

## 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 OCTOBER 2, 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 2nd day of October, 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  
Angie Hulsebus  
Terry Willis

#### Also In Attendance Were:

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

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

Diane Wheeler; Simmons & Wheeler, P.C.

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

David 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 Regular 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 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 Hulsebus, seconded by Director Brzostowicz 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 the District's 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 September 10, 2019 Special Meeting.
- Ratify the acceptance and filing of the 2018 Audit.
- Ratify approval of Change Order No. 1, to FDP1, Phase 2D under the Construction Contract with Hudick Excavating Inc. DBA HEI Civil ("HEI") in the amount of \$252,906.00.

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 ratifying approval of the payment of claims as follows:

Fund	Period Ending Sept. 25, 2019
General	\$ 31,486.92
Debt	\$ -0-
Capital	\$ 12,917.83
<b>Total</b>	<b>\$ 44,404.75</b>

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

**Unaudited Financial Statements:** Ms. Wheeler discussed with the Board the unaudited financial statements through the period ending August 31, 2019.

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 through the period ending August 31, 2019.

**Operation and Maintenance Budget Forecast:** Ms. Johnson noted that a meeting to discuss the forecast is in process of being scheduled.

### **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.

**Status of Inclusions:** Mr. Jencks provided the Board with an update on the Town's approval of development plans of property proposed to be included and approved in the prior month.

### **OPERATIONS / MAINTENANCE**

**Service Agreement with Edifice North, LLC for Project Management Services:** The Board deferred discussion at this time.

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

**Community Management Report:** The Board reviewed the Community Manager's Report.

### **CAPITAL PROJECTS**

**Final Engineer's Report and Certification #52 dated, September 25, 2019:** Ms. Johnson reviewed with the Board the improvement costs in the amount of \$571,059.79 under the Final Engineer's Report and Certification #52, dated September 25, 2019, prepared by Ranger Engineering, LLC.

Following discussion, upon motion duly made by Director Hulsebus, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board accepted the improvement costs in the amount of \$571,059.79 under the Final Engineer's Report and Certification #52, dated September 25, 2019, prepared by Ranger Engineering, LLC.

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**Block 14 Infrastructure Proposals:** The Board discussed two proposals for Block 14 Infrastructure, received from SAMORA Construction, LLC (“SAMORA”) in the amount of \$850,349.32 and from HEI in the amount of \$1,833,335.00.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved award of Construction Contract to SAMORA for Block 14 Infrastructure in the amount of \$850,349.32.

**Change Order No. 002 to the Construction Contract with HEI for FDP1, Phase 2D for Revised Plans and Damages in the amount of \$34,027.00:** Mr. Andrews presented to the Board Change Order No. 002 to the Construction Contract with HEI for FDP1, Phase 2D for revised plans and damages in the amount of \$34,027.00.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved Change Order No. 002 to the Construction Contract with HEI for FDP1, Phase 2D for revised plans and damages in the amount of \$34,027.00, subject to any necessary revisions and adjustments discussed.

**Change Order No. 011, FDP1 to the Construction Contract with SAMORA for STC Block 25, Phase 2, to excavate sidewalk, raise manholes, and moving excess soil in the amount of \$18,400.05:** Mr. Andrews presented to the Board Change Order No. 011, FDP1 to the Construction Contract with SAMORA for STC Block 25, Phase 2, to excavate sidewalk, raise manholes, and moving excess soil in the amount of \$18,400.05.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved Change Order No. 011, FDP1 to the Construction Contract with SAMORA for STC Block 25, Phase 2, to excavate sidewalk, raise manholes, and moving excess soil in the amount of \$18,400.05.

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**DEVELOPER  
UPDATE**

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

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**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