

STC METROPOLITAN DISTRICT NO. 2

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
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<https://www.colorado.gov/pacific/stcmd>

NOTICE OF SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expires:</u>
James A. Brzostowicz	President	2023/May 2023
Angie Hulsebus	Treasurer	2023/May 2023
Terry Willis	Assistant Secretary	2023/May 2023
VACANT		2022/May 2022
VACANT		2022/May 2022
 Peggy Ripko	 Secretary	

DATE: December 2, 2020

TIME: 9:00 A.M.

LOCATION: 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 WILL BE HELD BY VIDEO CONFERENCE AND CONFERENCE CALL. IF YOU WOULD LIKE TO ATTEND THIS MEETING, PLEASE USE THE FOLLOWING INFORMATION:

<https://us02web.zoom.us/j/81260212216?pwd=RHlkK2cwfDta3RyVXkwQ0w0eGtnQT09>

Meeting ID: 812 6021 2216

Passcode: 921507

1-253-215-8782

Please email Peggy Ripko if there are any issues (pripko@sdmsi.com).

I. ADMINISTRATIVE MATTERS

A. Confirm quorum. Present Disclosures of Potential Conflicts of Interest.

B. Approve Agenda; confirm location of the meeting and posting of meeting notice.

C. Approve Minutes of the November 4, 2020 Special Meeting (enclosure).

II. PUBLIC COMMENTS

A. _____

III. FINANCIAL MATTERS

- A. Review and ratify approval of payment of claims for the following period (enclosure):

Fund	Period Ending Nov. 19, 2020
General	\$ 30,288.14-
Debt	\$ -0-
Capital	\$ 1,026.00
Total	\$ 31,314.14

- B. Review and accept unaudited financial statements through the period ending October 31, 2020 and schedule of cash position, dated October 31, 2020 (to be distributed).
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V. LEGAL MATTERS

- A. Consider approval of First Amendment to Amended and Restated Facilities Funding and Acquisition Agreement between the STC Metropolitan District No. 2 (“District”) and RC Superior, LLC (to be distributed).
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- B. Discuss and consider approval of Easement Agreement (sidewalk) by and between AWEIDA Properties, Inc. and the District (to be distributed).
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V. OPERATIONS AND MAINTENANCE

- A. Operating Projections (to be distributed).
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VI. COVENANT CONTROL

- A. Discuss Community Manager’s Update (enclosure).
-

VII. CAPITAL PROJECTS

- A. Review and consider acceptance of improvement costs in the amount of \$_____, under that certain Final Engineers Report and Certification #66 prepared by Ranger Engineering, LLC, dated _____, 2020 (to be distributed).
-

VIII. DEVELOPER UPDATE

- A. Status of lot and home sales.
-

IX. OTHER MATTERS

- A. _____

- X. ADJOURNMENT **THERE ARE NO MORE REGULAR MEETINGS SCHEDULED FOR 2020.**

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 HELD NOVEMBER 4, 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 4th day of November, 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 conference call. There was one person present at the physical location at the offices of Special District Management Services, Inc., 141 Union Boulevard, Suite 150, Lakewood, Colorado. 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:

Guy "Anthony" Harrigan- District 1 Board member (for a portion of the meeting)
Peggy Ripko and Matt Cohrs; Special District Management Services, Inc. ("SDMS")
Megan Becher, Esq. and Kate Olson, Esq.; McGeady Becher P.C.
Bill Flynn; Simmons & Wheeler, P.C.
Bill Jenks and Jessica Sergi; Ranch Capital, LLC
Kate Olson- McGeady Becher
Steph Chichester, Meredith Clinkinbeard and Nick Taylor- North Slope Capital Advisors (for a portion of the meeting)
Mike McGinnis and Andrew Rubin - Greenberg Traurig, LLP (for a portion of the meeting)
Mike Ryan- D.A. Davidson & Co. (for a portion of the meeting)

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.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

Agenda: Ms. Ripko noted a quorum was present. The Board's 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 amended.

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.

