

**STC METROPOLITAN DISTRICT NO. 2**

141 Union Boulevard, Suite 150  
Lakewood, Colorado 80228-1898  
Tel: 303-987-0835 • 800-741-3254  
Fax: 303-987-2032  
<https://stcmd1-3.colorado.gov/>

**NOTICE OF REGULAR MEETING AND AGENDA**

<b><u>Board of Directors:</u></b>	<b><u>Office:</u></b>	<b><u>Term/Expires:</u></b>
James A. Brzostowicz	President	2027/May 2027
Terry Willis	Treasurer	2027/May 2027
VACANT		2027/May 2025
VACANT		2025/May 2025
VACANT		2025/May 2025
Peggy Ripko	Secretary	

DATE: Wednesday, November 6, 2024

TIME: 9:00 A.M.

LOCATION: Zoom Meeting: The meeting can be joined through the directions below:  
*\* Individuals requiring special accommodation to attend and/or participate in the meeting please advise the District Manager (pripko@sdmsi.com or 303-987-0835) of their specific need(s) before the meeting.*

<https://us02web.zoom.us/j/86267550643?pwd=V3RnRGRtWkRyUIZZc1VMWTJFZjFHdz09>

Phone Number: 1 (719) 359-4580  
Meeting ID: 862 6755 0643  
Passcode: 987572

I. PUBLIC COMMENTS

- A. Members of the public may express their views to the Board on matters that affect the District. Comments will be limited to three (3) minutes per person.
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II. ADMINISTRATIVE MATTERS

- A. Call to Order/Confirm Quorum. Present Disclosures of Potential Conflicts of Interest.

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

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- C. Review and consider approval of the Minutes of the September 27, 2024 Special Meeting (enclosure).

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- D. Authorize renewal of the Districts’ insurance and Special District Association (“SDA”) membership for 2025.
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- E. Ratification of 2023 Annual Report (enclosure).
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III. FINANCIAL MATTERS

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

Fund	Period Ending Jul. 31, 2024	Period Ending Aug. 31, 2024	Period Ending Sept. 30, 2024
General	\$ 58,379.64	\$ 31,110.39	\$ 24,027.58
Debt	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 1,641.53	\$ 962.50	\$ 1,137.50
Payroll	\$ -0-	\$ 92.32	\$ -0-
<b>Total</b>	<b>\$ 60,021.17</b>	<b>\$ 32,165.24</b>	<b>\$ 25,165.08</b>

Fund	Period Ending Oct. 31, 2024	Special Payment Oct. 31, 2024
General	\$ 98,467.72	\$ 14,000.00
Debt	\$ -0-	\$ -0-
Capital	\$ 1,554.70	\$ -0-
Payroll	\$ 92.35	\$ -0-
<b>Total</b>	<b>\$ 100,114.77</b>	<b>\$ 14,000.00</b>

- B. Review and accept Unaudited Financial Statements through the period ending June 30, 2024 (enclosure).
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- C. Ratify approval of 2023 Audit (enclosure) and authorize execution of Representations Letter.
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- D. Consider engagement of Dazzio & Associates for preparation of 2024 Audit, in the amount of \$6,800.00 (enclosure).
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- E. Public Hearing on Proposed 2025 Budget
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- 1. Public Comment Period

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2. Consider Approval of Resolution 2024-11-01 Approving Proposed 2025 Budget, Certification of Mill Levy, and Appropriate Sums of Money (enclosures – preliminary AV, draft 2025 Budget, and Resolution).
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#### IV. LEGAL MATTERS

- A. Review and consider approval of Resolution No. 2024-11-02 Annual Resolution (enclosure).
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- B. Discuss May 6, 2025 Regular Directors' Election and consider approval of Resolution Calling Election for Directors, appointing Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election (enclosure). Self-Nomination Forms are due by February 28, 2025. Discuss the need for ballot issues and/or questions.
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- C. 2024/2025 Bond Issuance:

1. Review and discuss the Schedule of Events and the Term Sheet (enclosure).
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- D. Consider Approval of Third Amendment to Amended and Restated Facilities Funding and Acquisition Agreement (enclosure).
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- E. Consider Approval of Resolution Adopting Covenant/Design Standard Enforcement, Fine Imposition, and Dispute Resolution Policy (enclosure).
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- F. 2024 Legislative Memorandum (enclosure).
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#### V. LANDSCAPING MATTERS

- A. Review and consider approval of a proposal from ManageMowed Boulder for replacement of landscaping at 551 Discovery Pkwy (enclosure).
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- B. Review and consider approval of a proposal from ManageMowed Boulder for replacement of edging, landscaping fabric and moving sprinklers at 2221 Buttercup Ln (enclosure).
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- C. Review and consider approval of a proposal from ManageMowed Boulder for replacement of forty (40) five (5) gallon plants throughout the District (enclosure).
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- D. Review and consider approval of a proposal from ManageMowed Boulder for an updated landscape maintenance contract (enclosure).
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- E. Review and consider approval of a proposal from ManageMowed Boulder for tree replacement (enclosure).
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- F. Discuss homeowner appeal for the repeated damage to plants (enclosure).
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## VI. OPERATIONS AND MAINTENANCE

- A. Review and consider approval of a proposal from Property Solutions Team LLC for fire lane painting on Canary Ln. (enclosure).
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- B. Review and consider approval of a proposal from Property Solutions Team LLC for Sign Stabilization and Replacement (enclosure).
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- C. Review and consider approval of a proposal from Property Solutions Team LLC for Curb Replacement & Gutter Damaged (enclosure).
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- D. Review and consider approval of Bird Deterrents for the Parking Garage (enclosure).
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- E. Review and consider approval of Trash Cans for the Parking Garage (enclosure).
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## VII. CAPITAL PROJECTS

- A. Review and consider acceptance of improvement costs in the amount of \$357,624.30, under Final Engineers Report and Certification #110 prepared by Ranger Engineering, LLC, dated July 24, 2024 (enclosure).
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- B. Review and consider acceptance of improvement costs in the amount of \$233,706.38, under Final Engineers Report and Certification #111 prepared by Ranger Engineering, LLC, dated August 21, 2024 (enclosure).
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- C. Review and consider acceptance of improvement costs in the amount of \$93,928.64, under Final Engineers Report and Certification #112 prepared by Ranger Engineering, LLC, dated September 25, 2024 (enclosure).
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- D. Review and consider acceptance of improvement costs in the amount of \$585,247.72, under Final Engineers Report and Certification #113 prepared by Ranger Engineering, LLC, dated October 15, 2024 (enclosure).
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VIII. DEVELOPER UPDATE

- A. Status of Development.
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- B. Status of any Necessary Inclusions.
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IX. OTHER MATTERS

- A. Consider Approval of Acceptance of Tract Conveyances (to be distributed).
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- X. ADJOURNMENT **THERE ARE NO MORE REGULAR MEETINGS SCHEDULED FOR 2024.**

Additional Enclosure:

- Notice of rate increase from Special District Management Services, Inc.

# RECORD OF PROCEEDINGS

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## MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE STC METROPOLITAN DISTRICT NO. 2 (THE “DISTRICT”) HELD SEPTEMBER 27, 2024

A special meeting of the Board of Directors of the STC Metropolitan District No. 2 (referred to hereafter as the “Board”) was convened on Friday, September 27, 2024, at 9:00 a.m., and held via Zoom videoconference. The meeting was open to the public.

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### ATTENDANCE

#### Directors In Attendance Were:

James A. Brzostowicz, President  
Terry Willis, Treasurer

#### Also, In Attendance Were:

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

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

Diane Wheeler; Simmons & Wheeler, P.C.

Bill Jencks; Ranch Capital, LLC

Sonia Chin; RC Superior, LLC

Geoffrey Weathers; STC Metropolitan District No. 1 Board Member

Jill Mendoza; Town of Superior

Kyle Thomas and Sam Hartman; D.A. Davidson & Co.

Suzie Ultes, Ryan Hitchler, and Erica Wood; District Residents

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### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Ivey that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

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## RECORD OF PROCEEDINGS

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### ADMINISTRATIVE MATTERS

**Quorum/Confirmation of Meeting Location/Posting of Notice:** Ms. Ripko confirmed the presence of a quorum. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Brzostowicz, seconded by Director Willis, and upon vote unanimously carried, the Board determined to conduct the meeting to conduct the meeting via videoconference/teleconference. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received.

**Agenda:** The Board reviewed the Agenda for the meeting.

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

**Minutes:** The Board reviewed the Minutes of the July 24, 2024 Special Meeting.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis and, upon vote, unanimously carried, the Board approved the Minutes of the July 24, 2024 Special Meeting.

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### PUBLIC COMMENT

There were no public comments.

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### FINANCIAL MATTERS

There were no financial matters.

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### LEGAL MATTERS

#### **2024/2025 Bond Issuance:**

**2024/2025 Bond Issuance:** The Board discussed proceeding with 2024/2025 Bond Issuance.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis, and upon vote unanimously carried, the Board approved proceeding with 2024/2025 Bond Issuance.

#### **Engagement of Consultants:**

**Bond Counsel:** The Board discussed the engagement of Ballard Spahr LLP.

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

## RECORD OF PROCEEDINGS

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approved the engagement of Ballard Spahr LLP, as Bond Counsel subject to final legal review.

*Underwriter:* The Board discussed the engagement of D.A. Davidson & Co.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis, and upon vote unanimously carried, the Board approved the engagement of D.A. Davidson & Co. as underwriter.

*Financial Forecast:* The Board discussed the engagement of Simmons & Wheeler.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis, and upon vote unanimously carried, the Board approved the engagement of Simmons & Wheeler for financial forecasting.

*Market Study:* The Board deferred this matter.

*External Financial Advisor:* The Board discussed the engagement of an external financial advisor.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis, and upon vote unanimously carried, the Board approved the engagement of MuniCap, Inc. as external financial advisor.

**Public Hearing on Petition for Inclusion of Real Property Owned by RC Superior, LLC, and Resolution No. 2024-09-01, Resolution and Order of the Board of Directors of STC Metropolitan District No. 2 Regarding Inclusion of Real Property:** Director Brzostowicz opened the public hearing on the Petition for Inclusion of Lot 3B, Block 1 of Superior Town Center Filing 1B Replat No. 3, Town of Superior, County of Boulder, State of Colorado, of real property owned by RC Superior, LLC, consistent with published notice. No members of the public wished to make a public comment. Director Brzostowicz closed the public hearing.

Attorney Ivey presented to and reviewed with the Board Resolution No. 2024-09-01, Resolution and Order of the Board of Directors of STC Metropolitan District No.2 Regarding Inclusion of Real Property.

Following discussion, upon motion duly made by Director Brzostowicz, seconded by Director Willis, and upon vote unanimously carried, the Board adopted Resolution No. 2024-09-01, Resolution and Order of the Board of Directors of STC Metropolitan District No. 2 Regarding Inclusion of Real Property and directed legal counsel to file the inclusion with the court.

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## RECORD OF PROCEEDINGS

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### OTHER MATTERS

There were no other matters.

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### 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

**2023 ANNUAL REPORT  
STC METROPOLITAN DISTRICT NO. 2**

As required by Section VII of the Service Plan for STC Metropolitan District No. 2 (the “**District**”), approved by the Town of Superior, Colorado on May 13, 2013<sup>1</sup>, the District presents the following report of the District’s activities from January 1, 2023 to December 31, 2023. In addition, pursuant to Section 32-1-207(3)(c), C.R.S., the District is required to submit an annual report for the preceding calendar year commencing in 2023 for calendar year 2023 to the Town, the Division of Local Government, the state auditor, and the Boulder County Clerk and Recorder. The District hereby submits this annual report to satisfy the above requirements for the year ending December 31, 2023.

For the year ending December 31, 2023, the District makes the following report pursuant to the District’s Service Plan:

i. **Changes made or proposed to the District’s Boundaries as of December 31 of the prior year:**

In 2023, the District made no changes to its boundaries. No other changes to the District’s boundaries were proposed as of December 31, 2023.

ii. **Intergovernmental agreements with other governmental entities, either entered into or proposed as of December 31 of the prior year.**

The District entered no Intergovernmental agreements with other governmental entities.

iii. **Copies of the District’s rules and regulations, if any as of December 31 of the prior year.**

The District made no changes to its rules and regulations in 2023.

iv. **A summary of any litigation which involves the District as of December 31 of the prior year.**

The District is not aware of any litigation which involves the District as of December 31, 2023.

v. **Status of the District’s construction of the Public Improvements as of December 31 of the prior year.**

No Public Improvements were constructed by the District during 2023.

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<sup>1</sup> The Order and Decree Creating District was recorded December 5, 2013.

- vi. **A list of all facilities and improvements constructed by the District that have been dedicated to and accepted by the Town as of December 31 of the prior year.**

The District did not construct any facilities and improvements as of December 31, 2023.

- vii. **The assessed valuation of the District for the current year.**

The District's total taxable assessed valuation for 2023 is \$1,053,927. Please see the Certification of Valuation by the Boulder County Assessor attached hereto as Exhibit A.

- viii. **Notice of any uncured events of default by the District, which continue beyond a ninety (90) day period, under any Debt instrument.**

As of the date of filing this 2023 Annual Report, the District is not aware of any inability of the District to pay its obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period.

- ix. **Any inability of the District to pay its obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period.**

For the year ending December 31, 2023, the District makes the following report pursuant to Section 32-1-207(3)(c), C.R.S.:

- (A) **Boundary changes made.**

In 2023, the District made no changes to its boundaries. No other changes to the District's boundaries were proposed as of December 31, 2023.

- (B) **Intergovernmental agreements entered into or terminated with other governmental entities.**

As of the date of filing this 2023 Annual Report, the District is not aware of any inability of the District to pay its obligations as they come due, in accordance with the terms of such obligations, which continue beyond a ninety (90) day period.

**(C) Access information to obtain a copy of rules and regulations adopted by the board.**

For information concerning rules and regulations adopted by the District please contact the District's Manager:

Peggy Ripko  
141 Union Boulevard, Suite 150  
Lakewood, CO 80228  
Phone: 303-987-0835  
Email: [pripko@sdmsi.com](mailto:pripko@sdmsi.com)

**(D) A summary of litigation involving public improvements owned by the special district.**

The District is not aware of any litigation involving public improvements owned by the special district as of December 31, 2023.

**(E) The status of the construction of public improvements by the special district.**

The District did not construct any public improvements as of December 31, 2023.

**(F) A list of facilities or improvements constructed by the special district that were conveyed or dedicated to the county or municipality.**

The District did not construct any facilities or improvements as of December 31, 2023.

**(G) The final assessed valuation of the special district as of December 31 of the reporting year.**

The District's total taxable assessed valuation for 2023 is \$1,053,927. Please see the Certification of Valuation by the Boulder County Assessor attached hereto as Exhibit A.

**(H) A copy of the current year's budget.**

Please see the 2024 Budget attached hereto as Exhibit B.

**(I) A copy of the audited financial statements, if required by the "Colorado Local Government Audit Law", part 6 of article 1 of title 29, or the application for exemption from audit, as applicable.**

A copy of the 2023 Audited Financial Statements will be provided when completed.

**(J) Notice of any uncured defaults existing for more than ninety days under any debt instrument of the special district.**

The District is not aware of any notice of any uncured defaults existing for more than ninety days under any debt instrument of the special district as of December 31, 2023.

**(K) Any inability of the special district to pay its obligations as they come due under any obligation which continues beyond a ninety-day period.**

The operations income did not cover the District's expenses; the developer has confirmed any shortfalls will be covered with a developer advance.

**EXHIBIT A**

Certification of Valuation by the Boulder County Assessor



**Cynthia Braddock**

PO Box 471, 13<sup>th</sup> and Pearl  
Boulder, Colorado 80306-0471

Phone: (303) 441-3530

FAX: (303) 441-4996

[www.BoulderCountyAssessor.org](http://www.BoulderCountyAssessor.org)



December 13, 2023

Superior Town Center Metro District #2  
Special District Management Services  
141 Union Blvd Ste #150  
Lakewood, CO 80228-1898

This is to certify that, as of December 13th, per C.R.S. 39-5-128(1) the assessed value for the Superior Town Center Metro District #2, for the purpose of taxation for the year 2023 is:

1,053,927

Per C.R.S. 39-5-128(3), this figure represents the value remaining after the following Urban Renewal Area/Downtown Authority tax increments have been deducted from the total valuation for your district:

	BASE	INCREMENT
Superior Town Center Urban Renewal Plan	15,969	11,112,575

This valuation is subject to change by the County Board of Equalization (C.R.S. 39-8-107(2)), the State Board of Assessment Appeals (C.R.S. 39-2-125), the State Board of Equalization (C.R.S. 39-9-103), and the correction of errors by the Assessor or Treasurer (C.R.S. 39-5-125.2).

Questions related to backfill should be directed to the Division of Local Government. It is the understanding of the Assessor's Office that DLG is working on resources to help districts with this calculation. Information will be available on their website: <https://dlg.colorado.gov/budget-information-and-resources>.

Enclosed is the Certification of Tax Levies form for all Non-school entities. Your mill levy should be calculated using the **Final Certification values**. Mill levy information is due to the Assessor no later than January 10<sup>th</sup>, 2024. You can mail them to the address above or email them to Erin Gray at [ergray@bouldercounty.gov](mailto:ergray@bouldercounty.gov). If you have any questions about the value or other information on this letter, need to update your district contact information please contact Erin Gray.

Sincerely,

Cynthia Braddock  
Boulder County Assessor

County Tax Entity Code 083001  
STCMD2

**CERTIFICATION OF VALUATION BY  
BOULDER COUNTY ASSESSOR**

DOLA LGID/SID \_\_\_\_\_/\_\_\_\_\_

New Tax Entity  YES  NO

Date: December 13, 2023

**NAME OF TAX ENTITY:** STC METROPOLITAN DISTRICT 2

**USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATIONS (5.5% LIMIT) ONLY**

IN ACCORDANCE WITH 39-5-121(2)(a) and 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES THE TOTAL VALUATION FOR ASSESSMENT FOR THE TAXABLE YEAR :

1. PREVIOUS YEAR'S NET TOTAL ASSESSED VALUATION:	1. \$	<u>\$172,316</u>
2. CURRENT YEAR'S GROSS TOTAL ASSESSED VALUATION: ‡	2. \$	<u>\$12,166,502</u>
3. LESS TOTAL TIF AREA INCREMENTS, IF ANY:	3. \$	<u>\$11,112,575</u>
4. CURRENT YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:	4. \$	<u>\$1,053,927</u>
5. NEW CONSTRUCTION: *	5. \$	<u>\$742,581</u>
6. INCREASED PRODUCTION OF PRODUCING MINE: ≈	6. \$	<u>\$0</u>
7. ANNEXATIONS/INCLUSIONS:	7. \$	<u>\$0</u>
8. PREVIOUSLY EXEMPT FEDERAL PROPERTY: ≈	8. \$	<u>\$0</u>
9. NEW PRIMARY OIL AND GAS PRODUCTION FROM ANY PRODUCING OIL AND GAS LEASEHOLD OR LAND (29-1-301(1)(b), C.R.S.) ☐:	9. \$	<u>\$0</u>
10. TAXES RECEIVED LAST YEAR ON OMITTED PROPERTY AS OF AUG. 1 (29-1-301(1)(a), C.R.S.). Includes all revenue collected on valuation not previously certified:	10. \$	<u>\$0</u>
11. TAXES ABATED AND REFUNDED AS OF AUG. 1 (29-1-301(1)(a), C.R.S.) and (39-10-114(1)(a)(I)(B), C.R.S.):	11. \$	<u>\$0</u>

‡ This value reflects personal property exemption IF enacted by the jurisdiction as authorized by Art. X, Sec. 20(8)(b), Colo. Constitution

\* New Construction is defined as: Taxable real property structures and personal property connected with the structure

≈ Jurisdiction must submit to the Division of Local Government respective Certifications of Impact in order for the values to be treated as growth in the limit calculation; use forms DLG52 & 52A.

☐ Jurisdiction must apply to the Division of Local Government before the value can be treated as growth in the limit calculation; use Form (DLG 52B).

**USE FOR TABOR "LOCAL GROWTH" CALCULATION ONLY**

IN ACCORDANCE WITH ART. X, SEC.20, COLO.CONSTITUTION AND 39-5-121(2)(b), C.R.S., THE ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR :

1. CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY: ¶	1. \$	<u>\$57,444,124</u>
<b>ADDITIONS TO TAXABLE REAL PROPERTY</b>		
2. CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: *	2. \$	<u>\$11,083,300</u>
3. ANNEXATIONS/INCLUSIONS:	3. \$	<u>\$0</u>
4. INCREASED MINING PRODUCTION: §	4. \$	<u>\$0</u>
5. PREVIOUSLY EXEMPT PROPERTY:	5. \$	<u>\$0</u>
6. OIL OR GAS PRODUCTION FROM A NEW WELL:	6. \$	<u>\$0</u>
7. TAXABLE REAL PROPERTY OMITTED FROM THE PREVIOUS YEAR'S TAX WARRANT: (If land and/or a structure is picked up as omitted property for multiple years, only the most current year's actual value can be reported as omitted property. );	7. \$	<u>\$0</u>

**DELETIONS FROM TAXABLE REAL PROPERTY**

8. DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS:	8. \$	<u>\$0</u>
9. DISCONNECTIONS/EXCLUSIONS:	9. \$	<u>\$0</u>
10. PREVIOUSLY TAXABLE PROPERTY:	10. \$	<u>\$0</u>

¶ This includes the actual value of all taxable real property plus the actual value of religious, private schools, and charitable real property.

\* Construction is defined as newly constructed taxable real property structures.

§ Includes production from a new mines and increase in production of existing producing mines.

IN ACCORDANCE WITH 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS:

**TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY** \$ \$0

IN ACCORDANCE WITH 39-5-128(1.5), C.R.S., THE ASSESSOR PROVIDES:

HB21-1312 VALUE OF EXEMPT BUSINESS PERSONAL PROPERTY (ESTIMATED): \*\* \$ \$29,270

\*\* The tax revenue lost to this exempted value will be reimbursed to the tax entity by the County Treasurer in accordance with 39-3-119.5(3), C.R.S.

**NOTE: ALL LEVIES MUST BE CERTIFIED TO THE COUNTY COMMISSIONERS NO LATER THAN DECEMBER 15.**

DLG 57 (Rev. 6/21)



**EXHIBIT B**  
2024 Budget

**STC Metropolitan District No. 2**  
**Adopted Budget**  
**General Fund**  
**For the Year Ended December 31, 2023**

	Actual <u>2022</u>	Adopted Budget <u>2023</u>	Actual 6/30/2023	Estimate <u>2023</u>	Adopted Budget <u>2024</u>
Beginning balance	\$ 27,669	\$ 23,940	\$ (188,325)	\$ (188,325)	\$ (148,041)
Revenues:					
Property taxes	204	1,723	1,397	1,723	11,060
SURA Property Tax Increment	82,370	62,156	61,765	62,000	114,866
Specific ownership taxes	3,755	5,000	1,441	2,800	5,000
Developer Advance	-	100,000	112,255	212,255	44,635
Transfer from STCMD No. 1	175,671	187,957	181,417	189,057	300,936
Transfer from STCMD No. 3	55,506	26,619	24,854	25,452	27,781
Parking Garage Cost Share/MOB	35,625	14,947	19,365	31,000	14,948
Net Investment Income	140	-	-	-	-
Miscellaneous/Interest Income	600	8,936	8,981	10,000	14,000
Total Revenue	<u>353,871</u>	<u>407,338</u>	<u>411,475</u>	<u>534,287</u>	<u>533,226</u>
Total Funds Available	<u>381,540</u>	<u>431,278</u>	<u>223,150</u>	<u>345,962</u>	<u>385,185</u>
Expenditures:					
Accounting	33,651	20,000	11,676	20,000	20,000
Audit	14,000	16,500	-	16,500	16,500
Director's Fees	2,200	2,400	1,175	2,400	2,400
Insurance/SDA Dues	22,242	25,750	25,127	26,000	28,000
Election	1,809	15,000	1,838	2,000	-
Legal	81,794	35,000	31,504	65,000	35,000
Management	30,400	35,000	15,253	35,000	35,000
Miscellaneous	2,903	3,000	997	1,800	3,000
Miscellaneous Operations	-	-	-	-	-
O&M - Covenant Control/Comm Mgmt	12,710	12,000	15,466	25,000	35,000
O&M - Landscaping	137,635	90,000	51,672	110,000	35,000
O&M - Maintenance	8,309	10,000	1,123	10,000	10,000
O&M - Utilities	29,935	30,000	10,686	30,000	30,000
O&M - Roads & Sidewalks/snow rem	187,955	100,000	114,701	135,000	100,000
O&M - Parking Garage	4,319	8,000	1,272	15,000	8,000
O&M - Reserve	-	7,500	-	-	7,500
Treasurer's Fees	3	3	4	3	3
Payroll Taxes	-	300	-	300	300
Contingency	-	8,511	-	-	8,511
	<u>569,865</u>	<u>418,964</u>	<u>282,494</u>	<u>494,003</u>	<u>374,214</u>
Transfers and Reserves					
Emergency Reserve	-	12,314	-	-	10,971
Total expenditures	<u>-</u>	<u>12,314</u>	<u>-</u>	<u>-</u>	<u>10,971</u>
Ending balance	<u>\$ (188,325)</u>	<u>\$ -</u>	<u>\$ (59,344)</u>	<u>\$ (148,041)</u>	<u>\$ -</u>
Assessed Valuation Gross		<u>\$ 6,482,556</u>			<u>\$ 12,166,502</u>
Assessed Valuation Increment		<u>\$ 6,310,240</u>			<u>\$ 11,112,575</u>
Assessed Valuation		<u>\$ 172,316</u>			<u>\$ 1,053,927</u>
Mill Levy		<u>10.000</u>			<u>10.494</u>

**STC Metropolitan District No. 2**  
**Adopted Budget**  
**Capital Projects Fund**  
**For the Year Ended December 31, 2023**

	Actual 2022	Adopted Budget 2023	Actual 6/30/2023	Estimate 2023	Adopted Budget 2024
Beginning balance	\$ 12,394,498	\$ -	\$ 7,665,639	\$ 7,665,639	\$ 7,282,639
Revenues:					
Developer Advance	11,762,775	-	-	-	-
Bond Proceeds	-	15,674,000	-	15,674,000	15,674,000
Premium on bonds	-	-	-	-	-
Net Investment Income	-	-	-	-	-
Interest Income	<u>119,781</u>	<u>400,000</u>	<u>16,453</u>	<u>17,000</u>	<u>400,000</u>
 Total Revenue	 <u>11,882,556</u>	 <u>16,074,000</u>	 <u>16,453</u>	 <u>15,691,000</u>	 <u>16,074,000</u>
 Total Funds Available	 <u>24,277,054</u>	 <u>16,074,000</u>	 <u>7,682,092</u>	 <u>23,356,639</u>	 <u>23,356,639</u>
Expenditures:					
Legal	-	3,500	-	3,500	3,500
Construction Expenses	16,611,415	16,040,500	7,631,245	16,040,500	16,040,500
Cost of issuance	-	-	-	-	-
Engineering	<u>-</u>	<u>30,000</u>	<u>12,310</u>	<u>30,000</u>	<u>30,000</u>
 Total expenditures	 <u>16,611,415</u>	 <u>16,074,000</u>	 <u>7,643,555</u>	 <u>16,074,000</u>	 <u>16,074,000</u>
 Ending balance	 <u>\$ 7,665,639</u>	 <u>\$ -</u>	 <u>\$ 38,537</u>	 <u>\$ 7,282,639</u>	 <u>\$ 7,282,639</u>

**STC Metropolitan District No. 2**  
**Adopted Budget**  
**Debt Service Fund**  
**For the Year Ended December 31, 2023**

	Actual <u>2022</u>	Adopted Budget <u>2023</u>	Actual 6/30/2023	Estimate <u>2023</u>	Adopted Budget <u>2024</u>
Beginning balance	\$ 10,545,107	\$ 9,982,974	\$ 10,436,974	\$ 10,436,974	\$ 10,432,706
Revenues:					
Property taxes	715	6,035	361	6,000	38,735
SURA Property Tax District Increment	3,049,336	2,811,003	2,578,260	2,811,003	4,028,498
SURA Property Tax Increment	-	220,985	-	220,985	408,420
Specific Ownership Taxes	13,143	19,064	5,048	10,000	19,064
Transfer from STCMD No. 1	878,339	925,014	923,063	945,237	1,490,047
Transfer from STCMD No. 3	111,012	26,619	49,708	51,847	55,345
Net Investment Income	-	-	-	-	-
Interest income	188,086	90,000	246,501	300,000	90,000
Total Revenue	<u>4,240,631</u>	<u>4,098,720</u>	<u>3,802,941</u>	<u>4,345,072</u>	<u>6,130,109</u>
Total Funds Available	<u>14,785,738</u>	<u>14,081,694</u>	<u>14,239,915</u>	<u>14,782,046</u>	<u>16,562,815</u>
Expenditures:					
Bond Interest - 2019A	4,339,250	4,339,250	2,169,625	4,339,250	4,339,250
Paying agent fees	9,500	8,000	9,500	9,500	8,000
Miscellaneous Expense	-	500	-	500	500
Treasurer's Fees	14	91	14	90	581
Total expenditures	<u>4,348,764</u>	<u>4,347,841</u>	<u>2,179,139</u>	<u>4,349,340</u>	<u>4,348,331</u>
Ending balance	<u>\$ 10,436,974</u>	<u>\$ 9,733,853</u>	<u>\$ 12,060,776</u>	<u>\$ 10,432,706</u>	<u>\$ 12,214,484</u>
Assessed Valuation Gross		<u>\$ 6,482,556</u>			<u>\$ 12,166,502</u>
Assessed Valuation Increment		<u>\$ 6,310,240</u>			<u>\$ 11,112,575</u>
Assessed Valuation		<u>\$ 172,316</u>			<u>\$ 1,053,927</u>
Mill Levy		<u>35.020</u>			<u>36.753</u>
Total Mill Levy		<u>45.020</u>			<u>47.247</u>

**EXHIBIT C**

2023 Audited Financial Statements

A copy of the 2023 Audited Financial Statements will be provided when completed.

