

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 HELD NOVEMBER 3, 2021

A Regular 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 3rd day of November, 2021, at 9:00 A.M. This District Board meeting was held by Zoom at: <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09>; Meeting ID: 897 9736 4658, Passcode: 115782. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

James A. Brzostowicz, President
Angie Hulsebus, Treasurer
Terry Willis, Assistant Secretary

Also In Attendance Were:

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

Jennifer L. Ivey, Esq.; Icenogle Seaver Pogue, P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

Sonia Chin and Jessica Sergi; Ranch Capital, LLC

Sally Vecchio and Anthony Blout; Carmel Partners, Inc.

Andrew Schwartz; Otten Johnson Robinson Neff Ragonetti

Guy 'Anthony' Harrigan; 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.

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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.

Confirm Quorum, Location of Meeting and Posting of Meeting Notices: Ms. Ripko confirmed the presence of a quorum and that notice of the time, date and location/manner of the meeting was duly posted and that that no objections to the virtual/telephonic manner of the meeting have been received.

Minutes: The Board reviewed the Minutes of the October 6, 2021 Regular Meeting.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved the Minutes of the October 6, 2021 Regular Meeting.

Board Vacancy: Ms. Ripko discussed with the Board the vacancy on the Board of Directors. There are no known candidates at this time.

PUBLIC COMMENTS

There were no public comments.

FINANCIAL MATTERS

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

Fund	Period Ending Oct. 26, 2021
General	\$ 11,034.82
Debt	\$ -0-
Capital	\$ -0-
Payroll	\$ 184.70
Total	\$ 11,219.52

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 for the period ending September 30, 2021 and schedule of cash position, dated September 30, 2021.

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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 accepted the unaudited financial statements for the period ending September 30, 2021 and schedule of cash position, dated September 30, 2021.

2021 Audit: The Board reviewed the proposal from Dazzio & Associates, PC to perform the 2021 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 2021 Audit, for an amount not to exceed \$6,000.

Public Hearing on Proposed 2021 Budget Amendment:

2021 Budget Amendment Hearing: The President opened the public hearing to consider the Resolution to Amend the 2021 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 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.

The Board determined that an amendment to the 2021 Budget was not necessary.

Public Hearing on Proposed 2022 Budget:

2022 Budget Hearing: The President opened the public hearing to consider the proposed 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of 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 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 2021 revenues and expenditures and the proposed 2022 estimated revenues and expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2021-11-01 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-02 to Set Mill Levies (for the General Fund at 10.000 mills and the Debt Service

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Fund at 35.000 mills, for a total of 45.000 mills). Upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. Ms. Ripko was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Boulder County and the Division of Local Government not later than December 15, 2021. Ms. Ripko was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

Estoppel between Ranch Capital and the District: The Board entered into discussion regarding the Estoppel between Ranch Capital and the District.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the Estoppel between Ranch Capital and the District, subject to final legal review.

LEGAL MATTERS

Annual Resolution: The Board reviewed the Annual Resolution.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board adopted the Annual Resolution.

Election of Officers: The Board discussed the Election of Officers.

Following discussion, upon motion duly made Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board determined to keep the slate of officers as they are on the agenda.

Regular Meeting Date/Location: The Board entered into discussion regarding the regular meeting dates, times and location for 2022.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board determined to meet on the first Wednesday of every month, at 9:00 A.M. via Zoom.

§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2022: The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2022.

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Following discussion, upon motion duly made Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board determined to post the required transparency notice information on the Special District Association's website and the District website.

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 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.

2023 Budget Preparation: The Board discussed the preparation of the 2023 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 2023 Budget and set the date of the Budget Hearing as November 2, 2022.

Election Resolution: The Board discussed Resolution No. 2021-11-03; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-03; Resolution Calling a Regular Election for Directors on May 3, 2022, appointed Ms. Ripko the DEO and authorized the DEO to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

2021 Legislative Report: Attorney Ivey reviewed with the Board the 2021 Legislative Report.

Website Compliance: Attorney Ivey reviewed with the Board the Website Compliance.

OPERATIONS AND MAINTENANCE

Operating Projections: No action was taken by the Board.

Obligation of the District for Snow Removal on the Sidewalks: No action was taken by the Board.

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Dog Kill in Common Areas: No action was taken by the Board.

Proposal from Vargas Property Services, Inc. for 2021-2022 Snow Removal Services: The Board reviewed a proposal from Vargas Property Services, Inc. for 2021-2022 snow removal services.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the proposal from Vargas Property Services, Inc. for 2021-2022 snow removal services.

CAPITAL PROJECTS

Final Engineers Report and Certification #77 prepared by Ranger Engineering, LLC, dated October 25, 2021: Following review and discussion by the Board, upon motion duly made by Director Brzostowicz, seconded by Director Hulsebus and, upon vote, unanimously carried, the Board approved and accepted improvement costs in the amount of \$3,972,084.24, detailed in the Final Engineers Report and Certification #77 prepared by Ranger Engineering, LLC, dated October 25, 2021.

Agreement between Carmel Partners and the District for Maintenance and Operation Rules for the Parking Garage: The Board deferred discussion.

DEVELOPER UPDATE

Status of Lot and Home Sales: There was no report at this time.

Necessary Inclusions: No action needed by the Board

Conveyance of Facilities: The Board deferred discussion.

COVENANT CONTROL

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

Executive Session: Pursuant to Section 24-6-402(4)(b), C.R.S., upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session for the purpose of receiving legal advice on specific legal questions related to covenant enforcement under Section 24-6-402(4)(b), C.R.S.

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the remaining portion of this executive session that, in the opinion of the District's general counsel, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

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Also pursuant to § 24-6-402(4), C.R.S., the Board did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Board reconvened in regular session.

Resolution Adopting an Amended Covenant Enforcement Policy: The Board reviewed a Resolution Adopting an Amended Covenant Enforcement Policy.

Following discussion, upon motion duly made by Director Hulsebus, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board approved the Resolution Adopting an Amended Covenant Enforcement Policy.

Resolution Adopting Third Amended Restated Rules, Regulations and Design Guidelines of Superior Town Center: The Board reviewed a Resolution Adopting Third Amended Restated Rules, Regulations and Design Guidelines of Superior Town Center.

Following discussion, upon motion duly made by Director Hulsebus, seconded by Director Brzostowicz and, upon vote, unanimously carried, the Board approved the Resolution Adopting the Third Amended Restated Rules, Regulations and Design Guidelines of Superior Town Center.

OTHER MATTERS

There were no other matters.

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

STATE OF COLORADO
COUNTY OF BOULDER
STC METROPOLITAN DISTRICT NO. 2
2022 BUDGET RESOLUTION

The Board of Directors of the STC Metropolitan District No. 2, Boulder County, Colorado held a special meeting on Wednesday, November 3, 2021 at the hour of 9:00 A.M., via online meeting at <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09> and via telephone at 1-253-215-8782, Meeting ID: 897 9736 4658, Password: 115782.

The following members of the Board of Directors were present:

President:	James A. Brzostowicz (<i>via video/telephone conference</i>)
Treasurer:	Angie Hulsebus (<i>via video/telephone conference</i>)
Assistant Secretary:	Terry Willis (<i>via video/telephone conference</i>)

Also present were (*all via video/telephone conference*): Peggy Ripko, Special District Management Services Inc.; Jennifer L. Ivey, Icenogle Seaver Pogue, P.C.; Sonia Chin, RC Superior, LLC; Diane Wheeler; Simmons & Wheeler, P.C.; Jessica Sergi, Ranch Capital LLC; Sally Vecchio, Carmel Partners Inc.; Andrew Schwartz, Otten Johnson Robinson Neff & Ragonetti PC.; Guy “Anthony” Harrigan, STC Metropolitan District Nos. 1 & 3 Board Member.

Ms. Peggy Ripko reported that proper notice was made to allow the Board of Directors of the STC Metropolitan District No. 1 to conduct a public hearing on the 2022 budget and, prior to the meeting, each of the directors had been notified of the date, time and place of this meeting and the purpose for which it was called. It was further reported that this meeting is a special meeting of the Board of Directors of the District and that a notice of special meeting was posted on a public website of the District, www.Colorado.gov/stcmd, no less than twenty-four hours prior to the holding of the meeting, and to the best of her knowledge, remains posted to the date of this meeting.

Thereupon, Director Brzostowicz introduced and moved the adoption of the following Resolution:

RESOLUTION

A RESOLUTION SUMMARIZING EXPENDITURES AND REVENUES FOR EACH FUND AND ADOPTING A BUDGET, APPROPRIATING SUMS OF MONEY TO EACH FUND IN THE AMOUNTS AND FOR THE PURPOSES SET FORTH HEREIN AND LEVYING GENERAL PROPERTY TAXES FOR THE YEAR 2022 TO HELP DEFRAY THE COSTS OF GOVERNMENT FOR THE STC METROPOLITAN DISTRICT NO. 2, BOULDER COUNTY, COLORADO, FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY 2022 AND ENDING ON THE LAST DAY OF DECEMBER 2022.

WHEREAS, the Board of Directors (the "Board") of the STC Metropolitan District No. 2 (the "District") has authorized its treasurer and accountant to prepare and submit a proposed budget to said governing body at the proper time; and

WHEREAS, the proposed budget was submitted to the Board for its review and consideration on or before October 15, 2021; and

WHEREAS, the proposed budget is more than fifty thousand dollars (\$50,000.00), due and proper notice was published on Thursday, October 21, 2021 in the *Boulder Daily Camera*, indicating (i) the date and time of the hearing at which the adoption of the proposed budget will be considered; (ii) that the proposed budget is available for inspection by the public at a designated place; (iii) that any interested elector of the District may file any objections to the proposed budget at any time prior to the final adoption of the budget by the District; and (iv) if applicable, the amount of the District's increased property tax revenues resulting from a request to the Division of Local Government pursuant to §29-1-302(1), C.R.S.; and an original publisher's Affidavit of Publication is attached hereto as Exhibit A and incorporated herein by this reference; and

WHEREAS, the proposed budget was open for inspection by the public at the designated place; and

WHEREAS, a public hearing was held on Wednesday, November 3, 2021 and interested electors were given the opportunity to file or register any objections to said proposed budget and any such objections were considered by the Board; and

WHEREAS, the budget being adopted by the Board has been prepared based on the best information available to the Board regarding the effects of § 29-1-301, C.R.S., and Article X, § 20 of the Colorado Constitution; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law; and

WHEREAS, pursuant to § 29-1-113(1), C.R.S., the Board shall cause a certified copy of the budget, including the budget message and any resolutions adopting the budget, appropriating moneys and fixing the rate of any mill levy, to be filed with the Division of Local Government within thirty (30) days following the beginning of the fiscal year of the budget adopted; and

WHEREAS, pursuant to § 32-1-1201, C.R.S., the Board shall determine in each year the amount of money necessary to be raised by taxation, taking into consideration those items required by law, and shall certify the rate so fixed to the board of county commissioners of each county within the District or having a portion of its territory within the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2, BOULDER COUNTY, COLORADO:

Section 1. Summary of 2022 Revenues and 2022 Expenditures. That the estimated revenues and expenditures for each fund for fiscal year 2022, as more specifically set forth in the budget attached hereto as Exhibit B and incorporated herein by this reference, are accepted and approved.

Section 2. Adoption of Budget. That the budget as submitted, and if amended, then as amended, and attached hereto as Exhibit B and is approved and adopted as the budget of the District for fiscal year 2022. In the event of recertification of values by the Boulder County Assessor's Office after the date of adoption hereof, staff is hereby directed to modify and/or adjust the budget and certification to reflect the recertification without the need for additional Board authorization.

Section 3. Appropriations. That the amounts set forth as expenditures and balances remaining, as specifically allocated in the budget attached, are hereby appropriated from the revenue of each fund, to each fund, for the purposes stated and no other.

Section 4. Budget Certification. That the budget shall be certified by Peggy Ripko, Secretary of the District, and made a part of the public records of the District and a certified copy of the approved and adopted budget shall be filed with the Division of Local Government.

Section 5. 2022 Levy of General Property Taxes. That the attached budget indicates that the amount of money from general property taxes necessary to balance the budget for the General Fund for operating expenses is \$_____ and that the 2021 valuation for assessment, as certified by the Boulder County Assessor, is \$12,756. That for the purposes of meeting all general operating expenses of the District during the 2022 budget year, there is hereby levied a tax of 10.000 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2022.

Section 6. 2022 Levy of Debt Retirement Expenses. That the attached budget indicates that the amount of money from general property taxes necessary to balance the budget for the Debt Service Fund for debt retirement expense is \$4,347,757 and that the 2021 valuation for assessment, as certified by the Boulder County Assessor, is \$12,756. That for the purposes of meeting all debt retirement expenses of the District during the 2022 budget year, there is hereby

levied a tax of 35.000 mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2022.

Section 7. 2022 Levy of Capital Projects Fund. That the attached budget indicates that the amount of money from bond proceeds necessary to balance the budget for the Capital Projects Fund for debt retirement expense is \$12,559,500 and that the 2021 valuation for assessment, as certified by the Boulder County Assessor, is \$12,756. That for the purposes of meeting all capital project expenses of the District during the 2022 budget year, there is hereby levied a tax of _____ mills upon each dollar of the total valuation of assessment of all taxable property within the District for the year 2022.

Section 8. Certification to County Commissioners. That the Secretary of the District is hereby authorized and directed to immediately certify to the Board of County Commissioners of Boulder County, the mill levy for the District hereinabove determined and set. That said certification shall be in substantially the following form attached hereto as Exhibit C and incorporated herein by this reference.

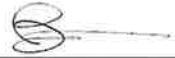
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The foregoing Resolution was seconded by Director Willis.

RESOLUTION APPROVED AND ADOPTED THIS 3RD DAY OF NOVEMBER 2021.

STC METROPOLITAN DISTRICT NO. 2

By:
Its:



James A. Brzostowicz

President

ATTEST:



By:

Peggy Ripko

Its:

Secretary

STATE OF COLORADO
COUNTY OF BOULDER
STC METROPOLITAN DISTRICT NO. 2

I, Peggy Ripko, hereby certify that I am a duly elected and qualified Secretary of the STC Metropolitan District No. 2, and that the foregoing constitutes a true and correct copy of the record of proceedings of the Board of Directors of the District, adopted at a special meeting of the Board of Directors of the STC Metropolitan District No. 2 held on November 3, 2021, via online meeting at <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09> and via telephone at 1-253-215-8782, Meeting ID: 897 9736 4658, Password: 115782, as recorded in the official record of the proceedings of the District, insofar as said proceedings relate to the budget hearing for fiscal year 2022; that said proceedings were duly had and taken; that the meeting was duly held; and that the persons were present at the meeting as therein shown.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the official seal of the District this 3rd day of November 2021.



Peggy Ripko, Secretary

EXHIBIT A

Affidavit of Publication
Notice as to Proposed 2022 Budget

STC METROPOLITAN DISTRICT NOS. 1, 2 & 3

NOTICE CONCERNING 2021 BUDGET AMENDMENTS
AND PROPOSED 2022 BUDGETS

NOTICE IS HEREBY GIVEN to all interested parties that the necessity has arisen to amend the STC Metropolitan District Nos. 1, 2 & 3 2021 Budgets and that proposed 2022 Budgets have been submitted to the Board of Directors of the STC Metropolitan District Nos. 1, 2 & 3; and that copies of the proposed Amended 2021 Budgets and 2022 Budgets have been filed at the District's offices, 141 Union Boulevard, Suite 150, Lakewood, Colorado, where the same is open for public inspection; and that adoption of Resolutions Amending the 2021 Budgets and Adopting the 2022 Budgets will be considered at a public hearing of the Board of Directors of the Districts to be held on Wednesday, November 3, 2021, 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 will be held by Zoom Meeting and can be joined through the directions below:

<https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjYUdCvcHNmN3l0dz09>
Phone: 1 (253) 215-8782
Meeting ID: 897 9736 4658
Password: 115782

Any elector within the Districts may, at any time prior to the final adoption of the Resolutions to Amend the 2021 Budgets and adopt the 2022 Budgets, inspect and file or register any objections thereto.

STC METROPOLITAN DISTRICT NOS. 1, 2, & 3

By: /s/ Peggy Ripko
Secretary

Published: Boulder Daily Camera October 21, 2021 - 1840414

Prairie Mountain Media, LLC

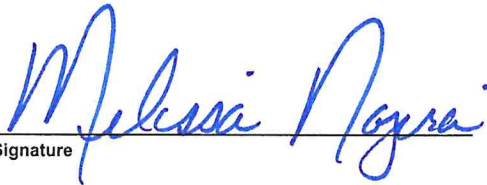
PUBLISHER'S AFFIDAVIT

County of Boulder
State of Colorado

The undersigned, Melissa Najera, being first duly sworn under oath, states and affirms as follows:

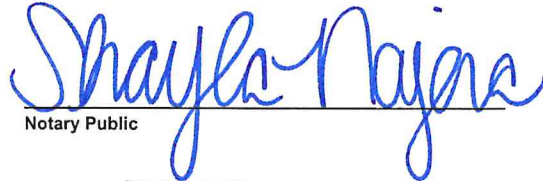
1. He/she is the legal Advertising Reviewer of Prairie Mountain Media LLC, publisher of the *Daily Camera*.
2. The *Daily Camera* is a newspaper of general circulation that has been published continuously and without interruption for at least fifty-two weeks in Boulder County and meets the legal requisites for a legal newspaper under Colo. Rev. Stat. 24-70-103.
3. The notice that is attached hereto is a true copy, published in the *Daily Camera* in Boulder County on the following date(s):

Oct 21, 2021


Signature

Subscribed and sworn to me before me this

21st day of October, 2021.


