

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 HELD DECEMBER 16, 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 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

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.
Guy "Anthony" Harrigan- District 1 Board member
Bill Jenks, 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 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. The Board reviewed the 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.

RECORD OF PROCEEDINGS

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

Facilities Acquisition and Reimbursement Agreement by and between STC Metropolitan District No. 2, Carmel Partners Realty VII, LLC or an affiliate thereof, and RC Superior, LLC: Attorney Becher reviewed with the Board a Facilities Acquisition and Reimbursement Agreement by and between STC Metropolitan District No. 2, Carmel Partners Realty VII, LLC or an affiliate thereof, and RC Superior, LLC.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the Facilities Acquisition and Reimbursement Agreement by and between STC Metropolitan District No. 2, Carmel Partners Realty VII, LLC or an affiliate thereof, and RC Superior, LLC, subject to final legal review.

Designation and Waiver among STC Metropolitan District No. 1, STC Metropolitan District No. 2, STC Metropolitan District No. 3 and RC Superior, LLC: Attorney Becher reviewed with the Board a Designation and Waiver among STC Metropolitan District No. 1, STC Metropolitan District No. 2, STC Metropolitan District No. 3 and RC Superior, LLC.

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 STC Metropolitan District No. 1, STC Metropolitan District No. 2, STC Metropolitan District No. 3 and RC Superior, LLC, subject to final legal review.

OTHER BUSINESS

Mr. Jencks discussed dissemination of information to the Community.

RECORD OF PROCEEDINGS

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 Peggy Ripko
Secretary for the Meeting