**STC Metropolitan District No.2**  
**July-24**

Vendor	Invoice #	Date	Due Date	Amount	Expense Account	Account Number	Department
Colorado Facility Management, LLC	23-324	4/15/2024	4/15/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-003	7/8/2024	7/8/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-002	6/24/2024	6/24/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	23-371	7/1/2024	7/1/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	23-280	2/5/2024	2/5/2024	\$ 180.20	O&M Maintenance	7350	1
Comcast	316389 06.2024	6/14/2024	7/9/2024	\$ 126.95	O&M - Parking Garage	7300	1
Doodly Calls	75929	6/27/2024	6/27/2024	\$ 280.00	O&M - Landscaping	7200	1
Icenogle Seaver Pogue, P.C.	25864	6/30/2024	6/30/2024	\$ 399.00	Legal	6750	1
ManageMowed Boulder	5825	6/30/2024	7/30/2024	\$ 1,780.85	O&M - Landscaping	7200	1
ManageMowed Boulder	4971	4/30/2024	5/30/2024	\$ 3,328.00	O&M - Landscaping	7200	1
ManageMowed Boulder	4303	12/14/2023	1/13/2024	\$ 604.50	O&M - Landscaping	7200	1
ManageMowed Boulder	5512	6/1/2024	7/1/2024	\$ 2,582.08	O&M - Landscaping	7200	1
ManageMowed Boulder	5700	7/1/2024	7/31/2024	\$ 2,582.08	O&M - Landscaping	7200	1
ManageMowed Boulder	5819	7/11/2024	8/10/2024	\$ 1,198.75	O&M - Landscaping	7200	1
ManageMowed Boulder	5378	4/20/2024	5/20/2024	\$ 655.00	O&M - Roads & Sidewalks	7250	1
ManageMowed Boulder	5242	5/1/2024	5/31/2024	\$ 2,582.08	O&M - Landscaping	7200	1
ManageMowed Boulder	4777	2/16/2024	3/17/2024	\$ 2,695.00	O&M - Roads & Sidewalks	7250	1
ManageMowed Boulder	5801	7/9/2024	8/8/2024	\$ 1,439.75	O&M - Landscaping	7200	1
ManageMowed Boulder	5837	6/14/2024	7/14/2024	\$ 863.56	O&M - Landscaping	7200	1
ManageMowed Boulder	5800	7/9/2024	8/8/2024	\$ 740.00	O&M - Landscaping	7200	1
ManageMowed Boulder	5383	5/31/2024	6/30/2024	\$ 797.70	O&M - Landscaping	7200	1
ManageMowed Boulder	5640	6/27/2024	7/27/2024	\$ 3,568.00	O&M - Landscaping	7200	1
ManageMowed Boulder	5627	6/25/2024	7/25/2024	\$ 501.00	O&M - Landscaping	7200	1
Ranger Engineering, LLC.	1939	7/9/2024	7/9/2024	\$ 1,641.53	Engineering	7840	2
Simmons & Wheeler, P.C.	38368	5/31/2024	6/30/2024	\$ 1,392.17	Accounting	6120	1
Special District Management Services	D1 06/2024	6/30/2024	6/30/2024	\$ 135.60	Management	6800	1
Special District Management Services	D1 06/2024	6/30/2024	6/30/2024	\$ 16.90	Accounting	6120	1
Special District Management Services	D2 06/2024	6/30/2024	6/30/2024	\$ 4,788.00	O&M - Covenant Control	6820	1
Special District Management Services	D2 06/2024	6/30/2024	6/30/2024	\$ 3,615.30	Management	6800	1
Special District Management Services	D2 06/2024	6/30/2024	6/30/2024	\$ 1,436.50	Accounting	6120	1
Special District Management Services	D2 06/2024	6/30/2024	6/30/2024	\$ 238.78	Miscellaneous Expense	6850	1
Special District Management Services	D3 06/2024	6/30/2024	6/30/2024	\$ 51.10	Management	6800	1
Thyssenkrupp Elevator Corporation	3007978122	7/1/2024	7/1/2024	\$ 609.77	O&M Maintenance	7350	1
Town of Superior	505887.00 06/2024	7/11/2024	7/11/2024	\$ 53.50	O&M - Utilities	7040	1
Town of Superior	505487.00 06/2024	7/11/2024	7/11/2024	\$ 47.48	O&M - Utilities	7040	1
Town of Superior	505291.00 06/2024	7/11/2024	7/11/2024	\$ 222.06	O&M - Utilities	7040	1
Town of Superior	505889.00 06/2024	7/11/2024	7/11/2024	\$ 89.62	O&M - Utilities	7040	1
Town of Superior	505257.00 06/2024	7/11/2024	7/11/2024	\$ 1,296.63	O&M - Utilities	7040	1
Town of Superior	505888.00 06/2024	7/11/2024	7/11/2024	\$ 113.70	O&M - Utilities	7040	1
Town of Superior	506162.00 06/2024	7/11/2024	7/11/2024	\$ 327.41	O&M - Utilities	7040	1
Town of Superior	505256.00 06/2024	7/11/2024	7/11/2024	\$ 92.63	O&M - Utilities	7040	1
Town of Superior	505324.00 06/2024	7/11/2024	7/11/2024	\$ 616.37	O&M - Utilities	7040	1
Town of Superior	507530.00 06/2024	7/11/2024	7/11/2024	\$ 296.63	O&M - Utilities	7040	1
Town of Superior	506156.00 06/2024	7/11/2024	7/11/2024	\$ 246.14	O&M - Utilities	7040	1
Water Extraction Team dba Property Solutions Team	8653MNT	6/20/2024	7/20/2024	\$ 13,571.36	O&M Maintenance	7350	1
Xcel Energy	883814696	6/28/2024	7/28/2024	\$ 353.52	O&M - Utilities	7040	1
Xcel Energy	883563182	6/27/2024	7/27/2024	\$ 31.29	O&M - Utilities	7040	1
Xcel Energy	883616133	6/27/2024	7/27/2024	\$ 51.68	O&M - Utilities	7040	1
Xcel Energy	883785489	6/28/2024	7/28/2024	\$ 513.26	O&M - Utilities	7040	1
Xcel Energy	883547016	6/27/2024	7/27/2024	\$ 32.22	O&M - Utilities	7040	1
Xcel Energy	883553926	6/27/2024	7/27/2024	\$ 86.67	O&M - Utilities	7040	1
Xcel Energy	883555326	6/27/2024	7/27/2024	\$ 98.11	O&M - Utilities	7040	1
Xcel Energy	883593874	6/27/2024	7/27/2024	\$ 22.90	O&M - Utilities	7040	1
Xcel Energy	883610518	6/27/2024	7/27/2024	\$ 35.40	O&M - Utilities	7040	1
Xcel Energy	883611420	6/27/2024	7/27/2024	\$ 104.25	O&M - Utilities	7040	1
Xcel Energy	883552113	6/27/2024	7/27/2024	\$ 152.62	O&M - Utilities	7040	1
Xcel Energy	883942781	7/1/2024	7/31/2024	\$ 14.77	O&M - Utilities	7040	1
Xcel Energy	883755850	6/28/2024	7/28/2024	\$ -	O&M - Utilities	7040	1
				\$ 60,021.17			

**STC Metropolitan District No.2**  
**July-24**

	<u>General</u>	<u>Debt</u>	<u>Capital</u>	<u>Totals</u>
<b>Disbursements</b>	<b>\$ 58,379.64</b>		<b>\$ 1,641.53</b>	<b>\$ 60,021.17</b>
				<b>\$ -</b>
<b>Payroll</b>				<b>\$ -</b>
<b>Total Disbursements from Checking Acct</b>	<b>\$58,379.64</b>	<b>\$0.00</b>	<b>\$1,641.53</b>	<b>\$60,021.17</b>

**STC Metropolitan District No.2**  
**August-24**

Vendor	Invoice #	Date	Due Date	Amount	Expense Account	Account Number	Department
Colorado Facility Management, LLC	24-009	7/15/2024	7/15/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-010	7/22/2024	7/22/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-019	8/5/2024	8/5/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-014	7/29/2024	7/29/2024	\$ 180.20	O&M Maintenance	7350	1
Comcast	316389 07/2024	7/14/2024	8/9/2024	\$ 127.55	O&M - Parking Garage	7300	1
Doody Calls	DEN-0183724	7/31/2024	7/31/2024	\$ 2,054.23	O&M - Landscaping	7200	1
Doody Calls	DEN-0169119	6/30/2024	6/30/2024	\$ 1,694.52	O&M - Landscaping	7200	1
Doody Calls	75941	7/5/2024	7/5/2024	\$ 130.00	O&M - Landscaping	7200	1
Icenogle Seaver Pogue, P.C.	26040	7/31/2024	7/31/2024	\$ 6,386.00	Legal	6750	1
James Brzostowicz	D2 Meeting- 07/24/24	7/24/2024	7/24/2024	\$ 100.00	Director's Fees	6200	1
James Brzostowicz	D2 Meeting- 07/24/24	7/24/2024	7/24/2024	\$ (100.00)	Payroll Taxes Payable	2200	1
Ranger Engineering, LLC.	1964	8/7/2024	8/7/2024	\$ 962.50	Engineering	7840	2
Simmons & Wheeler, P.C.	38817	7/31/2024	8/30/2024	\$ 1,165.58	Accounting	6120	1
Simmons & Wheeler, P.C.	38647	6/30/2024	7/30/2024	\$ 1,804.43	Accounting	6120	1
Special District Management Services	D1 07/2024	7/31/2024	7/31/2024	\$ 411.50	Management	6800	1
Special District Management Services	D1 07/2024	7/31/2024	7/31/2024	\$ 16.90	Accounting	6120	1
Special District Management Services	D2 07/2024	7/31/2024	7/31/2024	\$ 3,214.80	O&M - Covenant Control	6820	1
Special District Management Services	D2 07/2024	7/31/2024	7/31/2024	\$ 5,468.90	Management	6800	1
Special District Management Services	D2 07/2024	7/31/2024	7/31/2024	\$ 1,487.20	Accounting	6120	1
Special District Management Services	D2 07/2024	7/31/2024	7/31/2024	\$ 183.10	Miscellaneous Expense	6850	1
Special District Management Services	D3 07/2024	7/31/2024	7/31/2024	\$ 332.50	Management	6800	1
Terry Willis	D2 Meeting- 07/24/24	7/24/2024	7/24/2024	\$ 100.00	Director's Fees	6200	1
Terry Willis	D2 Meeting- 07/24/24	7/24/2024	7/24/2024	\$ (7.65)	Payroll Taxes Payable	2200	1
Town of Superior	507530.00 07/2024	8/11/2024	8/11/2024	\$ 300.40	O&M - Utilities	7040	1
Town of Superior	505887.00 07/2024	8/11/2024	8/11/2024	\$ 65.54	O&M - Utilities	7040	1
Town of Superior	506156.00 07/2024	8/11/2024	8/11/2024	\$ 197.98	O&M - Utilities	7040	1
Town of Superior	505291.00 07/2024	8/11/2024	8/11/2024	\$ 339.45	O&M - Utilities	7040	1
Town of Superior	505257.00 07/2024	8/11/2024	8/11/2024	\$ 1,091.95	O&M - Utilities	7040	1
Town of Superior	505888.00 07/2024	8/11/2024	8/11/2024	\$ 95.64	O&M - Utilities	7040	1
Town of Superior	505487.00 07/2024	8/11/2024	8/11/2024	\$ 20.39	O&M - Utilities	7040	1
Town of Superior	505256.00 07/2024	8/11/2024	8/11/2024	\$ 104.67	O&M - Utilities	7040	1
Town of Superior	505889.00 07/2024	8/11/2024	8/11/2024	\$ 74.57	O&M - Utilities	7040	1
Town of Superior	506162.00 07/2024	8/11/2024	8/11/2024	\$ 270.22	O&M - Utilities	7040	1
Town of Superior	505324.00 07/2024	8/11/2024	8/11/2024	\$ 733.76	O&M - Utilities	7040	1
Water Extraction Team dba Property Solutions Team	8713MNT	8/8/2024	9/7/2024	\$ 750.00	O&M Maintenance	7350	1
Xcel Energy	887897278	7/30/2024	8/29/2024	\$ 604.91	O&M - Utilities	7040	1
Xcel Energy	888034348	7/31/2024	8/30/2024	\$ 23.61	O&M - Utilities	7040	1
Xcel Energy	888058255	7/31/2024	8/30/2024	\$ 170.95	O&M - Utilities	7040	1
Xcel Energy	887830674	7/30/2024	8/29/2024	\$ -	O&M - Utilities	7040	1
Xcel Energy	887612917	7/29/2024	8/28/2024	\$ 115.13	O&M - Utilities	7040	1
Xcel Energy	887634993	7/29/2024	8/28/2024	\$ 57.99	O&M - Utilities	7040	1
Xcel Energy	887887809	7/30/2024	8/29/2024	\$ 572.52	O&M - Utilities	7040	1
Xcel Energy	888031877	7/31/2024	8/30/2024	\$ 34.40	O&M - Utilities	7040	1
Xcel Energy	887616058	7/29/2024	8/28/2024	\$ 95.09	O&M - Utilities	7040	1
Xcel Energy	888049599	7/31/2024	8/30/2024	\$ 108.88	O&M - Utilities	7040	1
Xcel Energy	887658783	7/29/2024	8/28/2024	\$ 37.25	O&M - Utilities	7040	1
Xcel Energy	887688255	7/29/2024	8/28/2024	\$ 32.33	O&M - Utilities	7040	1
Xcel Energy	887620075	7/29/2024	8/16/2024	\$ 14.75	O&M - Utilities	7040	1
				\$ 32,165.24			



STC Metropolitan District No.2  
August-24

	<u>General</u>	<u>Debt</u>	<u>Capital</u>	<u>Totals</u>
Disbursements	\$ 31,110.39		\$ 962.50	\$ 32,072.89
				\$ -
Payroll	\$ 92.35			\$ 92.35
<b>Total Disbursements from Checking Acct</b>	<b>\$31,202.74</b>	<b>\$0.00</b>	<b>\$962.50</b>	<b>\$32,165.24</b>

**STC Metropolitan District No.2  
September-24**

Vendor	Invoice #	Date	Due Date	Amount	Expense Account	Account Number	Department
Colorado Facility Management, LLC	24-050	9/5/2024	9/5/2024	\$ 455.00	O&M - Parking Garage	7300	1
Colorado Facility Management, LLC	24-024	8/26/2024	8/26/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-049	9/5/2024	9/5/2024	\$ 6,950.00	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-022	8/12/2024	8/12/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-023	8/19/2024	8/19/2024	\$ 180.20	O&M Maintenance	7350	1
Comcast	316389 08.2024	8/14/2024	9/9/2024	\$ 127.55	O&M - Parking Garage	7300	1
Frontier Fire Protection, LLC	W00077508A	9/5/2024	10/5/2024	\$ 675.00	O&M - Parking Garage	7300	1
Icenogle Seaver Pogue, P.C.	26274	8/31/2024	8/31/2024	\$ 1,249.00	Legal	6750	1
Ranger Engineering, LLC.	1986	9/16/2024	9/16/2024	\$ 1,137.50	Engineering	7840	2
Special District Management Services	D2 08/2024	8/31/2024	8/31/2024	\$ 4,126.80	O&M - Covenant Control	6820	1
Special District Management Services	D2 08/2024	8/31/2024	8/31/2024	\$ 2,588.70	Management	6800	1
Special District Management Services	D2 08/2024	8/31/2024	8/31/2024	\$ 1,233.70	Accounting	6120	1
Special District Management Services	D2 08/2024	8/31/2024	8/31/2024	\$ 233.98	Miscellaneous Expense	6850	1
Special District Management Services	D1 08/2024	8/31/2024	8/31/2024	\$ 388.70	Management	6800	1
Special District Management Services	D3 08/2024	8/31/2024	8/31/2024	\$ 185.90	Management	6800	1
Town of Superior	505487.00 08/2024	9/11/2024	9/11/2024	\$ 14.37	O&M - Utilities	7040	1
Town of Superior	506156.00 08/2024	9/11/2024	9/11/2024	\$ 213.03	O&M - Utilities	7040	1
Town of Superior	506162.00 08/2024	9/11/2024	9/11/2024	\$ 261.19	O&M - Utilities	7040	1
Town of Superior	505887.00 08/2024	9/11/2024	9/11/2024	\$ 68.55	O&M - Utilities	7040	1
Town of Superior	505324.00 08/2024	9/11/2024	9/11/2024	\$ 709.68	O&M - Utilities	7040	1
Town of Superior	505888.00 08/2024	9/11/2024	9/11/2024	\$ 98.65	O&M - Utilities	7040	1
Town of Superior	505889.00 08/2024	9/11/2024	9/11/2024	\$ 74.57	O&M - Utilities	7040	1
Town of Superior	507530.00 08/2024	9/11/2024	9/11/2024	\$ 486.39	O&M - Utilities	7040	1
Town of Superior	505291.00 08/2024	9/11/2024	9/11/2024	\$ 291.29	O&M - Utilities	7040	1
Town of Superior	505257.00 08/2024	9/11/2024	9/11/2024	\$ 1,079.91	O&M - Utilities	7040	1
Town of Superior	505256.00 08/2024	9/11/2024	9/11/2024	\$ 185.94	O&M - Utilities	7040	1
Xcel Energy	891939607	8/27/2024	9/26/2024	\$ 24.13	O&M - Utilities	7040	1
Xcel Energy	891932506	8/27/2024	9/26/2024	\$ 171.99	O&M - Utilities	7040	1
Xcel Energy	891996649	8/27/2024	9/26/2024	\$ 98.98	O&M - Utilities	7040	1
Xcel Energy	891946887	8/27/2024	9/26/2024	\$ 55.21	O&M - Utilities	7040	1
Xcel Energy	892329589	8/29/2024	9/28/2024	\$ 27.94	O&M - Utilities	7040	1
Xcel Energy	892156749	8/28/2024	9/27/2024	\$ 0.80	O&M - Utilities	7040	1
Xcel Energy	891935718	8/27/2024	9/26/2024	\$ 14.76	O&M - Utilities	7040	1
Xcel Energy	892136129	8/28/2024	9/27/2024	\$ 547.16	O&M - Utilities	7040	1
Xcel Energy	891940207	8/27/2024	9/26/2024	\$ 33.79	O&M - Utilities	7040	1
Xcel Energy	891942522	8/27/2024	9/26/2024	\$ 117.72	O&M - Utilities	7040	1
Xcel Energy	891918439	8/27/2024	9/26/2024	\$ 95.06	O&M - Utilities	7040	1
Xcel Energy	892324913	8/29/2024	9/28/2024	\$ 35.43	O&M - Utilities	7040	1
Xcel Energy	892200051	8/28/2024	9/27/2024	\$ 566.11	O&M - Utilities	7040	1
				\$ 25,165.08			

STC Metropolitan District No.2  
September-24

	<u>General</u>	<u>Debt</u>	<u>Capital</u>	<u>Totals</u>
Disbursements	\$ 24,027.58		\$ 1,137.50	\$ 25,165.08
Payroll	\$ -			\$ -
<b>Total Disbursements from Checking Acct</b>	<b>\$24,027.58</b>	<b>\$0.00</b>	<b>\$1,137.50</b>	<b>\$25,165.08</b>

**STC Metropolitan District No.2  
October-24**

Vendor	Invoice #	Date	Due Date	Amount	Expense Account	Account Number	Department
CDPHE	WC251161885	9/11/2024	10/11/2024	\$ 540.00	Miscellaneous Expense	6850	1
Cintas Fire 636525	0D51720888	10/18/2024	10/28/2024	\$ 2,049.62	O&M - Parking Garage	7300	1
Colorado Facility Management, LLC	24-058	9/23/2024	9/23/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-063	9/30/2024	9/30/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-056	9/9/2024	9/9/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-057	9/16/2024	9/16/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Facility Management, LLC	24-040	9/2/2024	9/2/2024	\$ 180.20	O&M Maintenance	7350	1
Colorado Special Districts Prop & Liability	25WC-61405-0564	8/7/2024	8/7/2024	\$ 450.00	Prepaid Expenses	1100	1
Colorado Special Districts Prop & Liability	29168	9/27/2024	9/27/2024	\$ 145.00	Insurance/SDA Dues	6700	1
Colorado Special Districts Prop & Liability	25WC-61407-0637	8/7/2024	8/7/2024	\$ 450.00	Prepaid Expenses	1100	1
Colorado Special Districts Prop & Liability	25WC-61406-0582	8/7/2024	8/7/2024	\$ 450.00	Prepaid Expenses	1100	1
Colorado Special Districts Prop & Liability	30544	9/27/2024	9/27/2024	\$ 4,593.00	Insurance/SDA Dues	6700	1
Comcast	316389 09.2024	9/14/2024	10/9/2024	\$ 127.67	O&M - Parking Garage	7300	1
Dazio Associates Pc	726	9/30/2024	9/30/2024	\$ 4,700.00	Audit	6150	1
Dazio Associates Pc	732	10/4/2024	10/4/2024	\$ 6,600.00	Audit	6150	1
Dazio Associates Pc	725	9/30/2024	9/30/2024	\$ 4,700.00	Audit	6150	1
Doody Calls	DEN-0207481	9/30/2024	9/30/2024	\$ 1,908.66	O&M - Landscaping	7200	1
Doody Calls	DEN-0196773	8/31/2024	8/31/2024	\$ 1,810.33	O&M - Landscaping	7200	1
Icenogle Seaver Pogue, P.C.	26405	9/30/2024	9/30/2024	\$ 8,024.00	Legal	6750	1
James Brzostowicz	D2 Meeting- 09/27/24	9/27/2024	9/27/2024	\$ 100.00	Director's Fees	6200	1
James Brzostowicz	D2 Meeting- 09/27/24	9/27/2024	9/27/2024	\$ (100.00)	Payroll Taxes Payable	2200	1
ManageMowed Boulder	6254	9/6/2024	10/6/2024	\$ 28,838.00	O&M - Landscaping	7200	1
ManageMowed Boulder	6071	8/13/2024	9/12/2024	\$ 685.00	O&M - Landscaping	7200	1
ManageMowed Boulder	6116	8/31/2024	9/30/2024	\$ 248.00	O&M - Landscaping	7200	1
ManageMowed Boulder	6048	8/12/2024	9/11/2024	\$ 1,886.40	O&M - Landscaping	7200	1
ManageMowed Boulder	5911	8/1/2024	8/31/2024	\$ 2,582.08	O&M - Landscaping	7200	1
ManageMowed Boulder	6060	8/13/2024	9/12/2024	\$ 718.66	O&M - Landscaping	7200	1
ManageMowed Boulder	4776	2/10/2024	3/11/2024	\$ 6,975.00	O&M - Roads & Sidewalks	7250	1
ManageMowed Boulder	6162	9/1/2024	10/1/2024	\$ 2,582.08	O&M - Landscaping	7200	1
ManageMowed Boulder	6065	8/13/2024	9/12/2024	\$ 799.20	O&M - Landscaping	7200	1
Ranger Engineering, LLC.	2007	10/18/2024	10/18/2024	\$ 1,554.70	Engineering	7840	2
Simmons & Wheeler, P.C.	38904	8/31/2024	9/30/2024	\$ 1,196.41	Accounting	6120	1
Special District Management Services	D2 09/2024	9/30/2024	9/30/2024	\$ 4,058.40	O&M - Covenant Control	6820	1
Special District Management Services	D2 09/2024	9/30/2024	9/30/2024	\$ 3,494.40	Management	6800	1
Special District Management Services	D2 09/2024	9/30/2024	9/30/2024	\$ 828.10	Accounting	6120	1
Special District Management Services	D2 09/2024	9/30/2024	9/30/2024	\$ 219.91	Miscellaneous Expense	6850	1
Special District Management Services	D1 09/2024	9/30/2024	9/30/2024	\$ 632.00	Management	6800	1
Special District Management Services	D3 09/2024	9/30/2024	9/30/2024	\$ 666.20	Management	6800	1
Terry Willis	D2 Meeting- 09/27/24	9/27/2024	9/27/2024	\$ 100.00	Director's Fees	6200	1
Terry Willis	D2 Meeting- 09/27/24	9/27/2024	9/27/2024	\$ (7.65)	Payroll Taxes Payable	2200	1
Thyssenkrupp Elevator Corporation	3008109574	10/1/2024	10/1/2024	\$ 609.77	O&M - Parking Garage	7300	1
Town of Superior	507530.00 09/2024	10/11/2024	10/11/2024	\$ 271.47	O&M - Utilities	7040	1
Town of Superior	505888.00 09/2024	10/11/2024	10/11/2024	\$ 52.48	O&M - Utilities	7040	1
Town of Superior	506156.00 09/2024	10/11/2024	10/11/2024	\$ 157.83	O&M - Utilities	7040	1
Town of Superior	505487.00 09/2024	10/11/2024	10/11/2024	\$ 19.37	O&M - Utilities	7040	1
Town of Superior	505256.00 09/2024	10/11/2024	10/11/2024	\$ 224.05	O&M - Utilities	7040	1
Town of Superior	505324.00 09/2024	10/11/2024	10/11/2024	\$ 410.67	O&M - Utilities	7040	1
Town of Superior	505887.00 09/2024	10/11/2024	10/11/2024	\$ 55.49	O&M - Utilities	7040	1
Town of Superior	505889.00 09/2024	10/11/2024	10/11/2024	\$ 58.50	O&M - Utilities	7040	1
Town of Superior	506162.00 09/2024	10/11/2024	10/11/2024	\$ 181.91	O&M - Utilities	7040	1
Town of Superior	505291.00 09/2024	10/11/2024	10/11/2024	\$ 212.01	O&M - Utilities	7040	1
Town of Superior	505257.00 09/2024	10/11/2024	10/11/2024	\$ 729.73	O&M - Utilities	7040	1
Xcel Energy	896290067	9/27/2024	10/27/2024	\$ 35.60	O&M - Utilities	7040	1
Xcel Energy	896400795	9/30/2024	10/30/2024	\$ 124.39	O&M - Utilities	7040	1
Xcel Energy	896286805	9/27/2024	10/27/2024	\$ 27.42	O&M - Utilities	7040	1
Xcel Energy	896286808	9/27/2024	10/27/2024	\$ 24.09	O&M - Utilities	7040	1
Xcel Energy	896204791	9/27/2024	10/27/2024	\$ 14.84	O&M - Utilities	7040	1
Xcel Energy	896284820	9/27/2024	10/27/2024	\$ 593.65	O&M - Utilities	7040	1
Xcel Energy	896439934	9/30/2024	10/30/2024	\$ 53.54	O&M - Utilities	7040	1
Xcel Energy	896426522	9/30/2024	10/30/2024	\$ 105.49	O&M - Utilities	7040	1
Xcel Energy	896214242	9/27/2024	10/27/2024	\$ 35.79	O&M - Utilities	7040	1
Xcel Energy	896280275	9/27/2024	10/27/2024	\$ 279.52	O&M - Utilities	7040	1
Xcel Energy	896205659	9/27/2024	10/27/2024	\$ 98.47	O&M - Utilities	7040	1
Xcel Energy	896216639	9/27/2024	10/27/2024	\$ 46.19	O&M - Utilities	7040	1
Xcel Energy	896202492	9/27/2024	10/27/2024	\$ 186.33	O&M - Utilities	7040	1

\$ 100,114.77

STC Metropolitan District No.2  
October-24

	<u>General</u>	<u>Debt</u>	<u>Capital</u>	<u>Totals</u>
Disbursements	\$ 98,467.72	\$ -	\$ 1,554.70	\$ 100,022.42
Payroll	\$ 92.35			\$ 92.35
<b>Total Disbursements from Checking Acct</b>	<b>\$98,560.07</b>	<b>\$0.00</b>	<b>\$1,554.70</b>	<b>\$100,114.77</b>

**STC Metropolitan District No.2- Special Request  
October-24**

<b>Vendor</b>	<b>Invoice #</b>	<b>Date</b>	<b>Due Date</b>	<b>Amount</b>	<b>Expense Account</b>	<b>Account Number</b>	<b>Department</b>
Development Strategies	Retainer- Market & Tax Study	10/8/2024	10/8/2024	\$ 14,000.00	Miscellaneous Expense	6850	1
				\$ 14,000.00			

STC Metropolitan District No.2  
October-24

	<u>General</u>	<u>Debt</u>	<u>Capital</u>	<u>Totals</u>
Disbursements	\$ 14,000.00	\$ -	\$ -	\$ 14,000.00
Payroll	\$ -			\$ -
<b>Total Disbursements from Checking Acct</b>	<b>\$14,000.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$14,000.00</b>

STC Metropolitan District No. 2  
Financial Statements

June 30, 2024



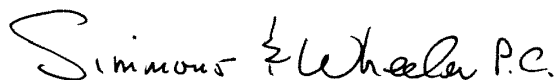
ACCOUNTANT'S COMPILATION REPORT

Board of Directors  
STC Metropolitan District No. 2

Management is responsible for the accompanying financial statements of each major fund of STC Metropolitan District No. 2, as of and for the period ended June 30, 2024, which are comprised of the Balance Sheet and the related Statement of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual – Governmental Funds and account groups for the six months then ended in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with the Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit the Statement of Net Position, Statement of Activities, Management Discussion and Analysis and all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the District's financial position and results of operations. Accordingly, the financial statements are not designed for those who are not informed about such matters.