Notary Public

(SEAL)

SHAYLA NAJERA
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20174031965
MY COMMISSION EXPIRES July 31, 2025

Account: 1049195
Ad Number: 1840414
Fee: \$55.88

EXHIBIT B

Budget Document
Budget Message

STC Metropolitan District No. 2
Adopted Budget
General Fund
For the Year Ended December 31, 2022

	Actual <u>2020</u>	Adopted Budget <u>2021</u>	Actual <u>8/31/2021</u>	Estimate <u>2021</u>	Adopted Budget <u>2022</u>
Beginning balance	\$ 356,242	\$ 189,885	\$ 127,603	\$ 127,603	\$ 4,409
Revenues:					
Property taxes	140	131	127	131	124
SURA Property Tax Increment	86,085	83,664	68,364	83,664	82,621
Specific ownership taxes	4,451	5,020	2,641	25,200	4,957
Developer Advance	-	-	-	3,683	85,000
Transfer from STCMD No. 1	67,993	110,069	94,295	116,139	169,381
Transfer from STCMD No. 3	27,333	3,637	3,028	3,792	53,328
Parking Garage Cost Share/MOB	7,807	10,632	15,091	7,500	7,725
Miscellaneous/Interest Income	2,363	3,500	73	200	3,500
Total Revenue	196,172	216,653	183,619	240,309	406,636
Total Funds Available	552,414	406,538	311,222	367,912	411,045
Expenditures:					
Accounting	52,149	30,000	22,581	35,000	32,000
Audit	14,210	15,000	14,000	14,000	15,000
Director's Fees	7,700	3,600	3,800	4,600	3,600
Insurance/SDA Dues	21,730	25,750	21,753	21,800	25,750
Election	3,114	-	-	-	10,000
Legal	117,237	50,000	30,436	45,000	45,000
Management	44,131	51,500	27,561	51,500	51,500
Miscellaneous	7,519	3,000	2,375	300	3,000
O&M - Covenant Control/Comm Mgmt	-	12,000	5,453	12,000	12,000
O&M - Landscaping	45,222	60,000	23,436	60,000	61,800
O&M - Equipment Maintenance	-	5,000	1,584	5,000	5,150
O&M - Utilities	25,474	24,000	8,526	24,000	24,720
O&M - Roads & Sidewalks	80,259	75,000	64,155	75,000	77,250
O&M - Parking Garage	5,475	22,000	7,736	15,000	15,450
O&M - Reserve	-	5,940	-	-	5,891
Treasurer's Fees	2	3	2	3	3
Payroll Taxes	589	300	291	300	300
Contingency	-	11,952	-	-	8,511
	424,811	395,045	233,689	363,503	396,925
Transfers and Reserves					
Emergency Reserve	-	11,493	-	-	11,652
Total expenditures	-	11,493	-	-	11,652
Ending balance	\$ 127,603	\$ -	\$ 77,533	\$ 4,409	\$ 2,468
Assessed Valuation Gross		\$ 8,506,843			\$ 8,400,284
Assessed Valuation Increment		\$ 8,493,765			\$ 8,387,932
Assessed Valuation		\$ 13,078			\$ 12,352
Mill Levy		10.000			10.000

STC Metropolitan District No. 2
Adopted Budget
Capital Projects Fund
For the Year Ended December 31, 2022

	Actual <u>2020</u>	Adopted Budget <u>2021</u>	Actual <u>8/31/2021</u>	Estimate <u>2021</u>	Adopted Budget <u>2022</u>
Beginning balance	\$ 44,348,790	\$ 35,184,836	\$ 34,179,070	\$ 34,179,070	\$ 12,159,500
Revenues:					
Developer Advance	-	-	-	-	-
Bond Proceeds	263,000	13,312,000	-	-	15,674,000
Premium on bonds	-	-	-	-	-
Interest Income	279,861	400,000	8,895	20,000	400,000
Total Revenue	542,861	13,712,000	8,895	20,000	16,074,000
Total Funds Available	44,891,651	48,896,836	34,187,965	34,199,070	28,233,500
Expenditures:					
Accounting	-	5,000	-	-	-
Legal	20,818	30,000	217	3,500	3,500
Management	-	2,500	-	-	-
Miscellaneous	-	1,000	-	-	-
Construction Expenses	10,435,897	47,738,029	10,892,214	22,000,000	28,200,000
Developer Reimbursement	-	-	-	-	-
Developer Reimbursement - Interest	-	-	-	-	-
Cost of issuance	255,866	66,560	6,070	6,070	-
Transfer to debt service	-	-	-	-	-
Engineering	-	100,000	12,799	30,000	30,000
Total expenditures	10,712,581	47,943,089	10,911,300	22,039,570	28,233,500
Ending balance	\$ 34,179,070	\$ 953,747	\$ 23,276,665	\$ 12,159,500	\$ -

STC Metropolitan District No. 2
Adopted Budget
Debt Service Fund
For the Year Ended December 31, 2022

	Actual <u>2020</u>	Adopted Budget <u>2021</u>	Actual <u>8/31/2021</u>	Estimate <u>2021</u>	Adopted Budget <u>2022</u>
Beginning balance	\$ 13,308,440	\$ 11,792,285	\$ 11,925,431	\$ 11,925,431	\$ 10,460,952
Revenues:					
Property taxes	489	458	446	458	432
SURA Property Tax Increment	2,246,266	2,259,524	1,933,968	2,259,524	2,259,524
Specific Ownership Taxes	15,578	19,064	9,243	19,064	19,064
Transfer from Capital Projects	-	-	-	-	-
Transfer from STCMD No. 1	339,961	568,231	471,465	583,204	863,025
Transfer from STCMD No. 3	54,666	10,460	6,056	10,529	111,356
Interest income	89,326	90,000	3,560	10,000	90,000
Total Revenue	<u>2,746,286</u>	<u>2,947,737</u>	<u>2,424,738</u>	<u>2,882,779</u>	<u>3,343,401</u>
Total Funds Available	<u>16,054,726</u>	<u>14,740,022</u>	<u>14,350,169</u>	<u>14,808,210</u>	<u>13,804,353</u>
Expenditures:					
Bond Interest - 2015A	-	-	-	-	-
Bond Principal	-	-	-	-	-
Bond Interest - 2019A	4,122,288	4,339,250	2,169,625	4,339,250	4,339,250
Bond Interest - 2019B	-	-	-	-	-
Paying agent fees	7,000	8,000	-	8,000	8,000
Miscellaneous Expense	-	500	-	-	500
Treasurer's Fees	7	7	8	8	6
Total expenditures	<u>4,129,295</u>	<u>4,347,757</u>	<u>2,169,633</u>	<u>4,347,258</u>	<u>4,347,756</u>
Ending balance	<u>\$ 11,925,431</u>	<u>\$ 10,392,265</u>	<u>\$ 12,180,536</u>	<u>\$ 10,460,952</u>	<u>\$ 9,456,597</u>
Assessed Valuation Gross		<u>\$ 8,506,843</u>			<u>\$ 8,400,284</u>
Assessed Valuation Increment		<u>\$ 8,493,765</u>			<u>\$ 8,387,932</u>
Assessed Valuation		<u>\$ 13,078</u>			<u>\$ 12,352</u>
Mill Levy		<u>35.000</u>			<u>35.000</u>
Total Mill Levy		<u>45.000</u>			<u>45.000</u>

EXHIBIT C

Certification of Tax Levy

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

- | | | |
|-------|-------------------|---|
| 1. | Purpose of Issue: | \$90,790,000 Limited Tax General Obligation Refunding and Improvement Bonds |
| | Series: | 2019A |
| | Date of Issue: | December 19, 2019 |
| | Coupon Rate: | 3.000% and 5.000% |
| | Maturity Date: | December 1, 2049 |
| | Levy: | 35.000 |
| | Revenue: | \$432 |
| <hr/> | | |
| 2. | Purpose of Issue: | \$19,770,000 Subordinate Limited Tax General Obligation Bonds |
| | Series: | 2019B(3) |
| | Date of Issue: | December 19, 2019 |
| | Coupon Rate: | 8.000% |
| | Maturity Date: | December 15, 2049 |
| | Levy: | 0.000 |
| | Revenue: | \$0 |
| <hr/> | | |
| 3. | Purpose of Issue: | Junior Limited Tax General Obligation Bond up to the maximum amount of \$16,215,000 |
| | Series: | 2020C |
| | Date of Issue: | September 28, 2020 |
| | Coupon Rate: | 9.000% |
| | Maturity Date: | December 15, 2060 |
| | Levy: | 0.000 |
| | Revenue: | \$0 |
| <hr/> | | |
| 4. | Purpose of Issue: | Taxable Junior Limited Tax General Obligation Bond up to a maximum amount of \$18,958,000 |
| | Series: | 2020D |
| | Date of Issue: | September 28, 2020 |
| | Coupon Rate: | 9.000% |
| | Maturity Date: | December 15, 2076 |
| | Levy: | 0.000 |
| | Revenue: | \$0 |

CONTRACTS^K:

- | | | |
|----|----------------------|-------|
| 5. | Purpose of Contract: | _____ |
| | Title: | _____ |

Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

6. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the STC
Metropolitan District No. 2 of Boulder County, Colorado on this 3rd day November 2021.



Peggy Ripko, Secretary

**ANNUAL RESOLUTION OF
THE BOARD OF DIRECTORS OF THE
STC METROPOLITAN DISTRICT NO. 2**

At a special meeting of the Board of Directors of the STC Metropolitan District No. 2, Boulder County, Colorado, held at 9:00 A.M., on Wednesday, November 3, 2021, via online meeting at <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09> and via telephone at 1-253-215-8782, Meeting ID: 897 9736 4658, Passcode: 115782, at which a quorum was present, the following resolution was adopted:

WHEREAS, the STC Metropolitan District No. 2 (the “District”) was organized as a special district pursuant to an Order of the District Court in and for the County of Boulder, Colorado, dated November 27, 2013 and is located within Boulder County (the “County”); and

WHEREAS, the Board of Directors of the District (collectively referred to as the “Board” or individually as “Director(s)”) has a duty to perform certain obligations in order to assure the efficient operation of the District; and

WHEREAS, § 32-1-306, C.R.S. requires the District to file a current, accurate map of its boundaries with the County Assessor, County Clerk and Recorder and the Division of Local Government (the “Division”) on or before January 1 of each year; and

WHEREAS, §§ 24-10-109 and 24-32-116, C.R.S. require that the District provide its name, its principal address and/or mailing address, the name of its agent and the agent’s mailing address to the Department of Local Affairs (the “Department”) and keep such information updated regularly; and

WHEREAS, § 32-1-809, C.R.S. requires that the Board provide notice, containing certain information about the District, to the eligible electors of the District no more than sixty (60) days prior to and not later than January 15; and

WHEREAS, § 32-1-104(2), C.R.S. requires that the District, on or before January 15, file a copy of the notice required by § 32-1-809, C.R.S. with the Board of County Commissioners, the County Assessor, the County Treasurer, the County Clerk and Recorder in each county in which the District is located, the governing body of any municipality in which the District is located and the Division; and

WHEREAS, the Local Government Budget Law of Colorado, §§ 29-1-101 *et seq.*, C.R.S., requires the Board to hold a public hearing on proposed budgets and amendments thereto, to adopt budgets and to file copies of the budgets and amendments thereto; and

WHEREAS, § 29-1-205(1), C.R.S. requires the District to file a current list of all contracts in effect with other political subdivisions within thirty (30) days of receiving a request therefor from the Division; and

WHEREAS, in accordance with the Public Securities Information Reporting Act, §§ 11-58-101 *et seq.*, C.R.S., issuers of nonrated public securities shall make public within sixty (60) days following the end of each of such issuer's fiscal year, an annual information report or reports with respect to any of such issuer's nonrated public securities which are outstanding as of the end of each such fiscal year; and

WHEREAS, in accordance with § 29-1-604(1), C.R.S., if expenditures and revenues of the District are not in excess of \$100,000, the District may file an application for exemption from audit with the State Auditor; or in accordance with § 29-1-604(2)(b), C.R.S., if expenditures and revenues of the District for any fiscal year are at least \$100,000, but not more than \$750,000, the District may file an application for exemption from audit with the State Auditor; or in accordance with § 29-1-603, C.R.S., the Board shall cause to be made an annual audit of the financial statements of the District for each fiscal year; and

WHEREAS, the Revised Uniform Unclaimed Property Act, §§ 38-13-101 *et seq.*, C.R.S., requires that governmental subdivisions, if applicable, file an annual report listing unclaimed property with the State Treasurer by November 1 of each year; and

WHEREAS, pursuant to § 32-1-103(15), C.R.S., the legal notices of the District must be published one time, in one newspaper of general circulation in the District, and if there is not one such newspaper of general circulation, then in one newspaper in each county in which the District is located and in which the District also has fifty (50) or more eligible electors; and

WHEREAS, pursuant to § 24-6-402(2)(c)(I), C.R.S., the Board shall annually designate at the first regular meeting of the calendar year a posting place within the boundaries of the District for posting of notices; and

WHEREAS, pursuant to §§ 32-1-903(2) and 24-6-402(2)(c)(I) & (III), C.R.S., in addition to any other means of full and timely notice, the Board shall be deemed to have given full and timely notice of a public meeting if the Board posts the notice on a public website of the District or in the designated public place within District boundaries, no less than twenty-four (24) hours prior to the meeting; and

WHEREAS, § 32-1-903(1), C.R.S. requires that the Board shall meet regularly at a time and location to be designated by the Board and such location may be physical, telephonic, electronic, other virtual place, or combination of such means where a meeting can be attended; provided that meetings that are held solely at physical locations must be held at physical locations that are within the boundaries of the District or within the boundaries of any county in which the District is located, in whole or in part, or in any county so long as the meeting location does not exceed twenty miles from the District boundaries, unless the proposed change of location for a meeting appears on the Board agenda of a meeting and a resolution is adopted stating the reason for which meetings of the Board are to be held in a physical location other than under the provisions of § 32-1-903(1.5), C.R.S. and further stating the date, time and physical location of such meeting; and

WHEREAS, pursuant to § 32-1-904, C.R.S., the office of the District shall be at some fixed place to be determined by the Board; and

WHEREAS, pursuant to § 32-1-901(1), C.R.S., each Director, within thirty (30) days after his or her election or appointment to fill a vacancy, shall take an oath or affirmation in accordance with § 24-12-101, C.R.S., and the oath must be filed with the County Clerk and Recorder, and in accordance with § 32-1-901(1), C.R.S. with the Clerk of the Court and with the Division; and

WHEREAS, in accordance with § 32-1-901(2), C.R.S., at the time of filing said oath, there shall also be filed for each Director a bond; and

WHEREAS, in accordance with § 24-14-102(2), C.R.S., the District may, in lieu of the required bond, purchase crime insurance to protect the District from any dishonesty, theft, or fraud; and

WHEREAS, pursuant to § 32-1-902(1), C.R.S., the Board shall elect one of its members as chairman of the Board and president of the District, one of its members as a treasurer of the Board and District, and a secretary who may be a member of the Board, or the secretary and treasurer may be one individual, who in such case is a member of the Board; and

WHEREAS, Directors may receive compensation for their services subject to the limitations imposed by § 32-1-902(3)(a), C.R.S.; and

WHEREAS, Directors are governed by § 32-1-902(3)(b), C.R.S., which requires any Director to disqualify himself or herself from voting on an issue in which he or she has a conflict of interest, unless the Director has properly disclosed such conflict in compliance with § 18-8-308, C.R.S.; and

WHEREAS, Directors are governed by § 32-1-902(4), C.R.S., which requires any Director who owns undeveloped land that constitutes at least twenty percent (20%) of the territory included in the District to properly disclose such fact in compliance with § 18-8-308, C.R.S. before each meeting of the Board, and such disclosure must be entered into the minutes of such meeting; and

WHEREAS, pursuant to § 32-1-1001(1)(o), C.R.S. the Board has the power to authorize the use of electronic records and electronic signatures and adopt rules, standards, policies, and procedures for use of electronic records or signatures in accordance with the Uniform Electronic Transaction Act, §§ 24-71.3-101 *et seq.*, C.R.S.; and

WHEREAS, pursuant to § 24-72-204.5, C.R.S., should the District operate or maintain an electronic mail communications system, the Board must adopt a written policy on any monitoring of electronic mail communications and the circumstances under which it will be conducted; and

WHEREAS, §§ 32-1-1604 and 32-1-1101.5(1), C.R.S. require the District to issue notice of the authorization or incurrence of general obligation indebtedness to the Board of County Commissioners of each county in which the District is located or the governing body of the municipality that has adopted a resolution of approval of the District and to record such notice

with the Clerk and Recorder in each county in which the District is located within thirty (30) days of incurring or authorizing such indebtedness; and

WHEREAS, § 32-1-1101.5(1), C.R.S. requires the District to certify the results of ballot issue elections to incur general obligation indebtedness to the Board of County Commissioners of each county in which the District is located or to the governing body of a municipality that has adopted a resolution of approval of the District within forty-five (45) days after the election, or at least thirty (30) days before issuing any general obligation debt if not previously certified, and requires the District to file a copy of such certificate with the Division of Securities within that timeframe; and

WHEREAS, in accordance with §§ 32-1-1101.5(1.5), C.R.S., the Board of County Commissioners or the governing body of a municipality that has adopted a resolution of approval of the District may require the District to file an application for the quinquennial finding of reasonable diligence; and

WHEREAS, in accordance with §§ 32-1-207(3)(c), C.R.S., and unless otherwise waived or requested by an earlier date, commencing in 2023 for the 2022 calendar year, any special district created after July 1, 2000, must electronically file an annual report for the preceding calendar year by October 1st with the governing body that approved the service plan or, if the jurisdiction has changed due to the annexation into a municipality, the current governing body with jurisdiction over the District, the Division, the State Auditor, and the County Clerk and Recorder, and make the same available on the website of the District; and

WHEREAS, in accordance with the Colorado Governmental Immunity Act, §§ 24-10-101, *et seq.*, C.R.S., the Board is granted the authority to obtain insurance; and

WHEREAS, the Colorado Open Meetings Law at § 24-6-402(2)(d.5)(II)(A), C.R.S. specifies that discussions that occur in an executive session of a local public body shall be electronically recorded; and

WHEREAS, pursuant to §§ 24-6-402(2)(d.5)(II)(E), C.R.S., such electronic recording of executive sessions shall be retained for at least ninety (90) days after the date of the executive session; and

WHEREAS, in accordance with the Public Deposit Protection Act, §§ 11-10.5-101 *et seq.*, C.R.S., the Board shall designate an official custodian with plenary authority to deposit public funds in any bank which has been designated by the Colorado Banking Board as an eligible public depository; and

WHEREAS, in accordance with § 32-1-104.8, C.R.S., the District must record a public disclosure document and a map of the boundaries of the District with the Clerk and Recorder of each county in which the District is located at any time thereafter that an order or decree confirming the inclusion of real property into the District is recorded; and

WHEREAS, elections may be held pursuant to the Special District Act, Article 1 of Title 32, C.R.S.; the Uniform Election Code of 1992, Articles 1 to 13 of Title 1, C.R.S.; and the Colorado Local Government Election Code, Article 13.5 of Title 1, C.R.S., for the purpose of (1) electing members of the Board; and (2) presenting certain ballot questions to the eligible electors of the District; and

WHEREAS, §§ 1-1-111(2), 1-13.5-108 and 32-1-804(2), C.R.S. provide that all powers and authority granted to the Board may be exercised by a “Designated Election Official” designated by the Board.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 AS FOLLOWS:

1. The Board directs the District’s engineer to prepare an accurate map in accordance with the standards specified by the Division or directs management to prepare a letter asserting there have been no changes in the boundaries of the District, as applicable, for filing with the County Assessor, County Clerk and Recorder and the Division as required by § 32-1-306, C.R.S on or before January 1.
2. The Board directs management to notify the Department of the District’s name, principal address and/or mailing address, agent’s name and agent’s mailing address in accordance with §§ 24-10-109 and 24-32-116, C.R.S.
3. The Board directs management to: (1) provide notice, containing certain information about the District, to the eligible electors of the District, not earlier than November 16 and not later than January 15, in one or more of the ways set forth in § 32-1-809(2), C.R.S; and (2) in accordance with § 32-1-104(2), C.R.S., file a copy of the notice with the Board of County Commissioners, County Assessor, County Treasurer, County Clerk and Recorder’s Office in each county in which the District is located, the governing body of any municipality in which the District is located and with the Division. The Board further directs that a copy of the notice shall be made available for public inspection at the principal business office of the District.
4. The Board directs the accountant/treasurer for the District to submit a proposed budget to the Board by October 15; to schedule a public hearing on the proposed budget; to prepare a final budget, including any resolutions adopting the budget, appropriating moneys and fixing the rate of any mill levy; to prepare budget resolutions, including certification of mill levies and amendments to the budget if necessary; to certify the mill levies on or before December 15; and to file the approved budgets and amendments thereto with the proper governmental entities not later than thirty (30) days after the beginning of the fiscal year of the budget adopted, in accordance with the Local Government Budget Law of Colorado.
5. The Board directs management to prepare and file a current list of all contracts in effect with other political subdivisions with the Division within thirty (30) days of receiving a request therefor from the Division, if applicable.