Minutes: The Board reviewed the Minutes of the October 7, 2020 special 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 October 7, 2020 special meeting.

Resolution No. 2020-11-01; Establishing 2021 Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices: The Board discussed Resolution No. 2020-11-01; Establishing 2021 Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-11-01; Establishing 2021 Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices and scheduled regular meetings for 2021 as follows: first Wednesday of every month at 9:00 a.m. at the offices of McGeady Becher P.C., 450 E 17th Avenue, Suite 400, Denver, Colorado.

§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2021: The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2021. The required Transparency Notice will be posted on the Special District Association website and the District website in 2021.

RECORD OF PROCEEDINGS

**PUBLIC
COMMENTS**

Director Harrigan asked for an update on commercial development, which Mr. Jenks provided.

**FINANCIAL
MATTERS**

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

Fund	Period Ending October. 19, 2020
General	\$ 35,926.43-
Debt	\$ -0-
Capital	\$ 4,204.00
Total	\$ 39,315.13

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: Mr. Flynn presented to the Board the unaudited financial statements for the period ending September 30, 2020.

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 for the period ending September 30, 2020.

2020 Audit Preparation: Mr. Flynn reviewed with the Board the Audit Engagement Letter from Dazzio & Associates, P.C. to perform the 2020 Audit.

Following review and 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, P.C. to perform the 2020 Audit for an amount not to exceed \$6,000.

2020 Budget Amendment Hearing: The President opened the public hearing to consider amending the 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 the 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. There were no comments from the public in attendance and the public hearing was closed.

RECORD OF PROCEEDINGS

It was noted that an amendment to the 2020 Budget was not needed.

2021 Budget Hearing: The Board opened the public hearing to consider the proposed 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of 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 this public hearing.

No public comments were received and the public hearing was closed.

Mr. Flynn reviewed the estimated 2020 expenditures and the proposed 2021 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2020-11-02; Resolution to Adopt the 2021 Budget and Appropriate Sums of Money, and Resolution No. 2020-11-02; Resolution to Set Mill Levies, for the General Fund at 10.000 mills and the Debt Service Fund at 35.000 mills, for a total mill levy of 45.000 mills. Upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board adopted the Resolutions, as discussed, and authorized execution of the Certification of Budget and Certification of Mill Levies, subject to receipt of the final Certification of Assessed Valuation from the County on or before December 10, 2020. Mr. Flynn was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Boulder County not later than December 15, 2020. Mr. Flynn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2021. Copies of the adopted Resolutions are attached to these minutes and incorporated herein by this reference.

Resolution Authorizing the Adjustment of the District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3: The Board discussed Resolution Authorizing the Adjustment of the District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3.

Following discussion, it was determined that this resolution is not needed.

DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board authorized the

RECORD OF PROCEEDINGS

District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

2022 Budget Preparation: The Board discussed the preparation of the 2022 Budget.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2022 Budget as prepared in 2021 unless otherwise instructed.

LEGAL MATTERS

First Amendment to Amended and Restated Facilities Funding and Acquisition Agreement between the STC Metropolitan District No. 2 (“District”) and RC Superior, LLC: The Board deferred discussion.

External Financial Advisor Certification prepared by North Slope Capital Advisors: Ms. Chichester and Mr. Taylor presented to the Board an External Financial Advisor Certification prepared by North Slope Capital Advisors.

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 accepted the External Financial Advisor Certification prepared by North Slope Capital Advisors.

Junior Limited Tax General Obligation Bond, Series 2020C in the maximum principal amount of approximately \$16,215,000 and Taxable Junior Limited Tax General Obligation Bond, Series 2020D in the maximum principal amount of approximately \$18,958,000 and consider adoption of a Resolution authorizing the issuance of the District’s proposed Junior Limited Tax General Obligation Bond, Series 2020C in the maximum principal amount of approximately \$16,215,000 and Taxable Junior Limited Tax General Obligation Bond, Series 2020D in the maximum principal amount of approximately \$18,958,000; authorize approval and execution of the Indenture of Trust (Junior), and any other documents, certificates, and instruments as may be necessary or required to effect the issuance of the 2020C and 2020D Bonds:

