

## 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 7, 2020

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 Wednesday, the 7th day of October, 2020, at 9:00 A.M. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by video conference call without any individuals (neither District Representatives nor the General Public) attending in person. The meeting was open to the public via Zoom and conference call.

#### ATTENDANCE

##### Directors In Attendance Were:

James A. Brzostowicz  
Angie Hulsebus  
Terry Willis

##### Also In Attendance Were:

Peggy Ripko; Special District Management Services, Inc. (“SDMS”)

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

Bill Flynn; Simmons & Wheeler, P.C.

Bill Jencks (for a portion of the meeting) and Jessica Sergi; Ranch Capital, 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. 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

**Agenda:** Ms. Ripko noted a quorum was present and distributed for the Board's review and approval a proposed Agenda for the District's special meeting.

## RECORD OF PROCEEDINGS

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Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Location of Meeting and Posting of Meeting Notices:** 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 special meeting.

The Board determined that due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was being held by conference call without any individuals (neither District Representatives nor the General Public) attending in person, as stated above. The Board further noted that the notice of the time, date and teleconference information for the meeting was duly posted and that no objections or any requests that the method of the meeting place be changed were received from taxpaying electors within the District's boundaries.

### **PUBLIC COMMENTS**

There were no public comments at this time.

### **CONSENT AGENDA**

The Board considered the following items on the Consent Agenda:

- Approve Minutes of the September 2, 2020 Special Meeting.
- Ratify approval of Change Order No. 009 R-1 for Block 14 with SAMORA Construction in the amount of \$13,135.31.
- Ratify acceptance of improvement costs in the amount of \$1,015,959.85, under that certain Engineers Report and Certification Town of Superior Tract H prepared by Ranger Engineering, LLC, dated August 23, 2020.
- Ratify approval of 2020-2021 Rates for Snow Removal from Vargas Property Services, Inc.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved and/or ratified the above actions, as presented.

### **FINANCIAL MATTERS**

**Claims:** Mr. Flynn presented the Board with prior claims for ratification as follows:

## RECORD OF PROCEEDINGS

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Fund	Period Ending Sept. 16, 2020
General	\$ 18,630.09
Debt	\$ -0-
Capital	\$ 53,174.00
<b>Total</b>	<b>\$ 71,804.09</b>

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. Flynn presented to the Board the unaudited financial statements and cash position for the period ending August 31, 2020.

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 and cash position for the period ending August 31, 2020.

**2020 Budget Amendment Hearing:** The President opened the public hearing to consider the Resolution to amend 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to amend 2020 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 2020 Budget, Director Willis seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution to the Amendment to the 2020 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

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### **LEGAL MATTERS**

**First Amendment to Amended and Restated Facilities Funding and Acquisition Agreement between the District and RC Superior, LLC:** The Board determined to defer this matter.

**STC Metropolitan District No. 2's Proposed Junior Limited Tax General Obligation Bond, Series 2020C in the Maximum Principal Amount of Approximately \$16,215,000 and a Taxable Junior Limited Tax General Obligation Bond, Series 2020D in the Maximum Principal Amount of Approximately \$18,958,000:**

## RECORD OF PROCEEDINGS

---

*Town of Superior's Approval of the Bond Issuance and Financial Plan:* The Board discussed the status of the Town of Superior's approval of the Bond Issuance and Financial Plan. Attorney Becher noted that the Board had received approval of the of the Bond Issuance and Financial Plan by the Town of Superior and Superior Urban Renewal Authority.

*Engagement of North Slope Capital Advisors for the Bond Issuance:* The Board considered the engagement of North Slope Capital Advisors as External Financial Advisor.

Following discussion, upon motion duly made by Director Brostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board ratified the engagement of North Slope Capital Advisors for the Bond Issuance.

*Placement Agent Agreement between the District and D.A. Davidson & Co.:* The Board considered approval of the Placement Agent Agreement between the District and D.A. Davidson & Co.

Following discussion, upon motion duly made by Director Brostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the Placement Agent Agreement between the District and D.A. Davidson & Co.

**Resolution Approving the District's proposed Junior Limited Tax General Obligation Bond, Series 2020C in the Maximum Principal Amount of Approximately \$16,215,000 and a Taxable Junior Limited Tax General Obligation Bond, Series 2020D in the Maximum Principal Amount of Approximately \$18,958,000:** The Board determined to defer this matter.

**Sidewalk Easement:** The Board determined to defer this matter.

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### **OPERATIONS AND MAINTENANCE MATTERS**

**Operating Projections:** Ms. Ripko reported to the Board that she is working on the operating projections.

### **COVENANT CONTROL**

**Community Manager's Update:** Ms. Ripko presented the Community Management Report.

### **CAPITAL PROJECTS**

**Final Engineer's Report and Certification #64 dated, September 18, 2020:** Ms. Ripko reviewed with the Board the improvement costs in the amount of \$499,137.87, under the Final Engineer's Report and Certification #64, dated September 18, 2020, prepared by Ranger Engineering, LLC.

## RECORD OF PROCEEDINGS

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Following discussion, upon motion duly made by Director Brostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board accepted the improvement costs in the amount of \$499,137.87, under the Final Engineer's Report and Certification #64, dated September 18, 2020, prepared by Ranger Engineering, LLC.

**Change Order No. 4 with SAMORA Construction for STC Landscape and Sidewalks:** The Board discussed Change Order No. 4 with SAMORA Construction for STC Landscape and Sidewalks.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved Change Order No. 4 with SAMORA Construction for STC Landscape and Sidewalks, in the amount of \$41,477.50.

**Change Order No. 10 with SAMORA Construction for Block 14:** The Board discussed Change Order No. 10 for Block 14.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved Change Order No. 10 with SAMORA Construction for Block 14 in the amount of \$8,541.25.

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### **DEVELOPER UPDATE**

**Lot and Home Sales Update:** Mr. Jencks noted that they are out to bid on the park and Marshall Road Bridge projects and that Toll Brothers continues to move forward on planned development. He further noted that they are currently looking for buyers for blocks 2, 5 and 8.

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### **OTHER MATTERS**

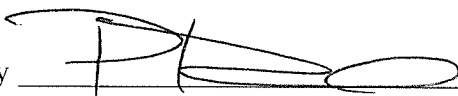
There were no other matters for discussion at this time.

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### **ADJOURNMENT**

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By  \_\_\_\_\_  
Secretary for the Meeting