6. The Board directs legal counsel and/or the accountant to prepare and file the annual public securities report for nonrated public securities issued by the District with the Department within sixty (60) days following the end of the District's fiscal year, if applicable.
7. The Board directs the accountant to file either an application for exemption from audit with the State Auditor within three (3) months after the close of the District's fiscal year, or that an audit of the financial statements is prepared and submitted to the Board within six (6) months after the close of the District's fiscal year. Further, the Board directs that the audit report be filed with the State Auditor within thirty (30) days after the Board's receipt of the audit report from the auditor.
8. The Board directs legal counsel to prepare the Unclaimed Property Act report and forward to the State Treasurer by November 1, if applicable.
9. The Board designates the *Boulder Daily Camera* as a newspaper of general circulation within the boundaries of the District or in the vicinity of the District if none is circulated within the District, and directs that all legal notices shall be published in accordance with applicable statutes in the *Boulder Daily Camera*.
10. The Board designates the URL Domain www.Colorado.gov/stcmd, as the District's official website and posting place for notices of meetings pursuant to § 24-6-402(2)(c), C.R.S. Further, in compliance with § 24-6-402(2)(III), C.R.S., the Board designates the entrance of the parking garage located at 1 Superior Drive, Superior, Colorado, as the public place within the boundaries of the District at which it may post notices of meetings if it is unable to post a notice on the District's official website.
11. Emergency meetings may be called without notice, if notice is not practicable, by the president of the Board or any two (2) Directors in the event of an emergency that requires the immediate action of the Board in order to protect the public health, safety and welfare of the property owners and residents of the District. If possible, notice of such emergency meeting may be given to the Directors of the Board by telephone or whatever other means are reasonable to meet the circumstances of the emergency, and shall be provided to the public via any practicable means available, *if any*, including, but not limited to, posting notice of such emergency meeting on the District's website, if any. At such emergency meeting, any action within the power of the Board that is necessary for the immediate protection of the public health, safety and welfare may be taken; provided however, that any action taken at an emergency meeting shall be ratified at the first to occur: (a) the next regular meeting of the Board, or (b) the next special meeting of the Board.
12. The Board determines to hold regular meetings on the first Wednesday of every month, at 9:00 A.M. via online meeting at <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHN>

mN3I0dz09 and via telephone at 1-253-215-8782, Meeting ID: 897 9736 4658, Passcode: 115782. Any additional means of public participation, if any, will be designated on the meeting agenda.

13. Pursuant to § 32-1-904, C.R.S., the Board determined that the office of the District shall be at Special District Management Services, 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228.
14. The Board directs legal counsel to prepare, administer and file an oath or affirmation in accordance with §§ 32-1-901 and 24-12-101, C.R.S. In addition to the oath or affirmation, the Board directs legal counsel to procure either crime insurance in accordance with § 24-14-102(2), C.R.S. or a bond for each Director as required by § 32-1-901, C.R.S. in the total amount of \$10,000, and to file copies of the crime insurance or bond with the Clerk of the Court and the Division.
15. The Board hereby elects the following officers for the District:

President/Chairman:	James A. Brzostowicz
Treasurer:	Angie Hulsebus
Assistant Secretary:	Terry Willis
Secretary:	Peggy Ripko
16. The Board directs that each Director may receive compensation for services as Directors in accordance with §§ 32-1-902(3)(a)(I) & (II), C.R.S.
17. The Board has determined that when so directed by one or more Directors legal counsel will file conflict-of-interest disclosures provided by Directors with the Secretary of State seventy-two (72) hours prior to each meeting of the Board. In addition, written disclosures provided by Directors required to be filed with the governing body in accordance with § 18-8-308, C.R.S. shall be deemed filed with the Directors of the District when filed with the Secretary of State.
18. The Board authorizes the use of electronic records and electronic signatures in 2022 and ratifies their use of electronic records and signatures in 2021. Use of electronic records and electronic signatures, when conducting transactions and in relation to the administration of the affairs of the District, will be performed and governed in accordance with the Uniform Electronic Transactions Act, §§ 24-71.3-101 *et seq.*, C.R.S.
19. The Board does not operate or maintain an electronic mail communication system devoted to the District but recognizes that its Directors and consultants may utilize electronic mail to conduct matters on behalf of the District and that such communications may be a public record under the Colorado Open Records Act and may be subject to public inspection under § 24-72-203, C.R.S.

20. The Board directs legal counsel to issue notice of indebtedness to the Board of County Commissioners or to the governing body of the municipality that has adopted a resolution of approval of the District, as applicable, and to record such notice with the County Clerk and Recorder in each county in which the District is located within thirty (30) days of incurring or authorizing any indebtedness in accordance with §§ 32-1-1604 and 32-1-1101.5(1), C.R.S. The Board also directs legal counsel to certify the results of any ballot issue election to incur general obligation indebtedness to the Board of County Commissioners of each county in which the District is located, to the governing body of a municipality that has adopted a resolution of approval of the District, as applicable, and the Division of Securities within forty-five (45) days after such election, or at least thirty (30) days before the District's issuance of any general obligation debt if not previously certified, in accordance with § 32-1-1101.5(1), C.R.S.
21. The Board directs the accountant to prepare and file, if requested, the quinquennial finding of reasonable diligence with the Board of County Commissioners or to the governing body of a municipality that has adopted a resolution of approval of the District, as applicable, in accordance with §§ 32-1-1101.5(1.5), C.R.S.
22. The Board directs management to prepare and file an annual report as required under the Service Plan for the District. The Board acknowledges that additional reporting requirements commence in 2023 for the 2022 calendar year under § 32-1-207(3)(c), C.R.S.
23. The District is currently a member of the Special District Association ("SDA") and insured through the Colorado Special Districts Property and Liability Pool. The Board directs the District's accountant to pay the annual SDA membership dues and insurance premiums in a timely manner and complete all necessary conditions of the third-party insurance agent, as applicable. The Board will review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained, at least biannually.
24. The Board directs the custodian of all electronic recordings of executive sessions to retain all electronic recordings of executive sessions for purposes of the Colorado Open Meetings Law for ninety (90) days after the date of the executive session. The Board further directs the custodian to systematically delete all recordings of executive sessions made for purposes of the Colorado Open Meetings Law at its earliest convenience after the ninetieth (90th) day after the date of the executive session.
25. The Board hereby designates the District's accountant as its official custodian over public deposits in accordance with §§ 11-10.5-101 *et seq.*, C.R.S.
26. The Board directs legal counsel to prepare the special district public disclosure statement in accordance with § 32-1-104.8, C.R.S. and record the statement with

the County Clerk and Recorder at any such time as a decree or order of inclusion of real property into the District's boundaries is recorded.

27. Peggy Ripko, of Special District Management Services, Inc., is hereby appointed as the "Designated Election Official" of the Board for any elections to be held during 2022 and any subsequent year unless another Designated Election Official is appointed by resolution. The Board hereby grants all powers and authority for the proper conduct of the election to the Designated Election Official, including, but not limited to, appointing election judges, appointing a canvass board, cancelling the election, if applicable, and certifying election results.
28. The Board hereby authorizes legal counsel, the District manager, and District accountant to use the District's name and a brief description of the work performed for the District for marketing purposes, including identifying the District in presentations, proposals, and publications, provided that no confidential information about the District is revealed.

[The remainder of this page is intentionally left blank.]

Whereupon a motion was made and seconded, and upon a majority vote this Annual Resolution was approved by the Board.

ADOPTED AND APPROVED THIS 3RD DAY OF NOVEMBER 2021.

STC METROPOLITAN DISTRICT NO. 2



James A. Brzostowicz, President

ATTEST:



Peggy Ripko, Secretary

CERTIFICATION

I, Peggy Ripko, Secretary of the Board of the STC Metropolitan District No. 2, do hereby certify that the annexed and foregoing Resolution is a true copy from the records of the proceedings of the Board of said District, on file with Icenogle Seaver Pogue, P.C., general counsel to the District.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the District, at the County of Boulder, Colorado, this 3rd day of November 2021.



Peggy Ripko, Secretary

**RESOLUTION OF
THE BOARD OF DIRECTORS OF
STC METROPOLITAN DISTRICT NO. 2
2022 REGULAR SPECIAL DISTRICT ELECTION RESOLUTION**

At a special meeting of the Board of Directors of the STC Metropolitan District No. 2, Boulder County, Colorado, held at 9:00 A.M., on Wednesday, November 3, 2021, via online meeting at <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09> and via telephone at 1-253-215-8782, Meeting ID: 897 9736 4658, Passcode: 115782, at which a quorum was present, the following resolution (the “Resolution”) was adopted:

WHEREAS, STC Metropolitan District No. 2 (the “District”) was organized pursuant to the Special District Act, Article 1 of Title 32, C.R.S. (the “Act”), after approval of the eligible electors of the District, by order of the District Court in and for Boulder County, Colorado, dated November 27, 2013; and

WHEREAS, elections may be held pursuant to the Act; the Uniform Election Code of 1992, Articles 1 to 13 of Title 1, C.R.S. (the “Uniform Code”); and the Colorado Local Government Election Code, Article 13.5 of Title 1, C.R.S. (the “Local Government Election Code”) (the Act, Uniform Code, and Local Government Election Code are collectively referred to herein as the “Election Laws”) for the purpose of 1) electing members of the Board and 2) presenting certain ballot questions to the eligible electors of the District; and

WHEREAS, pursuant to § 32-1-305.5(3)(b), C.R.S., the terms of office of members of the Board of Directors for the District (the “Board”) elected in a regular special district election held in 2022 are for three (3) years; and

WHEREAS, the Board currently includes three (3) members elected to serve on the Board, zero (0) members appointed to fill vacancies on the Board, and two (2) vacancies; and

WHEREAS, the term of office for zero (0) members of the Board for the District shall expire after his or her successor is elected at the next regular election for the District scheduled to be held on the Tuesday succeeding the first Monday of May in accordance with § 1-13.5-111(1), C.R.S.: May 3, 2022; and

WHEREAS, the term for the two (2) vacancies on the Board for the District are two (2) three-year term and zero (0) one-year terms; and

WHEREAS, in accordance with the Election Laws, an election must be conducted to elect to the Board of the District two (2) Directors to serve for terms of three years and zero (0) Directors to serve terms of one year; and

WHEREAS, the number of Directors to be elected to the Board of the District may increase following the adoption of this Resolution should a Director's office be deemed vacant in accordance with § 32-1-905, C.R.S. prior to the election; and

WHEREAS, pursuant to § 32-1-804(1), C.R.S., the Board shall govern the conduct of the election and shall render all interpretations and make all decisions as to controversies or other matters arising in the conduct of the election; and

WHEREAS, §§ 1-1-111(2), 1-13.5-108, and 32-1-804(2), C.R.S. provide that all powers and authority granted to the Board for the conduct of regular and special elections, including making all initial decisions as to controversies or other matters arising in the operation of the Local Government Election Code, may be exercised by a "Designated Election Official" designated by the Board; and

WHEREAS, §§ 1-13.5-501(1) & -(1.7), C.R.S., require that, between seventy-five (75) and one hundred (100) days before a regular election, the Designated Election Official shall provide public notice of a call for nominations for the election by two methods: (1) by emailing the notice to each active registered elector of the District as of the date that is one hundred fifty (150) days prior to the election or, if no email address is on file, by mail as provided in § 1-13.5-501(1.7), C.R.S., and (2) by any one of the following means: publication, as defined in § 1-13.5-501(2), C.R.S.; including the notice as a prominent part of an informational mailing sent by the District to the eligible electors of the District; posting the information of the official website of the District; or, if permitted under § 1-13.5-501(1.7)(b)(IV), C.R.S., posting the notice in at least three public places within the boundaries of the metropolitan district and, in addition, in the office of the Clerk and Recorder of Boulder County

WHEREAS, § 1-13.5-1104(2), C.R.S. requires the Designated Election Official to supervise the distributing, handling, and counting of ballots and the survey of returns, and to take the necessary steps to protect the confidentiality of the ballots cast and the integrity of the election; and

WHEREAS, § 1-7.5-107(4)(b)(II), C.R.S. specifies that the Designated Election Official shall designate a secure drop-off location that is under his or her supervision, and § 1-5-102(1), C.R.S. requires that the Designated Election Official divide the jurisdiction into as many election precincts as he or she deems expedient for the convenience of eligible electors of the jurisdiction and designate the polling place for each precinct; and

WHEREAS, § 1-13.5-1004(1), C.R.S. provides that the Designated Election Official shall keep a list of names of eligible electors who have applied for absentee voters' ballots and those permanent absentee voters placed on the list pursuant to § 1-13.5-1003(2), C.R.S., which list must contain certain other information as set out by statute; and

WHEREAS, § 1-13.5-513(1), C.R.S. provides that if the only matter before the electors in an election is the election of persons to office and if, at the close of business day on the sixty-third (63rd) day before the election or at any time thereafter, there are not more candidates than offices to

be filled at the election, the Designated Election Official shall cancel the election and declare the candidates elected if so instructed by resolution of the governing body; and

WHEREAS, § 1-11-103(3), C.R.S. provides that if an election is cancelled pursuant to § 1-13.5-513(1), C.R.S., the District shall file notice and a copy of the resolution of such cancellation with the Colorado Division of Local Government (the “Division”); and

WHEREAS, §§ 1-11-103(3) & 32-1-104(1), C.R.S. require the District to certify to the Division the results of any elections held by the District and include the District’s business address, telephone number, and contact person; and

WHEREAS, the Board desires to call an election and set forth herein the procedures for conducting such election as authorized by the Election Laws.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 THAT:

1. The Board hereby calls a regular election of the eligible electors of the District to be held between the hours of 7:00 A.M. and 7:00 P.M. on the Tuesday succeeding the first Monday of May pursuant to and in accordance with § 1-13.5-111(1), C.R.S., the Election Laws, and other applicable laws (May 3, 2022), for the purpose of electing two (2) Directors to serve a three-year term and zero (0) Directors to serve a one-year term on the Board (the “Election”), as such numbers may change due to one or more vacancies arising on the Board after the adoption of this Resolution and prior to the Election. The Election shall be conducted as an independent mail ballot election, pursuant to Part 11 of the Local Government Election Code.

2. Pursuant to § 32-1-804(2), C.R.S., the Board hereby names Peggy Ripko, of Special District Management Services, Inc., as the Designated Election Official for the Election. The Board hereby directs the District’s general counsel to oversee the general conduct of the Election and authorizes the Designated Election Official to take all other action necessary for the proper conduct thereof. The Designated Election Official shall act as the primary contact with the Clerk and Recorder of Boulder County, Colorado (the “County”) and shall be primarily responsible for ensuring the proper conduct of the Election, including, but not limited to, distributing, handling, and counting of ballots and the survey of returns, taking the necessary steps to protect the confidentiality of the ballots cast and the integrity of the Election, appointing election judges as necessary, appointing the board of canvassers, arranging for the required notices of the Election and printing of ballots, maintaining a permanent absentee voter list, and directing that all other appropriate actions be accomplished.

3. The Board hereby directs the Designated Election Official to provide public notice of a call for nominations for the Election in accordance with the requirements of § 1-13.5-501, C.R.S., which shall include information regarding the director offices to be voted upon at the Election, where a self-nomination and acceptance form or letter may be obtained, the deadline for submitting the self-nomination and acceptance form or letter to the Designated Election Official, and information on obtaining an absentee ballot. The notice shall be emailed to each active registered elector of the District as specified in the registration list provided by the Boulder County

Clerk and Recorder as of the date that is one hundred fifty days prior to the date of the Election or, if no email address is on file, by mail as provided in § 1-13.5-501(1.7), C.R.S. In addition, public notice shall be provided by publication as defined in § 1-13.5-501(2), C.R.S. and posting the information on the official website of the District.

4. The Board deems it expedient for the convenience of the electors that it shall establish a polling place & drop-off location for all regular and special elections of the District. There shall be one (1) polling place & drop-off location for the elections. This polling place & drop-off location shall be used for any regular or special elections to be held in 2022 and in each year thereafter until such polling place & drop-off location is changed by duly adopted resolution of the Board. Such polling place & drop-off location shall be located at 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228. All voters for the District, including handicapped and nonresident voters unless otherwise permitted by law, shall return their ballots to the designated polling place & drop-off location by mail or delivery. All eligible electors may also obtain a replacement ballot from the polling place & drop-off location until 7:00 P.M. on election day in accordance with § 1-13.5-1105(4), C.R.S. A map showing the District's boundaries is on file at the offices of Special District Management Services, Inc. and is available for examination by all interested persons.