We are not independent with respect to STC Metropolitan District No. 2 because we performed certain accounting services that impaired our independence.



August 14, 2024  
Englewood, Colorado

STC Metropolitan District No 2  
Balance Sheet - Governmental Funds and Account Groups  
June 30, 2024

See Accountant's Compilation Report

	<u>General Fund</u>	<u>Debt Service Fund</u>	<u>Capital Projects Fund</u>	<u>Account Groups</u>	<u>Total All Funds</u>
Assets					
Current assets					
Cash in checking	\$ -	\$ 92,131	\$ -	\$ -	\$ 92,131
Cash in UMB accounts	-	12,219,357	26,282	-	12,245,639
SURA Taxes Receivable	23,839	848,732	-	-	872,571
Taxes receivable	502	1,760	-	-	2,262
Receivable Developer	157,500	-	-	-	157,500
Due from District No. 1	63,718	346,993	-	-	410,711
Due from District No 3	5,460	11,579	-	-	17,039
Due From Other funds	-	94,840	-	-	94,840
	<u>251,019</u>	<u>13,615,392</u>	<u>26,282</u>	<u>-</u>	<u>13,892,693</u>
Other assets					
Capital improvements	-	-	-	81,853,436	81,853,436
Amount available in debt service fund	-	-	-	13,615,392	13,615,392
Amount to be provided for retirement of debt	-	-	-	98,643,616	98,643,616
	<u>-</u>	<u>-</u>	<u>-</u>	<u>194,112,444</u>	<u>194,112,444</u>
<b>Total assets</b>	<b>\$ <u>251,019</u></b>	<b>\$ <u>13,615,392</u></b>	<b>\$ <u>26,282</u></b>	<b>\$ <u>194,112,444</u></b>	<b>\$ <u>208,005,137</u></b>
Liabilities and Equity					
Current liabilities					
Accounts payable	\$ 162,175	\$ -	\$ -	\$ -	\$ 162,175
Due To Other funds	88,844	-	5,995	-	94,839
	<u>251,019</u>	<u>-</u>	<u>5,995</u>	<u>-</u>	<u>257,014</u>
Long-Term liabilities					
Developer Principal - Operating	-	-	-	1,078,188	1,078,188
Developer Interest - Operating	-	-	-	357,820	357,820
Bonds Payable - Series 2019A	-	-	-	90,790,000	90,790,000
Bonds Payable - Series 2019B	-	-	-	19,770,000	19,770,000
Bonds Payable - Series 2020C&D	-	-	-	263,000	263,000
	<u>251,019</u>	<u>-</u>	<u>5,995</u>	<u>112,259,008</u>	<u>112,516,022</u>
Fund Equity					
Investment in capital improvements	-	-	-	81,853,436	81,853,436
Fund balance (deficit)	(10,971)	13,615,392	20,287	-	13,624,708
Emergency reserves	10,971	-	-	-	10,971
	<u>-</u>	<u>13,615,392</u>	<u>20,287</u>	<u>81,853,436</u>	<u>95,489,115</u>
	<b>\$ <u>251,019</u></b>	<b>\$ <u>13,615,392</u></b>	<b>\$ <u>26,282</u></b>	<b>\$ <u>194,112,444</u></b>	<b>\$ <u>208,005,137</u></b>

STC Metropolitan District No 2  
Statement of Revenues, Expenditures and Changes in Fund Balance  
Budget and Actual  
For the 6 Months Ended June 30, 2024  
General Fund

See Accountant's Compilation Report

	<u>Annual Budget</u>	<u>Actual</u>	<u>Variance Favorable (Unfavorable)</u>
<b>Revenues</b>			
Property Taxes	\$ 11,060	\$ 1,778	\$ (9,282)
Specific Ownership Taxes	5,000	2,589	(2,411)
SURA Property Tax Increment	114,866	104,606	(10,260)
Parking Garage Cost Share	14,948	21,501	6,553
Developer Advance	44,635	157,500	112,865
Miscellaneous/Interest Income	14,000	18,689	4,689
Transfer from District 1	300,936	266,164	(34,772)
Transfer from District 3	27,781	24,084	(3,697)
	<u>533,226</u>	<u>596,911</u>	<u>63,685</u>
<b>Expenditures</b>			
Accounting	20,000	6,974	13,026
Accounting Accounts payable	-	10,041	(10,041)
Audit	16,500	-	16,500
Directors' Fees	2,400	300	2,100
Insurance/SDA Dues	28,000	11,603	16,397
Election	-	-	-
Legal	35,000	23,000	12,000
Legal Special	-	48,635	(48,635)
Management	35,000	26,185	8,815
Miscellaneous	3,000	4,348	(1,348)
O&M - Covenant Control	35,000	21,295	13,705
O&M - Landscaping	35,000	34,963	37
O&M - Utilities	30,000	12,752	17,248
O&M - Plaza	10,000	4,864	5,136
O&M - Roads & Sidewalks Snow Removal	100,000	163,873	(63,873)
O&M - Parking Garage	8,000	18,161	(10,161)
O&M - Reserve	7,500	-	7,500
Treasurer's Fees	3	4	(1)
Payroll Taxes	300	-	300
Contingency	8,511	-	8,511
Emergency reserve	10,971	-	10,971
	<u>385,185</u>	<u>386,998</u>	<u>(1,813)</u>
Excess (deficiency) of revenues over expenditures	148,041	209,913	61,872
Fund balance - beginning	<u>(148,041)</u>	<u>(209,913)</u>	<u>(61,872)</u>
Fund balance - ending	\$ <u><u>-</u></u>	\$ <u><u>-</u></u>	\$ <u><u>-</u></u>

STC Metropolitan District No 2  
Statement of Revenues, Expenditures and Changes in Fund Balance  
Budget and Actual  
For the 6 Months Ended June 30, 2024  
Debt Service Fund

See Accountant's Compilation Report

	<u>Annual Budget</u>	<u>Actual</u>	<u>Variance Favorable (Unfavorable)</u>
<b>Revenues</b>			
Property Taxes	\$ 38,735	\$ 360	\$ (38,375)
Specific Ownership Taxes	19,064	9,259	(9,805)
SURA Property Tax Increment	4,436,918	3,726,387	(710,531)
Interest income	90,000	300,682	210,682
Transfer from STCMD No. 1	1,490,047	1,454,241	(35,806)
Transfer from STCMD No. 3	<u>55,345</u>	<u>51,024</u>	<u>(4,321)</u>
	<u>6,130,109</u>	<u>5,541,953</u>	<u>(588,156)</u>
<b>Expenditures</b>			
Bond principal - 2019A	-	-	-
Bond interest - 2019A	4,339,250	2,169,625	2,169,625
Bond interest - 2019B	-	-	-
Miscellaneous Expense	500	-	500
Treasurer's Fees	581	19	562
Trustee / paying agent fees	<u>8,000</u>	<u>-</u>	<u>8,000</u>
	<u>4,348,331</u>	<u>2,169,644</u>	<u>2,178,687</u>
Excess (deficiency) of revenues over expenditures	1,781,778	3,372,309	1,590,531
Fund balance - beginning	<u>10,432,706</u>	<u>10,243,083</u>	<u>(189,623)</u>
Fund balance - ending	\$ <u>12,214,484</u>	\$ <u>13,615,392</u>	\$ <u>1,400,908</u>

STC Metropolitan District No 2  
Statement of Revenues, Expenditures and Changes in Fund Balance  
Budget and Actual  
For the 6 Months Ended June 30, 2024  
Capital Projects Fund

See Accountant's Compilation Report

	<u>Annual Budget</u>	<u>Actual</u>	<u>Variance Favorable (Unfavorable)</u>
Revenues			
Developer Advance	\$ -	\$ -	\$ -
Bond Proceeds	15,674,000	-	#####
Interest	<u>400,000</u>	<u>673</u>	<u>(399,327)</u>
	<u>16,074,000</u>	<u>673</u>	<u>#####</u>
Expenditures			
Legal	3,500	-	3,500
Construction Expenses	16,040,500	-	16,040,500
Engineering	<u>30,000</u>	<u>9,082</u>	<u>20,918</u>
	<u>16,074,000</u>	<u>9,082</u>	<u>16,064,918</u>
Excess (deficiency) of revenues over expenditures	-	(8,409)	(8,409)
Fund balance - beginning	<u>-</u>	<u>28,696</u>	<u>28,696</u>
Fund balance (deficit) - ending	\$ <u>-</u>	\$ <u>20,287</u>	\$ <u>20,287</u>

**STC METROPOLITAN DISTRICT NO. 2**

**Financial Statements**

**December 31, 2023**

# STC METROPOLITAN DISTRICT NO. 2

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Dazzio & Associates, PC

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Certified Public Accountants

**INDEPENDENT AUDITOR'S REPORT**

Board of Directors  
STC Metropolitan District No. 2  
Boulder County, Colorado

***Opinions***

We have audited the accompanying financial statements of the governmental activities and each major fund of the STC Metropolitan District No. 2 (the District), as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the District's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities and each major fund of the District, as of December 31, 2023, and the respective changes in financial position and the budgetary comparison for the General Fund for the year then ended in accordance with accounting principles generally accepted in the United States of America.

***Basis for Opinions***

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the District and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

***Responsibilities of Management for the Financial Statements***

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.



In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the District's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

### ***Required Supplementary Information***

Management has omitted Management's Discussion and Analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

### ***Supplementary Information***

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the District's basic financial statements. The Supplementary Information, as listed in the table of contents, is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Supplementary Information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

### ***Other Information***

Management is responsible for the other information included in the annual report. The Other Information, as listed in the table of contents, does not include the basic financial statements and our auditor's report thereon. Our opinions on the basic financial statements do not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the basic financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

*Duggio & Associates, P.C.*

September 12, 2024

## **BASIC FINANCIAL STATEMENTS**

**STC METROPOLITAN DISTRICT NO. 2**

**STATEMENT OF NET POSITION**

**December 31, 2023**

	<b>Governmental Activities</b>
<b>Assets</b>	
Cash and Investments	\$ 47,384
Cash and Investments - Restricted	10,122,202
Accounts Receivable	5,929
Developer Receivable	3,556
Due from District No. 1	4,686
Due from District No. 3	317
Prepaid Expenses	6,692
Receivable from County Treasurer	1,240
Property Taxes Receivable	49,795
Tax Increment Taxes Receivable	517,160
Capital Assets Not Being Depreciated	106,206,885
Capital Assets, Net	1,924,455
<b>Total Assets</b>	118,890,301
<b>Liabilities</b>	
Accounts Payable	173,510
Accrued Interest Payable	361,604
Noncurrent Liabilities	
Due Within One Year	1,105,000
Due In More Than One Year	138,654,685
	140,294,799
<b>Total Liabilities</b>	140,294,799
<b>Deferred Inflows of Resources</b>	
Deferred Property Tax	49,795
Deferred Tax Increment Taxes	517,160
	566,955
<b>Total Deferred Inflows of Resources</b>	566,955
<b>Net Position</b>	
Net Investment In Capital Assets	1,924,455
Restricted for	
TABOR Reserve	10,100
Debt Service	2,834,925
Unrestricted	(26,740,933)
	(24,806,758)
<b>Total Net Position</b>	\$ (21,971,453)

The notes to the financial statements are an integral part of this statement.

**STC METROPOLITAN DISTRICT NO. 2**

**STATEMENT OF ACTIVITIES**

**For the Year Ended December 31, 2023**

<b>Function/Program Activities</b>	<b>Expenses</b>	<b>Program Revenues</b>			<b>Net (Expense)</b>
		<b>Permits, Fees, Fines, and Charges for Services</b>	<b>Operating Grants and Contributions</b>	<b>Capital Grants and Contributions</b>	<b>Revenue and Changes in Net Position</b>
					<b>Governmental Activities</b>
<b>Governmental Activities</b>					
General Government	\$ 554,430	\$ -	\$ 243,911	\$ -	\$ (310,519)
Interest and Related Costs on Long-term Debt	6,949,625	-	-	1,003,468	(5,946,157)
<b>Total Governmental Activities</b>	<b>\$ 7,504,055</b>	<b>\$ -</b>	<b>\$ 243,911</b>	<b>\$ 1,003,468</b>	<b>(6,256,676)</b>
<b>General Revenues:</b>					
					1,763
					13,408
					2,660,802
					563,426
					8,930
					<b>3,248,329</b>
					(3,008,347)
					(18,963,106)
					<b>\$ (21,971,453)</b>

The notes to the financial statements are an integral part of this statement.

**STC METROPOLITAN DISTRICT NO. 2**

**BALANCE SHEET  
GOVERNMENTAL FUNDS  
December 31, 2023**

	<b>General</b>	<b>Debt Service</b>	<b>Capital Projects</b>	<b>Total</b>
<b>Assets</b>				
Cash and Investments	\$ 21,774	\$ -	\$ 25,610	\$ 47,384
Cash and Investments - Restricted	-	10,122,202	-	10,122,202
Accounts Receivable	5,929	-	-	5,929
Receivable from County Treasurer	275	965	-	1,240
Developer Receivable	3,556	-	-	3,556
Due from District No. 1	781	3,905	-	4,686
Due from District No. 3	106	211	-	317
Prepaid Expense	6,692	-	-	6,692
Due from Other Funds	-	115,809	3,086	118,895
Property Taxes Receivable	11,060	38,735	-	49,795
Tax Increment Taxes Receivable	114,866	402,294	-	517,160
<b>Total Assets</b>	<b>\$ 165,039</b>	<b>\$ 10,684,121</b>	<b>\$ 28,696</b>	<b>\$ 10,877,856</b>
<b>Liabilities</b>				
Accounts payable	\$ 173,510	\$ -	\$ -	\$ 173,510
Due to Other Funds	118,895	-	-	118,895
<b>Total Liabilities</b>	<b>292,405</b>	<b>-</b>	<b>-</b>	<b>292,405</b>
<b>Deferred Inflows of Resources</b>				
Deferred Property Tax	11,060	38,735	-	49,795
Deferred Tax Increment Taxes	114,866	402,294	-	517,160
<b>Total Deferred Inflows of Resources</b>	<b>125,926</b>	<b>441,029</b>	<b>-</b>	<b>566,955</b>
<b>Fund Balances</b>				
Nonspendable				
Prepaid Expenses	6,692	-	-	6,692
Restricted for				
TABOR Reserve	10,100	-	-	10,100
Debt Service	-	10,243,092	-	10,243,092
Capital Projects	-	-	28,696	28,696
Unassigned	(270,084)	-	-	(270,084)
<b>Total Fund Balances</b>	<b>(253,292)</b>	<b>10,243,092</b>	<b>28,696</b>	<b>10,018,496</b>
<b>Total Liabilities, Deferred Inflows of Resources and Fund Balances</b>	<b>\$ 165,039</b>	<b>\$ 10,684,121</b>	<b>\$ 28,696</b>	<b>\$ 10,877,856</b>

The notes to the financial statements are an integral part of this statement.

STC METROPOLITAN DISTRICT NO. 2

RECONCILIATION OF THE GOVERNMENTAL FUNDS BALANCE SHEET TO THE  
STATEMENT OF NET POSITION

December 31, 2023

Total Fund Balances - Governmental Funds \$ 10,018,496

Total net position reported for governmental activities in the statement of  
of net position is different because:

Capital assets used in governmental activities are not financial  
resources and therefore are not reported in the funds. Those  
assets consist of:

Capital Assets	\$ 108,422,085	
Less Accumulated Depreciation	<u>(290,745)</u>	108,131,340

Long-term liabilities applicable to the District's governmental  
activities are not due and payable in the current period and  
accordingly are not reported as fund liabilities. All liabilities,  
both current and long-term, are reported in the statement of  
net position.

Balances at December 31, 2023 are:

Bonds Payable	(125,385,873)	
Bond Premium	(4,401,828)	
Accrued Interest on Bonds-2019A	(361,604)	
Accrued Interest on Bonds-2019B	(7,194,312)	
Accrued Interest on Bonds-2020C	(569,872)	
Developer Advance Payable-Capital	(428,355)	
Developer Advance Payable-Operating	(1,192,562)	
Interest payable on Developer advance-Capital	(3,755)	
Interest payable on Developer advance-Operating	<u>(583,128)</u>	<u>(140,121,289)</u>

Net Position - Governmental Activities \$ (21,971,453)

The notes to the financial statements are an integral part of this statement.

STC METROPOLITAN DISTRICT NO. 2

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES  
GOVERNMENTAL FUNDS

For the Year Ended December 31, 2023

	General	Debt Service	Capital Projects	Total
<b>Revenues</b>				
Property Taxes	\$ 1,398	\$ 365	\$ -	\$ 1,763
Specific Ownership Tax	2,978	10,430	-	13,408
SURA Property Tax Increment	62,208	2,598,594	-	2,660,802
Transfer from District No. 1	187,218	952,199	-	1,139,417
Transfer from District No. 3	25,634	51,269	-	76,903
Parking Garage Cost Share	31,059	-	-	31,059
Interest Income	284	546,031	17,111	563,426
Miscellaneous	8,930	-	-	8,930
<b>Total Revenues</b>	<b>319,709</b>	<b>4,158,888</b>	<b>17,111</b>	<b>4,495,708</b>
<b>Expenditures</b>				
<b>Current</b>				
Accounting	29,290	-	-	29,290
Audit	14,600	-	-	14,600
Directors Fees	1,000	-	-	1,000
Insurance	25,127	-	-	25,127
Election	2,126	-	-	2,126
Legal	54,606	-	-	54,606
Management	38,657	-	-	38,657
Miscellaneous	3,598	-	-	3,598
Treasurers Fees	6	20	-	26
Payroll Taxes	1,075	-	-	1,075
Utilities	29,978	-	-	29,978
Covenant Control	34,160	-	-	34,160
Landscaping	138,997	-	-	138,997
Parking Garage	14,142	-	-	14,142
Roads & Sidewalks	109,223	-	-	109,223
Miscellaneous Operations	2,465	-	-	2,465
<b>Capital Outlay</b>				
Construction Expenses	-	-	10,111,986	10,111,986
Developer Reimbursement	-	-	7,277,491	7,277,491
Developer Reimbursement - Interest	-	-	353,754	353,754
<b>Debt Service</b>				
Bond Interest	-	4,339,250	-	4,339,250
Costs of Issuance	-	4,000	-	4,000
Paying Agent Fees	-	9,500	-	9,500
<b>Total Expenditures</b>	<b>499,050</b>	<b>4,352,770</b>	<b>17,766,041</b>	<b>22,617,861</b>
<b>Excess Revenues Over (Under) Expenditures</b>	<b>(179,341)</b>	<b>(193,882)</b>	<b>(17,748,930)</b>	<b>(18,122,153)</b>
<b>Other Financing Sources (Uses)</b>				
Developer Advances	114,374	-	428,355	542,729
Bond Proceeds	-	-	9,683,632	9,683,632
<b>Total Other Financing Sources (Uses)</b>	<b>114,374</b>	<b>-</b>	<b>10,111,987</b>	<b>10,226,361</b>
<b>Net Change in Fund Balances</b>	<b>(64,967)</b>	<b>(193,882)</b>	<b>(7,636,943)</b>	<b>(7,895,792)</b>
<b>Fund Balances - Beginning</b>	<b>(188,325)</b>	<b>10,436,974</b>	<b>7,665,639</b>	<b>17,914,288</b>
<b>Fund Balances - Ending</b>	<b>\$ (253,292)</b>	<b>\$ 10,243,092</b>	<b>\$ 28,696</b>	<b>\$ 10,018,496</b>

The notes to the financial statements are an integral part of this statement.



**STC METROPOLITAN DISTRICT NO. 2**

**RECONCILIATION OF THE STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN  
FUND BALANCES OF GOVERNMENTAL FUNDS TO THE STATEMENT OF ACTIVITIES**

**For the Year Ended December 31, 2023**

Net Change in Fund Balances - Total Governmental Funds \$ (7,895,792)

Amounts reported for governmental activities in the statement of activities are different because:

Governmental funds report capital outlays as expenditures. In the statement of activities, capital outlay is not reported as an expenditure. However, the statement of activities will report as depreciation expense the allocation of the cost of any depreciable asset over the estimated useful life of the asset.

Capital outlay	10,134,796
Depreciation Expense	(55,380)

The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of principal of long-term debt consumes the current financial resources of governmental funds. Neither transaction, however, has any effect on net position. The net effect of these differences in the treatment of long-term debt is as follows:

Bond Issuance	(10,077,589)
Developer advances - Capital	(428,355)
Developer advances - Operating	(114,374)
Repayment of developer advance	
Principal	7,277,491
Interest	456,883

Some expenses reported in the statement of activities do not require the use of current financial resources and, therefore, are not reported as expenditures in governmental funds

Accrued interest on Developer advances -Operating	(100,395)
Accrued interest on Developer advances -Capital	(3,755)
Accrued interest on bonds-Change in Liability-2020B	(1,997,356)
Accrued interest on bonds-Change in Liability-2020C	(518,132)
Amortization of bond premium	313,611

Change in Net Position - Governmental Activities \$ (3,008,347)

The notes to the financial statements are an integral part of this statement.

STC METROPOLITAN DISTRICT NO. 2

STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -  
BUDGET AND ACTUAL

GENERAL FUND

For the Year Ended December 31, 2023

(With Comparative Totals for the Year Ended December 31, 2022)

	Original Budget	Final Budget	Actual Amounts	Variance with Final Budget	2022 Actual
<b>Revenues</b>					
Property Taxes	\$ 1,723	\$ 1,723	\$ 1,398	\$ (325)	\$ 204
Specific Ownership Tax	5,000	2,800	2,978	178	3,755
SURA Property Tax Increment	62,156	62,000	62,208	208	82,370
Transfer from District No. 1	187,957	189,733	187,218	(2,515)	175,671
Transfer from District No. 3	26,619	25,452	25,634	182	55,506
Parking Garage Cost Share	14,947	31,000	31,059	59	35,625
Interest Income	-	-	284	284	140
Miscellaneous	8,936	10,000	8,930	(1,070)	600
<b>Total Revenues</b>	<b>307,338</b>	<b>322,708</b>	<b>319,709</b>	<b>(2,999)</b>	<b>353,871</b>
<b>Expenditures</b>					
Administrative					
Accounting	20,000	30,000	29,290	710	33,651
Audit	16,500	14,600	14,600	-	14,000
Directors Fees	2,400	2,400	1,000	1,400	2,200
Insurance	25,750	26,000	25,127	873	22,242
Election	15,000	2,000	2,126	(126)	1,809
Legal	35,000	55,000	54,606	394	81,794
Management	35,000	40,000	38,657	1,343	30,400
Miscellaneous	3,000	4,000	3,598	402	2,903
Treasurers Fees	3	6	6	-	3
Payroll Taxes	300	300	1,075	(775)	-
Utilities	30,000	40,000	29,978	10,022	29,935
Covenant Control	12,000	35,000	34,160	840	12,710
Contingency	8,511	-	-	-	-
Emergency Reserve	12,314	-	-	-	-
Operations and Maintenance					
Landscaping	90,000	130,000	138,997	(8,997)	137,635
Parking Garage	8,000	16,000	14,142	1,858	4,319
Roads & Sidewalks	100,000	120,000	109,223	10,777	187,955
Miscellaneous Operations	10,000	10,000	2,465	7,535	8,309
Reserve	7,500	-	-	-	-
<b>Total Expenditures</b>	<b>431,278</b>	<b>525,306</b>	<b>499,050</b>	<b>26,256</b>	<b>569,865</b>
<b>Excess Revenues Over (Under)</b>					
<b>Expenditures</b>	(123,940)	(202,598)	(179,341)	23,257	(215,994)
<b>Other Financing Sources</b>					
Developer Advances	100,000	390,923	114,374	(276,549)	-
<b>Net Change in Fund Balance</b>	<b>(23,940)</b>	<b>188,325</b>	<b>(64,967)</b>	<b>(253,292)</b>	<b>(215,994)</b>
<b>Fund Balance - Beginning</b>	<b>23,940</b>	<b>(188,325)</b>	<b>(188,325)</b>	<b>-</b>	<b>27,669</b>
<b>Fund Balance - Ending</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ (253,292)</b>	<b>\$ (253,292)</b>	<b>\$ (188,325)</b>

The notes to the financial statements are an integral part of this statement.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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#### **Note 1 – Definition of Reporting Entity**

The STC Metropolitan District No. 2 (the District), a quasi-municipal corporation and political subdivision of the State of Colorado, was organized by Order and Decree of the District Court for Boulder County recorded on December 5, 2013, and is governed pursuant to provisions of the Colorado Special District Act (Title 32, Article 1, Colorado Revised Statutes). The District is one of three related districts: STC Metropolitan District Nos. 1, 2 and 3 (individually, District No. 1 and District No. 3, and collectively with the District, the Districts).

The District operates under a Service Plan approved by the Town of Superior (the Town) on May 13, 2013 and amended on April 6, 2014. Pursuant to the Service Plan, the District and District No. 3 are referred to as the Financing Districts and District No. 1 is the Managing District. The Managing District is responsible for managing, implementing and coordinating the financing, construction, and the operation and maintenance of all public infrastructure and services within and without the project known as Superior Town Center. The Financing Districts provide the funding for the improvements and the tax base needed to support ongoing operations of the Districts. On January 1, 2015, the Districts entered into a Facilities Funding, Construction and Operation Agreement whereby the District took over the responsibilities of the Managing, or Operating District, and District No. 1 became a financing district (see Note 6).

The District's service area boundaries are located entirely within the Town and the Superior Urban Renewal Area.

The District has no employees and all operations and administrative functions are contracted.

The District follows the Governmental Accounting Standards Board (GASB) accounting pronouncements, which provide guidance for determining which governmental activities, organizations and functions should be included within the financial reporting entity. GASB pronouncements set forth the financial accountability of a governmental organization's elected governing body as the basic criterion for including a possible component governmental organization in a primary government's legal entity. Financial accountability includes, but is not limited to, appointment of a voting majority of the organization's governing body, ability to impose its will on the organization, a potential for the organization to provide specific financial benefits or burdens, and fiscal dependency.

The District is not financially accountable to any other organization, nor is the District a component unit of any other primary governmental entity.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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#### **Note 2 – Summary of Significant Accounting Policies**

The more significant accounting policies of the District are described as follows:

#### **Government-Wide and Fund Financial Statements**

The government-wide financial statements include the statement of net position and the statement of activities. These financial statements include all of the activities of the District. Governmental activities are normally supported by taxes and intergovernmental revenues.

The statement of net position reports all financial and capital resources of the District. The difference between the assets and liabilities of the District is reported as net position.

The statement of activities demonstrates the degree to which the direct expenses of a given function or segment is offset by program revenue. *Direct expenses* are those that are clearly identifiable with a specific function or segment. *Program revenue* include 1) charges to customers or applicants who purchase, use, or directly benefit from goods, services, or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment. Taxes and other items not properly included among program revenue are reported instead as *general revenue*.

Separate financial statements are provided for governmental funds. Major individual governmental funds are reported in separate columns in the fund financial statements.

#### **Measurement Focus, Basis of Accounting, and Financial Statement Presentation**

The government-wide financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Property taxes are recognized as revenues in the year for which they are levied. Other items are recognized as revenues as soon as all eligibility requirements imposed by the provider have been met. Depreciation is computed and recorded as an operating expense. Expenditures for capital assets are shown as increases in assets and redemption of bonds and notes are recorded as a reduction in liabilities.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, the District considers revenues to be available if they are collected within 60 days after year-end. The major sources of revenue susceptible to accrual are property taxes. All other

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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revenue items are considered to be measurable and available only when cash is received by the District. Expenditures are recorded when the related fund liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

The District reports the following major governmental funds:

**General Fund** – This fund is the general operating fund of the District. It is used to account for all financial resources except those required to be accounted for in another fund.

**Debt Service Fund** – This fund is used to account for the resources accumulated and payments made for principal and interest on long-term general obligation debt.

**Capital Projects Fund** – This fund is used to account for financial resources earmarked or segregated for the acquisition and construction of major capital facilities and other project-oriented activities.

As a general rule the effect of interfund activity has been eliminated from the government-wide financial statements.

#### **Budgets**

In accordance with the State Budget Law, the District's Board of Directors holds public hearings in the fall each year to approve the budget and appropriate the funds for the ensuing year. The appropriation is at the total fund expenditures level and lapses at year end. The District can modify the budget by line item within the total appropriation without notification. The appropriation can only be modified upon completion of notification and publication requirements. The budget includes each fund on its basis of accounting unless otherwise indicated.