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board adopted the Resolution authorizing the issuance of the District’s Junior Limited Tax General Obligation Bond, Series 2020C in the maximum principal amount of approximately \$16,215,000 and Taxable Junior Limited Tax General Obligation Bond, Series 2020D in the maximum principal amount of approximately \$18,958,000; authorized approval and execution of the Indenture of Trust (Junior), and any other documents,

RECORD OF PROCEEDINGS

certificates, and instruments as may be necessary or required to effect the issuance of the 2020C and 2020D Bonds.

Discuss Sidewalk Easement: The Board deferred discussion.

OPERATIONS AND MAINTENANCE

Operating Projections: The Board discussed the projections and requested Ms. Ripko to update the forecasted operating budgets for years 2020 through 2025.

Discuss 2021 Services: No discussion.

COVENANT CONTROL

Community Manager's Update: The Board reviewed the Community Manager's Report.

CAPITAL PROJECTS

Final Engineer's Report and Certification #65 dated, October 22, 2020: Ms. Ripko reviewed with the Board the improvement costs in the amount of \$556,353.51, under the Final Engineer's Report and Certification #65, dated October 22, 2020, prepared by Ranger Engineering, LLC.

Following discussion, upon motion duly made by Director Brostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board accepted the improvement costs in the amount of \$556,353.51, under the Final Engineer's Report and Certification #65, dated October 22, 2020, prepared by Ranger Engineering, LLC.

DEVELOPER UPDATE

An update was given to the Board on the status of lot and home sales.

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 _____
Secretary for the Meeting

STC Metropolitan District No.2
November-20

	General	Debt	Capital	Totals
Disbursements	\$ 29,734.04	\$ -	\$ 1,026.00	\$ 30,760.04
		\$ -	\$ -	\$ -
Payroll	\$ 554.10	\$ -		\$ 554.10
Payroll Taxes District Portion	\$ -	\$ -	\$ -	\$ -
Total Disbursements from Checking Acct	\$30,288.14	\$0.00	\$1,026.00	\$31,314.14

Check Issue Date	Check Number	Payee	Amount
11/19/2020	9190	Brzostowicz, James	
11/19/2020	9191	Hulsebus, Angie	277.05
11/19/2020	9192	Willis, Terry A.	277.05
Grand Totals:			
	<u>3</u>		<u>554.10</u>

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
1578						
11/19/2020	Animal & Pest Control Specialist	71006	O&M - Landscaping	1-720	120.00	120.00
Total 1578:						120.00
1579						
11/19/2020	Comcast	16389 10/20	Parking Structure	1-730	154.94	154.94
Total 1579:						154.94
1580						
11/19/2020	Doody Calls	41633	O&M - Landscaping	1-720	303.00	303.00
Total 1580:						303.00
1581						
11/19/2020	McGeady Becher P.C.	1190B 10/20	Legal	1-675	7,501.00	7,501.00
11/19/2020	McGeady Becher P.C.	1190B 10/20	Legal	3-675	88.50	88.50
Total 1581:						7,589.50
1582						
11/19/2020	Prairie Mountain Publishing	0000252639	Miscellaneous	1-685	52.80	52.80
Total 1582:						52.80
1583						
11/19/2020	Ranger Engineering, LLC	1207	Engineering	3-784	937.50	937.50
Total 1583:						937.50
1584						
11/19/2020	Simmons & Wheeler, P.C.	27415	Accounting	1-612	941.25	941.25
Total 1584:						941.25
1585						
11/19/2020	Special Dist Management Srvs	D1 10/2020	Management	1-680	1,008.00	1,008.00
11/19/2020	Special Dist Management Srvs	D1 10/2020	Audit	1-615	14.00	14.00
11/19/2020	Special Dist Management Srvs	D1 10/2020	Insurance/SDA Dues	1-670	28.00	28.00
11/19/2020	Special Dist Management Srvs	D1 10/2020	Miscellaneous	1-685	33.65	33.65
11/19/2020	Special Dist Management Srvs	D2 10/2020	Accounting	1-612	756.00	756.00
11/19/2020	Special Dist Management Srvs	D2 10/2020	Audit	1-615	14.00	14.00
11/19/2020	Special Dist Management Srvs	D2 10/2020	Insurance/SDA Dues	1-670	42.00	42.00
11/19/2020	Special Dist Management Srvs	D2 10/2020	Miscellaneous	1-685	118.38	118.38
11/19/2020	Special Dist Management Srvs	D2 10/2020	Management	1-680	2,444.50	2,444.50
11/19/2020	Special Dist Management Srvs	D3 10/2020	Management	1-680	686.00	686.00
11/19/2020	Special Dist Management Srvs	D3 10/2020	Audit	1-615	14.00	14.00
11/19/2020	Special Dist Management Srvs	D3 10/2020	Insurance/SDA Dues	1-670	28.00	28.00
Total 1585:						5,186.53
1586						
11/19/2020	Thyssenkrupp Elevator Corporati	3005557817	O&M - Maintenance	1-735	170.41	170.41
Total 1586:						170.41