5. Applications for an absentee voter's ballot or for permanent absentee voter status may be filed with the Designated Election Official, 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228, between the hours of 8:00 a.m. and 5:00 p.m., until the close of business on the Tuesday immediately preceding the Election (April 26, 2022).

6. Pursuant to § 1-13.5-303, C.R.S., all candidates must file a self-nomination and acceptance form or letter signed by the candidate and by an eligible elector of the District as a witness to the signature of the candidate with the Designated Election Official no later than 5:00 P.M. on the day that is sixty-seven (67) days prior to the Election (February 25, 2022). Self-nomination and acceptance forms are available at the Designated Election Official's office located at the above address.

7. Pursuant to § 1-13.5-513, C.R.S., the Board hereby authorizes and directs the Designated Election Official to cancel the Election and declare the candidates elected if, at or after the close of business on the sixty-third (63rd) day before the Election (March 1, 2022), there are not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates, and so long as the only matter before the electors is the election of persons to office. Under these circumstances, the Board further authorizes and directs the Designated Election Official to provide notice of the cancellation by publication in accordance with § 1-13.5-501, C.R.S. and to post notice of the cancellation at each polling location, the office of the Designated Election Official, the Boulder County Clerk and Recorder's Office, and with the Division. The Designated Election Official shall also file notice and a copy of this Resolution authorizing the cancellation of the Election with the Division pursuant to § 1-11-103(3), C.R.S. The Designated Election Official shall also notify the candidates that the Election was canceled and they were elected by acclamation.

8. In accordance with §§ 1-11-103(3) & 32-1-104(1), C.R.S., the District directs the Designated Election Official to notify the Division of the results of any elections held by the District, including the District's business address, telephone number, and contact person within thirty (30) days after the Election (June 2, 2022).

9. The Designated Election Official and the officers, agents, consultants, and employees, if any, of the District are hereby authorized and directed to take all action necessary or appropriate to effectuate the provisions of this Resolution.

10. All actions not inconsistent with the provisions of this Resolution heretofore taken by the members of the Board, the Designated Election Official, and the officers, agents, consultants, and employees, if any, of the District, and directed toward holding the Election for the purposes stated herein are hereby ratified, approved, and confirmed.

11. All prior acts, orders, or resolutions, or parts thereof, by the District in conflict with this Resolution are hereby repealed, except that this repealer shall not be construed to revive any act, order, or resolution, or part thereof, heretofore repealed.

12. If any section, paragraph, clause, or provision of this Resolution shall be adjudged to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining sections, paragraphs, clauses or provisions of this Resolution, it being the intention that the various parts hereof are severable.

13. The District shall be responsible for the payment of any and all costs associated with the conduct of the Election, including its cancellation, if necessary, and those costs incurred pursuant to the terms and conditions of an election agreement with the County, if any.

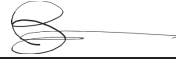
14. This Resolution shall take effect on the date and at the time of its adoption.

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Whereupon, a motion was made and seconded, and upon a majority vote, this Resolution was approved by the Board.


ADOPTED AND APPROVED THIS 3RD DAY OF NOVEMBER, 2021.

STC METROPOLITAN DISTRICT NO. 2



James A. Brzostowicz, President

ATTEST:



Peggy Ripko, Secretary

**RESOLUTION OF THE
BOARD OF DIRECTORS OF
STC METROPOLITAN DISTRICT NO. 2**

**A RESOLUTION ADOPTING THE THIRD AMENDED AND RESTATED
SUPERIOR TOWN CENTER RULES, REGULATIONS AND DESIGN GUIDELINES**

At a special meeting of the Board of Directors of the STC Metropolitan District No. 2, Town of Superior, Boulder County, Colorado, held at 9:00 A.M., on Wednesday, November 3, 2021, via online meeting at <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09> and via telephone at 1-253-215-8782, **Meeting ID:** 897 9736 4658, **Password:** 115782, at which a quorum was present, the following resolution (the "Resolution") was adopted:

WHEREAS, STC Metropolitan District No. 1 ("District No. 1"), STC Metropolitan District No. 2 ("District No. 2") and STC Metropolitan District No. 3 ("District No. 3") (each a "District" and, collectively, the "Districts") are quasi-municipal corporations and political subdivisions of the State of Colorado located in the Town of Superior (the "Town"), Boulder County (the "County"), Colorado; and

WHEREAS, the Districts were organized pursuant to Service Plans approved by the Town on May 13, 2013, as may be amended and/or modified from time to time ("Service Plans"); and

WHEREAS, pursuant to Section 32-1-1001(1)(m), C.R.S., the Districts have the power "to adopt, amend and enforce bylaws and rules and regulations not in conflict with the constitution and laws of this state for carrying on the business, objects, and affairs of the board and of the special district"; and

WHEREAS, pursuant to Section 32-1-1001(1)(j)(I), C.R.S., the Districts have the power "to fix and from time to time to increase or decrease fees, rates, tolls, penalties or charges for services, programs, or facilities furnished by the special district"; and

WHEREAS, RC Superior, LLC, a Delaware limited liability company (the "Developer"), has caused to be recorded the Master Declaration of Covenants, Conditions and Restrictions, dated April 13, 2015, and recorded in the real property records of the County as Reception No. 3439339, as the same may be amended and/or modified from time to time (the "Original Declaration") and applicable to the real property within the Districts described in Exhibit A of the Original Declaration (the "Property"); and

WHEREAS, Aweida Properties, Inc., a Colorado corporation (the "Discovery Ridge Developer") has caused to be recorded the Declaration of Covenants, Conditions and Restrictions, dated November 22, 2019, and recorded in the real property records of the County as Reception No. 3750773, as the same may be amended and/or modified from time to time (the "Discovery Ridge Declaration" and, together with the Original Declaration, the "Declarations") and applicable to the property within the Districts described in Exhibit A of the Discovery Ridge Declaration; and

WHEREAS, the property encumbered by the Declarations either is, or is anticipated to be included within the boundaries of one of the Districts.

WHEREAS, the Declarations provide that one or more of the Districts shall enforce each of the provisions provided therein.

WHEREAS, Section 32-1-1004(8), C.R.S., authorizes the Districts to furnish covenant enforcement and design review services within the Districts if the declaration, rules and regulations, or similar document containing the covenants to be enforced for the area within the metropolitan district name the metropolitan district as the enforcement or design review entity; and

WHEREAS, pursuant to the Declarations, the Districts have the right to send demand letters and notices, to levy and collect fines, to negotiate, to settle, and to take any other actions with respect to any violation(s) or alleged violation(s) of the Declarations; and

WHEREAS, the Declarations provide for the Superior Town Center Rules, Regulations and Design Guidelines (the "Rules, Regulations and Guidelines") to be promulgated, amended, revised from time to time, administered and enforced by the Districts; and

WHEREAS, the Districts entered into that certain Facilities Funding, Construction and Operation Agreement (the "FFCOA"), dated January 1, 2015, pursuant to which the Districts agreed that District No. 2 is the Operating District responsible for all operations and maintenance services for the Districts; and

WHEREAS, the Districts entered into that certain Intergovernmental Agreement for Covenant Enforcement and Design Review (the "GIGA"), dated June 7, 2017, which may be amended from time to time, pursuant to which the Districts authorized District No. 2 to administer and enforce the Declarations and the Rules, Regulations and Guidelines for the Property; and

WHEREAS, the Boards of Directors for the Districts jointly adopted the IGA and acknowledged District No. 2's authority to administer and enforce the Declarations and the Rules, Regulations and Guidelines for the Property; and

WHEREAS, District No. 2 previously adopted Resolution 2017-06-01, Resolution 2018-04-01, Resolution 2019-05-01, and Resolution 2019-12-02 of the Board of Directors of Superior Town Center Metropolitan District No. 2 Adopting the Superior Town Center Rules, Regulations and Design Guidelines, which have been amended and restated (the "Second Amended and Restated Rules, Regulations and Design Guidelines"); and

WHEREAS, District No. 2 desires to replace the Second Amended and Restated Rules, Regulations and Design Guidelines; and

WHEREAS, District No. 2 desires to provide for the orderly and efficient enforcement of the Covenants by adopting the Third Amended and Restated Rules, Regulations and Design Guidelines.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2:

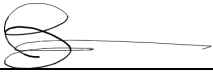
2. The Board of Directors of District No. 2 hereby adopts the Third Amended and Restated, Regulations and Design Guidelines as described in Exhibit A, attached hereto and incorporated herein by this reference.

3. The Board of Directors of District No. 2 declares that the Third Amended and Restated Rules, Regulations and Design Guidelines are effective as of this date of this Resolution.

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ADOPTED AND APPROVED THIS 3rd DAY OF NOVEMBER 2021.

STC METROPOLITAN DISTRICT NO. 3

By: 
James A. Brzostowicz, President

ATTEST:

By: 
Terry Willis, Assistant Secretary

EXHIBIT A

THIRD AMENDED AND RESTATED SUPERIOR TOWN CENTER RULES,
REGULATIONS AND DESIGN GUIDELINES

ADOPTED AND EFFECTIVE NOVEMBER 3, 2021

**THIRD AMENDED AND RESTATED
SUPERIOR TOWN CENTER
RESIDENTIAL RULES, REGULATIONS AND
DESIGN GUIDELINES
STC Metropolitan District No. 2**

The Board of Directors of STC Metropolitan District No. 2 (the "District")¹ adopted these Superior Town Center Rules, Regulations and Design Guidelines ("Guidelines") to be read in conjunction with the Master Declaration of Covenants, Conditions and Restrictions for Superior Town Center ("Declaration") and Declaration of Covenants, Conditions and Restrictions for Discovery Ridge at Superior Town Center ("Discovery Ridge Declaration")(collectively, the "Declarations") and to give direction to Owners and residents before the construction, installation, erection, or alteration of any structure, facility and appurtenance of any kind located on any Residential Lot within Superior Town Center is made.

This Third Amended and Restated document replaces, in full, previous Guidelines.

This document incorporates the following:

- Superior Town Center Residential Rules, Regulations and Design Guidelines (adopted June 7, 2017, Resolution No. 2017-0601 (replaced and Superseded)
- Document History:
- First Amendment to the Superior Town Center Residential Rules, Regulations and Design Guidelines (adopted April 4, 2018, Resolution No. 2018-04-01) (Replaced and Superseded)
 - First Amended and Restated Superior Town Center Residential Rules, Regulations and Design Guidelines (adopted May 1, 2019, Resolution No. 2019-05-01) (Replaced and Superseded)
 - Second Amended and Restated Superior Town Center Rules, Regulations and Design Guidelines (adopted December 9, 2019, Resolution 2019-12-02) (Replaced and Superseded)

¹ Pursuant to that certain Intergovernmental Agreement Regarding Covenant Enforcement and Design Review Services, between the District, STC Metropolitan District No. 1 ("District No. 1"), and STC Metropolitan District No. 3 ("District No. 3") (collectively, the "Districts"), which may be amended from time to time, the Districts authorized and designated the Board of Directors of the District to exercise the powers of the Districts with respect to the provision of covenant enforcement and design review services, and therefore, District No. 1 and District No. 3 are also subject to these Guidelines.

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EXHIBIT A	Fencing Examples
EXHIBIT B	Plant Lists
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APPENDICES

APPENDIX 1	Design Review Request Instructions
APPENDIX 11	Antenna/Satellite Dish Rules and Regulations

SECTION 1 INTRODUCTION AND BASES FOR GUIDELINES

1.01 Introduction.

These Guidelines have been adopted by the Board of Directors of the District to assist Residential Owners in the design and construction of home additions or alterations, and installation of Improvements within Property served by the District. These Guidelines provide Residential Owners with design direction so that any Improvements will be visually consistent and architecturally compatible with the overall community theme, in accordance with the Declarations recorded against the Property within the Superior Town Center community.

The purpose and intent of these Guidelines is to assure Residential Owners that proper standards of development and construction will be maintained for the benefit of all and have been adopted by the District pursuant to the Declarations.

The intent of the Declarations and these Guidelines is to create a neighborhood community of high quality development and construction in which the natural character of the area is preserved and maintained, and in which the construction of Improvements is visually consistent and architecturally compatible with the overall community theme. The general theme of the Superior Town Center community is a blend of "Contemporary", "19th Century Urban/Industrial", and "Craftsman" architectural forms.

The intent of these Guidelines is to establish a community that achieves harmony among homes and between each home and the surrounding landscape, yet allows individual identity to the home. The purpose and goals of these Guidelines are to:

- A. Assure compatibility and harmony of exterior color, materials and design so the exteriors of the structures are complementary and avoid negative contrast within the neighborhood.
- B. Relate proposed improvements to the natural features of the land and to the neighboring structures and other improvements.
- C. Maintain sustainable, diversified landscaping that is water efficient.
- D. Conform to the plans and overview of the Superior Town Center Documents.

1.02 Bases for Guidelines and Interpretation.

(a) Declarations. The Declarations govern all Properties within Superior Town Center. Copies of the Declarations are available at any time from the District. The Declarations are also recorded in the real property records of Boulder County, Colorado. Each Owner should review and become familiar with the Declarations. Nothing in these Guidelines supersedes or alters the provisions or requirements of the Declarations and, if there is any conflict or inconsistency between these Guidelines and the Declarations, the Declarations control.

(b) Governmental and Other Regulations. Use of Property and Improvements must comply with the applicable building codes or other governmental requirements and regulations.

Where the provisions of applicable federal, state, Boulder County and/or Town of Superior standards are more restrictive than the provisions of these Guidelines, such other more restrictive standards shall control.

(c) Variances. The DRC reserves the right to vary at any time from procedure or standards as established herein. The District reserves the right to amend, supplement or repeal these Guidelines at any time.

(d) Zoning Ordinance and Declarations. Additional standards and requirements are set forth in the Declarations, Plats, and the Superior Town Center Documents. Each Owner must read and become familiar with all such documents, thus avoiding violations of the standards and requirements set forth therein. Copies of the Plats and Superior Town Center Documents are available from the DRC.

SECTION 2 DEFINITIONS

Any term not defined herein shall have the same meaning as contained in Definitions section of the Declarations.

SECTION 3 PROCESSES FOR DESIGN REVIEW AND APPROVAL

3.01 Design Review Committee.

Article 5 of the Declarations provides for the creation of the Design Review Committee ("DRC"), which is responsible for: administering the application of these Guidelines; review, approval or rejection of plans for proposed Improvements; and authorization of variances from these Guidelines.

3.02 Who Is Subject to These Guidelines?

Any Residential Owner and/or his/her contractor designing to undertake any modification, addition or alteration relative to any Improvement within the Property is responsible for complying with these Guidelines and initiating the review and obtaining the approvals required by these Guidelines before any such modification is undertaken.

Any additions to or alterations of Improvements after initial approval and installation will require submittal to and approval by the DRC. The DRC should be contacted with any submittal questions and the DRC will advise the applicant if DRC approval is required.

DESIGN REVIEW SUBMITTAL IS REQUIRED UNLESS EXPLICITLY STATED OTHERWISE IN THESE GUIDELINES - ANY IMPROVEMENT THAT DOES NOT COMPLY WITH THE DECLARATIONS AND THESE GUIDELINES SHALL NOT BE CONSTRUCTED, ERECTED, PLACED, ALTERED, PLANTED, APPLIED, INSTALLED OR MODIFIED UPON ANY RESIDENTIAL LOT, UNLESS OTHERWISE APPROVED BY THE DRC.

3.03 Design Review Requests.

(a) Design Review Instructions and Request Form. Design Review Request Instructions and a Design Review Request Form can be found under **Appendix I**. To make a request for design review, complete the Design Review Request Form and submit it with payment of the appropriate fee and all necessary back-up documents.

Design review requests can be made via US Mail or email to:

STC Metropolitan District No. 2
141 Union Blvd., Suite 150
Lakewood, CO 80228
Phone Contact: 303- 987-0835

(b) Design Review Fee Schedule.

<u>Fee Description</u>	<u>Fee Amount</u>
Landscape Review and/or Fence Review	\$50
Paint Color Change	\$50
Main Building Addition, Addition of Accessory Building, Shed, Deck, Patio, Site Plan, Footprint (including Driveway) Review	\$100
All other items	\$50

Builders, as defined in the Declarations, are exempt from Design Review Fees.

THE DRC MAY MODIFY THE FEE SCHEDULE WITHOUT NOTICE.

Design Review Fees should be made in person or sent via US Mail to:

STC Metropolitan District No. 2
141 Union Blvd., Suite 150
Lakewood, CO 80228
Phone Contact: 303-987-0835

(c) Action by DRC. The DRC shall review each request for approval and make a decision within sixty (60) days after the complete submission of plans, specifications and other materials and information, which the DRC may require in conjunction therewith. Any request for approval shall be deemed disapproved unless written approval is transmitted within sixty (60) days after the receipt by the DRC of all required fees and materials, except in the case of a request for approval of renewal energy devices which are deemed approved if not denied or returned for modifications within sixty (60) days.

(d) Required Documentation. All Improvements must be made in accordance with the Declarations, these Guidelines, and any applicable Town of Superior regulations and standards. Please review these referenced documents carefully, and make sure your plans comply with their requirements. Unless specifically exempt pursuant to these Guidelines, all Improvements must be approved by the DRC. Approval by the DRC does not excuse Owner from compliance with the Declarations, Superior Town Center Planned Development zoning, or other Town of Superior regulations and standards. It is the Owner's responsibility to properly apply for building permits and any other applicable government approvals.

(i) Building Plan (for Additions or Building Alterations). A Design Review Request for Additions or Building Alterations shall indicate for all buildings the following, drawn to scale:

- (1) Roof Plan: Pitch, valleys, hips, materials and overhang should be indicated.
- (2) Floor Plan: Main structures and all accessory structures including balconies, decks and square footage of each floor within the main building and square footage of each accessory out-building should be submitted.
- (3) Elevations: All exterior elevations with materials, dimensions, final and original grade lines and finished floor elevations should be clearly indicated.
- (4) Sections: Should include finish grade, finish floor and maximum roof height.

