697,366.45 under the Final Engineer’s Report and Certification #50, dated July 23, 2019, prepared by Ranger Engineering, LLC.

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**Next Major Phase of Work along Main Street:** The Board discussed options for contract structure for the next phase of work along Main Street.

**Project Delivery for FDP 1 Phase 9 and FDP 10:** Discussion ensued with representatives of CFC relative to construction of public improvements within FDP 1 Phase 9 and Phase 10.

**Change Order No. 009, Superior Town Center Block 25 Phase 2 under the Construction Contract between the District and SAMORA Construction for Block 26 Excavating and Landscaping:** The Board discussed and reviewed Change Order No. 009, Superior Town Center Block 25 Phase 2 under the Construction Contract between the District and SAMORA Construction for Block 26 Excavating and Landscaping for an increase in the amount of \$234,058.51.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved Change Order No. 009, Superior Town Center Block 25 Phase 2 under the Construction Contract between the District and SAMORA Construction for Block 26 Excavating and Landscaping for an increase in the amount of \$234,058.51.

**Change Order No. 005, Superior Town Center FDP 2/FDP 3 Phase 1 South Courtyard under the Construction Contract between the District and SAMORA Construction for Block 13- Top Lift:** The Board discussed and reviewed Change Order No. 005, Superior Town Center FDP 2/FDP 3 Phase 1 South Courtyard under the Construction Contract between the District and SAMORA Construction for Block 13 - Top Lift for an increase in the amount of \$160,286.36.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved Change Order No. 005, Superior Town Center FDP 2/FDP 3 Phase 1 South Courtyard under the Construction Contract between the District and SAMORA Construction for Block 13 - Top Lift for an increase in the amount of \$160,286.36.

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### **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 for discussion at this time.

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### 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

**RESOLUTION NO. 2019-08-01**

**FIRST AMENDMENT TO RESOLUTION NO. 2019-02-01,  
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND  
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES**

A. On February 12, 2019, STC Metropolitan District No. 2 (the “**District**”) adopted Resolution No. 2019-02-01 Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices (the “**Resolution**”); and

B. The District desires to amend the Resolution due to Colorado legislative changes.

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

1. Defined Terms. Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Resolution.
2. Amendment to Recital C of Resolution. Recital C of the Resolution is hereby deleted in its entirety.
3. Amendment to Section 7 of Resolution. Section 7 of the Resolution is hereby deleted in its entirety.
4. Amendment to Section 8 of Resolution. Section 8 of the Resolution is hereby deleted in its entirety.
5. Effective Date. The effective date of this First Amendment shall be August 2, 2019.
6. Except as expressly set forth herein, the Resolution continues to be effective without modification.

**[SIGNATURE PAGE FOLLOWS]**

**[SIGNATURE PAGE TO FIRST AMENDMENT TO RESOLUTION NO. 2019-02-01,  
ESTABLISHING REGULAR MEETING DATES, TIME, AND LOCATION, AND  
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES]**

RESOLUTION APPROVED, ADOPTED, AND EFFECTIVE ON August 7, 2019.

**STC METROPOLITAN DISTRICT NO. 2**

By: 

\_\_\_\_\_  
President

Attest:

  
\_\_\_\_\_  
Secretary



**RESOLUTION NO. 2019-08-02**

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
STC METROPOLITAN DISTRICT NO. 2  
ESTABLISHING DISTRICT WEBSITE AND DESIGNATING LOCATION FOR  
POSTING OF 24-HOUR NOTICES**

A. Pursuant to Section 24-6-402(2)(c)(I), 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 public place at which notice of the date, time and location of regular and special meetings ("**Notice of Meeting**") will be physically posted at least 24 hours prior to each meeting ("**Designated Public Place**").

B. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., effective as of August 2, 2019, special districts are relieved of the requirement to physically post the Notice of Meeting at the Designated Public Place, and are deemed to have given full and timely notice of a public meeting, if a special district posts the Notice of Meeting online at a public website of the special district ("**District Website**") at least 24 hours prior to each regular and special meeting.

C. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., if a special district is unable to post a Notice of Meeting on the District Website at least 24 hours prior to the meeting due to exigent or emergency circumstances, then it must physically post the Notice of Meeting at the Designated Public Place at least 24 hours prior to the meeting.

D. Effective as of August 2, 2019, Section 32-1-903(2), C.R.S. has been amended to remove the requirement for additional postings at three public places within the boundaries of the special district and the office of the county clerk and recorder and the requirement for 72-hour notices for special meetings.

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

1. That the Board of Directors (the "**District Board**") authorizes establishment of a District Website, if such District Website does not already exist, in order to provide full and timely notice of regular and special meetings of the District Board online pursuant to the provisions of Section 24-6-402(2)(c)(III), C.R.S.

2. That the Notice of Meeting of the District Board shall be posted on the District Website at least 24 hours prior to each regular and special meeting pursuant to Section 24-6-402(2)(c)(III), C.R.S. and Section 32-1-903(2), C.R.S., effective August 2, 2019.

3. That if the District is unable to post the Notice of Meeting on the District Website at least 24 hours prior to each meeting due to exigent or emergency circumstances, the Notice of Meeting shall be posted within the boundaries of the District at least 24 hours prior to each meeting, pursuant to Section 24-6-402(2)(c)(III), C.R.S., at the following Designated Public Place:


(a) Posting location: on the fence in the northwest corner of the 5' x 5' District parcel (said parcel located 86' north of the fence corner).

RESOLUTION APPROVED, ADOPTED, AND EFFECTIVE on August 7, 2019.

**STC METROPOLITAN DISTRICT NO. 2**

By:   
\_\_\_\_\_  
President

Attest:

  
\_\_\_\_\_  
Secretary