Check No and Date	Payee	Invoice No	GL Account Title	GL Acct	Amount	Total
1587						
11/19/2020	Town of Superior	2240 1/2 10/20	Utilities	1-704	38.57	38.57
11/19/2020	Town of Superior	2289 1/2 10/20	Utilities	1-704	186.97	186.97
11/19/2020	Town of Superior	290 1/2 10/20	Utilities	1-704	49.77	49.77
11/19/2020	Town of Superior	411 1/2 10/20	Utilities	1-704	13.37	13.37
11/19/2020	Town of Superior	438 1/2 10/20	Utilities	1-704	86.17	86.17
11/19/2020	Town of Superior	440 1/2 10/20	Utilities	1-704	80.57	80.57
11/19/2020	Town of Superior	620 1/2 10/20	Utilities	1-704	13.37	13.37
11/19/2020	Town of Superior	690 1/2 10/20	Utilities	1-704	13.38	13.38
11/19/2020	Town of Superior	NE MCCASLIN 10/	Utilities	1-704	251.37	251.37
Total 1587:						733.54
1588						
11/19/2020	Vargas Property Services, Inc.	31082	O&M - Landscaping	1-720	1,634.93	1,634.93
11/19/2020	Vargas Property Services, Inc.	31320	O&M - Landscaping	1-720	2,616.58	2,616.58
11/19/2020	Vargas Property Services, Inc.	31486	O&M - Landscaping	1-720	3,235.63	3,235.63
11/19/2020	Vargas Property Services, Inc.	31505	Snow Removal	1-725	6,120.00	6,120.00
Total 1588:						13,607.14
1589						
11/19/2020	Xcel Energy	706166645	Utilities	1-704	11.99	11.99
11/19/2020	Xcel Energy	706179451	Utilities	1-704	104.63	104.63
11/19/2020	Xcel Energy	706182582	Utilities	1-704	146.61	146.61
11/19/2020	Xcel Energy	706186696	Utilities	1-704	368.07	368.07
11/19/2020	Xcel Energy	706195935	Utilities	1-704	133.55	133.55
11/19/2020	Xcel Energy	706201953	Utilities	1-704	27.12	27.12
11/19/2020	Xcel Energy	706203300	Utilities	1-704	44.01	44.01
11/19/2020	Xcel Energy	706203854	Utilities	1-704	32.47	32.47
11/19/2020	Xcel Energy	706212969	Utilities	1-704	12.20	12.20
11/19/2020	Xcel Energy	706222317	Utilities	1-704	49.94	49.94
11/19/2020	Xcel Energy	706224623	Utilities	1-704	32.84	32.84
Total 1589:						963.43
Grand Totals:						30,760.04

**STC Metropolitan District
Community Management Report
December 2, 2020**

Architectural Reviews

No forms pending.

Inspections

Inspections are occurring once a month. No major issues noted.

Compliance Update

No updates.