(ii) Site and Grade Plan (for Landscaping Improvements and Fencing). A Design Review Request for site and grade plans for landscaping Improvements and Fencing shall include a plot plan drawn to scale, showing in detail the location of main buildings on the lot. Show what you intend to accomplish. Indicate existing conditions as well as the proposed Improvements. For example, if you will be installing rock or bark mulch in planting beds, specify the type, color and size. If you are using edging, specify the type of edging. If you are installing a retaining wall, you must indicate how it will be constructed.

YOU MAY NOT ALTER THE DRAINAGE ON YOUR LOT.

The plot plan shall also include the following:

- (1) Legal description; north arrow; name, address and telephone number of owner.
- (2) Property lines.
- (3) Building envelope dimensions with envelope shown in relation to property lines.
- (4) Front, side and backyard dimensions to buildings from property lines.

- (5) Drives, parking areas and walkways.
- (6) Square footage of the building footprint for each building.
- (7) Topographic diagram of site in one foot (1') intervals showing existing contours and drainage courses and proposed changes to contours and drainage courses and cut/fill areas.
- (8) Location and elevation of access road and off-street parking lot design, if any, including ingress and egress points.
- (9) Location, elevation and square footage of other Improvements, such as swimming pools and patios.
- (10) Reference to adjoining properties, streets, utility and other easements, drainage courses and reference to buildings on adjoining properties and their uses.

3.04 Applicant Action Following Approval.

Following initial DRC approval, the applicant must complete the Improvement as promptly and diligently as possible, and then notify the DRC of the completion to request final approval. Further details of these requirements can be found in the Declarations.

SECTION 4 ENFORCEMENT.

4.01 Covenant Enforcement Committee.

Article 6 of the Declarations provides for the creation of the Covenant Enforcement Committee ("CEC"), which is responsible for the ministerial administration and enforcement of the Declarations and these Guidelines.

4.02 Violations.

Violations, as defined in the Declarations, shall be subject to the remedies specified in the Declarations and the Penalties outlined below.

4.03 Notice of Violations.

If the DRC and/or CEC determine that a Violation exists, a Notice of Violation will be sent by the DRC and/or CEC within thirty (30) days of the determination that a Violation is likely to or does exist. The Notice shall identify the particular circumstances or conditions of the Violation and the required action and time period to correct, remedy or remove the Violation. Notices of Violation sent pursuant to the Declarations shall also include the date, time, and place of a hearing, and will be sent no less than fifteen (15) days prior to the date of the hearing.

4.04 Class I Violation.

This Violation will be issued for an offense (in the sole discretion of the DRC and/or CEC) that can be corrected immediately, such as parking, trash, lighting, sound or odor violations. In most cases, Class I Violations will be required to be corrected within seven (7) days of the Notice of Violation or, if the Notice of Violation was sent pursuant to the Declarations, within the time period specified in the written finding issued by the DRC and/or CEC following a hearing.

4.05 Class II Violation.

This Violation will be issued for an offense (in the sole discretion of the DRC and/or CEC) that cannot be corrected immediately, and/or requires plans and specifications to be submitted to the DRC for approval prior to correction of the Violation. Class II Violations can include violations relating to landscaping, construction, and additions to, or modifications of, Improvements. In most cases, Class II Violations will be required to be corrected within thirty (30) days of the Notice of Violation, or if the Notice of Violation was sent pursuant to the Declarations, within the time period specified in the written finding issued by the DRC and/or CEC following a hearing.

4.06 Penalties.

Penalties will be assessed if a Property is not brought into compliance within the assigned timeframe listed on the Notice of Violation or, if applicable, in the written finding issued by the DRC and/or CEC following a hearing. Penalties for Violations will be assessed as follows, and any penalties not paid by the due date will be considered delinquent.

<u>Penalty Description</u>	<u>Penalty Amount</u>
First Offense	No penalty
Second Offense	Fee up to \$100
Third Offense	Fee up to \$250
Continuing Violation	Fee up to \$500 each day the Violation continues (each day constitutes a separate Violation)

4.07 Procedure for Hearing.

On the date and time of the hearing specified in the Notice of Violation sent pursuant to the Declarations, the DRC and/or CEC will hear and consider any information and evidence presented by the Owners and/or all other interested parties. No more than five (5) business days following the hearing, the DRC and/or CEC will make a finding that a Lot is either in compliance or that the Lot is in Violation, or continue the hearing to a date certain for the purpose of obtaining additional information. Upon determining a Violation exists, the DRC and/or CEC will issue a written finding of Violation, which will include a timeframe for correction, not to exceed forty-five (45) days. All decisions of the DRC and/or CEC shall be final.

SECTION 5 PRIVATE LANDSCAPE GUIDELINES AND REQUIREMENTS

Superior Town Center is a model community for planning and design integrity of structure and landscape. From the beginning of the project, the development team has focused on form and creativity through natural topography.

These Guidelines are not intended to hinder in any way unique designs or creative expression by the design professional or the Owner. By establishing requirements for site planning, these Guidelines ensure an overall cohesiveness to the community.

For a comprehensive list of landscape standards, please see the approved Superior Town Center Plant List found in Appendix B of the Superior Town Center Design Guidelines Supplement, approved by the Town of Superior (**Exhibit B** of these Guidelines), as same may be amended by the Town from time to time.

YOU MAY NOT ALTER THE DRAINAGE ON YOUR LOT.

5.01 Private Landscape Requirements.

(These Private Landscape Requirements apply to all ground area within private property lines. Please note not all units have formal front/backyards, and in this case, are not required to install/meet the below minimum standards. Any and all landscape installations/improvements or changes **MUST** be submitted and approved by the DRC.)

The below standards for private landscaping are minimum standards, which are required by the DRC for Design Review approval. The Owner is welcome to exceed these standards in the number of trees, bushes and amount of ground coverage. Please note that deviating dramatically from the below standards, or failure to meet these minimum requirements, could result in rejection of the Design Review Request by the DRC.

(a) There shall be a minimum of 100% ground coverage installed and maintained for erosion control in all yard areas. Ground coverage shall be turf, decking or other hardscape, or plant material, and nonvegetative turf grass is permitted in the backyard.

(b) There shall be at least one tree, which shall be from the approved Superior Town Center Plant List found in Appendix B of the Superior Town Center Design Guidelines Supplement, approved by the Town of Superior (**Exhibit B** of these Guidelines).

(c) All work and permitting shall be in accordance with the Town of Superior Zoning and Building Code.

(d) New retaining walls over two feet (2') in height are not permitted.

(e) Berms must have less than a 3:1 slope with the soil stabilized by planting ground cover or rock mulch to prevent runoff and erosion. All soil should be re-seeded by the start of the next planting season. No part of the site is to be left barren.

(f) Any raised planter or garden box may not exceed two feet (2') in height and may only be installed in the Backyard, which shall be defined by the area inside private property lines that is between the home and the Rear Property Line. Rear Property Line means the boundary of private property which is on the opposite side of the home as the front door.

YOU MAY NOT ALTER THE DRAINAGE ON YOUR LOT.

5.02 Drought Tolerant Planting.

DRC Approval is required. Using drought tolerant plantings and other water conservation methods of landscaping is encouraged; however, the design must be approved. This type of landscaping uses much less water than typical suburban residential landscape, but large areas of river rock or mulch will not necessarily be allowed in place of green, growing plant material.

5.03 Irrigation Requirements.

Irrigation systems shall be preinstalled by the builder. Any changes or additions shall be submitted for approval.

5.04 Maintenance Requirements.

Watering and fertilizing, weeding, pruning and tree wound dressing is required. All weed and insect control, which impacts drainage and soil quality, must include appropriate safety flags, and notices must be well-labeled at the time of application. Dead plant material must be removed or replaced within thirty (30) days.

5.05 Softscape Elements and Materials Requirements.

Softscape elements are comprised of deciduous and evergreen trees, shrubs and ground covers. Vines, lawns, flowers, perennials grasses and wild flowers, in quality and quantity and size at time of planting, shall be chosen for form, color, environmental appropriateness, and seasonal variety and must be installed per industry standards.

5.06 Timing for Landscaping Improvements.

Landscaping Improvements are required to be installed within the first growing season in effect after acquisition of title to the initial homeowner. If the acquisition occurs between the months of October and March, landscaping will be installed in the subsequent spring following such acquisition. The deadline for the spring installation will be June 1. Please ensure submittal of your landscaping plans will allow for the review period of up-to sixty (60) days for approval, taking into consideration your specific conditions as it relates to the installation deadline. Though a Design Review Request may have been submitted, if it has not been approved and the installation completed by the Declarations' deadline, the property may receive a Notice of Violation.

5.07 Trees and Shrubs.

- (a) Canopy, shade trees, and ornamental trees: Two inch (2") caliper minimum.

- (b) All coniferous trees: Four foot (4') minimum height.
- (c) Ornamental and multi-stem trees: Minimum ten foot (10') height.
- (d) Shrubs must be no smaller than two (2)-gallon container size.

Larger trees are recommended and may be used, as they are visually more desirable.

5.08 Views and Screening.

Selection of materials to enhance views from each side is critical. Control should be taken to not mask own views and views of neighbors. Views of entries to properties, privacy screens and less desirable areas must be taken into account in landscape design via masking with plantings and appropriate design measures. The DRC may require specific placement of trees and/or shrubs as necessary to protect view corridors.

SECTION 6 FENCING GUIDELINES

Any additions or modifications to fencing shall be submitted for approval. Approved backyard (as defined in Section 5.01 (f)) and side yard fencing, if provided, shall be:

- (a) Minimum height: four feet (4').
- (b) Maximum height: six feet (6').
- (c) Post sizes permitted are: 4x4, 4x6 or 6x6.
- (d) Wing fencing is fencing between two houses as seen from the street. The minimum setback for wing fencing, from front of house to back, shall be six feet (6').
- (e) One three foot (3') gate to open space is permitted.
- (f) Gate feature permitted up to eight feet (8') in height by four feet (4') in width.
- (g) Fencing on lot adjacent to a lot must be on your own property, unless there is an agreement with adjoining property owner.
- (h) Finished side of fence should face the street (or away from your house).
- (i) Only natural wood, vertical privacy fencing with top and bottom rail permitted (Examples 1, 2, or 3 on **Exhibit A**), or wrought iron or wire mesh with wood structure permitted (Examples 4 or 5 on **Exhibit A**) for fences adjacent to open space only. **Exhibit A** shall be followed.
- (j) Fences must be treated with clear waterproof stain or natural stain.
- (k) Any new materials added to existing fencing shall be stained to match existing fencing.

- (l) No chain link or vinyl fencing.

**FRONT YARD FENCING IS NOT PERMITTED EXCEPT BY REVIEW AND
APPROVAL OF DRC.**

**THERE SHALL BE NO FENCE CONSTRUCTED ON ANY LOT THAT HAS LESS
THAN FOUR FEET (4') OF CLEARANCE TO ANY OTHER PERMANENT
STRUCTURE.**

SECTION 7 SPECIFIC TYPES OF IMPROVEMENTS - GUIDELINES

7.01 Accessory and Shed Structures.

All accessory and shed structures REQUIRE SUBMITTAL and approval by the DRC. Structures shall be architecturally compatible with the dwelling. Structures must be screened from street view behind a six-foot (6') backyard (as defined in Section 5.01 (f)) wood perimeter fence (Examples 1, 2, or 3 on Exhibit A). No chickens or chicken enclosures/buildings are permitted.

- (a) Sheds must be located in the backyard or side yard, and screened from street view behind a six-foot (6') wood perimeter fence (Examples 1, 2, or 3 on Exhibit A). Structures must have a setback of a minimum of five feet (5') from property lines.

- (b) Massing and scale, as well as forms, roof pitch, materials, colors, and other detailing must be coordinated with the primary residence on the site (e.g., wood materials painted to match the primary residence).

- (c) No metal sheds will be permitted.

- (d) Plastic sheds will be permitted for structures five feet (5') or less in height; screened from street view behind a six-foot (6') wood perimeter fence (Examples 1, 2, or 3 on Exhibit A). All structures above five feet (5') in height, and not screened, must be constructed of wood.

- (e) In all cases, structures must comply with Town of Superior requirements and permits; must be constructed within the building envelope on a level concrete pad; must not alter drainage patterns of the Site, must not exceed eight feet (8') by ten feet (10') in size (or other configuration not to exceed 80 square feet), and must not exceed seven feet (7') in height at its highest point.

7.02 Air Conditioners.

Air conditioning units DO NOT require submittal and approval by the DRC if the following criteria are met:

- (a) Air conditioning units must comply with the requirements of the Declarations.

(b) Air conditioning units must be incorporated into the main building or with other detached structures, and be architecturally compatible (including color) with the residence.

(c) Air conditioning units must be ground mounted and screened from street view by a wing fence or appropriate plantings. If screened from view by a wing fence, the fence must be a minimum of four feet (4') tall.

(d) Units will not be permitted on rooftops or in front of residences, unless installed by original home builder.

(e) If in a window, only flush mount units will be permitted.

(f) All air conditioners must be located as far from the front and side property lines as reasonably possible.

Swamp coolers are permitted so long as they comply with the criteria in this section.

7.03 Antennas/Satellite Dishes.

All satellite and antenna equipment must comply with **Appendix II** of these Guidelines.

7.04 Architectural Elements.

The home site plans and elevations are intended to incorporate specific architectural elements which are consistent with the overall development of Superior Town Center neighborhoods. All modifications to these or any structural elements require DRC review and approval.

7.05 Basketball Backboards.

All basketball backboards are subject to approval by the DRC. Standard size backboards may be approved if erected upon the roof fascia of a garage structure and painted to match the structure. Any free standing boards or boards attached to side of house or side of garage require submittal to and approval by the DRC.

7.06 Building Height Limit.

Building height shall be maintained at original builder height.

7.07 Decks, Patios, and Walkways/Paths.

Decks, patios, and walkways/paths DO NOT require approval by the DRC if the following criteria are met:

(a) A deck, patio, walkway/path shall be located in the backyard (as defined in Section 5.01 (f)).

(b) Decks, patios, walkway/paths may be constructed of stone, rock, concrete, wood or any other hardscape material as long as the surface does not exceed eighteen inches (18") above finish grade and decking is not proposed to cover more than 50% of the private backyard area.

(c) Deck and railings, if made of wood material, shall be treated to match fence or home color.

(d) Considerations shall be taken for the location and size of all decks so as not to obstruct the view from adjacent lots.

Decks and patios exceeding eighteen inches (18") above finish grade or exceeding 50% of the backyard area require submittal to the DRC and are considered an "Addition" for the required Design Review Fee due upon submission.

7.08 Elevation Treatments.

Architectural design shall incorporate a consistent level of style and architectural interest on all elevations.

7.09 Enclosures, Shelters, and Dog Runs.

Pet/dog enclosures, houses, shelters, and runs DO NOT require submittal to and approval by the DRC if the following requirements are met:

(a) Pet/dog enclosures, houses, shelters or runs are not permitted in front yards.

(b) Pet/dog enclosure, house, shelter or run shall be screened from street view behind a six foot (6') backyard (as defined in Section 5.01 (f)) wood perimeter fence (Examples 1, 2, or 3 on Exhibit A).

(c) Pet/dog houses and shelters shall be painted to match house colors, or if wooden, must be sealed to match fencing.

(d) Pet/dog enclosure, house, shelter, or run shall not exceed four feet (4') in height.

(e) Dog runs shall be maintained at a reasonable and acceptable level of cleanliness.

(f) 100% ground coverage shall be maintained in the backyard as required under Section 5, Private Landscape Guidelines and Requirements.

7.10 Exterior Colors and Materials.

The primary goal of the Guidelines with regard to exterior color and material is to encourage and promote a harmonious blend of color in Superior Town Center neighborhoods. Color combinations should tend to accentuate and contrast the architectural detail. Many times, trim and detail are a contrasting color from the body color. Bold, primary colors are discouraged as body colors. Acceptable colors include neutralized shades of green, gray, blue, sand, soft reds, warm terra cotta, taupes and browns. Other colors require DRC approval. Exterior color schemes must also comply with Appendix C of the Superior Town Center Design Guidelines Supplement, approved by the Town of Superior (Exhibit C of these Guidelines). Any other color schemes require DRC approval.

All projections, including, but not limited to, chimney flues, vents, gutters, down spouts, utility boxes, and porches, shall promote natural materials, and be white, black or dark gray in color, or brick, stone, natural copper, natural zinc, or natural stained wood only.

7.11 Exterior Lighting.

Exterior lighting, which is subdued and whose light source is not visible from adjoining dwellings, is permitted for purposes such as illuminating entrances, decks, driveways and parking areas. Driveway lights on poles or fascia-mounted floodlights are not permitted due to glare onto adjoining properties. Holiday lighting may be regulated by the Town of Superior Municipal Code. Garage lights on townhomes must remain on to light the alley, and therefore are exempt from this provision.

7.12 Exterior Mechanical Equipment.

All exterior mechanical equipment or tanks shall be either incorporated into the overall form of the dwelling or permanently enclosed by a material (other than plant material) and completely screened from street and internal courtyard view.

7.13 Foundations.

No more than twelve inches (12") of exposed concrete may be visible on any elevation.

7.14 Front Yard Improvements/Modifications.

Front yard improvements or modifications (aside from minor additions, which do not alter existing hardscape or softscape elements, such as planting flowers in existing beds) REQUIRE SUBMITTAL to and approval by the DRC. See also Section 5, Private Landscape Guidelines and Requirements.

7.15 Garages.

There shall be a minimum of one, and a maximum of four, fully enclosed garage spaces for each single family dwelling unit. Dimensions for each space shall meet the Town of Superior Municipal Code. It is the intent to minimize the visual impact of garage doors by such measures as, but not limited to, siting of the building, protective overhangs or projections, special door facing materials, landscaping or door design, which blends or enhances the overall architectural statement. Garages may not be converted into living spaces, and are to be used for vehicle parking ONLY and not as an extension of livable space.

7.16 Holiday Decorations and Flags/Flagpoles.

All holiday decorations and lighting may be displayed only on nationally-recognized holidays and shall not be placed earlier than thirty (30) days prior to the start of the holiday and shall be removed no later than thirty (30) days following the holiday.

DRC approval is required for any freestanding flagpole. All flag poles shall be constructed of a permanent material. DRC approval is not required for flagpoles mounted to the front of the residence. Under no circumstance may the height of the flagpole exceed the height of the roofline

of the residence. Flag size cannot exceed five feet (5') in length and three feet (3') in width. Flags and flagpoles shall be replaced as necessary in order to prevent wear and tear. Flags may not be illuminated without prior written approval of the DRC. Any request for lighting must detail the type and location of lighting. Lighting shall be placed so as not to disturb Owners of neighboring Lots.