The District has amended its budget for the year ended December 31, 2023.

#### **Pooled Cash and Investments**

The District follows the practice of pooling cash and investments of all funds to maximize investment earnings. Except when required by trust or other agreements, all cash is deposited to and disbursed from a single account. Cash in excess of immediate operating requirements is pooled for deposit and investment flexibility. Investment earnings are allocated periodically to the participating funds based upon each fund's average equity balance in the total cash and investments. Investments are carried at fair value.

Cash and investments are presented on the balance sheet in the basic financial statements at fair value.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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#### **Capital Assets**

Capital assets, which include property and equipment, are reported in the government-wide financial statements. Capital assets defined by the District as assets include improvements to buildings and equipment with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year. Such assets are recorded at historical cost or estimated historical cost if purchased or constructed. Donated capital assets are recorded at estimated fair market value at the date of donation. The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend assets lives are not capitalized.

Capital assets that are anticipated to be conveyed to other governmental entities are recorded as construction in progress and are not included in the calculation of the net investment in capital assets.

Depreciation expense has been computed using the straight-line method over the estimated economic useful life of 40 years.

#### **Interfund Balances**

The District reports interfund balances that are representative of lending/borrowing arrangements between funds in the fund financial statements as due to/from other funds. The interfund balances have been eliminated in the government-wide statements.

#### **Property Taxes**

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Property taxes, net of estimated uncollectible taxes, are recorded initially as deferred inflow of resources in the year they are levied and measurable. The property tax revenues are recorded as revenue in the year they are available or collected.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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#### **Deferred Inflows of Resources**

In addition to assets, the statement of net position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net assets that applies to a future period(s) and so will not be recognized as an outflow of resources until then.

In addition to liabilities, the statement of net position and the governmental funds balance sheet will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, *deferred inflows of resources*, represents an acquisition of net assets that applies to a future period(s) and so will *not* be recognized as an inflow of resources (revenue) until that time. The District has one item that qualifies for reporting in this category. Accordingly, one item, unavailable revenue – property tax, is reported in both the government-wide statement of net position and the governmental funds balance sheet. This amount is deferred and recognized as inflow of resources in the period that the amounts become available.

#### **Long-term Obligations and Original Issue Discount**

In the government-wide financial statements, debt premiums and discounts are deferred and amortized over the life of the issue using the percentage of current principal payments to total debt issue. Debt issuance costs, except any portion related to prepaid insurance costs, are expensed when incurred.

In the fund financial statements, governmental fund types recognize debt premiums and discounts, as well as debt issuance costs, during the current period. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

#### **Net Position and Fund Equity**

##### Net Position

The government-wide financial statements utilize a net position presentation. Net position is categorized as net investment in capital assets, restricted and unrestricted.

Net investment in capital assets consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of bonds, mortgages, notes or other borrowings that are attributable to the acquisition, construction or improvement of those assets.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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Restricted net position is subject to restrictions by creditors, grantors, contributors, or laws or regulations of other governments or imposed by law through constitutional provision or enabling legislation.

Unrestricted net position represents assets that do not have any third-party limitations on their use.

For government-wide presentation purposes, when both restricted and unrestricted resources are available for use, it is the District's practice to use restricted resources first, then unrestricted resources as they are needed.

#### Fund Balances

Fund balance for governmental funds should be reported in classifications that comprise a hierarchy based on the extent to which the government is bound to honor constraints on the specific purposes for which spending can occur. Governmental funds report up to five classifications of fund balance: nonspendable, restricted, committed, assigned, and unassigned.

Because circumstances differ among governments, not every government or every governmental fund will present all of these components. The following classifications describe the relative strength of the spending constraints:

*Nonspendable fund balance* – The portion of fund balance that cannot be spent because it is either not in spendable form (such as *prepaid amounts*) or legally or contractually required to be maintained intact.

*Restricted fund balance* – The portion of fund balances that is constrained to be used for a specific purpose by external parties (such as bondholders), constitutional provisions or enabling legislation.

*Committed fund balance* – The portion of fund balance that can only be used for specific purposes pursuant to constraints imposed by formal action of the government's highest level of decision-making authority, the Board of Directors. The constraint may be removed or changed only through formal action of the Board of Directors.

*Assigned fund balance* – The portion of fund balance that is constrained by the government's intent to be used for specific purposes but is neither restricted nor committed. Intent is expressed by the Board of Directors to be used for a specific purpose. Constraints imposed on the use of assigned amounts are more easily removed or modified than those imposed on amounts that are classified as committed.



STC METROPOLITAN DISTRICT NO. 2

NOTES TO FINANCIAL STATEMENTS

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*Unassigned fund balance* - The residual portion of fund balance that does not meet any of the criteria described above.

If more than one classification of fund balance is available for use when an expenditure is incurred, it is the District's practice to use the most restrictive classification first.

The General Fund reported a deficit in the fund financial statements as of December 31, 2023. The deficit will be eliminated with the receipt of incremental property taxes and developer advances in 2024.

**Note 3 – Cash and Investments**

Cash and investments as of December 31, 2023, are classified in the accompanying financial statements as follows:

	<u>Unrestricted</u>
Cash and Investments	\$ 47,384
Cash and Investments - Restricted	<u>10,122,202</u>
Total Cash and Investments	<u>\$ 10,169,586</u>

Cash and investments as of December 31, 2023, consist of the following:

Deposits with Financial Institutions	\$ 21,774
Investments	<u>10,147,812</u>
Total Cash and Investments	<u>\$ 10,169,586</u>

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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#### Cash Deposits

##### Custodial credit risk

Custodial risk for deposits is the risk that, in the event of a failure of a depository financial institution, the District will not be able to recover its deposits or will not be able to recover collateral securities that are in possession of an outside party. The Colorado Public Deposit Protection Act (PDPA) governs the investment of public funds. PDPA requires that all units of local government deposit cash in eligible public depositories. State regulators determine eligibility. Amounts on deposit in excess of federal insurance levels (\$250,000) must be collateralized. The eligible collateral is determined by the PDPA. PDPA allows the institution to create a single collateral pool for all public funds. The pool for all the uninsured public deposits as a group is to be maintained by another institution or held in trust. The market value of the collateral must be at least equal to 102% of the aggregate uninsured deposits. The institution's internal records identify the collateral by depositor and as such, these deposits are considered to be uninsured but collateralized. The State Regulatory Commissions for banks and financial services are required by statute to monitor the naming of eligible depositories and reporting of the uninsured deposits and assets maintained in the collateral pools.

At December 31, 2023, the District had a bank balance of \$24,904 and a carrying balance of \$21,774.

#### Investments

The District has adopted an investment policy by which it follows State statutes regarding investments.

The District generally limits its concentration of investments to obligations of the United States, certain U.S. government agency securities and Local Government Investment Pools, which are believed to have minimal credit risk, minimal interest rate risk and no foreign currency risk. Additionally, the District is not subject to concentration risk disclosure requirements or subject to investment custodial credit risk for investments that are in the possession of another party.

Colorado Revised Statutes limit investment maturities to five years or less unless formally approved by the Board of Directors, such actions are generally associated with a debt service reserve or sinking fund requirements.

**STC METROPOLITAN DISTRICT NO. 2**

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2023**

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Colorado statutes specify investment instruments meeting defined rating and risk criteria in which local governments may invest which include:

- Obligations of the United States, certain U.S. government agency securities and securities of the World Bank
- General obligation and revenue bonds of US local government entities
- Certain certificates of participation
- Certain securities lending agreements
- Bankers' acceptances of certain banks
- Commercial paper
- Written repurchase agreements and certain reverse repurchase agreements collateralized by certain authorized securities
- Certain money market funds
- Guaranteed investment contracts
- Local government investment pools

At December 31, 2023, the District had the following investments:

<u>Investment</u>	<u>Maturity</u>	<u>Fair Value</u>
Colorado Local Government Liquid Asset Trust (Colotrust PLUS+)	Weighted average under 60 days	<u>\$ 10,147,812</u>

The District invested in the Colorado Local Government Liquid Asset Trust (COLOTRUST) (the Trust), an investment vehicle established for local government entities in Colorado to pool surplus funds. The State Securities Commissioner administers and enforces all State statutes governing the Trust. The Trust currently offers three portfolios – COLOTRUST PRIME, COLOTRUST PLUS+, and COLOTRUST EDGE.

COLOTRUST PRIME and COLOTRUST PLUS+, which operate similarly to a money market fund and each share is equal in value to \$1.00, offer daily liquidity. Both portfolios may invest in U.S. Treasury securities and repurchase agreements collateralized by U.S. Treasury securities. COLOTRUST PLUS+ may also invest in certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

COLOTRUST EDGE, a variable Net Asset Value (NAV) Local Government Investment Pool, offers weekly liquidity and is managed to approximate a \$10.00 transactional share price. COLOTRUST EDGE may invest in securities authorized by CRS 24-75-601, including U.S. Treasury securities, repurchase agreements collateralized by U.S. Treasury securities, certain obligations of U.S. government agencies, highest rated commercial paper, and any security allowed under CRS 24-75-601.

**STC METROPOLITAN DISTRICT NO. 2**

**NOTES TO FINANCIAL STATEMENTS**

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A designated custodial bank serves as custodian for the Trust’s portfolios pursuant to a custodian agreement. The custodian acts as safekeeping agent for the Trust’s investment portfolios and provides services as the depository in connection with direct investments and withdrawals. The custodian’s internal records segregate investments owned by the Trust. COLOTRUST PRIME and COLOTRUST PLUS+ are rated AAAM by Standard & Poor’s. COLOTRUST EDGE is rated AAAs/S1 by FitchRatings. COLOTRUST records its investments at fair value and the District records its investment in COLOTRUST at net asset value as determined by fair value. There are no unfunded commitments, the redemption frequency is daily or weekly, and there is no redemption notice period.

**Restricted Cash and Investments**

At December 31, 2023, cash and investments in the amount of \$10,122,202 are restricted. This includes cash and investments held by the Debt Service Fund for bond reserves and bond principal and interest payments (see Note 5).

**Note 4 – Capital Assets**

An analysis of the changes in capital assets for the year ended December 31, 2023 follows:

	<u>Beginning Balance</u>	<u>Additions</u>	<u>Deletions</u>	<u>Ending Balance</u>
Capital assets not being depreciated				
Construction in Progress	\$ 96,072,089	\$ 10,134,796	\$ -	\$ 106,206,885
Capital assets not being depreciated				
Parking Structure	2,215,200	-	-	2,215,200
Less accumulated depreciation for:				
Parking Structure	(235,365)	(55,380)	-	(290,745)
Net total depreciable assets	<u>1,979,835</u>	<u>(55,380)</u>	<u>-</u>	<u>1,924,455</u>
Governmental activities capital assets, net	<u>\$ 98,051,924</u>	<u>\$ 10,079,416</u>	<u>\$ -</u>	<u>\$ 108,131,340</u>

STC METROPOLITAN DISTRICT NO. 2

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

**Note 5 – Long-Term Obligations**

The following is an analysis of changes in the District’s long-term obligations for the year ended December 31, 2023:

	Beginning Balance	Additions	Deletions	Ending Balance	Due Within One Year
<b>Governmental Activities:</b>					
General Obligation Limited Tax Bonds, Series 2019A	\$ 90,790,000	\$ -	\$ -	\$ 90,790,000	\$ 1,105,000
Series 2019A Premium	4,715,439	-	313,611	4,401,828	-
General Obligation Limited Tax Bonds, Series 2019B <sup>(3)</sup>	19,770,000	-	-	19,770,000	-
General Obligation Limited Tax Bonds, Series 2020C	263,000	14,562,873	-	14,825,873	-
Accrued and Unpaid Interest - 2019B <sup>(3)</sup>	5,196,956	1,997,356	-	7,194,312	-
Accrued and Unpaid Interest - 2020C	51,740	518,133	-	569,873	-
Developer Advances:					
Capital	11,762,775	428,355	11,762,775	428,355	-
Operating	1,078,188	114,374	-	1,192,562	-
Developer Advance Accrued Interest:					
Capital	456,883	3,755	456,883	3,755	-
Operating	482,733	100,395	-	583,128	-
	<u>\$ 134,567,714</u>	<u>\$ 17,725,241</u>	<u>\$ 12,533,269</u>	<u>\$ 139,759,686</u>	<u>\$ 1,105,000</u>

STC METROPOLITAN DISTRICT NO. 2

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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The details of the District’s long-term obligations are as follows:

**General Obligation Bonds**

**Limited Tax General Obligation and Special Revenue Refunding and Improvement Bonds, Series 2019A, dated December 19, 2019** (the 2019A Senior Bonds) in the original amount of \$90,790,000 with interest rates ranging from 3.00% to 5.00%, payable semiannually on June 1 and December 1, beginning on June 1, 2020. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2024.

The 2019A Bonds mature on December 1, 2049, and are subject to redemption prior to maturity, at the option of the District, on December 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a percentage of the principal amount so redeemed, as follows:

<u>Date of Redemption</u>	<u>Redemption Premium</u>
December 1, 2024, to November 30, 2025	3.00%
December 1, 2025, to November 30, 2026	2.00%
December 1, 2026, to November 30, 2027	1.00%
December 1, 2027, and thereafter	0.00%

The proceeds from the sale of the 2019A Senior Bonds and 2019B Subordinate Bonds, as hereinafter defined, were used for the purposes of: (i) paying or reimbursing the costs of capital infrastructure improvements; (ii) providing capitalized interest for the Senior Bonds; (iii) funding a Reserve Fund securing the Senior Bonds; refunding the Series 2015 Bonds and; (iv) paying costs of issuance of the Senior and Subordinate Bonds.

The 2019A Senior Bonds, as hereinafter defined, are limited tax general obligations of the District secured by and payable solely from the Pledged Revenue, generally consisting of: (a) all District Property Tax Revenue, generally comprised of the revenues resulting from imposition by the Districts of the applicable Required Mill Levy pursuant to the Capital Pledge Agreement, including the portion thereof constituting TC Increment (i.e., tax increment revenues) payable to the District by SURA in accordance with the Cost Sharing Agreement; ; (b) all Specific Ownership Tax Revenues; (c) all SURA Pledged Revenue (comprised of certain property tax increment revenues payable to the District in accordance with the Cost Sharing Agreement); (d) all PILOT Revenue (constituting certain payments in lieu of taxes) if any; and (e) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Senior Bond Fund.

The 2019A Senior Bonds Indenture requires the Districts to impose a Required Mill Levy, as defined in the Amended and Restated Capital Pledge Agreement dated as of December 1, 2019, in an amount sufficient to pay the principal of and interest on the 2019A Senior Bonds, up to a maximum mill levy

**STC METROPOLITAN DISTRICT NO. 2**

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2023**

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as follows: (a) with respect to District No. 1, 50 mills (adjusted for changes in the method of calculating assessed valuation); (b) with respect to District No. 2 (the Issuing District): (i) prior to and including levy year 2023, 35 mills (adjusted for changes in the method of calculating assessed valuation), and (ii) commencing with levy year 2024, 44 mills (adjusted for changes in the method of calculating assessed valuation); and (c) with respect to District No. 3: (i) prior to and including levy year 2023, 20 mills (adjusted for changes in the method of calculating assessed valuation), and (ii) commencing with levy year 2024, 29 mills (adjusted for changes in the method of calculating assessed valuation). For the levy year 2023, District No. 1, the District and District No. 3, levied 61.683, 36.753 and 20.820 mills, respectively, for debt service/contractual obligations for collection in 2024.

The 2019A Senior Bonds are also secured by amounts held in the Senior Reserve Fund, which was funded upon issuance of the 2019A Senior Bonds in the amount of the Required Reserve equal to \$7,046,563, and amounts accumulated in the Surplus Fund, if any. Pledged Revenue that is not needed to pay debt service on the 2019A Senior Bonds in any year will be deposited to and held in the Surplus Fund, up to the Maximum Surplus Amount of \$9,079,000. The Surplus Fund is to be maintained for so long as any Bonds are outstanding. Amounts on deposit in the Surplus Fund (if any) on the final maturity date of the Bonds shall be applied to the payment of the Bonds. The availability of such amount shall be taken into account in calculating the Required Mill Levy to be imposed in 2048 for collection in 2049. The District has acknowledged that State Law places certain restrictions on the use of money derived from the Required Mill Levy.

Outstanding bond principal and interest mature as follows:

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2024	\$ 1,105,000	\$ 4,339,250	\$ 5,444,250
2025	2,230,000	4,306,100	6,536,100
2026	3,075,000	4,239,200	7,314,200
2027	3,200,000	4,116,200	7,316,200
2028	3,470,000	3,988,200	7,458,200
2028-2032	20,750,000	17,450,900	38,200,900
2033-2037	28,680,000	11,550,500	40,230,500
2038-2042	7,835,000	6,338,500	14,173,500
2043-2047	10,825,000	4,095,750	14,920,750
2048-2049	9,620,000	481,000	10,101,000
	<u>\$ 90,790,000</u>	<u>\$ 60,905,600</u>	<u>\$ 151,695,600</u>

STC METROPOLITAN DISTRICT NO. 2

NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2023

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**Subordinate Limited Tax General Obligation and Special Revenue Bonds, Series 2019B<sub>(3)</sub> Dated December 19, 2019** (the 2019B Subordinate Bonds) in the original amount of \$19,770,000 with interest of 8.00%, payable annually from Subordinate Pledged Revenue on December 15, beginning on December 15, 2020. The 2019B Subordinate Bonds are structured as cash flow bonds meaning that there are no scheduled payments of principal prior to the final maturity date. Subordinate Pledged Revenue are those revenues available after the payment of all amounts due on the 2019B Subordinate Bonds, including funding the Senior Reserve Fund and the Surplus Fund as required in the Indenture. Unpaid interest on the 2019B Subordinate Bonds compounds annually on each December 15.

The 2019B Subordinate Bonds are also subject to redemption prior to maturity, at the option of the District, on December 1, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a percentage of the principal amount so redeemed, as follows:

<u>Date of Redemption</u>	<u>Redemption Premium</u>
December 1, 2024, to November 30, 2025	3.00%
December 1, 2025, to November 30, 2026	2.00%
December 1, 2026, to November 30, 2027	1.00%
December 1, 2027, and thereafter	0.00%

In the event that, on December 15, 2059 any amount of principal of or interest on the 2019B Subordinate Bonds remains unpaid after application of all Subordinate Pledged Revenue available therefor in accordance with the Subordinate Indenture, the 2019B Subordinate Bonds and the lien of the Subordinate Indenture securing payment thereof is to be deemed discharged.

Due to the uncertainty of the timing of the principal and interest payments on the 2019B Subordinate Bonds, a schedule of the timing of these payments is not available.

**Junior Limited Tax General Obligation Bonds, Series 2020C**, in the total maximum principal amount of \$16,215,000 (the “Series 2020C Junior Bond”), and the **Taxable Junior Limited Tax General Obligation Bond, Series 2020D**, in the total maximum principal amount of \$18,958,000 (the “Series 2020D Junior Bond”, dated December 2, 2020 (together the 2020 Junior Bonds) with interest of 9.00%, payable annually from the Junior Pledged Revenue on December 16, beginning on December 16, 2020. The 2020 Junior Bonds are structured as draw-down obligations in order to finance or reimburse the costs of certain public improvements authorized by the District’s Service Plan. There are no scheduled payments of principal or interest prior to the final maturity date of June 1, 2060. Junior Pledged Revenue are those revenues available after amounts are applied to the 2019A Senior Bonds and the 2019B Subordinate Bonds. To the extent interest on the Series 2020C Bond is not paid when due, such interest shall compound annually on each December 16. To the extent interest on the Series 2020D Junior Bond is not paid when due, such interest shall continue to accrue, but shall not compound.



**STC METROPOLITAN DISTRICT NO. 2**

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2023**

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On December 2, 2020, the District made the initial draw on the 2020C Junior Bond in the amount of \$263,000.

On November 1, 2023, the District entered into the Second Amendment to the Amended and Restated Facilities Funding and Acquisition Agreement which reduced the interest rate from 9% compounded annually to 8%, simple interest effective from August 12, 2022, the date payments were disbursed related to the Developer incurred costs certified in cost certifications 86-90 paid with the December 30, 2022 increased the principal amount of the Series 2020C Junior Bond \$4,485,284.

During the year ended December 31, 2023, additional cost certifications 91 – 101 were approved amounting to \$10,077,589, including interest of 483,117.

The 2020C/D Junior Bonds are also subject to redemption prior to maturity, at the option of the District, on December 16, 2024, and on any date thereafter, upon payment of par, accrued interest, and a redemption premium of a percentage of the principal amount so redeemed, as follows:

<u>Date of Redemption</u>	<u>Redemption Premium</u>
December 16, 2024, to December 15, 2025	3.00%
December 16, 2025, to December 15, 2026	2.00%
December 16, 2026, to December 15, 2027	1.00%
December 16, 2027, and thereafter	0.00%

In the event that, on December 16, 2090 any amount of principal of or interest on the 2020 Junior Bonds remains unpaid after application of all Junior Pledged Revenue available therefor in accordance with the Junior Indenture, the 2020 Junior Bonds and the lien of the Junior Indenture securing payment thereof is to be deemed discharged.

Due to the uncertainty of the timing of the principal and interest payments on the 2020 Junior Bonds, a schedule of the timing of these payments is not available.

**Developer Advances**

The District entered into an Operation Funding Agreement and a Facilities Funding and Acquisition Agreement with the Developer (as defined below) as follows:

**Operation Funding Agreement (OFA)**

On November 3, 2014, and amended on March 6, 2019, with an effective date of January 1, 2015, the District entered into an OFA with RC Superior, LLC. (the Developer). The OFA provides that the District will reimburse the Developer for any advances made to the District for operations and maintenance expenses for fiscal years 2015 through 2019, up to \$1,100,000, together with interest

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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at a rate of 9% per annum. On December 9, 2019, with an effective date of January 1, 2015, the District entered into Amended and Restated Operation Funding Agreement with the Developer (Amended OFA) which amends and restates the OFA. The Amended OFA provides that the District will reimburse the Developer for any advances made to the District for operations and maintenance expenses for fiscal years 2015 through 2020, up to \$900,000, together with interest at a rate of 9% per annum. On January 6, 2021, with an effective date of January 1, 2015, the District entered into a First Amendment to the Amended and Restated Operation Funding Agreement with the Developer (the Amendment) which amends the Amended OFA. The Amendment provides that the District will reimburse the Developer for any advances made to the District for operations and maintenance expenses for fiscal years 2015 through 2021, up to \$1,115,000, together with interest at a rate of 9% per annum.

The obligation of the Developer to advance funds under the Amended OFA expires on December 31, 2060. In the event the District has not reimbursed the Developer for any Developer Advance(s) made pursuant to the Amended OFA on or before December 31, 2060, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full. At December 31, 2023, the total amount advanced was \$1,192,562, plus accrued interest of \$583,128.

#### **Facilities Funding and Acquisition Agreement (FFAA)**

On November 3, 2014, with an effective date of January 1, 2014, the District entered into a FFAA with the Developer. The FFAA provides that the District will reimburse the Developer for any advances made to the District for organization expenses (Organization Expenses) and construction related expenses (Construction Expenses) associated with the costs of improvements to be provided by the District for the period commencing January 1, 2014 through December 31, 2017, up to the Annual Shortfall Amount for each budget year, as determined during the District's budget process. For budget year 2015, the estimated Annual Shortfall Amount was \$200,000.

For advances made for Organization Expenses, interest shall accrue from the date of organization of the District until paid at the rate nine percent (9%) per annum, compounded annually. For Construction Expenses, interest shall accrue on each Developer Advance from the date of deposit into the District's account until paid at the rate of nine percent (9%) per annum, compounded annually. The Parties agree that payments by the District to the Developer shall credit first against accrued and unpaid interest and then to the principal amount due.

On October 9, 2018, the FFAA was amended (First Amendment) to change the Annual Shortfall Amount to a cumulative Annual Shortfall Amount (Cumulative Shortfall Amount) for the budget years 2015 through 2018 to the amount of \$19,147,234.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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The District and Developer entered into a real estate contract (MOB Parking Structure) dated October 9, 2018 (PSA) where the District purchased a parking structure from the Developer in the amount of \$2,215,200. The PSA provides that this amount be added to the amounts payable under the FFAA. Reimbursement of costs under the FFAA is contingent upon the Town's approval that the cost of the parking structure are considered eligible costs under the Cost Sharing Agreement (see Note 6). On July 22, 2019, the Town approved reimbursement by the District of the purchase price of the MOB Parking Structure.

On March 6, 2019, with an effective date of January 1, 2014, the FFAA was amended (Second Amendment) to change the Cumulative Shortfall Amount to \$25,100,000 for budget years 2015 through 2019.

On December 1, 2019, with an effective date of January 1, 2014, the District entered into an Amended and Restated Facilities Funding and Acquisition Agreement (Restated FFAA) to change the Cumulative Shortfall Amount to \$60,000,000 for budget years 2014 through 2020.

On December 22, 2022, the District entered into the First Amendment to the Amended and Restated Facilities Funding and Acquisition Agreement to change the Cumulative Shortfall Amount to \$66,000,000 for budget years 2014 through 2023.

The Town, by letter dated September 23, 2019, found certain System Development Fees to be for public infrastructure and therefore the expenses incurred by the Developer in paying the System Development Fees are reimbursable to the Developer under the Restated FFAA.

In the event the District has not reimbursed the Developer for any Developer Advance(s) made pursuant to this Restated FFAA on or before December 31, 2054, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full.

During the year ended December 31, 2019, \$10,661,225 was advanced under the Restated FFAA, including the cost of the MOB Parking Structure described above and the District reimbursed the Developer \$33,408,021, including \$4,540,536 of accrued interest.

On November 1, 2023, the District entered into the Second Amendment to the Restated FFAA to change the Cumulative Shortfall Amount to \$66,000,000 for budget years 2014 through 2024 and to reduce the interest rate from 9%, compounded annually, to 8%, simple interest effective from August 12, 2022, the date payments were disbursed related to the Developer incurred costs certified in cost certifications 86-90 paid with the December 30, 2022 increase in the principal amount of the Series 2020C Junior Bond.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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As of December 31, 2023, outstanding advances amounted to \$428,355 under the Restated FFAA, plus accrued interest of \$3,755.

#### **Facilities Acquisition and Reimbursement Agreement**

On December 31, 2020, the District entered into a Facilities Acquisition and Reimbursement Agreement (FARA) with the Developer and CP VII Superior, LLC (the Purchaser) whereby the District agreed to reimburse the Purchaser for certain Parking Improvements (as defined in the FARA) up to a maximum amount of \$4,365,000 and certain Internal Civic Space Improvements (as defined in the FARA) up to a maximum amount of \$3,160,000. Reimbursement is subject to the certification of costs by an independent engineer that the costs are qualified public improvements under the District's Service Plan and the Cost Sharing Agreement discussed previously. The District is not obligated to reimburse the Purchaser for improvements that are not invoiced to the District by December 31, 2023.

On January 13, 2023, the District approved The First Amendment to Facilities Acquisition and Reimbursement Agreement (Amended FARA). The Amended FARA acknowledges that no bond proceeds will be available to the District to reimburse the Purchaser for Certified Construction Costs and therefore, the parties wish to amend the FARA provisions to provide that the District's obligation to reimburse the Purchaser for the Parking Improvements and Civic Space Improvements shall be discharged through the Developer's reimbursement of such costs and, in connection therewith, to establish a \$7,525,000 escrow to be held by Land Title Guarantee Company and to allow Purchaser to be reimbursed from such escrow instead of by the District.

On October 30, 2023, the District approved The Second Amendment to Facilities Acquisition and Reimbursement Agreement to extend the term by which the District is not obligated to reimburse the Purchaser for improvements that are not invoiced to the District by December 31, 2024.

#### **Authorized Debt**

On November 5, 2013, District voters approved debt authorization in the amount of \$1,305,000,000, at an interest rate not to exceed 9% per annum, for the construction of capital improvements, with an additional \$290,000,000 for refunding debt. The voters also authorized debt of \$145,000,000 each for the cost of operating and maintaining the District's systems and for intergovernmental agreements.

**STC METROPOLITAN DISTRICT NO. 2**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2023**

At December 31, 2023, the District had authorized but unissued indebtedness in the following amounts allocated for the following purposes:

	Authorized November 5, 2013	2015 Series A & B Limited Tax GO Bonds	2019A Limited Tax GO Bonds	2019B <sub>(3)</sub> Limited Tax GO Bonds	2020C/D Limited Tax GO Bonds	Authorized but Unissued
Streets	\$ 145,000,000	\$ 12,195,885	\$ 49,991,322	\$ 14,974,426	\$ 7,112,721	\$ 60,725,646
Parks and Recreation	145,000,000	144,330	6,082,936	1,822,086	3,943,557	133,007,091
Water	145,000,000	2,092,785	4,051,277	1,213,522	1,731,818	135,910,598
Sanitation/Storm	145,000,000	9,622,000	5,875,553	1,759,966	1,763,407	125,979,074
Public Transportation	145,000,000	-	-	-	-	145,000,000
Mosquito Control	145,000,000	-	-	-	-	145,000,000
Traffic and Safety	145,000,000	-	-	-	-	145,000,000
Fire Protection	145,000,000	-	-	-	11,370	144,988,630
Television Relay	145,000,000	-	-	-	-	145,000,000
Operations and Maintenance	145,000,000	-	-	-	-	145,000,000
Intergovernmental Agreements	145,000,000	-	-	-	-	145,000,000
Refundings	290,000,000	-	2,293,903	-	-	287,706,097
	<u>\$ 1,885,000,000</u>	<u>\$ 24,055,000</u>	<u>\$ 68,294,991</u>	<u>\$ 19,770,000</u>	<u>\$ 14,562,873</u>	<u>\$ 1,758,317,136</u>

The Service Plan limits the total principal amount of obligations the District may issue to \$145,000,000. Additionally, the Maximum Debt Mill levy is 50.000 mills while the aggregate District's debt exceeds fifty percent (50%) of the District's assessed valuation. With prior Town Board consent, for the portion of any aggregate District's Debt which is equal to or less than fifty percent (50%) of the District's assessed valuation, either on the date of issuance or at any time thereafter, the mill levy to be imposed to repay such portion of Debt shall not be subject to the Maximum Debt Mill Levy and, as a result, the mill levy may be such amount as is necessary to pay the Debt service on such Debt, without limitation of rate.

