

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 1 HELD SEPTEMBER 10, 2019

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the STC Metropolitan District No. 1 (referred to hereafter as the "District") was convened on Tuesday, the 10th day of September, 2019, at 9:00 A.M., at the offices of McGeady Becher P.C., 450 E. 17th Ave., Suite 400, Denver, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

James A. Brzostowicz
Angie Hulsebus
Terry Willis

Also In Attendance Were:

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

Kate Olson, Esq.; McGeady Becher P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

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

Dave Andrews; Edifice North, LLC

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 Brzostowicz, seconded by Director Hulsebus 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 Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within the District's boundaries, or 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.

Minutes: The Board reviewed the Minutes of the June 5, 2019 regular meeting.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved the minutes of the June 5, 2019 regular meeting.

Legislation Concerning Posting of Meeting Notices: The Board discussed the new legislation concerning posting of meeting notices.

Resolution No. 2019-09-01; Establishing District Website and Designating Location for 24-Hour Notices: The Board discussed Resolution No. 2019-09-01; Establishing District Website and Designating Location for 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. 2019-09-01; Establishing District Website and Designating Location for 24-Hour Notices.

First Amendment to Resolution No. 2018-11-01; Establishing Regular Meeting Dates, Time and Location, and Designating 72-Hour and 24-Hour Notices: The Board discussed the First Amendment to Resolution No. 2018-11-01; Establishing Regular Meeting Dates, Time and Location, and Designating 72-Hour and 24-Hour Notices.

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Following discussion, upon motion duly made by Director Hulsebus, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board approved the First Amendment to Resolution No. 2018-11-01; Establishing Regular Meeting Dates, Time and Location, and Designating 72-Hour and 24-Hour Notices.

Acknowledgement of withdrawal from Appointment to the Board of Directors:

The Board acknowledged Lee Merritt's decision to withdraw from his appointment to the Board of Directors.

FINANCIAL MATTERS

Unaudited Financial Statements: Ms. Wheeler presented to the Board the unaudited financial statements for the period ending July 31, 2019.

Following review and 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 July 31, 2019.

2018 Audit: Ms. Wheeler presented an update to the Board on the status of the 2018 Audited Financial Statements, which is still in progress.

2019 Preliminary Assessed Valuation: The Board reviewed the 2019 Preliminary Assessed Valuation received from Boulder County.

LEGAL MATTERS

Public Hearing on the Inclusion of Land (1.469 Acres) Owned by RC Superior, LLC: President Brzostowicz opened the public hearing.

It was noted that publication of Notice stating that the Board would consider the inclusion of the property 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 discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved the inclusion of the property as described in the Petition submitted by R.C. Superior, LLC. A copy of Resolution No. 2019-09-02 for Inclusion of Real Property is attached hereto and incorporated herein by this reference.

Public Hearing on the Inclusion of Land (34.112 Acres) Owned by RC Superior, LLC: President Brzostowicz opened the public hearing.

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It was noted that publication of Notice stating that the Board would consider the inclusion of the property 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 discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the inclusion of the property as described in the Petition submitted by RC Superior, LLC. A copy of Resolution No. 2019-09-03 for Inclusion of Real Property is attached hereto and incorporated herein by this reference.

OTHER MATTERS

Boundary Map Update: Director Brzostowicz noted that the boundary map update is in process.

ADJOURNMENT

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

Respectfully submitted,

By  _____
Secretary for the Meeting

RESOLUTION NO. 2019-09-01

RESOLUTION OF THE BOARD OF DIRECTORS OF
STC METROPOLITAN DISTRICT NO. 1
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. 1 (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.

RESOLUTION APPROVED, ADOPTED, AND EFFECTIVE on September 10, 2019.

STC METROPOLITAN DISTRICT NO. 1

By:  _____
President

Attest:

 _____
Secretary