An Owner or resident may display an additional flag on the inside of a window or door of the home on the Lot. The flag may not be larger than nine inches (9") by sixteen inches (16").

7.17 Home Selection Guidelines.

It is the intent of these Guidelines to not repeat any one detached single-family home design on two adjacent lots. Should a purchaser opt for a combination that includes a home concept on an adjacent lot already reserved with that home design, DRC approval is required. DRC approval may involve architectural modification to preserve individuality. The costs of such modifications shall be at the expense of the Owner requesting the duplication.

7.18 House Address Numbers.

Address numbers shall be used on the dwelling unit. The address number at the dwelling unit shall not exceed, in overall size, a total of ½ square foot for each number (i.e., a three number address shall not be greater than 1.5 square feet).

7.19 Parking Areas.

- Off drive parking bays or areas and circular driveways require submittal to, and approval by, the DRC.

The alleys behind the townhomes are designated 'Fire Lanes' and no parking is permitted at any time. This includes the aprons behind the garages. Any vehicles parked in the Fire Lanes are subject to ticketing from the Boulder County Sheriff's Department.

The only designated parking for the townhomes is in the garage of each unit. Parking spaces within the community are designated as visitor parking. Owners using those spaces instead of or in addition to their garage may be towed at the owner's expense. Visitors are not permitted to use the visitor spaces for more than 4 visits within a 7 day period, or any 3 consecutive days. In the event of snow, the visitor parking spaces may be used as snow storage.

7.20 Play Structures.

Play Structures DO NOT require approval by the DRC if the play structure is made of wood, located in the backyard (as defined in Section 5.01 (f)) and screened from street view behind a six foot (6') backyard wood perimeter fence (Examples 1, 2, or 3 on [Exhibit A](#)). Play Structures shall be setback a minimum of five feet (5') from property lines and are not allowed in front yards.

7.21 Rain Barrels.

Rain Barrels DO NOT require approval by the DRC if they comply with Colorado House Bill 16-1005, which allows for a maximum of two (2) rain barrels with a combined capacity of 110 gallons, including sealable lids and screens in order to prevent mosquito breeding and address concerns.

Rain Barrels shall be of a color and material complimentary to the surrounding architecture, and shall be fully screened from street and public view behind a six foot (6') backyard wood perimeter fence, or other appropriate screens/plantings per the discretion of the DRC.

7.22 Roof Slope.

Original roof slope and pitch shall be maintained.

7.23 Siding and Trim.

Exterior siding may be brick, wood, painted hardboard, cultured stone, stone, rock, stucco, shingle and composite (not natural wood). See Appendix C of the Superior Town Center Design Guidelines Supplement, approved by the Town of Superior (Exhibit C of these Guidelines) for examples of approved architectural colors and materials. Application shall be continuous and consistent on all elevations to achieve a uniform and complete design statement. Change in material/color should occur at internal (concave) corners only.

7.24 Signs.

DRC approval is not required for three (3) signs, ground staked or window mounted, one of which shall be no larger than five (5) square feet per sign face; one of which shall be no larger than three feet (3') by four feet (4'); and one of which shall be no larger than eight inches (8") by eight inches (8"). Such signs may be installed in the front yard or on the backyard fence of the Lot.

No lighted sign will be permitted unless utilized by the Developer and/or a Builder.

7.25 Site Considerations.

The DRC, or its appointed representative, will review each plan for a building in relation to the specific characteristics of the subject lot and its surroundings. The basic objective is to achieve compatibility of the building and other improvements with the subject lot and the immediate surroundings. The site consideration review is specific to the site itself. Location of the main buildings, and any proposed additions, should take into consideration the following:

- (a) Natural and proposed final grade contours.
- (b) Street grades as installed.
- (c) Presence of vegetation, trees and shrubs.
- (d) Existing and final views.
- (e) Privacy of subject and surrounding lots, including building improvements on adjoining lots.

- (f) Access driveways and off-street parking.
- (g) Setback requirements as defined by the Planned Development.

(h) Site grading and drainage, which minimize required natural grade alterations; drainage accommodation from adjoining lots in such a manner that does not cause soil erosion or impede drainage flows or result in excessive drainage onto adjacent lots.

7.26 Solar Energy Devices.

Approval is required in order to review aesthetic conditions. Photovoltaic (PV) Solar panels must lay flat on the roof, meet all applicable safety, building codes and electrical requirements, including solar panels for thermal systems (solar water heaters). The DRC is allowed to request changes as long as they do not significantly increase the cost by more than 10% or decrease the efficiency of the proposed device and panels by more than 10%.

7.27 Spas and at-grade Swimming Pools.

Spas (including saunas, hot tubs) and at-grade swimming pools DO NOT require submittal and approval by the DRC if the following criteria are met:

- (a) Spas and at-grade swimming pools shall be constructed with materials and colors that are harmonious with the architecture of the home.
- (b) Spas and at-grade swimming pools shall be designed as an integral part of any associated deck or patio.
- (c) Spas and at-grade swimming pools shall be located in the side or backyards and screened from street view by a six foot (6') privacy fence (Examples 1, 2, or 3 on **Exhibit A**).
- (d) Consideration must be given to potential noise impacts to neighboring properties.
- (e) Special attention must be given to the safety of private spas and swimming pools.
- (f) Any fencing determined to be necessary shall abide by all setbacks and fencing guidelines.
- (g) Above-grade swimming pools require DRC approval.

7.28 Storm Doors.

Storm doors DO NOT require submittal to and approval by the DRC if color of frame and handle match the color of the existing door or window frames and handles.

7.29 Sunshades.

The use of exterior sunshades (also referred to as awnings or shades) over the balcony requires DRC approval. Sunshades must be compatible with the architectural character of the home in terms of color (solid colors are required), material and design. If approved, awnings and sunshades

must be well-maintained. Frayed, torn or faded materials must be replaced in a timely manner. Non-fabric sunshades (such as aluminum, Fiberglass, bamboo or reed) are not permitted. Only manufactured sunshades are permitted; make-shift sunshades are not allowed.

- (a) Shades must run the entire length of the balcony or two of equal size mounted equal distance for the sides of the balcony.
- (b) Shades may be motorized or non-motorized.
- (c) Shades must be retracted when not in use.
- (d) Shades and mounting hardware must be rated for exterior use.
- (e) Shades must conform to the approved colors pursuant to **Exhibit C**.
- (f) Shades must be a minimum 80% ultraviolet ("UVC") blocking. (80% is the minimum for knitted fabrics and polyvinyl chloride ("PVC") fabrics.)
- (g) Shades must be solid color with no patterns, logos, or other distinguishing markings.
- (h) Shades must be inside mounted (prevents mounting bracket visibility outside of the unit, in other words, it cannot be mounted to the exterior of the unit)

7.30 Trampolines.

Trampolines DO NOT require submittal and approval by the DRC if the trampoline is less than ten feet (10') in height, located in the backyard and screened from street view behind a six foot (6') backyard wood perimeter fence (Examples 1, 2, or 3 on **Exhibit A**). Trampolines shall be setback a minimum of five feet (5') from property lines and are not allowed in front yards.

7.31 Trash/Garbage and Recycling Receptacles and Service.

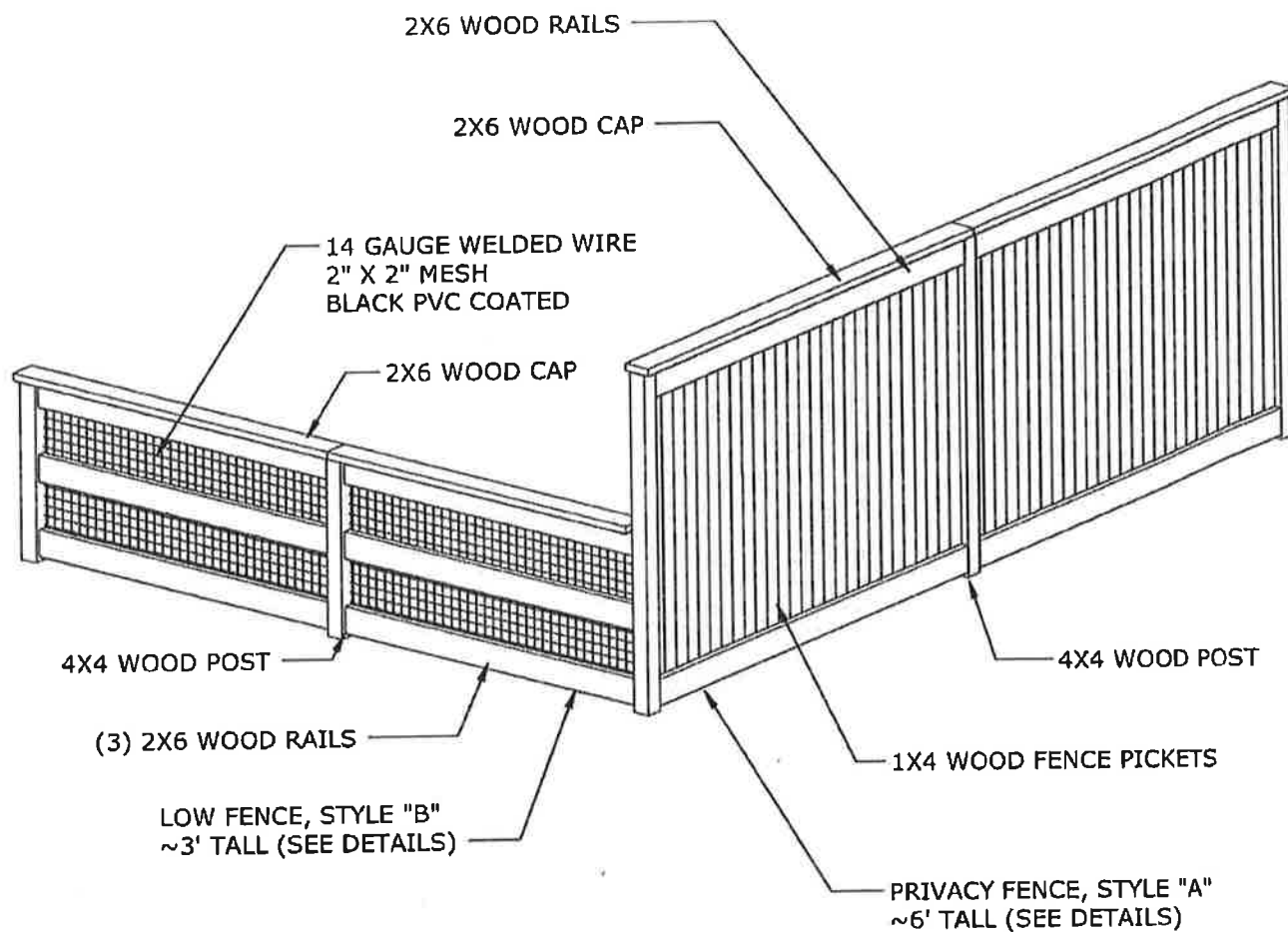
When not placed outside for the purposes of trash pick-up, trash receptacles shall be screened from street view, behind wing fencing, or enclosed in the garage or accessory building. All trash receptacles and storage enclosures shall be planned as a part of the total fencing and landscape design and may be subject to the DRC's approval.

The Trash/Garbage and Recycling service provider is Waste Connections, which has been contracted through the Town of Superior. This service is set-up and invoiced through your Town utility bill. Please see the Town of Superior website at <http://superiorcolorado.gov/services/trash-recycling> for more information and current prices, or contact the Superior Town Hall at (303) 499-3675.

7.32 Windows.

Window frames and appurtenances shall be approved by the DRC unless windows are replaced to match the original builder design. Window design shall be consistent with these Guidelines in size, proportions, detail and placement on the elevation.

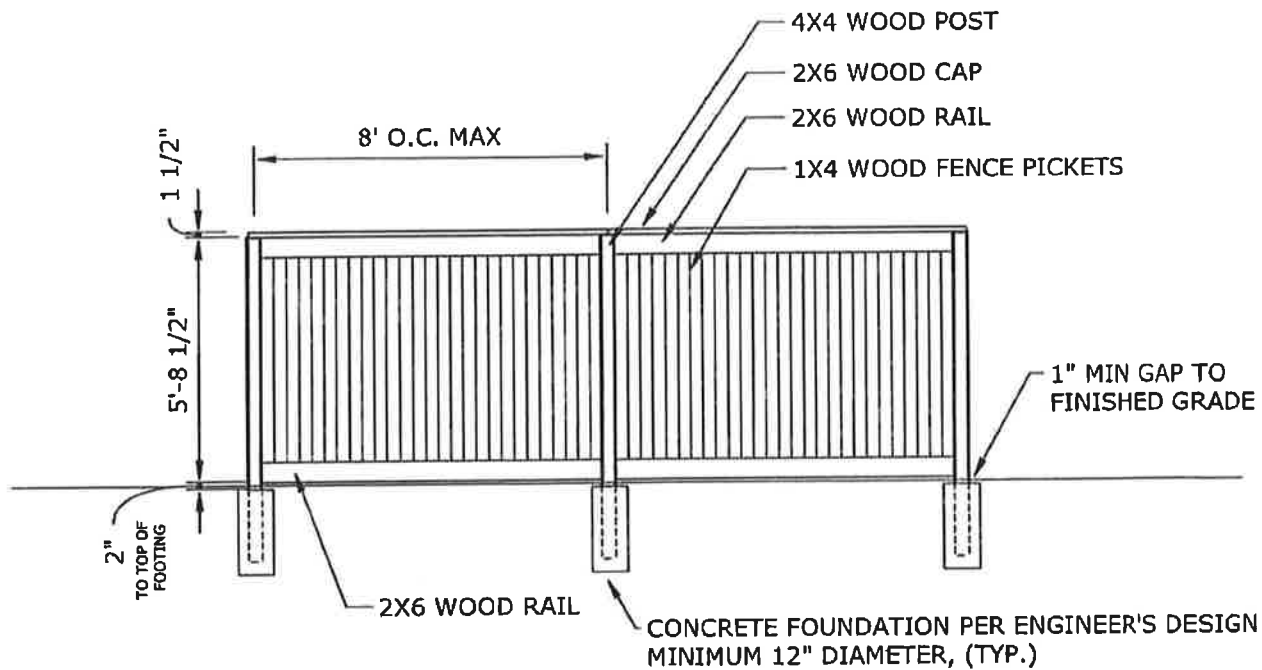
EXHIBIT A
FENCING EXAMPLES



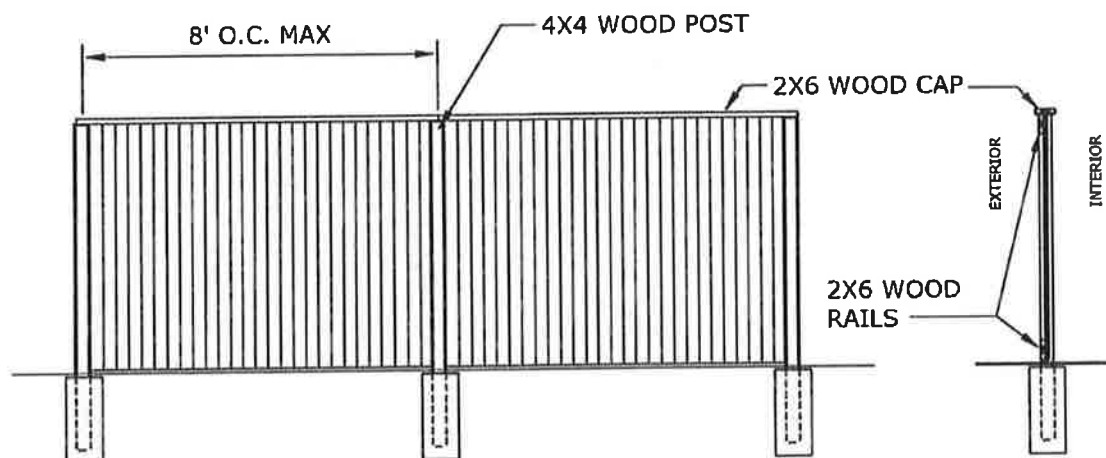
GENERAL NOTES:

1) ALL FENCE WOOD TO BE ROUGH MILLED CEDAR, AND FINISHED WITH EXTERIOR GRADE OIL-BASED TRANSPARENT WOOD STAIN, TWP 1501 "CEDARTONE" OR EQUAL. (OTHER STAIN COLORS MAY BE APPROVED BY THE DRC ON A CASE-BY-CASE BASIS.)

