

## 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 OCTOBER 19, 2022

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 Tuesday, the 19<sup>th</sup> day of October, 2022, at 9:00 A.M. This District Board meeting was held via Zoom at: <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09>; Meeting ID: 897 9736 4658, Passcode: 115782 and via telephone conference at: 1-253-215-8782. 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 Larry Loften; 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

Lea Maxwell; STC Metropolitan District No. 1 Board Member

#### 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 presented.

**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 Revised June 1, 2022 Regular Meeting Minutes and September 7, 2022 Regular 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 Revised June 1, 2022 Regular Meeting Minutes and September 7, 2022 Regular Meeting.

**Annual Resolution:** Ms. Ivey reviewed Resolution No. 2022-10-01; Annual Resolution with the Board.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-01; Annual Resolution, as revised.

**Election Resolution:** Ms. Ivey reviewed Resolution No. 2022-10-02; Election Resolution with the Board.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-02; Election Resolution.

### **PUBLIC COMMENTS**

There were no public comments.

### **FIRE RESPONSE**

**Fire Cleanup:** There were no updates at this time.

### **FINANCIAL MATTERS**

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

Fund	Period Ending Sept. 30, 2022
General	\$ 18,324.06
Debt	\$ -0-
Capital	\$ 2,805.00
Payroll	\$ -0-
<b>Total</b>	<b>\$ 21,129.06</b>

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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.

**Unaudited Financial Statements:** Ms. Wheeler presented to the Board the unaudited financial statements through the period ending August 31, 2022.

Following review and 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 August 31, 2022.

**2022 Audit:** The Board reviewed the proposal from Dazzio & Associates, PC to perform the 2022 Audit.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the engagement of Dazzio & Associates, PC perform the 2022 Audit, for an amount not to exceed \$6,200.

### **Public Hearing on Proposed 2021 Budget Amendment:**

*2021 Budget Amendment Hearing:* The President opened the public hearing on the proposed 2021 budget amendment consistent with published notice.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2021 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 or at this public hearing. No public comments were received and the President closed the public hearing.

Following review and discussion, Director Brzostowicz moved to adopt the Resolution to Amend 2021 Budget, Director Willis seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-03 to Amend the 2021 Budget and appropriate the funds in accordance therewith. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

### **Public Hearing on Proposed 2022 Budget Amendment:**

*2022 Budget Amendment Hearing:* The President opened the public hearing on the proposed 2022 budget amendment consistent with published notice.

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

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written objections were received prior to or at this public hearing. No public comments were received and the President closed the public hearing.

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. 2022-10-04 to Amend the 2022 Budget and appropriate the funds in accordance therewith. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

### **Public Hearing on Proposed 2023 Budget:**

*2023 Budget Hearing:* The President opened the public hearing on the proposed 2023 budget consistent with published notice.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 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 or at this public hearing. No public comments were received, and the President closed the public hearing.

Ms. Wheeler reviewed the estimated year-end 2022 revenues and expenditures and the proposed 2023 estimated revenues and expenditures.

Following discussion, the Board determined to table consideration of the proposed 2023 budget to the December 7, 2022 Regular Meeting.

### **LEGAL MATTERS**

**2022 Legislative Report:** Attorney Ivey reviewed with the Board the 2022 Legislative Report.

*Website Compliance:* Attorney Ivey reviewed with the Board the status of the District's Website compliance with SB 21-262.

**Public Hearing on the Inclusion of property owned by RC Superior, LLC:** The President opened the public hearing to consider the Petition for Inclusion of Land regarding the inclusion of real property owned by RC Superior, LLC into the boundaries of the District consistent with published notice.

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 the *Boulder Daily Camera*, a newspaper having general circulation within the District, on October 5, 2022. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

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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 inclusion of the property as described in the Petition and adopted Resolution No. 2022-10-05; Resolution for Inclusion of Real Property.

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### OPERATIONS AND MAINTENANCE

**Operating Projections:** The Board entered into discussion regarding the operating projections.

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### CAPITAL PROJECTS

**Final Engineers Report and Certification #88 prepared by Ranger Engineering, LLC, dated September 26, 2022:** The Board reviewed the improvement costs in the amount of \$742,741.28, under Final Engineers Report and Certification #88 prepared by Ranger Engineering, LLC, dated September 26, 2022.

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 and accepted improvement costs in the amount of \$742,741.28, detailed in the Final Engineers Report and Certification #88 prepared by Ranger Engineering, LLC, dated September 26, 2022.

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### DEVELOPER UPDATE

**Status of Development:** There were no updates at this time.

**Necessary Inclusions:** There were no updates at this time.

**Conveyance of Facilities:** There were no updates at this time.

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### COVENANT CONTROL

**Community Manager's Update:** The Board reviewed the Community Manager's Report presented by Ms. Ripko.

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### OTHER MATTERS

**November 2, 2022 Regular Meeting:** The Board entered into discussion regarding cancelling the November 2, 2022 Regular Meeting.

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 canceled the November 2, 2022 meeting.

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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