**Note 6 – District Agreements**

**Cost Sharing Agreement**

On October 18, 2013, the Districts entered into a Cost Sharing Agreement (CSA) with the Superior Urban Renewal Authority (SURA) and RC Superior, LLC (the Developer). The CSA provides that tax increment revenues received by the SURA, net of Rocky Mountain Fire Protection District and collection fees, be disbursed to the District as pledged revenues for any bonds or other financial obligations issued by the District.

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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#### Capital Pledge Agreement

On April 14, 2015, the District issued \$17,055,000 Limited Tax General Obligation Senior Bonds, Series 2015A and \$7,000,000 Limited Tax General Obligation Subordinate Bonds, Series 2015B (the Bonds). In connection with the Bonds, the District and District No. 1 entered into a Capital Pledge Agreement, dated April 1, 2015, whereby District No. 1 agreed to impose the District No. 1 Required Mill Levy (as defined in the Capital Pledge Agreement), subject to the limitations and adjustments described in the 2015 Bond Indenture (see Note 5), and assign and remit to the District all revenues resulting from the imposition of the District No. 1 Required Mill Levy and Specific Ownership Taxes, as well as certain other revenues of District No. 1 to pay a portion of the principal of and interest on the Bonds commencing in 2016 and each year thereafter so long as the Bonds remains outstanding.

On December 19, 2019, the District issued \$90,790,000 Limited Tax General Obligation and Special Revenue Refunding and Improvement Bonds, Series 2019A, and \$19,770,000 Subordinate Limited Tax General Obligation and Special Revenue Bonds, Series 2019B<sub>(3)</sub> (the 2019 Bonds). In connection with the Bonds, the Districts entered into an Amended and Restated Capital Pledge Agreement dated December 1, 2019 whereby the Districts agree to impose up to a maximum mill levy as follows: (a) with respect to District No. 1, 50 mills (adjusted for changes in the method of calculating assessed valuation); (b) with respect to District No. 2 (the Issuing District): (i) prior to and including levy year 2023, 35 mills (adjusted for changes in the method of calculating assessed valuation), and (ii) commencing with levy year 2024, 44 mills (adjusted for changes in the method of calculating assessed valuation); and (c) with respect to District No. 3: (i) prior to and including levy year 2023, 20 mills (adjusted for changes in the method of calculating assessed valuation), and (ii) commencing with levy year 2024, 29 mills (adjusted for changes in the method of calculating assessed valuation); subject to the limitations and adjustments described in the 2019A Senior and 2019B Subordinate Bond Indenture (see Note 5), and assign and remit to the District all revenues resulting from the imposition of the District No. 1 and District No. 3 Required Mill Levy and Specific Ownership Taxes, as well as certain other revenues of District No. 1 and District No. 3 to pay a portion of the principal of and interest on the Bonds commencing in 2020 and each year thereafter so long as the Bonds remains outstanding.

On December 2, 2020, the District issued the total maximum principal amount of \$16,215,000 Junior Limited Tax General Obligation Bonds, Series 2020C and the total maximum principal amount of \$18,958,000 Taxable Junior Limited Tax General Obligation Bond, Series 2020D (the 2020 Bonds). The 2020 Bonds are limited tax general obligations and revenue obligations of the District and shall be payable solely from the Junior Pledged Revenue as defined above, which includes amounts derived under the Capital Pledge Agreement.

Further, pursuant to the Urban Renewal Act and Superior Urban Renewal Plan, until the tax increment expiration date, the District Property Tax Increment Revenues are payable to SURA and that, pursuant to the Cost Sharing Agreement, SURA has agreed to disburse the District Property Tax

## STC METROPOLITAN DISTRICT NO. 2

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2023

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Increment Revenues on a monthly basis to such persons or entities as may be designated by the Designated Representative (as defined in the Cost Sharing Agreement). The Pledged Revenues, including the District Property Tax Increment Revenues attributable to the District No. 1 and District No. 3 Required Mill Levy, are pledged by District No. 1 and District No. 3 to the District for the payment of principal and interest on the Bonds.

#### **Facilities Funding, Construction and Operation Agreement (FFCO Agreement)**

On January 1, 2015, the Districts entered into a Facilities Funding, Construction and Operation Agreement (FFCO Agreement). The FFCO Agreement designates the District as the Operating District which will operate, maintain, finance and construct (including funding thereof) certain of the Public Improvements and District No. 1 and District No. 3 will contribute to those costs. District No. 1 and District No. 3 shall remit to the District their respective property tax revenue, specific ownership taxes and any other legally available revenue.

Additionally, the Districts agreed that the District assumes the obligations of District No.1 with respect to Developer Advances made pursuant to the 2013 – 2014 Operation Funding Agreement dated December 11, 2013 between District No. 1 and the Developer and the Facilities Funding and Acquisition Agreement dated December 11, 2013 between District No. 1 and the Developer (see Note 5).

#### **Public Improvement Fees**

Pursuant to the Declaration of Covenants Imposing and Implementing the Superior Town Center Public Improvement Fees and Payment in Lieu of Taxes, recorded on April 14, 2015, as amended by that certain First Amendment to the Declaration of Covenants Imposing and Implementing the Superior Town Center Public Improvement Fees and Payment in Lieu of Taxes recorded on May 16, 2016 (the Original PIF/PILOT Covenant) against certain property within the District, the owner of the subject property is obligated to pay public improvement fees (PIF) to the District. Revenues derived from the PIF are pledged for the payment of the 2015 Bonds (see Note 5). The PIF is the amount payable annually for years 2015 through 2044. At the time of the Original PIF/PILOT Covenant, the Developer was the owner of all the property subject to the terms of the original PIF/PILOT Covenant.

An Amended and Restated Declaration of the Superior Town Center Public Improvement Fees and Payment in Lieu of Taxes was recorded on December 19, 2019 to restate and replace the Original PIF/PILOT Covenant and eliminates the imposition of the PIF on the PIF Property Owner but continues to impose the PILOT on property included in the boundaries of District No. 1, the District or District No. 3.

STC METROPOLITAN DISTRICT NO. 2

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023

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**Note 7 – Net Position**

The District’s net position consists of three components: net investment in capital assets, restricted and unrestricted.

Net investment in capital assets consists of capital assets, net of accumulated depreciation and reduced by the outstanding balance of bonds that are attributable to the acquisition, construction, or improvement of those assets. As of December 31, 2023, the District had net investment in capital assets calculated as follows:

Net Investment in Capital Assets	
Capital assets, net	<u>\$ 1,924,455</u>

Restricted net position includes assets that are restricted for use either externally imposed by creditors, grantors, contributors, or laws and regulations of other governments or imposed by law through constitutional provisions or enabling legislation.

The District had restricted net position as of December 31, 2023 as follows:

Restricted Net Position - Emergency Reserves	<u>\$ 10,100</u>
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The District had restricted net position of \$10,100 as required by Article X, Section 20 of the Constitution of the State of Colorado (See Note 11).

The District has a deficit in unrestricted net position. The deficit is a result of certain debt and operating related expenses funded with bond proceeds and developer advances.

**Note 8 – Related Party**

The members of the Board of Directors of the District may be or have been employees, owners of, or otherwise associated with the Developer, and may have conflicts of interest in dealing with the District.



**STC METROPOLITAN DISTRICT NO. 2**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2023**

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**Note 9 – Economic Dependency**

The District has not yet established a revenue base sufficient to pay the District's operational expenditures. Until an independent revenue base is established, continuation of operations in the District will be dependent upon actions by the Developer to advance funds for operations of the District.

**Note 10 – Risk Management**

The District is exposed to various risks of loss related to torts, thefts of, damage to, or destruction of assets, errors or omissions, injuries to employees, or natural disasters.

The District is a member of the Colorado Special Districts Property and Liability Pool (Pool). The Pool is an organization created by intergovernmental agreement to provide property, liability, public officials' liability, boiler and machinery, and workers compensation coverage to its members. Settled claims have not exceeded this coverage in any of the past three fiscal years.

The District pays annual premiums to the Pool for general and automobile liability, public officials, auto physical damage and worker's compensation coverage. In the event aggregate losses incurred by the Pool exceed amounts recoverable from reinsurance contracts and funds accumulated by the Pool, the Pool may require additional contributions from the Pool members. Any excess funds, which the Pool determines are not needed for purposes of the Pool, may be returned to the members pursuant to a distribution formula.

**Note 11 – Tax, Spending and Debt Limitations**

Article X, Section 20 of the Colorado Constitution, commonly known as the Taxpayer's Bill of Rights (TABOR) contains tax, spending, revenue and debt limitations which apply to the State of Colorado and all local governments.

Spending and revenue limits are determined based on the prior year's Fiscal Year Spending adjusted for allowable increases based upon inflation and local growth. Fiscal Year Spending is generally defined as expenditures plus reserve increases with certain exceptions. Revenue in excess of the Fiscal Year Spending limit must be refunded unless the voters approve retention of such revenue.

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of Fiscal Year Spending (excluding bonded debt service). Local governments are not allowed to use the emergency reserves to compensate for economic conditions, revenue shortfalls, or salary or benefit increases.

**STC METROPOLITAN DISTRICT NO. 2**

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2023**

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On November 5, 2013, the voters approved the District to increase property taxes \$2,000,000 annually for the purpose of paying the District's operations, maintenance expenses and capital expenses, without regard to any spending, revenue raising or other limitation contained within Article X, Section 20 of the Colorado Constitution or any other property tax limitation or law.

Additionally, the voters authorized the District to collect, retain and spend all revenues received by the District during 2014 and all subsequent years as voter-approved revenue changes without regard to any spending, revenue raising or other limitation.

The District's management believes it is in compliance with the provisions of TABOR. However, TABOR is complex and subject to interpretation. Many of the provisions, including the interpretation of how to calculate Fiscal Year Spending limits will require judicial interpretation.

**SUPPLEMENTARY INFORMATION**

**STC METROPOLITAN DISTRICT NO. 2**

**SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -  
BUDGET AND ACTUAL  
DEBT SERVICE FUND**

**For the Year Ended December 31, 2023  
(With Comparative Totals for the Year Ended December 31, 2022)**

	<b>Original Budget</b>	<b>Final Budget</b>	<b>Actual Amounts</b>	<b>Variance with Final Budget</b>	<b>2022 Actual</b>
<b>Revenues</b>					
Property Taxes	\$ 6,035	\$ 6,000	\$ 365	\$ (5,635)	\$ 715
SURA Property Tax Increment	3,031,988	3,031,988	2,598,594	(433,394)	3,049,336
Specific Ownership Tax	19,064	10,000	10,430	430	13,143
Transfer from District No. 1	925,014	953,667	952,199	(1,468)	878,339
Transfer from District No. 3	26,619	51,847	51,269	(578)	111,012
Interest Income	90,000	300,000	546,031	246,031	188,086
<b>Total Revenues</b>	<b>4,098,720</b>	<b>4,353,502</b>	<b>4,158,888</b>	<b>(194,614)</b>	<b>4,240,631</b>
<b>Expenditures</b>					
Bond Interest - Series 2019A	4,339,250	4,339,250	4,339,250	-	4,339,250
Miscellaneous	500	6,000	4,000	2,000	-
Treasurer's Fees	91	90	20	70	14
Paying Agent Fees	8,000	9,500	9,500	-	9,500
<b>Total Expenditures</b>	<b>4,347,841</b>	<b>4,354,840</b>	<b>4,352,770</b>	<b>2,070</b>	<b>4,348,764</b>
<b>Net Change in Fund Balance</b>	<b>(249,121)</b>	<b>(1,338)</b>	<b>(193,882)</b>	<b>(192,544)</b>	<b>(108,133)</b>
<b>Fund Balance - Beginning</b>	<b>9,982,974</b>	<b>10,436,974</b>	<b>10,436,974</b>	<b>-</b>	<b>10,545,107</b>
<b>Fund Balance - Ending</b>	<b>\$ 9,733,853</b>	<b>\$ 10,435,636</b>	<b>\$ 10,243,092</b>	<b>\$ (192,544)</b>	<b>\$ 10,436,974</b>

See the Independent Auditor's Report

**STC METROPOLITAN DISTRICT NO. 2**

**SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE -  
BUDGET AND ACTUAL**

**CAPITAL PROJECTS FUND**

**For the Year Ended December 31, 2023**

**(With Comparative Totals for the Year Ended December 31, 2022)**

	<u>Original Budget</u>	<u>Final Budget</u>	<u>Actual Amounts</u>	<u>Variance with Final Budget</u>	<u>2022 Actual</u>
<b>Revenues</b>					
Interest Income	\$ 400,000	\$ 17,000	\$ 17,111	\$ 111	\$ 119,781
<b>Expenditures</b>					
Legal	3,500	3,500	-	3,500	-
Construction Expenses	16,040,500	12,000,000	10,111,986	1,888,014	16,600,761
Engineering	30,000	30,000	22,810	7,190	10,654
Developer Advance Payment					
Principal	-	7,277,491	7,277,491	-	-
Interest	-	353,754	353,754	-	-
<b>Total Expenditures</b>	<u>16,074,000</u>	<u>19,664,745</u>	<u>17,766,041</u>	<u>1,898,704</u>	<u>16,611,415</u>
<b>Excess Revenues Over (Under)</b>					
<b>Expenditures</b>	<u>(15,674,000)</u>	<u>(19,647,745)</u>	<u>(17,748,930)</u>	<u>1,898,815</u>	<u>(16,491,634)</u>
<b>Other Financing Sources (Uses)</b>					
Bond Proceeds	15,674,000	13,000,000	9,683,632	(3,316,368)	-
Developer Advances	-	-	428,355	428,355	11,762,775
<b>Total Other Financing Sources (Uses)</b>	<u>15,674,000</u>	<u>13,000,000</u>	<u>10,111,987</u>	<u>(2,888,013)</u>	<u>11,762,775</u>
<b>Net Change in Fund Balance</b>	-	(6,647,745)	(7,636,943)	(989,198)	(4,728,859)
<b>Fund Balance - Beginning</b>	-	7,665,639	7,665,639	-	12,394,498
<b>Fund Balance - Ending</b>	<u>\$ -</u>	<u>\$ 1,017,894</u>	<u>\$ 28,696</u>	<u>\$ (989,198)</u>	<u>\$ 7,665,639</u>

See the Independent Auditor's Report

## **OTHER INFORMATION**

**STC METROPOLITAN DISTRICT NO. 2**

**Schedule of Future Debt Service Requirements  
December 31, 2023**

**\$90,790,000 Limited Tax General Obligation and Special Revenue  
Refunding and Improvement Bonds  
Series 2019A**

<u>Year</u>	<u>Rate</u>	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2024	3.000	\$ 1,105,000	\$ 4,339,250	\$ 5,444,250
2025	3.000	2,230,000	4,306,100	6,536,100
2026	4.000	3,075,000	4,239,200	7,314,200
2027	4.000	3,200,000	4,116,200	7,316,200
2028	4.000	3,470,000	3,988,200	7,458,200
2029	4.000	3,610,000	3,849,400	7,459,400
2030	5.000	3,905,000	3,705,000	7,610,000
2031	5.000	4,100,000	3,509,750	7,609,750
2032	5.000	4,455,000	3,304,750	7,759,750
2033	5.000	4,680,000	3,082,000	7,762,000
2034	5.000	5,070,000	2,848,000	7,918,000
2035	5.000	5,325,000	2,594,500	7,919,500
2036	5.000	5,750,000	2,328,250	8,078,250
2037	5.000	6,035,000	2,040,750	8,075,750
2038	5.000	6,500,000	1,739,000	8,239,000
2039	5.000	1,355,000	1,414,000	2,769,000
2040	5.000	1,475,000	1,346,250	2,821,250
2041	5.000	1,550,000	1,272,500	2,822,500
2042	5.000	1,685,000	1,195,000	2,880,000
2043	5.000	1,770,000	1,110,750	2,880,750
2044	5.000	1,915,000	1,022,250	2,937,250
2045	5.000	2,010,000	926,500	2,936,500
2046	5.000	2,170,000	826,000	2,996,000
2047	5.000	2,280,000	717,500	2,997,500
2048	5.000	2,450,000	603,500	3,053,500
2049	5.000	9,620,000	481,000	10,101,000
		<u>\$ 90,790,000</u>	<u>\$ 60,905,600</u>	<u>\$ 151,695,600</u>



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**Dazzio & Associates, PC**  
**Certified Public Accountants**

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October 24, 2024

To the Board of Directors and Management  
STC Metropolitan District No. 2  
c/o Special District Management Services, Inc.  
141 Union Blvd, Suite 150  
Lakewood, Colorado 80228

We are pleased to confirm our understanding of the services we are to provide STC Metropolitan District No. 2 (the District) for the year ended December 31, 2024.

**Audit Scope and Objectives**

We will audit the financial statements of the governmental activities and each major fund and the disclosures, which collectively comprise the basic financial statements of the District as of and for the year ended December 31, 2024.

We have also been engaged to report on supplementary information that accompanies the District's financial statements. We will subject the following supplementary information to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS, and we will provide an opinion on it in relation to the financial statements as a in a report combined with our auditor's report on the financial statements:

- 1) Schedule of Revenues, Expenditures and Changes in Fund Balance –Budget and Actual – Debt Service Fund
- 2) Schedule of Revenues, Expenditures and Changes in Fund Balance –Budget and Actual – Capital Projects Fund

In connection with our audit of the basic financial statements, we will read the following other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

- 1) Schedule of Future Debt Service Requirements



The objectives of our audit are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error; issue an auditor's report that includes our opinion about whether your financial statements are fairly presented, in all material respects, in conformity with GAAP and report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. Misstatements, including omissions, can arise from fraud or error and are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment of a reasonable user made based on the financial statements.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

We will conduct our audit in accordance with GAAS and will include tests of your accounting records and other procedures we consider necessary to enable us to express such opinions. As part of an audit in accordance with GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit.

We will evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management. We will also evaluate the overall presentation of the financial statements, including the disclosures, and determine whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation. We will plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the government or to acts by management or employees acting on behalf of the government.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is an unavoidable risk that some material misstatements may not be detected by us, even though the audit is properly planned and performed in accordance with GAAS. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential. Our responsibility as auditors is limited to the period covered by our audit and does not extend to any later periods for which we are not engaged as auditors.

We will also conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the government's ability to continue as a going concern for a reasonable period of time.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, confirmation of certain assets and liabilities by correspondence with

selected customers, creditors, and financial institutions. We will also request written representations from your attorneys as part of the engagement.

Our audit of the financial statements does not relieve you of your responsibilities.

### **Audit Procedures—Internal Control**

We will obtain an understanding of the government and its environment, including internal control relevant to the audit, sufficient to identify and assess the risks of material misstatement of the financial statements, whether due to error or fraud, and to design and perform audit procedures responsive to those risks and obtain evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation, or the override of internal control. An audit is not designed to provide assurance on internal control or to identify deficiencies in internal control. Accordingly, we will express no such opinion. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards.

### **Audit Procedures—Compliance**

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will perform tests of the District's compliance with the provisions of applicable laws, regulations, contracts, and agreements. However, the objective of our audit will not be to provide an opinion on overall compliance and we will not express such an opinion.

### **Other Services**

We will also prepare the financial statements of the District in conformity with accounting principles generally accepted in the United States of America based on information provided by you.

We will perform the services in accordance with applicable professional standards. The other services are limited to the financial statement services previously defined. We, in our sole professional judgment, reserve the right to refuse to perform any procedure or take any action that could be construed as assuming management responsibilities.

You agree to assume all management responsibilities for the financial statement preparation services and any other nonattest services we provide; oversee the services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of the services; and accept responsibility for them.

### **Responsibilities of Management for the Financial Statements**

Our audit will be conducted on the basis that you acknowledge and understand your responsibility for designing, implementing, and maintaining internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, including monitoring ongoing activities; for the selection and application of accounting principles; and for the preparation and fair presentation of the financial statements in conformity with accounting principles generally accepted in the United States of America with the oversight of those charged with governance.

Management is responsible for making drafts of financial statements, all financial records, and related information available to us and for the accuracy and completeness of that information (including information from outside of the general and subsidiary ledgers). You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, such as records, documentation, identification of all related parties and all related-party relationships and transactions, and other matters; (2) additional information that we may request for the purpose of the audit; and (3) unrestricted access to persons within the government from whom we determine it necessary to obtain audit evidence. At the conclusion of our audit, we will require certain written representations from you about the financial statements and related matters.

Your responsibilities include adjusting the financial statements to correct material misstatements and confirming to us in the management representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements of each opinion unit taken as a whole.

You are responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the government involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the government received in communications from employees, former employees, grantors, regulators, or others. In addition, you are responsible for identifying and ensuring that the government complies with applicable laws and regulations.

You are responsible for the preparation of the supplementary information in conformity with accounting principles generally accepted in the United States of America (GAAP). You agree to include our report on the supplementary information in any document that contains, and indicates that we have reported on, the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon. Your responsibilities include acknowledging to us in the representation letter that (1) you are responsible for presentation of the supplementary information in accordance with GAAP; (2) you believe the supplementary information, including its form and content, is fairly presented in accordance with GAAP; (3) the methods of measurement or presentation have not changed from those used in the prior period (or, if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

## **Engagement Administration, Fees, and Other**

We understand that your employees will prepare all confirmations we request and will locate any documents selected by us for testing.

The audit documentation for this engagement is the property of Dazzio & Associates, PC and constitutes confidential information. However, subject to applicable laws and regulations, audit documentation and appropriate individuals will be made available upon request and in a timely manner to a regulatory agency or its designee. We will notify you of any such request. If requested, access to such audit documentation will be provided under the supervision of Dazzio & Associates, PC personnel. Furthermore, upon request, we may provide copies of selected audit documentation to a regulatory agency or its designee. The regulatory agency or its designee may intend or decide to distribute the copies or information contained therein to others, including other governmental agencies.

Stephen Dazzio is the engagement partner and is responsible for supervising the engagement and signing the report or authorizing another individual to sign it.

Our fee for services will be at our standard hourly rates plus out-of-pocket costs (such as report reproduction, word processing, postage, travel, copies, telephone, etc.) except that we agree that our gross fee, including expenses, will not exceed \$6,800. Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned to your audit. Our invoices for these fees will be rendered each month as work progresses and are payable on presentation. In accordance with our firm policies, work may be suspended if your account becomes 30 days or more overdue and may not be resumed until your account is paid in full. If we elect to terminate our services for nonpayment, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our report. You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket costs through the date of termination. The above fee is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the audit. If significant additional time is necessary, we will discuss it with you and arrive at a new fee estimate before we incur the additional costs.

## **Reporting**

We will issue a written report upon completion of our audit of the District's financial statements which, if applicable, will also address other information in accordance with *AU-C 720, The Auditor's Responsibilities Relating to Other Information Included in Annual Reports*. Our report will be addressed to the Board of Directors of the District. Circumstances may arise in which our report may differ from its expected form and content based on the results of our audit. Depending on the nature of these circumstances, it may be necessary for us to modify our opinions, add a separate section, or add an emphasis-of-matter or other-matter paragraph to our auditor's report, or if necessary, withdraw from this engagement. If our opinions are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or withdraw from this engagement.

We appreciate the opportunity to be of service to the District and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign the attached copy and return it to us.

Very truly yours,

*Dazzio & Associates, P.C.*

Dazzio & Associates, PC

RESPONSE:

This letter correctly sets forth the understanding of STC Metropolitan District No. 2.

Management signature: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Board signature: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_



**Cynthia Braddock**

PO Box 471, 13<sup>th</sup> and Pearl  
Boulder, Colorado 80306-0471

Phone: (303) 441-3530

FAX: (303) 441-4996

[www.BoulderCountyAssessor.org](http://www.BoulderCountyAssessor.org)



**AUG 27 2024**

August 22, 2024

Superior Town Center Metro District #2  
Special District Management Services  
141 Union Blvd Ste #150  
Lakewood, CO 80228-1898

This is to certify that, as of August 22nd, per C.R.S. 39-5-128(1) the assessed value of the Superior Town Center Metro District #2, for the purpose of taxation for the year 2024 is:

1,239,404

Per C.R.S. 39-5-128(3), this figure represents the value remaining after the following Urban Renewal Area/Downtown Authority tax increments have been deducted from the total valuation for your district:

	BASE	INCREMENT
Superior Town Center Urban Renewal Plan	11,018	10,013,981

This valuation is subject to change by the County Board of Equalization (C.R.S. 39-8-107(2)), the State Board of Assessment Appeals (C.R.S. 39-2-125), the State Board of Equalization (C.R.S. 39-9-103), and the correction of errors by the Assessor or Treasurer (C.R.S. 39-5-125.2).

Values listed in the enclosed Certification letter are **preliminary values and should not be used to determine your budget and/or mill levy for next year.**

These values reflect reductions in value for SB24-233. Values may shift depending on any possible special legislative session or the outcomes of ballot initiatives 50 and/or 108.

If you have any questions about the value or other information on this letter, need to update your district contact information please contact Erin Gray at [egray@bouldercounty.org](mailto:egray@bouldercounty.org).

Sincerely,

Cynthia Braddock  
Boulder County Assessor

County Tax Entity Code 083001

CERTIFICATION OF VALUATION BY BOULDER COUNTY ASSESSOR

DOLA LGID/SID \_\_\_\_\_ / \_\_\_\_\_

STCMD2

New Tax Entity [ ] YES [X] NO

Date: August 21, 2024

NAME OF TAX ENTITY: STC METROPOLITAN DISTRICT 2

USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATIONS (5.5% LIMIT) ONLY

IN ACCORDANCE WITH 39-5-121(2)(a) and 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES THE TOTAL VALUATION FOR ASSESSMENT FOR THE TAXABLE YEAR :

Table with 11 rows of valuation items and their corresponding dollar amounts, including 'PREVIOUS YEAR'S NET TOTAL ASSESSED VALUATION' and 'CURRENT YEAR'S GROSS TOTAL ASSESSED VALUATION'.

- Footnotes explaining symbols: ‡ (personal property exemption), \* (New Construction), ≈ (Jurisdiction submission), and Ⓢ (Jurisdiction application).

USE FOR TABOR "LOCAL GROWTH" CALCULATION ONLY

IN ACCORDANCE WITH ART. X, SEC.20, COLO.CONSTITUTION AND 39-5-121(2)(b), C.R.S., THE ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR :

Table with 7 rows of 'ADDITIONS TO TAXABLE REAL PROPERTY' including 'CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY' and 'CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS'.

DELETIONS FROM TAXABLE REAL PROPERTY

Table with 3 rows of 'DELETIONS FROM TAXABLE REAL PROPERTY' including 'DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS' and 'DISCONNECTIONS/EXCLUSIONS'.

- Footnotes explaining symbols: ¶ (includes religious/private schools), \* (Construction), § (Includes production from new mines).

IN ACCORDANCE WITH 39-5-128(1), C.R.S., AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS:

TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY \$ \$0

IN ACCORDANCE WITH 39-5-128(1.5), C.R.S., THE ASSESSOR PROVIDES:

HB21-1312 VALUE OF EXEMPT BUSINESS PERSONAL PROPERTY (ESTIMATED): \*\* \$ \$34,250

\*\* The tax revenue lost to this exempted value will be reimbursed to the tax entity by the County Treasurer in accordance with 39-3-119.5(3), C.R.S.