**FENCE DIAGRAM (SEE ADDITIONAL DETAIL
ON FOLLOWING SHEETS)**



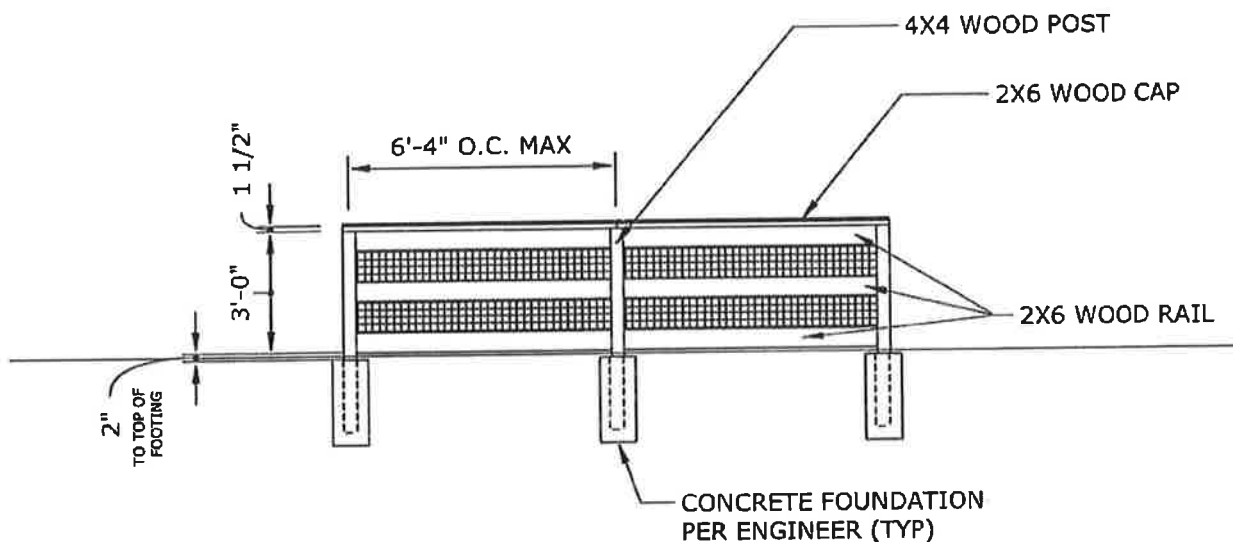
1	EXTERIOR ELEVATION (FACING PUBLIC)
A	Scale: 1/4" = 1'



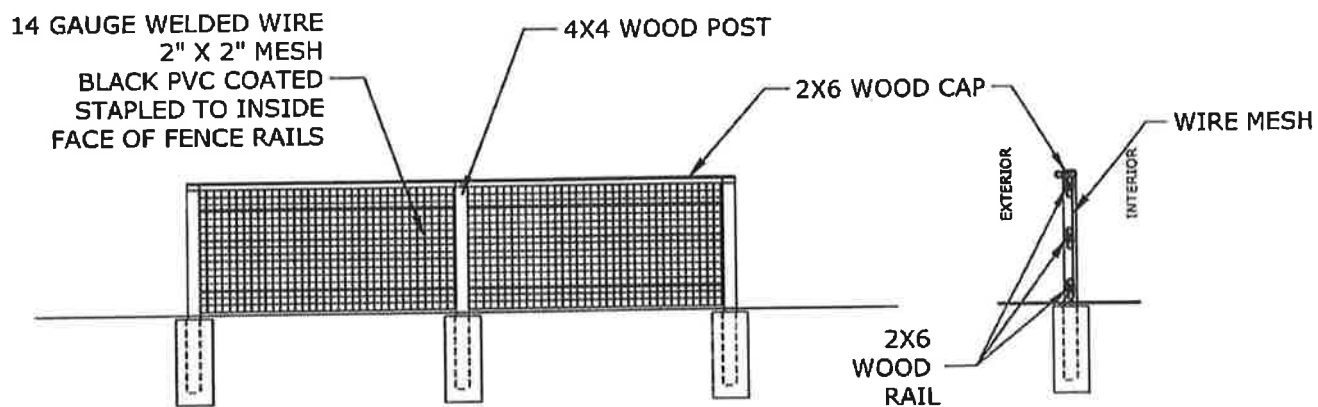
2	INTERIOR ELEVATION (FACING INSIDE PRIVATE LOT)
A	Scale: 1/4" = 1'

3	SECTION VIEW
A	Scale: 1/4" = 1'

FENCE TYPE A: 6' PRIVACY FENCE



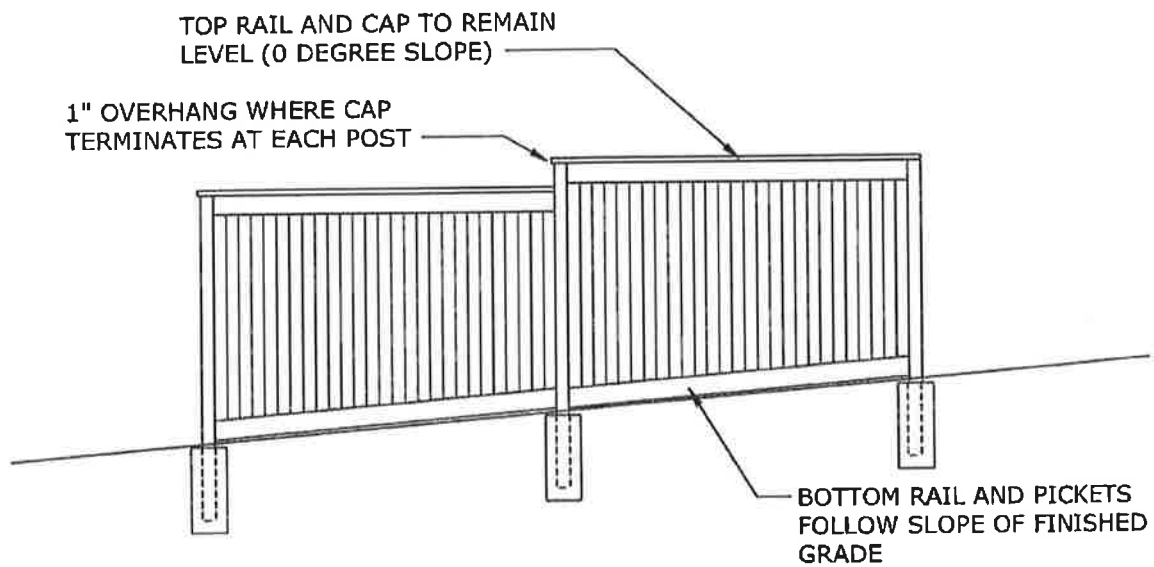
1	EXTERIOR ELEVATION (FACING PUBLIC)
B	scale: 1/4" = 1'



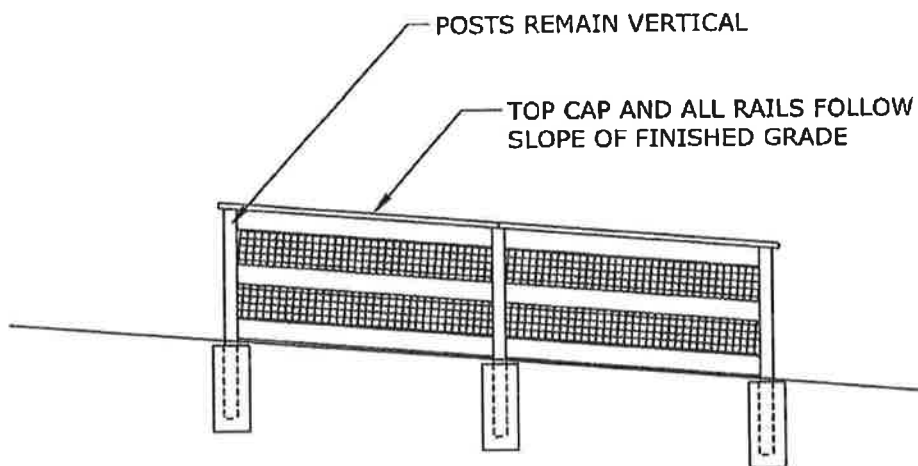
2	INTERIOR ELEVATION (FACING INTERIOR OF PRIVATE LOT)
B	scale: 1/4" = 1'

3	SECTION VIEW
B	scale: 1/4" = 1'

FENCE TYPE B: 3' VIEW FENCE



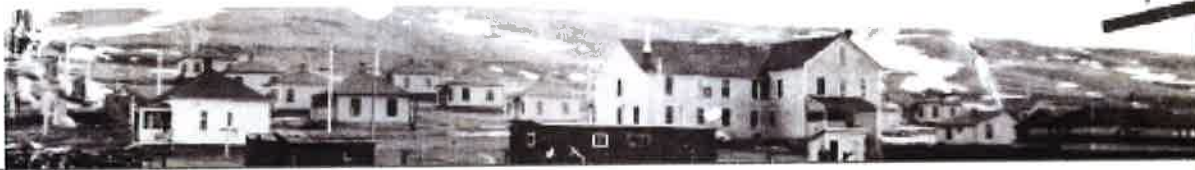
4	PRIVACY FENCE AT SLOPING LOT
A	scale: 1/4" = 1'



4	3' VIEW FENCE AT SLOPING LOT
B	scale: 1/4" = 1'

FENCE DESIGN FOR SLOPED AREAS

EXHIBIT B
PLANT LISTS



APPENDIX B - LANDSCAPE PLANT LIST

B.1 LANDSCAPE STANDARDS

All landscaping will be in compliance with or exceed these Design Guidelines. If landscape requirements are not specified in these Design Guidelines, the Town of Superior Municipal Code and Standard Specifications apply.

Minimum plant sizes should be used as follows:

Deciduous Street Canopy Trees - 2.5" minimum trunk caliper and first branch height at 6'-0"

Open Space / Parking Lot Canopy Trees - 2 1/2" minimum trunk caliper

Evergreen Trees - 10' minimum height

Ornamental Trees - 2" minimum trunk caliper

Evergreen and Deciduous Shrubs - 5 gallon container minimum

Ornamental Grasses - 5 gallon container minimum where available / 1 gallon for varieties not available in 5 gallon containers

Perennials/Groundcovers - 1 gallon container minimum





B.2 RECOMMENDED STREET TREES

Because of the importance of trees to the STC urban landscape, a list of trees that are suitable for the streetscape landscape has been developed. These trees were selected from the Town of Superior's Recommend Plant List and the 2010 Front Range Tree List Recommendation List, which is a collaborative effort by a committee of Colorado municipal arborist, nurserymen, landscape architects, and State Extension office staff.

Recommended Street Trees

Scientific Name	Common Name
Acer Platanoides varieties	
- 'Deborah'	Deborah Maple
- 'Emerald Lustre'	Emerald Lustre Maple
- 'Royal Red'	Royal Red Maple
Carpinus caroliniana	American Hornbeam
Catalpa speciosa	Western Catalpa
Catalpa ovata	Chinese Catalpa
Celtis occidentalis	Common Hackberry
Gleditsia triacanthos v. inermis	
- Imperial	Imperial Honeylocust
- Shademaster	Shademaster Honeylocust
- Skyline	Skyline Honeylocust
Gymnocladus dioica	Kentucky Coffeetree
Pyrus calleryana varieties	
- 'Canticleer'	Canticleer Pear
- 'Cleveland Select'	Cleveland Select Pear
- 'Redspire'	Redspire Pear
Quercus alba x robur	Crimson Spire Oak
Quercus bicolor	Swamp White Oak
Quercus macrocarpa	Bur Oak
Quercus muehlenbergii	Chinkapin Oak
Quercus robur	English Oak
Quercus robur 'Fastigiata'	Columnar English Oak
Quercus shumardii	Shumard Oak



B

B.3 STREET TREES TO BE USED IN LIMITED NUMBERS

The following trees have typically performed well as street trees in Colorado, but should be used in limited quantities due to potential pest / disease problems or cultural limitations.

Ash Varieties: While Emerald Ash Bore (EAB) has not been found in Colorado, it is a serious problem in the Midwest. Ash should only be used in limited quantities as a precaution.

Scientific Name	Common Name
<i>Fraxinus americana</i> 'Autumn Purple'	Autumn Purple Ash
<i>Fraxinus pennsylvanica</i> 'Patmore'	Patmore Ash
<i>Fraxinus pennsylvanica</i> 'Marshalls'	Marshall Seedless Ash

Buckeye / Horsechestnut Varieties: Buckeye/ Horsechestnut (Ohio and Common) trees are excellent street trees that tolerate a wide variety of conditions and are very disease resistant. However, the fruit can be considered a nuisance in some urban settings.

Linden Varieties: Lindens are excellent street trees but should not be used in medians or along major arterial roads due to sensitivity to road salts. Recommended Lindens include:

Scientific Name	Common Name
<i>Tilia cordata</i> 'Greenspire'	Greenspire Linden
<i>Tilia x euchlora</i> 'Redmond'	Redmond Linden

Northern Red Oak (*Quercus rubra*): A fast growing, broad tree with good fall color, but can have problems with iron chlorosis in alkaline soils with a pH over 7.5.

An automatic irrigation system which employs drip ring emitters is required for all street trees.





Structural backfill soils such as “CU Structural” (as defined by the Urban Horticulture Institute, Cornell University) shall be used for all street trees planted in sidewalks or planters smaller than 50 SF.

B.4 OTHER RECOMMENDED DECIDUOUS TREES

The following trees are suitable for open space areas, parking lot islands, buffers, or other non-street tree applications. Trees listed in 1.1 and 1.2 above are also suitable for these applications.

Other Recommended Deciduous Trees

Scientific Name	Common Name
<i>Acer grandidentatum</i>	Bigtooth Maple
<i>Acer ginnala</i> ‘Flame’	Flame Amur Maple
<i>Acer tataricum</i> ‘Hot Wings’	Hot Wings Maple
<i>Amelanchier canadensis</i>	Shadblow Serviceberry
<i>Amelanchier</i> x <i>grandiflora</i> ‘Autumn Brilliance’	Autumn Brilliance Serviceberry
<i>Cornus mas</i> ‘Golden Glory’	Golden Glory Cornelian Cherry
<i>Crataegus crus-galli</i>	Cockspur Hawthorn
<i>Crataegus crus-galli</i> var. <i>inernis</i>	Thornless Cockspur Hawthorn
<i>Crataegus phaenopyrum</i>	Washington Hawthorn
<i>Koelrueteria paniculata</i>	Golden Raintree
<i>Malus</i> sp. ‘Brandywine’	Brandywine Crabapple
<i>Malus</i> sp. ‘Indian Magic’	Indian Magic Crabapple
<i>Malus</i> sp. ‘Radiant’	Radiant Crabapple
<i>Malus</i> sp. ‘Spring Snow’	Spring Snow Crabapple
<i>Prunus cerasifera</i> ‘Newport’	Newport Purple Leaf Plum
<i>Prunus americana</i>	Native Plum
<i>Prunus maackii</i>	Amur Chokecherry
<i>Prunus virginiana</i> ‘Canada Red’	Canada Red Chokecherry
<i>Quercus gambelii</i>	Gambel Oak
<i>Syringa reticulata</i>	Japanese Tree Lilac

Note: Cottonwood trees may only be used in conjunction with a riparian corridor restoration plan for Coal Creek.





B

B.5 EVERGREEN TREES

Evergreen Trees

Scientific Name	Common Name
<i>Juniperus scopulorum</i>	Rocky Mountain Juniper
<i>Juniperus scopulorum</i> 'Wichita Blue'	Wichita Blue Upright Juniper
<i>Pinus edulis</i>	Pinyon Pine
<i>Pinus flexilis</i>	Limber Pine
<i>Pinus nigra</i>	Austrian Pine
<i>Pinus ponderosa</i>	Ponderosa Pine
<i>Pinus strobiformis</i>	Southwestern White Pine
<i>Picea pungens</i> 'Hoopsii'	Hoopsii Spruce
<i>Picea pungens glauca</i>	Colorado Blue Spruce



B.6 SHRUBS

Shrubs

Scientific Name	Common Name
<i>Amorpha canescens</i>	Leadplant
<i>Berberis thunbergii</i> 'Crimson Pygmy'	Crimson Pygmy Barberry
<i>Berberis thunbergii</i> 'Rose Glow'	Rose Glow Japanese Barberry
<i>Buddleia davidii</i> 'Pink Delight'	Pink Butterfly Bush
<i>Caryopteris x claud.</i> 'Dark Knight'	Dark Night Blue Mist Spirea
<i>Corneus sericea</i> 'Baileyi'	Bailey Redtwig Dogwood
<i>Cotoneaster lucidus</i>	Peking Cotoneaster
<i>Fallugia paradoxa</i>	Apache Plume
<i>Juniperus chinensis</i> 'Armstrong'	Armstrong Juniper
<i>Juniperus horizontalis</i> 'Icee Blue'	Icee Blue Juniper
<i>Juniperus sabina</i> 'Arcadia'	Arcadia Juniper
<i>Juniperus sabina</i> 'Scandia'	Scandia Juniper
<i>Pinus mugo</i> 'White Bud'	White Bud Mugo Pine
<i>Pinus mugo</i> 'Mops'	Miniature Mugo Pine
<i>Perovskia atriplicifolia</i>	Russian Sage
<i>Potentilla fruticosa</i> 'Gold Drop'	Gold Drop Potentilla
<i>Potentilla fruticosa</i> 'McKay's White'	McKay's White Potentilla
<i>Prunus besseyi</i>	Western Sandcherry





Shrubs (continued)

Scientific Name	Common Name
<i>Prunus besseyi</i> 'Pawnee Buttes'	Creeping Western Sandcherry
<i>Rosa</i> x 'Knock Out'	Knock Out Rose
<i>Rosa</i> x Meidiland Pink	Single Pink Shrub Rose
<i>Rosa</i> x Meidiland Scarlet	Meidiland Scarlet Rose
<i>Rosa</i> x Meidiland White	Double White Shrub
<i>Rosa Rhus trilobata</i>	Three Leaf Sumac
<i>Ribes aureum</i>	Gold Current
<i>Rosa woodsii</i>	Woods Rose
<i>Spiraea japonica</i> 'Neon Flash'	Neon Flash Spirea
<i>Syringa vulgaris</i> 'Charles Joly'	Double Red French Lilac
<i>Viburnum dentatum</i> 'Blue Muffin'	Blue Muffin Arrowwood
<i>Viburnum opulus</i> 'Compactum'	Compact European Cranberry Bush

Ornamental Grasses

Scientific Name	Common Name
<i>Calamagrostis acutiflora</i> 'Overdam'	Overdam Feather Reed
<i>Festuca glauca</i> 'Elijah Blue'	Elijah Blue Fescue Grass
<i>Helictotrichon sempervirens</i>	Blue Avena Grass
<i>Miscanthus sinensis</i> 'Gracillimus'	Maiden Grass
<i>Miscanthus sinensis</i> 'Purpurescens'	Purple Flame Maiden Grass
<i>Panicum virgatum</i> 'Heavy Metal'	Heavy Metal Switch Grass
<i>Panicum virgatum</i> 'Prairie Sky'	Prairie Sky Switch Grass
<i>Pennisetum alopecuroides</i> 'Cassian'	Cassian Fountain Grass
<i>Pennisetum alopecuroides</i> 'Hameln'	Dwarf Fountain Grass



B.7 PERENNIALS AND GROUND COVER

Perennials and Ground Cover

Scientific Name	Common Name
<i>Achillea</i> 'Moonshine'	Moonshine Yarrow
<i>Coreopsis verticillata</i> 'Moonbeam'	Moonbeam Coreopsis
<i>Delosperma floribundum</i> 'Star Burst'	Star Burst Ice Plant
<i>Echinacea purpurea</i>	Purple Cone Flower
<i>Gaillardia x grandiflora</i> 'Goblins'	Goblin Gaillardia
<i>Kniphofia</i> 'Corallina'	Torch Lily or Red Hot
<i>Lavendula angustifolia</i> 'Hidcote'	Deep Blue Lavender
<i>Lupinus</i> 'Russel Hybrids'	Mixed Lupine
<i>Leucantheum x superbum</i>	Shasta Daisy
<i>Nepeta x faassenii</i> 'Six Hills Giant'	Catmint
<i>Rudbeckia fulgida</i> 'Goldstrum'	Black-eyed Susan
<i>Sedum</i> 'Autumn Joy'	Autumn Joy Stonecrop
<i>Sedum spurium</i> 'Dragon's Blood'	Dragon's Blood Stonecrop
<i>Salvia nemorosa</i> 'May Night'	May Night Salvia
<i>Saponaria ocymoides</i>	Rock Soapwort
<i>Zauschneria californica latifolia</i>	Hummingbird Flower



B.8 IRRIGATION

An automatic irrigation system is required in all planted areas and shrub beds. Low water use irrigation practices and grouping plants by water use requirements is strongly recommended.

