

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 1 HELD DECEMBER 16, 2020

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 Wednesday, the 16th day of December, 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 Zoom. The meeting was open to the public via conference call and Zoom.

ATTENDANCE

Directors In Attendance Were:

James A. Brzostowicz
Angie Hulsebus
Terry Willis
Guy "Anthony" Harrigan

Also In Attendance Were:

Peggy Ripko and Matt Cohrs; Special District Management Services, Inc. ("SDMS")
Megan Becher, Esq.; McGeady Becher P.C.
Kate Olson, Esq.; McGeady Becher P.C.
Bill Jencks, Sonia Chin 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 Directors Brzostowicz, Hulsebus and Willis, 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.

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.

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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 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, the meeting would be held by telephonic means, and encouraged public participation via telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that that no objections to the telephonic manner of the meeting, or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

LEGAL MATTERS

Public Hearing on the Petition for Inclusion of Real Property Owned by RC Superior, LLC (approximately 3.10 acres) and Consider Resolution for Inclusion of Real Property: President Brzostowicz opened the public hearing to consider the Petition for Inclusion received from RC Superior, LLC (“RC Superior”) to include approximately 3.10 acres of real property into the boundaries of the District.

It was noted that publication of Notice stating that the Board would consider the inclusion of RC Superior’s property into the District 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, the Board considered the adoption of Resolution No. 2020-12-01 to include RC Superior’s property into the District as set forth in the Petition for Inclusion. Upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the adopted Resolution No. 2020-12-01; Resolution for Inclusion of Real Property and execution of the Certified Resolution was authorized. A copy of Resolution No. 2020-12-01 for Inclusion of Real Property is attached hereto and incorporated herein by this reference.

Designation and Waiver among the District, STC Metropolitan District No. 2, STC Metropolitan District No. 3 and RC Superior: Attorney Becher reviewed with the Board a Designation and Waiver among the District, STC Metropolitan District No. 2, STC Metropolitan District No. 3 and RC Superior.

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 the Designation and Waiver among the District, STC Metropolitan District No. 2, STC Metropolitan District No. 3 and RC Superior, subject to final legal review.

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OTHER MATTERS None

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 *Peggy Ripko*
Secretary for the Meeting

RESOLUTION NO. 2020-12-01

**RESOLUTION OF THE BOARD OF DIRECTORS OF
STC METROPOLITAN DISTRICT NO. 1 FOR INCLUSION OF REAL PROPERTY**

A. RC Superior, LLC, a Delaware limited liability company, the 100% fee owner of the Property (hereinafter defined) has petitioned the STC Metropolitan District No. 1 (the “**District**”) for the inclusion into the District’s boundaries of the real property hereinafter described (“**Property**”).

B. Public Notice has been published in accordance with law, calling for a public hearing on the request for approval of said Petition.

C. The statutory requirements of Section 32-1-401(1)(a), C.R.S., for submission of a petition for inclusion to the Board of Directors of the District (“**Board**”), including a legal description of the Property, a statement that assent to the inclusion of the Property was obtained by the 100% fee owner thereof and acknowledgment in the same manner as required for conveyances of land, were presented to and have been satisfied and approved by the Board.

D. The District may consider the enlargement or extension of its facilities in the exercise of discretion as a governmental function in the interest of public health, safety and welfare.

E. The District is capable of serving the Property with facilities of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 1, BOULDER COUNTY, COLORADO:

1. That the Board of Directors of the District shall and hereby does order the inclusion of the Property described herein within the boundaries of the District.

2. The name and address of the Petitioner and the legal description of the Property are as follows:

Petitioner:	RC Superior, LLC, a Delaware limited liability company
Address of Petitioner:	11452 El Camino Real, Suite 120 San Diego, CA 92130
Legal Description:	Approximately 3.10 acres of land legally described on <u>Exhibit A</u> attached hereto and incorporated herein.

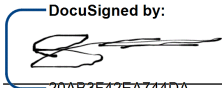
3. That approval of this inclusion is further subject to the following:

(a) On and after the effective date of this inclusion (which shall be the date of recording of the Court Order approving the inclusion by the Clerk and Recorder of Boulder

County, Colorado, unless otherwise specified in the Court Order), the Property shall be subject to the rules and regulations of the District, and the payment of any and all taxes, fees, rates and charges of the District.

Dated this 16th day of December, 2020.

STC METROPOLITAN DISTRICT NO. 1

By:  _____
DocuSigned by:
20AB3F42EA744DA...
President

Attest:

 _____
DocuSigned by:
17A934440D05400...
Secretary

EXHIBIT A

Legal Description

Lots 2 through 28 inclusive, Block 9
Lots 2 through 20 inclusive, Block 10
Lots 2 through 19 inclusive, Block 11
Outlots A, B and C
Superior Town Center Filing 1B Replat No. 6
According to the plat thereof recorded February 14, 2020
Reception No. 03766227, County of Boulder, State of Colorado.

CERTIFICATION

I hereby certify that the foregoing is a true and correct copy of Resolution No. 2020-12-01, Resolution of the Board of Directors of STC Metropolitan District No. 1, Resolution for Inclusion of Real Property.

STC METROPOLITAN DISTRICT NO. 1

Date: 12/16/2020

By:  Secretary