**STC Metropolitan District No. 2**  
**Proposed Budget**  
**General Fund**  
**For the Year Ended December 31, 2025**

	Actual <u>2023</u>	Adopted Budget <u>2024</u>	Actual 6/30/2024	Estimate <u>2024</u>	Proposed Budget <u>2025</u>
Beginning balance	\$ (188,325)	\$ (253,292)	\$ (253,110)	\$ (253,292)	\$ 86
Revenues:					
Property taxes	1,398	11,060	1,778	1,723	13,006
SURA Property Tax Increment	62,208	114,866	104,606	114,886	103,510
Specific ownership taxes	2,978	5,000	2,589	5,000	14,410
Developer Advance	114,374	44,635	157,500	382,323	-
Transfer from STCMD No. 1	187,218	300,936	266,164	302,036	330,625
Transfer from STCMD No. 3	25,634	27,781	24,084	26,613	99,712
Parking Garage Cost Share/MOB	31,059	14,948	21,501	31,000	14,948
Net Investment Income	284	-	-	-	-
Miscellaneous/Interest Income	8,930	14,000	18,689	25,000	22,000
Total Revenue	<u>434,083</u>	<u>533,226</u>	<u>596,911</u>	<u>888,581</u>	<u>598,211</u>
Total Funds Available	<u>245,758</u>	<u>279,934</u>	<u>343,801</u>	<u>635,289</u>	<u>598,297</u>
Expenditures:					
Accounting	29,290	20,000	6,974	10,000	12,000
Accounting AP SDMS	-	-	10,041	20,000	22,500
Audit	14,600	16,500	-	16,500	17,500
Director's Fees	1,000	2,400	300	2,400	2,400
Insurance/SDA Dues	25,127	28,000	11,603	26,000	28,000
Election	2,126	-	-	-	7,000
Legal	54,606	35,000	23,000	35,000	40,000
Legal Special	-	-	48,635	50,000	-
Management	38,657	35,000	26,185	45,000	47,250
Miscellaneous	3,598	3,000	4,348	5,000	3,000
O&M - Covenant Control/Comm Mgmt	34,160	35,000	21,295	35,000	36,750
O&M - Landscaping	138,997	35,000	34,963	70,000	80,000
O&M - Maintenance	2,465	10,000	-	10,000	10,000
O&M - Utilities	29,978	30,000	12,752	30,000	30,000
O&M - Plaza	-	-	4,864	10,000	10,000
O&M - Roads & Sidewalks/snow rem	109,223	100,000	163,873	250,000	200,000
O&M - Parking Garage	14,142	8,000	18,161	20,000	20,000
O&M - Reserve	-	7,500	-	-	7,500
Treasurer's Fees	6	3	4	3	3
Payroll Taxes	1,075	300	-	300	300
Contingency	-	8,511	-	-	6,868
	<u>499,050</u>	<u>374,214</u>	<u>386,998</u>	<u>635,203</u>	<u>581,071</u>
Transfers and Reserves					
Emergency Reserve	-	10,971	-	-	17,226
Total expenditures	<u>-</u>	<u>10,971</u>	<u>-</u>	<u>-</u>	<u>17,226</u>
Ending balance	<u>\$ (253,292)</u>	<u>\$ (105,251)</u>	<u>\$ (43,197)</u>	<u>\$ 86</u>	<u>\$ -</u>
Assessed Valuation Gross		<u>\$ 12,166,502</u>			<u>\$ 11,253,385</u>
Assessed Valuation Increment		<u>\$ 11,112,575</u>			<u>\$ 10,013,981</u>
Assessed Valuation		<u>\$ 1,053,927</u>			<u>\$ 1,239,404</u>
Mill Levy		<u>10.494</u>			<u>10.494</u>



**STC Metropolitan District No. 2**  
**Proposed Budget**  
**Capital Projects Fund**  
**For the Year Ended December 31, 2025**

	Actual 2023	Adopted Budget 2024	Actual 6/30/2024	Estimate 2024	Proposed Budget 2025
Beginning balance	\$ 7,667,897	\$ 28,697	\$ 28,697	\$ 28,697	\$ 12,197
Revenues:					
Developer Advance	428,355	-	4,143,271	16,580,000	15,674,000
Bond Proceeds	9,683,632	15,674,000			
Premium on bonds	-	-	-	-	-
Net Investment Income	-	-	-	-	-
Interest Income	17,113	400,000	673	17,000	400,000
	<u>10,129,100</u>	<u>16,074,000</u>	<u>4,143,944</u>	<u>16,597,000</u>	<u>16,074,000</u>
Total Revenue					
	<u>10,129,100</u>	<u>16,074,000</u>	<u>4,143,944</u>	<u>16,597,000</u>	<u>16,074,000</u>
Total Funds Available	<u>17,796,997</u>	<u>16,102,697</u>	<u>4,172,641</u>	<u>16,625,697</u>	<u>16,086,197</u>
Expenditures:					
Legal	-	3,500	-	3,500	3,500
Management	-	-	-	-	-
Miscellaneous	-	-	-	-	-
Construction Expenses	10,111,986	16,040,500	4,143,944	16,580,000	16,040,500
System Development Costs	-	-	-	-	-
Developer Reimbursement	7,277,491	-	-	-	-
Developer Reimbursement - Interest	353,754	-	-	-	-
Cost of issuance	-	-	-	-	-
Engineering	25,069	30,000	9,082	30,000	30,000
	<u>17,768,300</u>	<u>16,074,000</u>	<u>4,153,026</u>	<u>16,613,500</u>	<u>16,074,000</u>
Total expenditures					
	<u>17,768,300</u>	<u>16,074,000</u>	<u>4,153,026</u>	<u>16,613,500</u>	<u>16,074,000</u>
Ending balance	\$ 28,697	\$ 28,697	\$ 19,615	\$ 12,197	\$ 12,197

**STC Metropolitan District No. 2**  
**Proposed Budget**  
**Debt Service Fund**  
**For the Year Ended December 31, 2025**

	Actual <u>2023</u>	Adopted Budget <u>2024</u>	Actual 6/30/2024	Estimate <u>2024</u>	Proposed Budget <u>2025</u>
Beginning balance	\$ 10,436,974	\$ 10,243,092	\$ 10,238,512	\$ 10,243,092	\$ 12,045,048
Revenues:					
Property taxes	365	38,735	360	38,735	45,552
SURA Property Tax District Increment	2,598,594	4,028,498	3,726,387	4,028,498	4,028,498
SURA Property Tax Increment	-	408,420	-	-	368,044
Specific Ownership Taxes	10,430	19,064	9,259	20,000	19,064
Transfer from STCMD No. 1	952,199	1,490,047	1,454,241	1,510,270	1,638,515
Transfer from STCMD No. 3	51,269	55,345	51,024	54,284	201,618
Net Investment Income	-	-	-	-	-
Interest income	546,031	90,000	300,682	500,000	90,000
 Total Revenue	 <u>4,158,888</u>	 <u>6,130,109</u>	 <u>5,541,953</u>	 <u>6,151,787</u>	 <u>6,391,291</u>
 Total Funds Available	 <u>14,595,862</u>	 <u>16,373,201</u>	 <u>15,780,465</u>	 <u>16,394,879</u>	 <u>18,436,339</u>
Expenditures:					
Bond Interest - 2019A	4,339,250	4,339,250	2,169,625	4,339,250	4,339,250
Paying agent fees	9,500	8,000	-	9,500	8,000
Cost of Issuance	4,000	500	-	500	500
Treasurer's Fees	20	581	19	581	683
 Total expenditures	 <u>4,352,770</u>	 <u>4,348,331</u>	 <u>2,169,644</u>	 <u>4,349,831</u>	 <u>4,348,433</u>
 Ending balance	 <u>\$ 10,243,092</u>	 <u>\$ 12,024,870</u>	 <u>\$ 13,610,821</u>	 <u>\$ 12,045,048</u>	 <u>\$ 14,087,906</u>
 Assessed Valuation Gross		 <u>\$ 12,166,502</u>			 <u>\$ 11,253,385</u>
Assessed Valuation Increment		 <u>\$ 11,112,575</u>			 <u>\$ 10,013,981</u>
Assessed Valuation		 <u>\$ 1,053,927</u>			 <u>\$ 1,239,404</u>
 Mill Levy		 <u>36.753</u>			 <u>36.753</u>
 Total Mill Levy		 <u>47.247</u>			 <u>47.247</u>

STATE OF COLORADO  
COUNTY OF BOULDER  
STC METROPOLITAN DISTRICT NO. 2  
2025 BUDGET RESOLUTION

The Board of Directors of the STC Metropolitan District No. 2 (the “District”), Boulder County, Colorado held a regular meeting on Wednesday, November 6, 2024, at the hour of 9:00 A.M., via video conference at <https://us02web.zoom.us/j/86267550643?pwd=V3RnRGRtWkRyUjZZc1VMWTJFZjFHdz09> and via telephone conference at Dial-In: 1-719-359-4580, Meeting ID: 862 6755 0643, Passcode: 987572.

The following members of the District’s Board of Directors (the “Board) were present:

President:  
Treasurer:  
Secretary:  
Assistant Secretary:  
Assistant Secretary:

Also present were:

Ms. Ripko reported that proper notice was made to allow the Board to conduct a public hearing on the 2025 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 regular meeting of the Board and that a notice of regular meeting was posted on a public website of the District, <https://stcmd1-3.colorado.gov/>, 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 \_\_\_\_\_ 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 2025 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 2025 AND ENDING ON THE LAST DAY OF DECEMBER 2025.

WHEREAS, the Board 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, 2024; and

WHEREAS, the proposed budget is more than fifty thousand dollars (\$50,000.00), due and proper notice was published on Wednesday, October 16, 2024, 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 Section 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 6, 2024 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 then available to the Board, including regarding the effects of Section 29-1-301, C.R.S., and Article X, Section 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 Section 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 Section 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 2025 Revenues and 2025 Expenditures. That the estimated revenues and expenditures for each fund for fiscal year 2025, 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 is approved and adopted as the budget of the District for fiscal year 2025. The District's accountant has made a good faith effort and used the best information available at the time of preparation of the budget to provide the District with alternative scenarios, if applicable, showing a proposed budget and mill levies for fiscal year 2025. Due to the significant possibility that the final assessed valuation provided by the Boulder County Assessor's Office differs from the preliminary assessed valuation used in the proposed budget, the District's accountant is hereby directed to modify and/or adjust the budget and mill levy certification as needed to reflect the final assessed valuation, and/or any applicable revenue caps or limitations, including making any appropriate temporary property tax credit or temporary mill levy reduction, 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 Ms. 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. 2025 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 2024 valuation for assessment, as certified by the Boulder County Assessor, is \$1,239,404. That for the purposes of meeting all general operating expenses of the District during the 2025 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 2025.

Section 6. 2025 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 \$\_\_\_\_\_ and that the 2024 valuation for assessment, as certified by the Boulder County Assessor, is \$1,239,404. That for the purposes of meeting all debt retirement expenses of the District during the 2025 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 2025.

Section 7. 2025 Mill Levy Adjustment. The Board may adjust the mill levy, as specifically set forth in the District's Service Plan (the "Adjusted Mill Levy"). The Board hereby determines in good faith to establish the Adjusted Mill Levy as set forth in the mill levy certification attached hereto as Exhibit C pursuant to the authority granted by its Service Plan to ensure that the District's revenues shall be neither diminished nor enhanced as a result of the changes effecting the mill levy. Subject to adjustment and finalization by the District's accountant in accordance with Section 2 hereof, the Board further authorizes that the Adjusted Mill Levy be reflected in the District's Certification of Tax Levies to be submitted to the Board of County Commissioners of Boulder County on or before December 15, 2024 (or such other date as may be prescribed by law), for collection in 2025.

Section 8. Certification to County Commissioners. That the Board Secretary and/or District's accountant are 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 and provide such information as required by Section 39-1-125, C.R.S. That said certification shall be in substantially the following form attached hereto as Exhibit C and incorporated herein by this reference.

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

The foregoing Resolution was seconded by Director \_\_\_\_\_.

RESOLUTION APPROVED AND ADOPTED THIS 6TH DAY OF NOVEMBER, 2024.

STC METROPOLITAN DISTRICT NO. 2

By: \_\_\_\_\_  
James A. Brzostowicz  
Its: 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 the 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 regular meeting of the Board of Directors of the STC Metropolitan District No. 2 held on Wednesday, November 6, 2024, via video conference at <https://us02web.zoom.us/j/86267550643?pwd=V3RnRGRtWkRyUIZZc1VMWTJFZjFHdz09> and via telephone conference at Dial-In: 1-719-359-4580, Meeting ID: 862 6755 0643, Passcode: 987572, as recorded in the official record of the proceedings of the District, insofar as said proceedings relate to the budget hearing for fiscal year 2025; 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 6th day of November, 2024.

---

Peggy Ripko, Secretary

[SEAL]



**EXHIBIT A**

Affidavit  
Notice as to Proposed 2025 Budget

NOTICE AS TO PROPOSED 2025 BUDGET AND HEARING  
STC METROPOLITAN DISTRICT NO. 2

NOTICE IS HEREBY GIVEN that a proposed budget has been submitted to the STC METROPOLITAN DISTRICT NO. 2 (the "District") for the ensuing year of 2025. A copy of such proposed budget has been filed in the office of Simmons & Wheeler, P.C., 304 Inverness Way South, Suite 490, Englewood, Colorado, where the same is open for public inspection. Such proposed budget will be considered at a hearing at the meeting of the District to be held at 9:00 A. M., on Wednesday, November 6, 2024.

The location and additional information regarding the meeting will be available on the meeting notice posted on the District's website at <https://stcmd1-3.colorado.gov/> at least 24-hours in advance of the meeting.

Any interested elector within the District may inspect the proposed budget and file or register any objections at any time prior to the final adoption of the 2025 budget.

BY ORDER OF THE  
BOARD OF DIRECTORS OF THE DISTRICT:

By: /s/ ICENOGLE | SEAVER | POGUE  
A Professional Corporation

Published: Boulder Daily Camera October 16, 2024-2079681

Prairie Mountain Media, LLC

PUBLISHER'S AFFIDAVIT

County of Boulder  
State of Colorado

The undersigned, Agent, 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 16, 2024



Signature

Subscribed and sworn to me before me this  
11<sup>th</sup> day of October 2024.



Notary Public

(SEAL)

<p>SHAYLA NAJERA NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20174031965 MY COMMISSION EXPIRES July 31, 2025</p>
--

Account:	1051343
Ad Number:	2079681
Fee:	\$42.68

**NOTICE AS TO PROPOSED 2025 BUDGET AND HEARING  
STC METROPOLITAN DISTRICT NO. 2**

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BY ORDER OF THE  
BOARD OF DIRECTORS OF THE DISTRICT:

By: /s/ ICENOGLE | SEAVER | POGUE  
A Professional Corporation

Publish In: *Boulder Daily Camera*  
Publish On: Wednesday, October 16, 2024

**EXHIBIT B**

Budget Document  
Budget Message

**STC Metropolitan District No. 2**  
**Proposed Budget**  
**General Fund**  
**For the Year Ended December 31, 2025**

	Actual <u>2023</u>	Adopted Budget <u>2024</u>	Actual 6/30/2024	Estimate <u>2024</u>	Proposed Budget <u>2025</u>
Beginning balance	\$ (188,325)	\$ (253,292)	\$ (253,110)	\$ (253,292)	\$ 86
Revenues:					
Property taxes	1,398	11,060	1,778	1,723	13,006
SURA Property Tax Increment	62,208	114,866	104,606	114,886	103,510
Specific ownership taxes	2,978	5,000	2,589	5,000	14,410
Developer Advance	114,374	44,635	157,500	382,323	-
Transfer from STCMD No. 1	187,218	300,936	266,164	302,036	330,625
Transfer from STCMD No. 3	25,634	27,781	24,084	26,613	99,712
Parking Garage Cost Share/MOB	31,059	14,948	21,501	31,000	14,948
Net Investment Income	284	-	-	-	-
Miscellaneous/Interest Income	8,930	14,000	18,689	25,000	22,000
<b>Total Revenue</b>	<u>434,083</u>	<u>533,226</u>	<u>596,911</u>	<u>888,581</u>	<u>598,211</u>
<b>Total Funds Available</b>	<u>245,758</u>	<u>279,934</u>	<u>343,801</u>	<u>635,289</u>	<u>598,297</u>
Expenditures:					
Accounting	29,290	20,000	6,974	10,000	12,000
Accounting AP SDMS	-	-	10,041	20,000	22,500
Audit	14,600	16,500	-	16,500	17,500
Director's Fees	1,000	2,400	300	2,400	2,400
Insurance/SDA Dues	25,127	28,000	11,603	26,000	28,000
Election	2,126	-	-	-	7,000
Legal	54,606	35,000	23,000	35,000	40,000
Legal Special	-	-	48,635	50,000	-
Management	38,657	35,000	26,185	45,000	47,250
Miscellaneous	3,598	3,000	4,348	5,000	3,000
O&M - Covenant Control/Comm Mgmt	34,160	35,000	21,295	35,000	36,750
O&M - Landscaping	138,997	35,000	34,963	70,000	80,000
O&M - Maintenance	2,465	10,000	-	10,000	10,000
O&M - Utilities	29,978	30,000	12,752	30,000	30,000
O&M - Plaza	-	-	4,864	10,000	10,000
O&M - Roads & Sidewalks/snow rem	109,223	100,000	163,873	250,000	200,000
O&M - Parking Garage	14,142	8,000	18,161	20,000	20,000
O&M - Reserve	-	7,500	-	-	7,500
Treasurer's Fees	6	3	4	3	3
Payroll Taxes	1,075	300	-	300	300
Contingency	-	8,511	-	-	6,868
	<u>499,050</u>	<u>374,214</u>	<u>386,998</u>	<u>635,203</u>	<u>581,071</u>
Transfers and Reserves					
Emergency Reserve	-	10,971	-	-	17,226
<b>Total expenditures</b>	<u>-</u>	<u>10,971</u>	<u>-</u>	<u>-</u>	<u>17,226</u>
Ending balance	<u>\$ (253,292)</u>	<u>\$ (105,251)</u>	<u>\$ (43,197)</u>	<u>\$ 86</u>	<u>\$ -</u>
Assessed Valuation Gross		<u>\$ 12,166,502</u>			<u>\$ 11,253,385</u>
Assessed Valuation Increment		<u>\$ 11,112,575</u>			<u>\$ 10,013,981</u>
Assessed Valuation		<u>\$ 1,053,927</u>			<u>\$ 1,239,404</u>
Mill Levy		<u>10.494</u>			<u>10.494</u>

**STC Metropolitan District No. 2**  
**Proposed Budget**  
**Capital Projects Fund**  
**For the Year Ended December 31, 2025**

	Actual 2023	Adopted Budget 2024	Actual 6/30/2024	Estimate 2024	Proposed Budget 2025
Beginning balance	\$ 7,667,897	\$ 28,697	\$ 28,697	\$ 28,697	\$ 12,197
Revenues:					
Developer Advance	428,355	-	4,143,271	16,580,000	15,674,000
Bond Proceeds	9,683,632	15,674,000			
Premium on bonds	-	-	-	-	-
Net Investment Income	-	-	-	-	-
Interest Income	17,113	400,000	673	17,000	400,000
	<u>10,129,100</u>	<u>16,074,000</u>	<u>4,143,944</u>	<u>16,597,000</u>	<u>16,074,000</u>
Total Revenue					
	<u>10,129,100</u>	<u>16,074,000</u>	<u>4,143,944</u>	<u>16,597,000</u>	<u>16,074,000</u>
Total Funds Available	<u>17,796,997</u>	<u>16,102,697</u>	<u>4,172,641</u>	<u>16,625,697</u>	<u>16,086,197</u>
Expenditures:					
Legal	-	3,500	-	3,500	3,500
Management	-	-	-	-	-
Miscellaneous	-	-	-	-	-
Construction Expenses	10,111,986	16,040,500	4,143,944	16,580,000	16,040,500
System Development Costs	-	-	-	-	-
Developer Reimbursement	7,277,491	-	-	-	-
Developer Reimbursement - Interest	353,754	-	-	-	-
Cost of issuance	-	-	-	-	-
Engineering	25,069	30,000	9,082	30,000	30,000
	<u>17,768,300</u>	<u>16,074,000</u>	<u>4,153,026</u>	<u>16,613,500</u>	<u>16,074,000</u>
Total expenditures					
	<u>17,768,300</u>	<u>16,074,000</u>	<u>4,153,026</u>	<u>16,613,500</u>	<u>16,074,000</u>
Ending balance	\$ 28,697	\$ 28,697	\$ 19,615	\$ 12,197	\$ 12,197

**STC Metropolitan District No. 2**  
**Proposed Budget**  
**Debt Service Fund**  
**For the Year Ended December 31, 2025**

	Actual <u>2023</u>	Adopted Budget <u>2024</u>	Actual 6/30/2024	Estimate <u>2024</u>	Proposed Budget <u>2025</u>
Beginning balance	\$ 10,436,974	\$ 10,243,092	\$ 10,238,512	\$ 10,243,092	\$ 12,045,048
Revenues:					
Property taxes	365	38,735	360	38,735	45,552
SURA Property Tax District Increment	2,598,594	4,028,498	3,726,387	4,028,498	4,028,498
SURA Property Tax Increment	-	408,420	-	-	368,044
Specific Ownership Taxes	10,430	19,064	9,259	20,000	19,064
Transfer from STCMD No. 1	952,199	1,490,047	1,454,241	1,510,270	1,638,515
Transfer from STCMD No. 3	51,269	55,345	51,024	54,284	201,618
Net Investment Income	-	-	-	-	-
Interest income	<u>546,031</u>	<u>90,000</u>	<u>300,682</u>	<u>500,000</u>	<u>90,000</u>
 Total Revenue	 <u>4,158,888</u>	 <u>6,130,109</u>	 <u>5,541,953</u>	 <u>6,151,787</u>	 <u>6,391,291</u>
 Total Funds Available	 <u>14,595,862</u>	 <u>16,373,201</u>	 <u>15,780,465</u>	 <u>16,394,879</u>	 <u>18,436,339</u>
Expenditures:					
Bond Interest - 2019A	4,339,250	4,339,250	2,169,625	4,339,250	4,339,250
Paying agent fees	9,500	8,000	-	9,500	8,000
Cost of Issuance	4,000	500	-	500	500
Treasurer's Fees	<u>20</u>	<u>581</u>	<u>19</u>	<u>581</u>	<u>683</u>
 Total expenditures	 <u>4,352,770</u>	 <u>4,348,331</u>	 <u>2,169,644</u>	 <u>4,349,831</u>	 <u>4,348,433</u>
 Ending balance	 <u>\$ 10,243,092</u>	 <u>\$ 12,024,870</u>	 <u>\$ 13,610,821</u>	 <u>\$ 12,045,048</u>	 <u>\$ 14,087,906</u>
 Assessed Valuation Gross		 <u>\$ 12,166,502</u>			 <u>\$ 11,253,385</u>
Assessed Valuation Increment		<u>\$ 11,112,575</u>			<u>\$ 10,013,981</u>
Assessed Valuation		<u>\$ 1,053,927</u>			<u>\$ 1,239,404</u>
 Mill Levy		 <u>36.753</u>			 <u>36.753</u>
 Total Mill Levy		 <u>47.247</u>			 <u>47.247</u>

**EXHIBIT C**

Certification of Tax Levy



# CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

**TO:** County Commissioners<sup>1</sup> of \_\_\_\_\_, Colorado.

On behalf of the \_\_\_\_\_,  
(taxing entity)<sup>A</sup>

the \_\_\_\_\_,  
(governing body)<sup>B</sup>

of the \_\_\_\_\_,  
(local government)<sup>C</sup>

**Hereby** officially certifies the following mills to be levied against the taxing entity's GROSS \$ \_\_\_\_\_ assessed valuation of: \_\_\_\_\_  
(GROSS<sup>D</sup> assessed valuation, Line 2 of the Certification of Valuation Form DLG 57<sup>E</sup>)

**Note:** If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area<sup>F</sup> the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ \_\_\_\_\_  
(NET<sup>G</sup> assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)  
**USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10**

**Submitted:** \_\_\_\_\_ for budget/fiscal year \_\_\_\_\_.  
(no later than Dec. 15) (mm/dd/yyyy) (yyyy)

<b>PURPOSE</b> (see end notes for definitions and examples)	<b>LEVY<sup>2</sup></b>	<b>REVENUE<sup>2</sup></b>
1. General Operating Expenses <sup>H</sup>	_____ mills	\$ _____
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction <sup>I</sup>	< _____ > mills	\$ < _____ >
<b>SUBTOTAL FOR GENERAL OPERATING:</b>	<input type="text"/> mills	\$ <input type="text"/>
3. General Obligation Bonds and Interest <sup>J</sup>	_____ mills	\$ _____
4. Contractual Obligations <sup>K</sup>	_____ mills	\$ _____
5. Capital Expenditures <sup>L</sup>	_____ mills	\$ _____
6. Refunds/Abatements <sup>M</sup>	_____ mills	\$ _____
7. Other <sup>N</sup> (specify): _____	_____ mills	\$ _____
	_____ mills	\$ _____
<b>TOTAL:</b> [ Sum of General Operating Subtotal and Lines 3 to 7 ]	<input type="text"/> mills	\$ <input type="text"/>

Contact person: \_\_\_\_\_ Daytime phone: ( ) \_\_\_\_\_  
(print)

Signed: \_\_\_\_\_ Title: \_\_\_\_\_

*Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.*

<sup>1</sup> If the *taxing entity's* boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.  
<sup>2</sup> Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's **FINAL** certification of valuation).

**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<sup>J</sup>:**

- 1. Purpose of Issue: \_\_\_\_\_  
Series: \_\_\_\_\_  
Date of Issue: \_\_\_\_\_  
Coupon Rate: \_\_\_\_\_  
Maturity Date: \_\_\_\_\_  
Levy: \_\_\_\_\_  
Revenue: \_\_\_\_\_
  
- 2. Purpose of Issue: \_\_\_\_\_  
Series: \_\_\_\_\_  
Date of Issue: \_\_\_\_\_  
Coupon Rate: \_\_\_\_\_  
Maturity Date: \_\_\_\_\_  
Levy: \_\_\_\_\_  
Revenue: \_\_\_\_\_

**CONTRACTS<sup>K</sup>:**

- 3. Purpose of Contract: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_  
Principal Amount: \_\_\_\_\_  
Maturity Date: \_\_\_\_\_  
Levy: \_\_\_\_\_  
Revenue: \_\_\_\_\_
  
- 4. 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 6th day of November, 2024.

---

Peggy Ripko, Secretary

S E A L

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

At a regular 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 6, 2024, via video conference at <https://us02web.zoom.us/j/86267550643?pwd=V3RnRGRtWkRyUIZZc1VMWTJFZjFHdz09> and via telephone conference at Dial-In: 1-719-359-4580, Meeting ID: 862 6755 0643, Passcode: 987572, 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**, Section 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**, Sections 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**, Section 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**, Section 32-1-104(2), C.R.S. requires that the District, on or before January 15 of each year, file a copy of the notice required by Section 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, Sections 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 with the Division; and

**WHEREAS**, Section 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, Sections 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 Section 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 Section 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 Section 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, Article 13 of Title 38, 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 Section 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 Section 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 Sections 32-1-903(2), 24-6-402(2)(c)(I) & (III), and 32-1-903(6)(c) 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, including an annual 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**, Section 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 (20) 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 Section 32-1-903(1.5), C.R.S. and further stating the date, time and physical location of such meeting; and

**WHEREAS**, Section 32-1-903(6)(a), C.R.S. requires that the Board hold an annual meeting at a time and location to be designated by the Board and such location may be in person, virtual, or in person and virtual; provided that if the annual meeting is held solely in person, then it must be held at a physical location within the boundaries of the District, within the boundaries of any county in which the District is located, in whole or in part, or within any other county so long as the physical location does not exceed five (5) miles from the District's boundaries; and

**WHEREAS**, pursuant to Section 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 Section 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 Section 24-12-101, C.R.S., and the oath must be filed with the County Clerk and Recorder, and in accordance with Section 32-1-901(1), C.R.S. with the Clerk of the Court and with the Division; and

**WHEREAS**, in accordance with Section 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 Section 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 Section 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 Section 32-1-902(3)(a), C.R.S.; and

**WHEREAS**, Directors are governed by Section 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 Section 18-8-308, C.R.S.; and

**WHEREAS**, Directors are governed by Section 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 Section 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 Section 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, Sections 24-71.3-101 *et seq.*, C.R.S.; and

**WHEREAS**, pursuant to Section 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**, Sections 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**, Section 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 Section 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 Section 32-1-207(3)(c), C.R.S., and unless otherwise waived or requested by an earlier date, any special district created after July 1, 2000, must electronically file an annual report for the preceding calendar year by October 1<sup>st</sup> with the governing body that approved the District's 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, Sections 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 Section 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 Section 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, Sections 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 Section 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 that an order or decree confirming the inclusion of real property into the District is recorded; and

**WHEREAS**, in accordance with Section 32-1-104.5, C.R.S., (1) within one year of the date an order and decree has been issued by a district court for a newly organized metropolitan district; or (2) for all metropolitan districts organized after January 1, 2000, such metropolitan district, shall establish, maintain and annually update an official website containing specific information as set forth in Section 32-1-104.5(3)(a), C.R.S.; and

**WHEREAS**, the Colorado Office of Information Technology adopted the Rules Establishing Technology Accessibility Standards as contained in 8 CCR § 1501-11, *et seq.*, (the “Accessibility Rules”) requiring the District comply with the Accessibility Rules; 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**, Sections 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 Section 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 Sections 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 Section 32-1-809(2), C.R.S; and (2) in accordance with Section 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 directs management 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 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 <https://stcmd1-3.colorado.gov/>, as the District's official website and posting place for notices of meetings in 2025 pursuant to Sections 24-6-402(2)(c) and 32-1-104.5, C.R.S. and ratifies their designation of <https://stcmd1-3.colorado.gov/>, as the posting place for notices of meetings in 2024 for purposes of Sections 24-6-402(2)(c) and 32-1-104.5, C.R.S. Further, in compliance with Section 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. The Board directs management to maintain and update the official website of the District in compliance with Section 32-1-104.5(3)(a), C.R.S. In addition, the Board directs management to use their best efforts to comply with the Accessibility Rules in accordance with direction and guidance provided by the Board and the Colorado Office of Information Technology.
12. 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.
13. The Board determines to hold a regular meeting on **Wednesday, November 5, 2025, at 9:00 A.M. via video conference at \_\_\_\_\_ and via telephone conference at Dial-In: \_\_\_\_\_, Meeting ID: \_\_\_\_\_, Passcode: \_\_\_\_\_.** The Board directs those notices of all meetings must include the method or procedures, including the conference number and/or link, by which members of the public can attend the meeting. Any additional means of public participation, if any, will also be designated on the meeting agenda.
14. The Board determines to hold its annual meeting as required by Section 32-1-903(6), C.R.S. on **Wednesday, November 5, 2025, at 8:45 A.M. via video conference at \_\_\_\_\_ and via telephone conference at Dial-In: \_\_\_\_\_, Meeting ID: \_\_\_\_\_, Passcode: \_\_\_\_\_.** The Board directs those notices of all meetings must include the method or procedures, including the conference number and/or link, by which members of the public can attend the meeting. Any additional means of public participation, if any, will also be designated on the meeting agenda.
15. Pursuant to Section 32-1-904, C.R.S., the Board determined that the office of the District shall be at Special District Management Services, Inc., 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228.