B.9 TURF AND NATIVE GRASSES

To reduce water usage, Texas Bluegrass Hybrid variety (rather than Kentucky Bluegrass or Fescue turf grass sod) is encouraged for use (with approval by Town Staff) in the developed open space areas within the Town Center site. Soil prep and installation of sod shall be per the Town of Superior's Standard Specifications. An efficient automatic irrigation system is required in all sodded areas.



Native grass seed mixes are to be used in open space areas that are not programmed for active recreation or expected to receive heavy foot traffic. Approved native seed mixes are provided by the Town of Superior Parks and Recreation Department. Approved mixes include:

The Town's Standard Native Seed Mix
Rock Creek Native Irrigated Seed Mix
Rock Creek Native Dryland Seed Mix

An automatic irrigation system is required in all sodded and seeded areas, unless a non-irrigated dryland native seed mix is approved by the Town. Soil prep and installation of native seed mixes shall be per the Town of Superior's Standard Specifications.

B.10 PROHIBITED PLANTS

The following tree species are not allowed within STC: Russian Olive, Siberian Elms, Black Locust, Lombardy Poplar, Tamarix, Willow, Silver Maple and related hybrid tree species. Consult with the Town and Boulder County to make sure that nothing is planted that is on the prohibited noxious plant and weed list.

EXHIBIT C
EXTERIOR COLOR SCHEMES



APPENDIX C - ARCHITECTURAL COLOR/ MATERIALS PALETTE

C.1 ARCHITECTURAL COLOR PALETTE

- A. The use of color to enliven building facades is an essential part of the design for STC. The following examples offer insight and suggestion as to the use of color within the project.

ACCENT COLOR PALETTE



PRIMARY COLOR PALETTE



ROOF COLORS





- B. The most saturated colors are reserved for accent elements (non wall elements). The entry features are an opportunity for the most of the wall colors to help call attention to the entries. Color changes are to be accompanied by a plane change or separated by a substantial reveal. The primary hues of the wall surfaces should relate to earth tones. Patterns should be mostly faux representations of historic or similar architectural elements. The use of color should augment, not diminish, the differences between the facades. The primary colors are the most consistent colors, acting as a common thread of infrastructural elements. Color palettes building to building should vary so that they preserve their individuality.
- C. Final building color palettes have not been determined; however, the palettes should be of similar tones, values and styles as the examples shown in Fig. C1. Final building colors will be submitted and reviewed during architectural review for each building.

Fig. C1



APPENDIX I

DESIGN REVIEW REQUEST INSTRUCTIONS

To make a request for design review, complete a request form and submit (with all backup documents necessary) to:

STC Metropolitan District No. 2
141 Union Blvd., Suite 150
Lakewood, CO 80228
Phone Contact: 303-987-0835

SUBMISSION REQUIREMENTS

The Master Declaration of Covenants, Conditions, and Restrictions for Superior Town Center ("Declaration") and Declaration of Covenants, Conditions and Restrictions for Discovery Ridge at Superior Town Center ("Discovery Ridge Declaration")(collectively, the "Declarations") govern the Properties within Superior Town Center. Copies of the Declarations are available at any time from the District, and the Declarations are recorded in the real property records of Boulder County, Colorado. Each Owner should review and become familiar with the Declarations. Nothing in these Guidelines supersedes or alters the provisions or requirements of the Declarations and, if there is any conflict or inconsistency between these Guidelines and the Declarations, the Declarations control.

Use of Property and Improvements must comply with the applicable building codes or other governmental requirements and regulations. Where the provisions of applicable federal, state, Boulder County and/or Town of Superior standards are more restrictive than the provisions of these Guidelines, such other more restrictive standards shall control. Unless specifically exempt, all Improvements must be approved by the DRC.

The DRC shall review each request for approval and make a decision within sixty (60) days after payment of the submittal fee and the complete submission of plans, specifications and other materials and information, which the DRC may require in conjunction therewith. Any request for approval shall be deemed disapproved unless written approval is transmitted within sixty (60) days after the receipt by the DRC of all required fees and materials.

Submittal Fees shall be charged on the following schedule for each submittal:

<u>Fee Description</u>	<u>Fee Amount</u>
Landscape Review and/or Fence Review	\$50
Paint Color Change	\$50
Main Building Addition, Addition of Accessory Building, Shed, Deck, Patio, Site Plan, Footprint (including Driveway) Review	\$100

All other items	\$50
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Landscaping - Include a plot plan showing in detail what you intend to accomplish. Be sure to show existing conditions as well as your proposed improvements. If you will be planting trees and shrubs, be sure to indicate the type and size on the plan.

If you will be installing rock or bark mulch in planting beds, be sure to specify the type, color and size. If you are using edging, be sure to specify the type of edging. If you are installing a retaining wall you must indicate how it will be constructed.

THIS IS EXTREMELY IMPORTANT - YOU MAY NOT ALTER THE DRAINAGE ON YOUR LOT.

Painting — if requesting a paint color other than the preapproved colors provided in Exhibit C of the Guidelines, submit paint samples and indicate the color in general terms of the houses on either side of yours (example: light beige with brown trim). Large samples help give a better impression of color than small samples.

Fencing — Be sure to show the location of the proposed fencing on a plot plan and described the type of fence. Fences must be treated with clear waterproof stain or natural stain. The finished of installed fencing should face away from your home.

Roofing — Submit manufacturer's sample or brochure showing the type and color of shingle you intend on using.

Patio Covers or Gazebos — You must submit a plot plan showing the proposed location in addition to elevations showing construction and exterior appearance. Also include exterior finish if other than natural.

DESIGN REVIEW REQUEST FORM**FOR OFFICE USE ONLY**

STC Metropolitan District No. 2
141 Union Blvd., Suite 150
Lakewood, CO 80228
303-987-0835

Date Received _____
Crucial Date _____
Date Sent to Entity _____
Date Rcvd from Entity _____

HOMEOWNER'S NAME(S): _____

ADDRESS: _____

PHONE(S): _____

My request involves the following type of improvement(s):

- | | | | |
|--------------------------------------|--|---|---|
| <input type="checkbox"/> Landscaping | <input type="checkbox"/> Deck/Patio Slab | <input type="checkbox"/> Roofing | <input type="checkbox"/> Drive/Walk Addition |
| <input type="checkbox"/> Painting | <input type="checkbox"/> Patio Cover | <input type="checkbox"/> Shed/Room Addition | <input type="checkbox"/> Basketball Backboard |
| <input type="checkbox"/> Fencing | <input type="checkbox"/> Other: | | |

Include a plot plan drawn to scale, and describe improvements, showing in detail what you intend to accomplish. Be sure to show existing conditions as well as your proposed improvements. Example: If you will be planting trees and shrubs, be sure to indicate the type and size on the plan.

I understand that I must receive approval from the DRC in order to proceed with installation of Improvements if Improvements vary from the Guidelines or are not specifically exempt. I understand that I may not alter the drainage on my lot. I understand that the DRC is not responsible for the safety of Improvements, whether structural or otherwise, or conformance with building codes or other governmental laws or regulations and that I may be required to obtain a building permit to complete the proposed Improvements. The DRC and the members thereof, as well as the District, the Board of Directors, or any representative of the DRC, shall not be liable for any loss, damage or injury arising out of or in any way connected with the performance of the DRC for any action, failure to act, approval, disapproval, or failure to approve or disapprove submittals, except to the extent the DRC or any individual DRC member acted willfully in bad faith. All work authorized by the DRC shall be completed within the time limits established specified below, but if not specified, not later than one year after the approval was granted. I further understand that following the completion of my approved Improvement, I must notify the DRC for final inspection of the Improvement and ultimate approval.

Date: _____

Homeowner's Signature: _____

DRC Action:

- ☐ Approved as submitted
- ☐ Approved subject to the following requirements:
- ☐ Disapproved for the following reasons:

All work to be completed no later than: _____

DRC Signature: _____ Date: _____

SUBMITTAL FEES

Submittal Fees shall be charged on the following schedule for each submittal:

<u>Fee Description</u>	<u>Fee Amount</u>
Landscape Review and/or Fence Review	\$50
Paint Color Change	\$50
Main Building Addition, Addition of Accessory Building, Shed, Deck, Patio, Site Plan, Footprint (including Driveway) Review	\$100
All other items	\$50

APPENDIX II

ANTENNA / SATELLITE DISH RULES AND REGULATIONS

Definition

Antenna / Satellite Dish – Any device for the receipt of broadcast services, including direct broadcast satellite (DBS), television broadcast, and multichannel multipoint distribution service (MMDS). A mast, cabling, supports, guy wires, conduits, wiring, fasteners, or other accessories necessary for the proper installation, maintenance, and use of a reception antenna shall be considered part of the antenna.

“Permitted Antennas” are defined as (a) an antenna which is less than one meter in diameter and is used to receive direct broadcast satellite service, including direct-to-home satellite services, or is used to receive or transmit fixed wireless signals via satellite; (b) an antenna which is less than one meter in diameter and is used to receive video programming services via multipoint distribution services, including multichannel multipoint distribution services, instruction television fixed services, and local multipoint distribution services or is used to receive or transmit fixed wireless signals other than via satellite; (c) an antenna which is designed to receive broadcast television broadcast signals; or (d) other antennas which are expressly permitted under applicable federal statutes or regulations. In the event a Permitted Antenna is no longer expressly permitted under applicable federal statutes or regulations, such antenna will no longer be a Permitted Antenna for purposes of this Section. Installation of Permitted Antennas shall not require DRC approval.

A. All Permitted Antennas shall be installed with emphasis on being as unobtrusive as possible to the community. To the extent that reception is not substantially degraded or costs unreasonably increased, all Permitted Antennas shall be screened from view from any street and nearby Lots to the maximum extent possible, and placement shall be made in the following order of preference:

1. Inside the structure of the house, not visible from the street.
2. Backyard (as defined in Section 5.01(f)) or side yard, behind and below the fence line.
3. Backyard or side yard, mounted on the house, in the least visible location below the roofline.
4. Side yard in front of wing fence, screened by and integrated into landscaping.
5. Back rooftop.
6. Front yard screened by and integrated into landscaping.

B. If more than one (1) location on the Lot allows for adequate reception without imposing unreasonable expense or delay, the order of preference described above shall be used, and the least visible site shall be selected.

C. Permitted Antennas shall not encroach upon common areas or any other Owner's property.

Installation of Antennae/Satellite Dishes

All installations must comply with all applicable building codes and other governmental regulations, and must be secured so they do not jeopardize the safety of residents or cause damage to adjacent properties. Any installation must strictly comply with FCC guidelines.

A. All Permitted Antennas shall be no larger, nor installed more visibly, than is necessary for reception of an acceptable signal.

B. Owners are responsible for all costs associated with the Permitted Antenna, including but not limited to costs to install, replace, repair, maintain, relocate, or remove the Permitted Antenna.

C. All cabling must be run internally when feasible, must be securely attached, and must be as inconspicuous as possible. Permitted Antennas, masts and any visible wiring may be required to be painted to match the color of the structure to which they are attached. The Owner should check with the installer/vendor for the appropriate type of paint.

D. All other antennas, not addressed above, are prohibited.

Maintenance and Repair

Maintenance and repair of antenna are the sole responsibility of the Owner and should be properly maintained so as not to pose a potential safety hazard to any person or property. Any repairs or maintenance should be dealt with quickly and properly by the Owner when required to avoid safety hazards. In the event the DRC determines that an antenna requires attention, the Owner shall be notified in writing that they must resolve the problem within the time frame determined by the DRC.

Liability

The Owner shall be responsible for any and all real or personal property, or for any injury resulting from the installation of the antenna and/or its use, including but not limited to damage to any real or personal property caused by, related to, or arising from the installation due to dislodgement, use, or maintenance of any antenna.

**RESOLUTION OF THE
BOARD OF DIRECTORS OF
STC METROPOLITAN DISTRICT NO. 2**

A RESOLUTION ADOPTING AN AMENDED COVENANT ENFORCEMENT POLICY ESTABLISHING GUIDELINES FOR STC METROPOLITAN DISTRICT NO. 2 IN PROVIDING COVENANT ENFORCEMENT AND DESIGN REVIEW SERVICES

At a special meeting of the Board of Directors of the STC Metropolitan District No. 2, Town of Superior, Boulder County, Colorado, held at 9:00 A.M., on Wednesday, November 3, 2021, via online meeting at <https://us02web.zoom.us/j/89797364658?pwd=SHJkTkdyUmVxYjBYUDcvcHNmN3I0dz09> and via telephone at 1-253-215-8782, **Meeting ID:** 897 9736 4658, **Password:** 115782, at which a quorum was present, the following resolution (the "Resolution") was adopted:

WHEREAS, pursuant to the Special District Act, Section 32-1-101 *et seq.*, C.R.S., and the Service Plan for STC Metropolitan District No. 2 ("Service Plan"), STC Metropolitan District No. 2 ("District No. 2") has the authority to furnish covenant enforcement and design review services; and

WHEREAS, that certain Master Declaration of Covenants, Conditions, and Restrictions for Superior Town Center was recorded in Clerk and Recorder's Office for Boulder County on April 14, 2015, at Reception No. 03439339 and that certain Master Declaration of Covenants, Conditions, and Restrictions for Superior Town Center was recorded in Clerk and Recorder's Office for Boulder County on November 22, 2019 at Reception No. 03750773 (collectively, the "Declaration"); and

WHEREAS, STC Metropolitan District No. 1, District No. 2 and STC Metropolitan District No. 3 (collectively, the "Districts") entered into that certain Facilities Funding, Construction and Operation Agreement (the "FFCOA"), dated January 15, 2015 pursuant to which the Districts agreed that District No. 2 is the Operating District responsible for all operations and maintenance services for the Districts; and

WHEREAS, the Districts entered into that certain Intergovernmental Agreement Regarding Covenant Enforcement and Design Review Services dated June 7, 2017, as amended by that certain First Amendment to Intergovernmental Agreement Regarding Covenant Enforcement and Design Review Services dated December 9, 2019 (the "IGA"), pursuant to which the Districts authorized District No. 2 to administer and enforce the Declaration and the Guidelines for the Property; and

WHEREAS, pursuant to the Declaration, the FFCOA, the IGA, that certain Resolution 2015-02-02 Acknowledging and Adopting the Master Declaration of Covenants, Conditions, and Restrictions for Superior Town Center adopted by District No. 2's Board of Directors ("Board") on February 2, 2015, that certain Resolution 2017-06-01 Adopting the Superior Town Center Rules, Regulations and Design Guidelines adopted by the Board on June 7, 2017, that certain Resolution No. 2018-04-01 Adopting the First Amendment to the Superior Town Center Rules, Regulations and Design Guidelines adopted by the Board on April 4, 2018, that certain Resolution

2019-05-01 Adopting the First Amended and Restated Superior Town Center Rules, Regulations and Design Guidelines, and that certain Resolution 2019-12-02 Adopting the Second Amended and Restated Superior Town Center Rules, Regulations and Design Guidelines (collectively, the “Covenant Enforcement Policy”), District No. 2 is empowered and has agreed to provide covenant enforcement and design review services within the boundaries of the Districts; and

WHEREAS, any services provided by District No. 2 shall be undertaken in accordance with the procedures and conditions set forth in the Service Plan, the Special District Act, and other applicable laws; and

WHEREAS, the Special District Act provides at Section 32-1-1004(8)(c), C.R.S., that metropolitan districts providing covenant enforcement and design review services are not authorized to enforce any covenant that has been determined to be unenforceable as a matter of law; and

WHEREAS, the Special District Act also provides at Section 32-1-1001(1)(m), C.R.S., that metropolitan districts have the power to adopt, amend, and enforce bylaws and rules and regulations not in conflict with the state constitution; and

WHEREAS, the Board hereby desires to adopt a policy expressly stating that District No. 2 may only provide covenant enforcement and design review services to the extent that doing so does not infringe upon constitutional rights or otherwise violate the law; and

WHEREAS, the Board has determined that enacting such a policy is in the best interest of current and future residents and taxpayers of the Districts.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF STC METROPOLITAN DISTRICT NO. 2 HEREBY ADOPTS THE FOLLOWING AMENDED COVENANT ENFORCEMENT POLICY:

1. The Board, in acting on behalf of District No. 2 and/or in acting as members of the Covenant Enforcement Committee or Design Review Committee pursuant to the Declaration and the Covenant Enforcement Policy, shall not enforce any bylaws, covenants, guidelines, rules, regulations, or restrictions, however denominated, contained in the Declaration and the Covenant Enforcement Policy, as currently enacted or as the same may be amended or supplemented from time to time (collectively, the “Covenants”), if the Board determines, in its reasonable discretion or upon advice from legal counsel, that: (i) such enforcement may infringe upon constitutional rights of residents of the Districts against whom the Covenants are contemplated being enforced; or (ii) that such Covenants have been determined by applicable statute or by a court of competent jurisdiction to be unenforceable as a matter of law. The Covenants shall not be construed or interpreted as a grant of authority in excess of the authority granted to District No. 2 pursuant to the Service Plan and the Special District Act, as further limited by the state constitution and other applicable laws (altogether, the “Amended Covenant Enforcement Policy”).

2. This Amended Covenant Enforcement Policy shall supersede and control anything contained in the Covenants to the contrary.

3. This Amended Covenant Enforcement Policy shall take effect on the date and time of its adoption.

ADOPTED AND APPROVED THIS 3rd DAY OF NOVEMBER 2021.

STC METROPOLITAN DISTRICT NO. 2

By: 
James A. Brzostowicz, President

ATTEST:

By: 
Terry Willis, Assistant Secretary

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IP: 50.78.200.153



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Viewed by Terry Willis (twillis@ktgy.com)
IP: 174.215.23.79



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Signed by Terry Willis (twillis@ktgy.com)
IP: 24.128.39.155



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IP: 96.88.69.161



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