16. The Board designates [REDACTED] to administer oaths or affirmations in accordance with Section 24-12-103, C.R.S. The Board directs management to prepare and file an oath or affirmation in accordance with Sections 32-1-901 and 24-12-101, C.R.S. In addition to the oath or affirmation, the Board directs management to procure either crime insurance in accordance with Section 24-14-102(2), C.R.S. or a bond for each Director as required by Section 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.
17. The Board hereby elects the following officers for the District:  

President/Chairman:	James A. Brzostowicz
Treasurer:	Terry Willis
Secretary:	Peggy Ripko
18. The Board directs that each Director may receive compensation for services as Directors in accordance with Sections 32-1-902(3)(a)(I) & (II), C.R.S.
19. 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 Section 18-8-308, C.R.S. shall be deemed filed with the Directors of the District when filed with the Secretary of State.
20. The Board authorizes the use of electronic records and electronic signatures. 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, Sections 24-71.3-101 *et seq.*, C.R.S.
21. 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 Section 24-72-203, C.R.S.
22. 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 Sections 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 Section 32-1-1101.5(1), C.R.S.

23. The Board directs the District's 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 Section 32-1-1101.5(1.5), C.R.S.
24. The Board directs management to prepare and file an annual report as required under the Service Plan for the District and Section 32-1-207(3)(c), C.R.S., as applicable.
25. 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.
26. 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 (90<sup>th</sup>) day after the date of the executive session.
27. The Board hereby designates the District's accountant as its official custodian over public deposits in accordance with Sections 11-10.5-101 *et seq.*, C.R.S.
28. The Board directs legal counsel to prepare the special district public disclosure statement in accordance with Section 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.
29. 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 2025 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.

30. 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 6TH DAY OF NOVEMBER 2024.**

STC METROPOLITAN DISTRICT NO. 2

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James A. Brzostowicz, President

ATTEST:

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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 6th day of November 2024.

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Peggy Ripko, Secretary

[SEAL]

**RESOLUTION OF  
THE BOARD OF DIRECTORS OF  
STC METROPOLITAN DISTRICT NO. 2  
2025 REGULAR SPECIAL DISTRICT ELECTION RESOLUTION**

At a regular 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 6, 2024, via video conference at <https://us02web.zoom.us/j/86267550643?pwd=V3RnRGRtWkRyUIZZc1VMWTJFZjFHdz09> and via telephone conference at Dial-In: 1-719-359-4580, Meeting ID: 862 6755 0643, Passcode: 987572, 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 Section 32-1-305.5(3)(a), C.R.S., the term of office of members of the Board of Directors for the District (the “Board”) elected in a regular special district election is four (4) years; and

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

**WHEREAS**, the term of office for zero (0) members of the Board for the District shall expire after their successors are 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 Section 1-13.5-111(1), C.R.S.: May 6, 2025; and

**WHEREAS**, the terms for the three (3) vacancies on the Board for the District are two (2) four-year terms and one (1) two-year term; 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 four years and one (1) Director to serve a term of two years; 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 Section 32-1-905, C.R.S. prior to the election; and

**WHEREAS**, pursuant to Section 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**, Sections 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**, Sections 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 specified in the registration list provided by the county clerk and recorder 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 Section 1-13.5-501(1.7), C.R.S., and (2) by any one of the following means: publication, as defined in Section 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 on the official website of the District; or, if permitted under Section 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 District and, in addition, in the office of the Clerk and Recorder of Boulder County; and

**WHEREAS**, Section 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**, Section 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 Section 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**, Section 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 Section 1-13.5-1003(2), C.R.S., which list must contain certain other information as set out by statute; and

**WHEREAS**, Section 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 (63<sup>rd</sup>) 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**, Section 1-11-103(3), C.R.S. provides that if an election is cancelled pursuant to Section 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**, Sections 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 Section 1-13.5-111(1), C.R.S., the Election Laws, and other applicable laws (May 6, 2025), for the purpose of electing two (2) Directors to serve a four-year term and one (1) Director to serve a two-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 Section 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 Designated Election Official 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 Section 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 (150) days prior to the date of the Election or, if no email address is on file, by mail as provided in Section 1-13.5-501(1.7), C.R.S. In addition, public notice shall be provided by 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 2025 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 Section 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., 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228 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 29, 2025).

6. Pursuant to Section 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 28, 2025). Self-nomination and acceptance forms are available at the Designated Election Official's office located at the above address.

7. Pursuant to Section 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 (63<sup>rd</sup>) day before the Election (March 4, 2025), 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 Section 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 Section 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 Sections 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 5, 2025).

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.

**[Remainder of page intentionally left blank.]**

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

**ADOPTED AND APPROVED THIS 6TH DAY OF NOVEMBER, 2024.**

**STC METROPOLITAN DISTRICT NO. 2**

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James A. Brzostowicz, President

ATTEST:

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Peggy Ripko, Secretary

**STC METROPOLITAN DISTRICT NO. 2**  
**SERIES 2024A & 2024B**  
**SCHEDULE OF EVENTS – AS OF OCTOBER 2, 2024**

October 2024						
S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

November 2024						
S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

December 2024						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

January 2025						
S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

ACTIVITY	DATE
Kick off transaction	October 2, 2024
Disclosure questionnaire distributed	October 9, 2024
<i>Indigenous Peoples' Day - Markets Closed</i>	<i>October 14, 2024</i>
Bond Counsel distributes draft documents	October 17, 2024
Completed disclosure questionnaire due back to Disclosure Counsel	October 22, 2024
Disclosure Counsel distributes draft PLOM	November 5, 2024
<i>Veterans Day - Markets Closed</i>	<i>November 11, 2024</i>
Second draft bond documents distributed	November 13, 2024
Market Study Released	November 14, 2024
BPA, CDA, and Developer Letter of Reps draft documents	November 15, 2024
Comments due on first draft PLOM	November 18, 2024
BPA, CDA, and Developer Letter of Reps second draft documents	November 20, 2024
Second draft PLOM circulated	November 21, 2024
District engages rating agency	November 22, 2024
Draft Cash Flow Forecast Circulated	November 25, 2024
<i>Thanksgiving - Markets Closed</i>	<i>November 28, 2024</i>
Call with Rating Agency	December 4, 2024
Receive indicative credit rating	December 16, 2024
Receive public credit rating	December 17, 2024
Obtain insurance bids	December 18, 2024
Final comments due on PLOM and Cash Flow Forecast	December 19, 2024
<i>Christmas Day - Markets Closed</i>	<i>December 25, 2024</i>
<i>New Year's Day - Markets Closed</i>	<i>January 1, 2025</i>
Signoff PLOM distributed	January 6, 2025
Final signoff due on PLOM	January 8, 2025
<b>Post PLOM</b>	<b>January 9, 2025</b>
Board meeting to approve Parameters Bond Resolution	January TBD, 2025
<b>Bond Pricing</b>	<b>January 23, 2025</b>
Distribute closing documents	January 27, 2025
Post LOM / Pre-Closing	January 29, 2025
<b>Closing</b>	<b>January 30, 2025</b>

**STC METROPOLITAN DISTRICT NO. 2**

LIMITED TAX GENERAL OBLIGATION REFUNDING AND IMPROVEMENT BONDS, SERIES 2024A

**TERM SHEET  
(AS OF OCTOBER 1, 2024)**

*FOR DISTRICT USE ONLY  
PROSPECTIVE INVESTORS SHOULD REVIEW THE BOND DOCUMENTS*

<b>Delivery Date:</b>	<b>JANUARY 2025</b>
<b><u>Sources (ESTIMATED):</u></b>	
<b>Par Amount:</b>	\$85,475,000
<b>Net Premium</b>	\$4,963,670
<b>From 2024Sub:</b>	\$49,666,000
<b>2019A DSRF:</b>	\$3,100,000
<b>Funds on Hand:</b>	<u>\$7,046,563</u>
<b>Total Sources:</b>	<b>\$150,251,233</b>
<b><u>Uses (ESTIMATED):</u></b>	
<b>Project Fund:</b>	\$0
<b>Refunding Escrow Payment:</b>	\$148,529,024
<b>Costs of Issuance:</b>	<u>\$1,722,018</u>
<b>Total Uses:</b>	<b>\$150,251,233</b>
<b><u>Structure:</u></b>	
<b>Final Maturity:</b>	December 1, 2054 (estimate)
<b>Interest Rate:</b>	4.14% (estimated true interest cost as of the current market; final rates determined at pricing)
<b>Payment Dates:</b>	Semi-annual interest payments on June 1 and December 1 with principal payments annually on December 1.
<b>Tax Status:</b>	Tax-exempt, Non-AMT, Non-Bank Qualified
<b>Optional Redemption:</b>	12/1/2034 at par
<b>Credit Rating:</b>	Estimated to be investment grade and bond insured
<b>Senior Pledged Revenue:</b>	Pledged Revenue consists of a senior lien on (i) revenues produced from the required mill levy of 50 mills (the "Required Mill Levy"), (ii) specific ownership taxes generated from the Required Mill Levy, and (iii) URA property tax increment through 2038

**Conversion to Unlimited:**

The District's senior debt will convert to an unlimited mill levy once the total debt to assessed ratio is at or below 50%, provided that no payments of interest or principal are past due.

**Debt Service Reserve Fund Requirement:**

The bonds will be further secured by a Reserve Fund in an amount not to exceed the three-prong test, which is anticipated to be funded in whole or in part with a Surety Policy.

**Additional Debt:**

Allowed with majority bondholder consent. Refunding and parity bonds that result in a lower net effective rate and that have a final maturity date greater than the senior bonds are also permitted.

**Subordinate Debt:**

Subordinate bonds may be issued provided that they pay debt service annually only after all payment on senior bonds.

**Events of Default:**

It is not an event of default if the Districts fails to pay interest and principal but has levied the required mill levy. Only failure to levy the required mill levy is a payment event of default.

**Trustee:**

UMB Bank, n.a.

**Title 32 qual.:**

Rated in one of the four highest investment grade ratings.

**Title 11 exemption:**

Rated in one of the four highest investment grade ratings.





**STC METROPOLITAN DISTRICT NO. 2**

**SUBORDINATE LIMITED TAX GENERAL OBLIGATION BONDS, SERIES 2024B**

**TERM SHEET  
(AS OF OCTOBER 1, 2024)**

*FOR COMMUNITY AUTHORITY BOARD USE ONLY  
PROSPECTIVE INVESTORS SHOULD REVIEW THE BOND DOCUMENTS*

**Delivery Date:** Same as 2024A

**Sources (ESTIMATED):**

**Par Amount:** \$51,619,000

**To 2024 Senior:** **(\$49,666,000)**

**Total Sources:** **\$1,953,000**

**Uses:**

**Project Fund:** \$920,620

**Costs of Issuance:** **\$1,032,380**

**Total Uses:** **\$1,953,000**

**Structure:**

**Final Maturity:** December 15, 2054 (estimate)

**Interest Rate:** 7.5% (estimate rate; actual rate determined at pricing)

**Payment Dates:** Principal and interest payments annually on December 15

**Tax Status:** Tax-exempt, Non-AMT, Non-Bank Qualified

**Optional Redemption:** Estimated 12/1/2029 at \$103 premium declining (actual redemption provisions determined at pricing)

**Credit Rating:** Non-Rated

**Subordinate Pledged Revenue:** The bonds are structured as cash flow bonds that pay each year on December 15th. Any Senior Pledged Revenue available to the subordinate bonds will be used to pay current interest, accrued interest, and then principal. Interest not paid when due will accrue and compound annually at the rate on the bonds. Any amount unpaid at the maturity date will remain outstanding and continue to accrue and compound.

*Discharge date to be discussed with counsel.*

**Additional Debt:** Senior debt allowed without subordinate bondholder consent only for refunding the senior debt and subject to the condition

that the refunding bond debt service is lower in every year than the refunded bond debt service and that the reserve and surplus funds for such refunding bonds be limited to 10% of par. Additional subordinate debt allowed with 100% subordinate bondholder consent.

**Junior Subordinate Debt:**

Junior subordinate bonds may be issued provided that they pay debt service annually only after all payment on senior bonds and subordinate bonds.

**Trustee:**

UMB Bank, n.a.

**Title 32 qual.:**

Issued to financial institutions or institutional investors

**Title 11 exemption:**

\$500,000 denominations

## **THIRD AMENDMENT TO AMENDED AND RESTATED FACILITIES FUNDING AND ACQUISITION AGREEMENT**

This **THIRD AMENDMENT TO AMENDED AND RESTATED FACILITIES FUNDING AND ACQUISITION AGREEMENT** (“Second Amendment”) is dated as of November 6, 2024, by and between **STC METROPOLITAN DISTRICT NO. 2**, a quasi-municipal corporation and political subdivision of the State of Colorado (the “District”), and **RC SUPERIOR, LLC**, a Delaware limited liability company (the “Developer”) (individually, each a “Party” and collectively the “Parties”).

### **RECITALS**

**WHEREAS**, the District and the Developer entered into that certain Amended and Restated Facilities Funding and Acquisition Agreement, dated December 1, 2019 with an effective date of January 1, 2014, as amended by that certain First Amendment to the Amended and Restated Facilities Funding and Acquisition Agreement, dated December 22, 2022, and as amended by that certain Second Amendment to the Amended and Restated Facilities Funding and Acquisition Agreement, dated November 1, 2023 (collectively the “Agreement”); and

**WHEREAS**, pursuant to the Agreement, the Developer agreed to advance or expend funds on behalf of the District for Construction Related Expenses (as defined in the Agreement) up to \$66,000,000 for budget years 2014 through 2024 (as defined in the Agreement, the “Cumulative Shortfall Amount”); and

**WHEREAS**, the District anticipates that it will not otherwise have sufficient revenues to fund Construction Related Expenses through budget year 2025; and

**WHEREAS**, in accordance with Section 6.16 of the Agreement, the Agreement may not be amended, altered, or otherwise changed except by a written agreement signed by the Parties; and

**WHEREAS**, the District and Developer wish to enter into this Third Amendment to amend the provisions of the Agreement to recognize that additional advances may be made in 2025 and to further extend the term that advances shall be made available to the District.

**NOW, THEREFORE**, in consideration of the mutual covenants set forth herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereto agree as follows:

### **COVENANTS AND AGREEMENTS**

1. Terms. All terms which are not defined herein shall have the same meaning as set for the in the Agreement.
2. Amendment to Section 2.2(b) of the Agreement. Section 2.2(b) of the Agreement is hereby deleted in its entirety, and substituted in lieu thereof shall be the following:

Cumulative Shortfall Amount. The Developer and District agree that the cumulative Shortfall Amount for budget years 2014 through 2025, inclusive (“Cumulative Shortfall Amount”), shall not exceed Seventy Million Dollars (\$70,000,000.00).

3. Amendment to Section 2.3 of the Agreement. Section 2.3 of the Agreement is hereby deleted in its entirety, and substituted in lieu thereof shall be the following:

2.3 Payment of Annual Shortfall Amount. The Developer shall make advances necessary to fund the Annual Shortfall Amount for the Construction Related Expenses set forth in the approved budget on a periodic basis as needed for the period commencing on January 1, 2014 through December 31, 2025, up to the Cumulative Shortfall Amount for the budget years 2014 through 2025, inclusive. The District shall, from time to time, provide written notice to the Developer for an advance of all or part of the Annual Shortfall Amount (a “Funding Request”). The Funding Request shall contain the following information: (i) the name and address of the person, firm, or entity to whom payment is due; (ii) the amount to be paid; and (iii) copies of all invoices or pay requests from any person, firm or entity to whom payment is due evidencing the amount to be paid. The Developer shall make an advance of funds (the “Developer Advance”) to the District within fifteen (15) days of receipt from the District of a Funding Request. Each Developer Advance shall be made payable in a dual obligee check format to the District and the person, firm or entity to whom payment is due under the Funding Request.

4. Full Force and Effect. Except as expressly set forth in this First Amendment, all provisions of the Agreement remain unchanged and in full force and effect, valid and binding on the Parties thereto.

**[SIGNATURE PAGES FOLLOW]**

IN WITNESS WHEREOF, the Parties have duly executed this First Amendment effective the day and year first written above.

**STC METROPOLITAN DISTRICT NO. 2**

\_\_\_\_\_  
James A. Brzostowicz, President

ATTEST:

\_\_\_\_\_  
Terry Willis, Secretary

**DEVELOPER: RC SUPERIOR, LLC**

By: Superior Town Center ASLI VII Holdings, LLC, a Delaware limited liability company, its sole Member

By: Avanti Strategic Land Investors VII, L.L.L.P., a Delaware limited liability limited partnership, its sole Member

By: Avanti Properties Group II, L.L.L.P., a Delaware limited liability limited partnership, its Managing General Partner

By: Avanti Management Corporation, a Florida corporation, its sole General Partner

\_\_\_\_\_  
By: \_\_\_\_\_

Title: \_\_\_\_\_

ATTEST:

\_\_\_\_\_  
Title: \_\_\_\_\_

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

**REGARDING ADOPTION OF COVENANT/DESIGN STANDARD ENFORCEMENT,  
FINE IMPOSITION, AND DISPUTE RESOLUTION POLICY**

At a regular meeting of the Board of Directors of the STC Metropolitan District No. 2, Town of Superior, Boulder County, Colorado (the “Board”), held at 9:00 A.M., on Wednesday, November 6, 2024, via video conference at <https://us02web.zoom.us/j/86267550643?pwd=V3RnRGRTWkRyUIZZc1VMWTJFZjFHdz09> Phone Number: 1 (719) 359-4580 Meeting ID: 862 6755 0643 Passcode: 987572 at which a quorum was present, the following resolution was adopted:

**WHEREAS**, STC Metropolitan District No. 2 (the “District”) was organized and exists as metropolitan district pursuant to the provisions of Sections 32-1-101, *et seq.*, C.R.S. (the “Special District Act”); and

**WHEREAS**, pursuant to Section 32-1-1004(8)(a), C.R.S., the board of a metropolitan district has the power to furnish covenant enforcement and design review services provided that the declaration, rules and regulations, or any 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**, the District is identified as the “Operating District” charged with certain enforcement and collection abilities in that certain Master Declaration of Covenants, Conditions and Restrictions for Superior Town Center recorded in the Boulder County Clerk and Records Office April 14, 2015 at Reception No. 03439339 (the “Master Declaration”) and a Declaration of Covenants, Conditions and Restrictions for Discovery Ridge at Superior Town Center recorded in the Boulder County Clerk and Records Office November 22, 2019 at reception number 03750773 (the “Subsequent Declaration”), (the “Covenants”) within the Town of Superior in Boulder County, Colorado (the “Community”); and

**WHEREAS**, Article 3 of both the Master Declaration and of the Subsequent Declaration of the Covenants specifically authorizes the District to establish and to provide for policies, procedures, regulations and rules, including, that certain Resolution 2015-02-02 Acknowledging and Adopting the Master Declaration of Covenants, Conditions, and Restrictions for Superior Town Center adopted by the 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, that certain Resolution 2021-11-03 adopting the Third Amended and Restated Superior Town Center Rules, Regulations and Design Guidelines, that certain Resolution 2024-11-01 adopting the

Fourth Amended and Restated Superior Town Center Residential Rules, Regulations and Design Guidelines STC Metropolitan District 2 dated November 1, 2023, the Commercial Rules and Regulations of STC Metropolitan District No. 2 dated July 24, 2024, that certain Resolution 2021-11-03 Adopting an Amended Covenant Enforcement Policy Establishing Guidelines for STC Metropolitan District No. 2 in Providing Covenant Enforcement and Design Review Services dated November 3, 2021, , or similar instruments (collectively, the “Covenant Enforcement Policy”), the District is responsible for enforcing on behalf of the Community (collectively with the Covenants, the “Covenants and Design Standards”), as well as the authority, power and right of enforcement, including the levy of fines and the ability to pursue other remedies for non-compliance; and

**WHEREAS**, pursuant to Section 32-1-1004.5, C.R.S., a metropolitan district engaging in covenant enforcement and design review services must comply with certain procedural requirements, including but not limited to, adopting a written policy governing the imposition and collection of fines and governing disputes between the metropolitan district and a Unit Owner (as defined in Section 32-1-1004.5(1)(h), C.R.S.); and

**WHEREAS**, pursuant to Sections 32-1-1001(1)(j) and (k), C.R.S., the District is authorized to impose 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**, Section 32-1-1001(1)(j), C.R.S., also provides that until paid, all such fees, rates, tolls, penalties or charges shall constitute a perpetual lien on and against the property served, which lien may be foreclosed in the same manner as provided by the laws of the State of Colorado for the foreclosure of mechanics’ liens; and

**WHEREAS**, Section 32-1-1001(1)(m), C.R.S., authorizes the District to adopt, amend, and enforce rules and regulations not in conflict with the constitution or Colorado laws for carrying on the business, objects, and affairs of the District; and

**WHEREAS**, the District has determined it is necessary to adopt policies and procedures regarding imposition of fines, hearing procedures, collection of unpaid fees, penalties, and charges, and governing appeals; and

**WHEREAS**, on June 17, 2017 the District entered into an Intergovernmental Agreement (IGA) regarding covenant enforcement between the District, STC Metropolitan District No. 1 and STC Metropolitan District No. 3 as amended on December 9, 2019 (the “First Amendment”) to add the Discovery Ridge Property, and on November 3, 2021, the District adopted a Resolution Adopting an Amended Covenant Enforcement Policy Establishing Guidelines for STC Metropolitan District No. 2 in Providing Covenant Enforcement and Design Review Services and (collectively the “Enforcement Resolution”); and



**WHEREAS**, the Board of Directors of the District (the “Board”) desires to repeal prior policies, acts, orders or resolutions, or parts thereof, by the District related to Covenant and Design Standard enforcement, fines, and disputes, including, but not limited to the Enforcement Resolution, and to adopt a revised Covenant and Design Standard enforcement, fine imposition, and dispute resolution policy.

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

1. Adoption of Covenant/Design Standard Enforcement, Fine Imposition, and Dispute Resolution Policy. The Board hereby adopts the Covenant/Design Standard Enforcement, Fine Imposition, and Dispute Resolution Policy attached hereto and incorporated herein as **Exhibit A** (the “Policy”).

2. Posting to Website. In accordance with Section 32-1-1004.5(5)(a)(II), C.R.S., this Policy shall be posted and available on the District’s website, or, if the District is not required to maintain a website, shall be available upon request.

3. Effective Date. This Resolution and the Policy shall take effect immediately upon adoption by the Board.

4. Repealer. All prior policies, acts, orders or resolutions, or parts thereof, by the District related to Covenant and Design Standard enforcement, fines, and disputes are hereby repealed and superseded, including, but not limited to the Covenant Enforcement Resolution, except that this repealer shall not be construed to revive any act, order or resolution, or part thereof, heretofore repealed.

5. Actions to Effective Resolution and Policy. District management, Community management, legal counsel, and all other necessary consultants of the District as authorized and directed to take all actions necessary and appropriate to effectuate this Resolution and the Policy. All actions not inconsistent with the provisions of this Resolution and the Policy heretofore taken by the members of the Board, District management, Community management, legal counsel, and consultants of the District and directed toward effectuating the purposes stated herein are hereby ratified, approved, and confirmed.

6. Severability. 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.

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

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

**ADOPTED AND APPROVED THIS 6th DAY OF November 2024.**

STC METROPOLITAN DISTRICT NO. 2

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James A. Brzostowicz, President

ATTEST:

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Peggy Ripko, Secretary

**EXHIBIT A**

Covenant/Design Standard Enforcement, Fine Imposition, and Dispute Resolution Policy



# ICENOGL SEAVR POGUE

## MEMORANDUM

**TO:** Board of Directors, Managers, and other District Representatives

**FROM:** Icenogle Seaver Pogue, P.C.

**DATE:** July 15, 2024

**RE:** Summary of 2024 Legislation

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## INTRODUCTION

The Second Regular Session of the Seventy-Fourth General Assembly (“General Assembly”) of the State of Colorado (the “State”) convened on January 10, 2024 and adjourned on May 8, 2024. This memorandum summarizes certain bills enacted into law and regulations promulgated in 2024 that may impact special districts, either directly or indirectly. This memorandum does not address every new law or regulation or every nuance of the laws and regulations that are included; therefore, the Colorado Revised Statutes (“C.R.S.”) and legal counsel should be consulted for the complete statutory requirements of the legislation discussed herein and laws impacting special districts.

## WEBSITE ACCESSIBILITY

### **Grace Period Noncompliance Digital Accessibility**

**HB 24-1454**

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House Bill (“HB”) 21-1110 (as amended by Senate Bill (“SB”) 23-244) required the Colorado Office of Information Technology (“OIT”) to promulgate rules regarding information technology systems accessibility standards by July 1, 2024, after which public entities are liable for discrimination claims.<sup>1</sup> HB 24-1454 permits a one-year grace period (to July 1, 2025) from liability if the noncompliant public entity demonstrates good faith efforts toward compliance with the OIT accessibility standards or makes good faith efforts toward resolution of a complaint of noncompliance. “Good faith efforts”<sup>2</sup> must include the following:

- Creation of a progress report demonstrating concrete and specific efforts toward compliance on the entity’s or agency’s front-facing web pages;

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<sup>1</sup> For additional information regarding the OIT’s Rules Establishing Technology Accessibility Standards, see our memorandum on this issue dated March 25, 2024.

<sup>2</sup> If a civil action is filed and a public entity alleges that it has made a good faith effort towards compliance, the court shall determine whether a good faith effort was made based on a preponderance of the evidence.

- updating the progress report on a quarterly basis; and
- creating a clear, easy-to-find process for requesting redress for inaccessible digital products including contact options that are not dependent on web access or digital accessibility and are prominently displayed on all front-facing web pages.

HB 24-1454 took effect on May 24, 2024 and will be automatically repealed on July 1, 2025.

## **SPECIAL DISTRICTS**

### **Metropolitan District Covenant Enforcement Policy**

**HB 24-1267**

HB 24-1267 requires the board of directors of a metropolitan district that provides covenant enforcement and design review services to adopt a written policy that governs the imposition of fines and establishes procedures for imposing the same, including notice and an opportunity to be heard, and establishing procedures for disputes between the metropolitan district and a unit owner by January 1, 2025. The policy must be posted to the metropolitan district’s website if the metropolitan district is required to maintain one.

In addition, HB 24-1267 provides, among other things, that the metropolitan district cannot foreclose on a lien based on the unit owner’s delinquent payment of rates, fees, tolls, fines, penalties, or charges or charge a unit owner for court costs or attorney fees when a court determines an owner did not commit the alleged violation. Additionally, a metropolitan district may not prohibit the owner or occupant of a unit from displaying flags and signs, parking an emergency response vehicle in a driveway, removing vegetation for fire mitigation, making reasonable modifications for individuals with disabilities, utilizing certain drought-tolerant vegetation or rain barrels, and installing certain energy efficient devices. The bill also prohibits a metropolitan district from seeking to enforce the terms of a building restriction (which term is undefined) or to compel the removal of any building or improvement because of a violation of the terms of the building restrictions unless the action is commenced within one (1) year after the date that the metropolitan district knew or should have known of the violation. HB 24-1267 permits a metropolitan district to adopt a resolution to have delinquent amounts certified to the county treasurer for collection in the same manner as taxes are collected.

HB 24-1267 will take effect on August 7, 2024, assuming no referendum petition is filed. Metropolitan districts that provide covenant enforcement and design review services should expect to adopt a formal policy, in coordination with legal counsel, by no later than January 1, 2025.

### **Prohibit Landscaping Practices for Water Conservation**

**SB 24-005**

SB 24-005 prohibits local entities,<sup>3</sup> including special districts, from installing, planting, or placing nonfunctional turf, artificial turf, or invasive plant species (collectively, “turf”) as part of a new

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<sup>3</sup> “Local entity” is defined as a “home rule or statutory city, county, city and county, territorial charter city, or town; special district; and metropolitan district.”

development or redevelopment project on applicable property<sup>4</sup> beginning on January 1, 2026. On or before January 1, 2026, local entities must enact or amend ordinances, resolutions, regulations, or other laws in accordance with this prohibition. Finally, SB 24-005 provides that any turf installed prior to January 1, 2026 may continue to be maintained by a local entity. SB 24-005 will take effect on August 7, 2024, assuming no referendum petition is filed.

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**Restrictions on Tap Fees****HB 24-1463**

HB 24-1463 provides that within thirty (30) days of receiving a written request from any local government<sup>5</sup> within the boundaries of which the special district operates or partly operates, a special district must provide the rate schedule for tap fees, system development fees, and other fees and charges that contemplate future water or sanitation system usage (the “Fees”). In addition, upon request, the local government shall provide any professional analyses and a detailed written justification of the costs and methodologies used to calculate Fees. HB 24-1463 will take effect on August 7, 2024, assuming no referendum petition is filed.

**TAXATION & OTHER FINANCING**

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**Update Local Government Sales & Use Tax Collection****SB 24-025**

SB 24-025 revises State laws that govern State administration of local sales or use tax, including those collected by special districts. Among other things, SB 24-025 requires that the executive director of the Department of Revenue (“DOR”) collect, administer, enforce, and distribute sales or use tax imposed by local governments, including special districts, in the same manner as the collection, administration, and enforcement of State sales and use tax. In addition, SB 24-025 allows local governments to allow retailers to retain a percentage of the amount remitted to cover the retailer’s expenses in collecting the tax. SB 24-025 will take effect on July 1, 2025, unless a referendum petition is filed by August 7, 2024.

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**Property Tax****SB 24-233**

SB 24-233<sup>6</sup> can be broken into three key components: 1) establishing a property tax revenue limitation for local governments, 2) reducing assessment rates for both residential and commercial property, and 3) providing State reimbursement to local governments that lost property tax revenue from such changes.

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<sup>4</sup> “Applicable property” is defined as commercial, institutional, industrial property, common interest community property, rights-of-way, parking lots, medians, or transportation corridors. Residential properties are specifically excluded from the meaning of applicable property.

<sup>5</sup> “Local government” is defined as a home rule or statutory county, city and county, or municipality.

<sup>6</sup> At the outset, it should be noted that SB 24-233 will only go into effect if neither Initiative 50 nor Initiative 108 (discussed below) pass in the November 2024 election. Should either initiative pass in the November 2024 election, this bill will not become effective.

1. Property Tax Revenue Limitations for Local Governments

Beginning with the 2025 property tax year (collection year 2026), SB 24-233 limits property tax revenue growth for local governments.<sup>7</sup> The limit is equal to the level of the local government's base year property tax revenue, plus any reimbursements received by the State for that year, grown annually by 5.5% from the base year.<sup>8</sup> However, SB 24-233 excludes certain revenue from the calculation of the property tax revenue limit including, but not limited to, (1) revenue resulting from assessed value attributable to new construction and personal property, newly included property, formerly exempt federal property that becomes taxable, refunds and abatements by local governments during a reassessment cycle, oil and gas production, and revenues previously diverted for tax increment financing; and (2) revenue for the payment of bonds outstanding as of the effective date of the bill and interest thereon, contractual obligations approved by voters as of the effective date of the bill, and bonds or other contractual obligations issued with existing voted authorization. Beginning in 2025, revenue from voter-approved mill levy increases is also excluded. *It should be noted that any special district that has previously received voter approval for the waiver of the 5.5% statutory limitation and TABOR expenditure limitations are now subject to the above limitation.*

In addition, SB 24-233 requires that a local government either enact a temporary property tax credit or temporarily reduce its mill levy in order to meet the limitations of SB 24-233, and neither action shall change the underlying mill levy imposed by the local government and does not require prior voter approval. Pursuant to SB 24-233, revenues collected in excess of the above limitation must be refunded. SB 24-233 allows local governments to (1) waive the limit for a single property tax year,<sup>9</sup> a specified number of years, or for all future tax years with advance voter approval; and (2) seek voter authorization to (a) increase the total number of mills levied, or (b) allow a floating mill levy up to the property tax limit, so long as voter authorization for (a) and (b) are obtained after the effective date of SB 24-233.

2. Property Tax Assessment Rates and Reductions

SB 24-233 lowers assessment rates and extends value reductions for the 2024 property tax year (collection year 2025). For the 2024 tax year, SB 24-233 carries over the temporary assessment

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<sup>7</sup> "Local government entity" for this portion of the bill means a governmental entity authorized to impose ad valorem taxes on taxable property within its territorial limits; however, school districts, home-rule jurisdictions, and local governments whose revenue is already limited by TABOR's collection, retention, and spending limits or by the 5.5% revenue limit are specifically excluded.

<sup>8</sup> "Base year" is defined as 1) "[f]or a local government entity that had a qualified property tax revenue for the property tax year commencing on January 1, 2023, the local governmental entity's qualified property tax revenue for the property tax year commencing on January 1, 2023, plus any money that the local governmental entity received pursuant to Section 39-3-210," C.R.S.; or 2) "[f]or a local governmental entity that did not have qualified property tax revenue for the property tax year commencing on January 1, 2023, the local governmental entity's qualified property tax revenue for the first year that the local governmental entity had property tax revenue." In addition, for local governmental entities that have temporarily waived the property limit, the local governmental entity's qualified property tax revenue for the most recent property tax year for which the local governmental entity temporarily waived the property tax limit serves as the base year.

<sup>9</sup> The base year for calculation of the 5.5% growth limit is based off the year when the waiver last applied.

rates and actual value reductions from the 2023 property tax year (collection year 2024). This includes a 6.7% assessment rate applied to the actual value of the property minus \$55,000 or the amount that reduces assessed value to \$1,000 for residential real property.

In addition, beginning in the 2025 property tax year, SB 24-233 creates two assessed values for each residential property: one that is used for mill levies assessed by school districts,<sup>10</sup> and one that is used for all other local government entities.<sup>11</sup> For local governments for property tax year 2025, SB 24-233 reduces the assessment rate for all residential property to 6.4% applied to the actual value of the property. For property year 2026, the residential assessment rate is 6.95% applied to the actual value of the property minus the lesser of (a) 10% of the actual value, or (b) \$70,000 Finally, beginning with the 2027 property tax year, the \$70,000 maximum is increased annually by inflation in the first year of each subsequent reassessment cycle.

**SB24-233 (Concerning Property Tax) – Overview for Non-School Local Governments**

	PTY* 2024	PTY 2025	PTY 2026	PTY 2027	PTY 2028
<b>Property Tax Limit</b>	No new limit	5.5%	5.5%	5.5%	5.5%
<b>Residential AR**</b>	6.7%	6.4%	6.95%	6.95%	6.95%
<b>Homestead Exemption from Actual Value</b>	\$55K	10% of first \$700K***	10% of first \$700K***	10% of first \$700K***	10% of first \$700K***
<b>Non-Residential AR**</b>	27.9%	27%	25%	25%	25%
<b>Commercial Exemption from Actual Value</b>	\$30K of actual value				

\* Revenues are collected in the year following the Property Tax Year (PTY) – eg. PTY 2024 is collected in 2025

\*\* Assessment Rate (AR)

\*\*\*The Homestead Exemption is adjusted by inflation/CPI starting in PTY 2025

Source: Special District Association, 2024 Legislative Summary (July 2024)

3. State Reimbursements

Finally, SB 24-233 establishes a process by which local governments can be reimbursed by the State for revenue lost pursuant to the reductions in assessed value in the 2024 property tax year only. Reimbursements shall be based on the decline in assessed value multiplied by the local government’s 2022 mill levy, less mills for bonds and contractual obligations. In order to qualify for State reimbursement, the change in assessed value from the 2022 property tax year to the 2024 property tax year must be negative. If there is insufficient State funding to fully backfill the eligible local governments, the backfill will be proportionately reduced.

<sup>10</sup> For purposes of this memorandum, details regarding school district assessment rates have been excluded.

<sup>11</sup> “Local government entity” for the purpose of this portion of the bill means a governmental entity authorized by law to impose ad valorem taxes on taxable property located within its territorial limits but excepting school districts. “Local government entity” does not include local governments that are subject to and have not received voter approval to exceed the 5.5% limitation of Section 29-1-301, C.R.S. nor entities that have not received voter approval to collect, retain, and spend without regard to TABOR.



SB 24-233 was signed into law by the Governor on May 14, 2024 and takes effect upon the Governor's proclamation of the results of the 2024 General Election only if voters do not approve ballot measures that either reduce valuations for assessment and/or require voter approval for retaining property tax revenue that exceeds a limit, as briefly discussed below.

Initiative 50 and Initiative 108

Initiative 50, which is qualified to appear on the November 2024 ballot, seeks to amend the Colorado Constitution<sup>12</sup> by imposing a 4% annual cap on total statewide property tax revenues. Any revenue received in excess of the 4% cap would require statewide advance voter approval to be retained.

Initiative 108, which is not yet qualified to appear on the November 2024 ballot, seeks to amend Colorado Revised Statutes<sup>13</sup> by reducing the residential assessment rate to 5.7% and non-residential assessment rate to 24%. Initiative 108 would require State backfill of revenue loss to local governments as a result of this measure.

Should either Initiative 50 or Initiative 108 be approved by voters at the November 2024 election, SB 24-233 will not take effect.

**Tax Rate Information to Real Property Owners**

**HB 24-1302**

HB 24-1302 requires taxing authorities, including special districts, to submit certain information about each mill levy they impose with their annual certification of levies starting with the 2024 property tax year (fiscal year 2025).

The required information includes:<sup>14</sup>

1. The rate of the levy;
2. The prior year levy and revenue collected from the levy;
3. The maximum levy that may be levied without further voter approval;
4. The allowable annual growth in revenue collected from the levy;
5. The actual growth in revenue collected from the levy over the prior year;
6. Whether revenue from the levy is allowed to be retained and spent as a voter-approved revenue change under TABOR;
7. Whether revenue from the levy is subject to the statutory 5.5% local revenue growth limit;
8. Whether revenue from the levy is subject to any other limit;
9. Whether the levy must be adjusted, or whether a mill levy credit must be allowed, to collect a certain amount of revenue for the tax year and, if applicable, that amount of revenue; and

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<sup>12</sup> Requires 55% approval to pass.

<sup>13</sup> Requires 50% approval to pass.

<sup>14</sup> Counties are required to ensure that such information is publicly available beginning January 1, 2026. From December 31, 2024 through December 31, 2025, counties must ensure the information is available upon request.

10. Any other information determined necessary by the Department of Local Affairs (“DOLA”).

On or before September 1, 2024, DOLA is required to determine the process by which taxing authorities, including special districts, will provide the above information.

Finally, under current law, county assessors are required to include an estimate of taxes owed with the notice of valuation that is sent annually to each property owner. HB 24-1302 removes this requirement.

HB 24-1302 took effect on June 3, 2024.

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### **Senior Primary Residence Property Tax Reduction**

**SB 24-111**

SB 24-111 establishes a new subclass of residential property called “qualified-senior primary residence real property.” For the 2025 and 2026 property tax years, SB 24-111 reduces the assessed value of owner-occupied senior primary residences for those who previously qualified for the senior homestead tax exemption in 2020 or later years but have since relocated. The actual value of the property is adjusted to 50% of the first \$200,000 or the amount that causes the valuation or assessment to be \$1,000. SB 24-111 requires that revenue lost by local governmental entities, including special districts, be reimbursed by the State. SB 24-111 will take effect on August 7, 2024, assuming no referendum petition is filed.

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### **County Revitalization Authorities**

**HB 24-1172**

HB 24-1172 allows counties to create county revitalization authorities (“CRAs”) to promote economic revitalization in unincorporated areas of the State. CRAs may use resources such as tax increment financing and private financing to conduct revitalization projects according to approved plans. Plans must be reviewed by county planning commissions, are subject to statutory notice provisions, and the public decision-making process. HB 24-1172 outlines the requirements for counties choosing to create and administer a CRA. Under HB 24-1172, special districts have the option to request to join a CRA and participate in the revitalization effort. HB 24-1172 will take effect on August 7, 2024, assuming no referendum petition is filed.

## **ELECTIONS**

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### **Modifications to Laws Regarding Elections**

**SB 24-210**

SB 24-210 contains various additions, amendments, and repeals regarding Colorado’s election laws. Many sections of this bill do not apply to special districts; however, the bill includes the following changes, which may affect special district elections:<sup>15</sup>

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<sup>15</sup> It should be noted that other elements of SB 24-210 may apply to elections coordinated by the county.

- Section 39 specifies the conditions under which an elector may request a replacement ballot from the designated election official and modifies the time by which an elector must submit that request to remove the requirement that it be made before 5:00 p.m. on Election Day.
- Section 41 eliminates a requirement from Section 1-10.5-104, C.R.S. that the designated election official order a recount no later than 25 days after the election if it appears that a recount is required for any office, ballot question, or ballot issue. Section 1-13.5-1306, C.R.S. still contains recount requirements for the Colorado Local Government Election Code.
- Section 49 prohibits a natural person who is not a citizen of the United States, a foreign government, or a foreign corporation from making a direct ballot issue or ballot question expenditure in the State.

The foregoing provisions of SB 24-210 took effect on June 1, 2024.

## **EMPLOYMENT**

### **Public Employees’ Workplace Protection**

**SB 24-232**

SB 24-232 clarifies definitions in the Protection for Public Workers Act, which was adopted by SB 23-111. It clarifies that “protected, concerted activity for the purpose of mutual aid or protection” does not include the right or obligation to recognize or negotiate a collective bargaining agreement and does not include certain activities of confidential or managerial public employees. It further clarifies that public employers (which includes special districts) may limit the rights of an employee to the extent necessary to maintain the nonpartisan role of the employer’s nonpartisan legislative, judicial, or election-related staff. SB 24-232 also clarifies that activity by a public employee that results in a material disruption of a public employee’s duties, the public employer’s operations, or the delivery of public services is not a protected activity; provided, disagreement with the content of a viewpoint expressed or a strike does not constitute a material disruption. In addition, SB 24-232 modifies the applicability of a public employer's authority to limit the rights of public employees in certain circumstances. SB 24-232 will take effect on August 7, 2024, assuming no referendum petition is filed.

### **Safer Youth Sports**

**SB 24-113**

SB 24-113 establishes requirements for nonprofit and for-profit youth sports organizations as well as local governments providing youth athletic activities. It requires local governments,<sup>16</sup> including special districts, perform a criminal history record check prior to employing a person as a coach of a youth athletic activity. Any person who has been convicted of, pled nolo contendere to, or have a deferred sentence or prosecution for felony child abuse or felony unlawful sexual behavior, including a comparable offense committed in another state, is disqualified from acting as a coach of a youth athletic activity.

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<sup>16</sup> “Local government” has the same meaning as set forth in Section 29-1-102, C.R.S. This includes, but is not limited to, authorities, counties, municipalities, and special districts.

In addition, local governments must make available a prohibited conduct policy relating to youth athletic activities,<sup>17</sup> including (1) a list of prohibited conduct by coaches, parents, spectators, and athletes; (2) a mandatory reporting policy for adults who have knowledge of an act of prohibited conduct; and (3) a code of conduct for parents, spectators, coaches, and athletes to follow, which may be the model code of conduct policy made available by the Department of Early Childhood.

SB 24-113 will take effect on August 7, 2024, assuming no referendum petition is filed.

## MISCELLANEOUS<sup>18</sup>

### **Concerning Prohibiting Restrictions on the Use of Fire-Hardened Building Materials in Residential Real Property** **HB 24-1091**

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HB 24-1091 prohibits property transfer instruments (*e.g.*, deeds or contracts), homeowner association bylaws, and declarations from restricting the installation, use, or maintenance of fire-hardened building materials in residential property. Existing provisions that violate this prohibition are void and unenforceable as of March 12, 2024. HB 24-1091 took effect on March 12, 2024.

### **Discrimination in Places of Public Accommodation** **HB 24-1124**

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Under current law, any person who discriminates in places of public accommodation is subject to a fine of not less than fifty dollars (\$50) nor more than five hundred dollars (\$500). HB 24-1124 increases the fine amount to three thousand five hundred dollars (\$3,500) for each violation. HB 24-1124 will take effect on August 7, 2024, assuming no referendum petition is filed.

### **Hold Harmless for Error in GIS Database Data** **SB 24-023**

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SB 24-023 establishes that any vendor relying on the DOR's GIS database to determine the tax rate and which local tax jurisdictions<sup>19</sup> are owed sales and use tax is held harmless in an audit by the State or any local taxing jurisdiction for an underpayment of tax, charge, or fee liability that results solely from an error or omission in the GIS database. To be held harmless, the vendor must collect and produce certain documentation to demonstrate proper system use. SB 24-023 applies to audits commenced by local taxing jurisdictions, directly or by contractors, on or after April 19, 2024.

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<sup>17</sup> "Youth athletic activity" means "an organized athletic activity in which the majority of the participants are less than eighteen years of age and are engaging in an organized athletic game, competition, or training program."

<sup>18</sup> It should be noted that all bills affecting homeowners associations are not included for purposes of this memorandum and there may be other bills not otherwise mentioned here. Please contact legal counsel for more information regarding homeowners association bills.

<sup>19</sup> "Local Taxing Jurisdiction" means "a city, town, municipality, county, special district, or authority authorized to levy a sales or use tax pursuant to title 24, 25, 29, 30, 31, 32, 37, 42, or 43, and any county, city and county, or municipality governed by a home rule charter that uses the electronic sales and use tax simplification system."

HB 24-1051 imposes additional limitations and obligations on towing companies and owners of private property that must be followed prior to the nonconsensual towing of a vehicle from private property. Because HB 24-1051 applies to private property, there is likely no impact on most special districts. However, private property is not defined for purposes of HB 24-1051, and some special districts may be providing covenant enforcement on property that is privately owned. As such, special districts that are or may in the future engage in towing are encouraged to discuss this bill and other legal considerations related to towing with legal counsel. HB 24-1051 will take effect on August 7, 2024, assuming no referendum petition is filed.

**Local Government Utility Relocation in Right-Of-Way**

SB 24-1266 focuses on coordination between “local governments”<sup>20</sup> and utility providers for utility relocation work<sup>21</sup> required for road improvement projects<sup>22</sup> and establishes guidelines for notifications from local governments. SB 24-1266 broadly defines “public roadway” as property controlled by a local government that is acquired, dedicated, or reserved for the construction, operation, and maintenance of a street or public highway and that is open to public travel, or any other public highway established by law.

Although SB 24-1266 does not specifically implicate special districts, these requirements may come into play if there is engagement in a roadway improvement project that requires relocation of utility facilities with an affected local government. SB 24-1266 will take effect on August 7, 2024, assuming no referendum petition is filed, and will apply to relocation work commenced on or after the effective date.

**Prohibiting Carrying Firearms in Sensitive Spaces**

SB 24-131 prohibits, with limited exceptions, the carrying of firearms in government buildings (including the property, offices, and adjacent parking lots) of the general assembly, local government governing bodies,<sup>23</sup> and courthouses). In addition, SB 24-131 permits a local

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<sup>20</sup> “Local government” is defined to include a statutory or home rule county, city and county, municipality, or town, excluding a local government that has granted a franchise to a utility company pursuant to Section 31-32-101 or article XX of the Colorado constitution.

<sup>21</sup> This includes “private project relocation” work including a construction or reconstruction project for the adjustment, expansion, or realignment of a public roadway or public right-of-way that 1) requires the removal, relocation, or alteration of a utility, 2) is necessary to facilitate the development of private property, and 3) is required by reason of a local government zoning, approval, or other land use regulation permitting requirement.

<sup>22</sup> “Road improvement project” means “any construction or reconstruction project for the adjustment, expansion, or realignment of a public roadway or public right-of-way, including but not limited to maintenance, replacement, bridge, culvert, or traffic signal projects” (not for projects under the control of CDOT).

<sup>23</sup> This includes the property or within any building in which the (1) chambers of a local government’s governing body are located; (2) meeting of a local government’s governing body is being conducted; or (3) official office of any

government,<sup>24</sup> including special districts, to enact an ordinance, regulation, or other law allowing a person to carry a firearm at any of the applicable locations. SB 24-131 took effect on July 1, 2024.

**Emission Reduction Requirements for Lawn and Garden Equipment**

**Regulation No. 29**

In February 2024, the Air Quality Commission adopted Regulation No. 29 to reduce air pollution from gas-powered lawn and garden equipment. Regulation No. 29 prohibits local governments, including special districts and their contractors, from using certain gas-powered push and held-held lawn and garden equipment with an internal combustion engine smaller than 7 kW (10 horsepower) between June 1 and August 31 of each year in the ozone nonattainment area<sup>25</sup> beginning June 1, 2025.

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elected member of a local government’s governing body or of the chief executive officer of a local government is located.

<sup>24</sup> “Local government” is defined as “any city, county, city and county, special district, or other political subdivision of this state, or any department, agency, or instrumentality thereof.”

<sup>25</sup> The current “ozone nonattainment areas” designated by the Air Quality Control Commission and approved by the U.S. Environmental Protection Agency are Adams County, Arapahoe County, Boulder County, Broomfield County, Denver County, Douglas County, Jefferson County, Weld County, and a portion of Larimer County.

**STC METROPOLITAN DISTRICT No. 2  
LANDSCAPING SERVICES CONTRACT  
ADDITIONAL SERVICES**

STC METROPOLITAN DISTRICT NO. 2, a quasi-municipal corporation and political subdivision of the State of Colorado organized pursuant to Title 32 of the Colorado Revised Statutes (the "District"), and CLEAN ACRES INC, dba MANAGEMOWED, a Colorado corporation, ("Contractor"), hereby approve additional services under the Landscaping Services Contract dated September 1, 2023 (the "Agreement").

Paragraph 2.2 of the Agreement contemplates the parties adding Additional Services to the Agreement. The District has requested and the Contractor has provided the attached Exhibit A as Additional Services for labor and materials to replace landscaping adjacent to 551 Discovery Parkway, which proposal includes the agreed upon compensation therefor. The work will begin on or before \_\_\_\_\_ and will take no more than \_\_\_\_ days.

All provisions of the Agreement shall remain in full force and effect in accordance with their terms.

IN WITNESS WHEREOF, District and Contractor have accepted these Additional Services on the date executed below.

STC METROPOLITAN DISTRICT, No. 2

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

CLEAN ACRES INC. dba MANAGEDMOWED

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

## ManageMowed Boulder

### STC Metro District

Village Green Way  
Superior, CO 80027

Here is the quote for your property:

	<b>Estimate Description</b>	<b>Quantity</b>	<b>Rate</b>	<b>Amount</b>
	Labor & Materials to replace landscaping in area where landscaping was removed for construction of homes, adjacent to 551 Discovery. Remove weeds & dead plant material in area, scrape area & grade down, perform irrigation repairs to connect area to water again, install decoder & program. Install landscape fabric for weed prevention, install 10 Russian Sage (5 gal), 10 Broadmoor Juniper (5 gal.), 10 Russian Sage (5 gal.), 1 Spring Snow Crabapple Tree 2" Cal. Bring drip and emitters to all new plant material on site. Install Local River Rock to cover area.	1	7265.00	7265.00
			<b>Subtotal</b>	\$7,265.00
			<b>Sales Tax</b>	\$0.00
			<b>Total</b>	\$7,265.00

Thank you for giving us the opportunity to bid for your business. We have been in business since 1999 and our goal is to be easy to work with, have a sense of urgency and just get it done. We look forward to making your life easier. If you would like to authorize this quote, please sign and date below.

\_\_\_\_\_  
Client Signature

\_\_\_\_\_  
Date

The Fine print:

1.) Projects may require an initial deposit, typically 50%. Final payment is due upon project completion. 2.) Additional work will be done only with written authorization and priced independently from this agreement. 3.) We may collect, maintain and use any pictures, statements, drawings, figures, or other data relating to our work to advertise or market our business. 4.) Exclusions: permits, traffic control, and anything else not specifically mentioned in this estimate.



**Alex McCoy**

**P:** 720-678-3418

**E:** Alex.M@managemowed.com

**A:** 2935 Baseline Rd. #103, Boulder CO 80303

**W:** www.managemowed.com/boulder





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**STC METROPOLITAN DISTRICT No. 2  
LANDSCAPING SERVICES CONTRACT  
ADDITIONAL SERVICES**

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Paragraph 2.2 of the Agreement contemplates the parties adding Additional Services to the Agreement. The District has requested and the Contractor has provided the attached Exhibit A as Additional Services for labor and materials to repair and replace landscaping adjacent to 2221 Buttercup Lane, which proposal includes the agreed upon compensation therefor. The work will begin on or before \_\_\_\_\_ and will take no more than \_\_\_\_ days.

All provisions of the Agreement shall remain in full force and effect in accordance with their terms.

IN WITNESS WHEREOF, District and Contractor have accepted these Additional Services on the date executed below.

STC METROPOLITAN DISTRICT, No. 2

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

CLEAN ACRES INC. dba MANAGEDMOWED

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

**ManageMowed Boulder**
**STC Metro District**

 Village Green Way  
 Superior, CO 80027

Here is the quote for your property:

	<b>Estimate Description</b>	<b>Quantity</b>	<b>Rate</b>	<b>Amount</b>
	Add edging, landscape fabric and rock to area being run over by cars, move sprinklers to prevent being run over by cars. Adjacent to 2221 Buttercup per attached photo.	1	1520.00	1520.00
<b>Subtotal</b>				\$1,520.00
<b>Sales Tax</b>				\$0.00
<b>Total</b>				\$1,520.00

Thank you for giving us the opportunity to bid for your business. We have been in business since 1999 and our goal is to be easy to work with, have a sense of urgency and just get it done. We look forward to making your life easier. If you would like to authorize this quote, please sign and date below.

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Paragraph 2.2 of the Agreement contemplates the parties adding Additional Services to the Agreement. The District has requested and the Contractor has provided the attached Exhibit A as Additional Services for labor and materials to remove and replace 40, 5 gallon plants throughout site, which proposal includes the agreed upon compensation therefor. The work will begin on or before \_\_\_\_\_ and will take no more than \_\_\_\_ days.

All provisions of the Agreement shall remain in full force and effect in accordance with their terms.

IN WITNESS WHEREOF, District and Contractor have accepted these Additional Services on the date executed below.

STC METROPOLITAN DISTRICT, No. 2

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

CLEAN ACRES INC. dba MANAGEDMOWED

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

**ManageMowed Boulder**
**STC Metro District**

 Village Green Way  
 Superior, CO 80027

Here is the quote for your property:

	<b>Estimate Description</b>	<b>Quantity</b>	<b>Rate</b>	<b>Amount</b>
	Labor & Materials to Remove & Replace 40 - 5 Gallon Plants Throughout Site Per STC's Discretion	1	3525.00	3525.00
<b>Subtotal</b>				\$3,525.00
<b>Sales Tax</b>				\$0.00
<b>Total</b>				\$3,525.00

Thank you for giving us the opportunity to bid for your business. We have been in business since 1999 and our goal is to be easy to work with, have a sense of urgency and just get it done. We look forward to making your life easier. If you would like to authorize this quote, please sign and date below.

 \_\_\_\_\_  
 Client Signature

 \_\_\_\_\_  
 Date

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Paragraph 2.2 of the Agreement contemplates the parties adding Additional Services to the Agreement. The District has requested and the Contractor has provided the attached Exhibit A as Additional Services for labor and materials to perform various landscaping maintenance, weed control, seasonal cleanup and maintenance services, which proposal includes the agreed upon compensation therefor. The work will begin on or before \_\_\_\_\_ and will take no more than \_\_\_\_ days.

All provisions of the Agreement shall remain in full force and effect in accordance with their terms.

IN WITNESS WHEREOF, District and Contractor have accepted these Additional Services on the date executed below.

STC METROPOLITAN DISTRICT, No. 2

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

CLEAN ACRES INC. dba MANAGEDMOWED

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_



**ManageMowed Boulder**

**STC Metro District**  
 Village Green Way  
 Superior , CO 80027

Here is the quote for your property:

	<b>Name/Description</b>	<b>Quantity</b>	<b>Rate</b>	<b>Amount</b>
	<b>Landscape Maintenance</b> Native Mowing 2x/Year	2	1485.00	2970.00
	<b>Fertilization &amp; Weed Control</b> Fertilization & Weed Control	4	335.00	1340.00
	<b>Rock Bed &amp; Hardscape Weed Ctrl</b> Rock Bed & Hardscape Weed Control	5	440.00	2200.00
	<b>Fall Clean Up</b> Fall Clean Up	1	1385.00	1385.00
	<b>Spring Cleanup</b> Spring Cleanup	1	2050.00	2050.00
	<b>Seasonal Plan Plus</b> Full-Service Landscape Maintenance: Seasonal Plan Plus (30 visits per year April - November)	30	690.00	20700.00
	<b>Evergreen Plan</b> Landscape Maintenance December - March (2 visits per month)	8	250.00	2000.00
	<b>Irrigation Audit</b> Irrigation Services- Irrigation audit to determine existing condition of system	8	175.00	1400.00
	<b>Irrigation Blow Out/Turn On</b> Irrigation Blow Out/Turn On	2	875.00	1750.00

<b>Subtotal</b>	\$35,795.00
<b>Sales Tax</b>	\$0.00
<b>Total</b>	\$35,795.00

Thank you for giving us the opportunity to bid for your business. We have been in business since 1999 and our goal is to be easy to work with, have a sense of urgency and just get it done. We look forward to making your life easier. If you would like to authorize this quote, please sign and date below.

Client Signature \_\_\_\_\_

Date \_\_\_\_\_



The Fine print:

1.) Payment terms are as follows: Net 30. 2.) We may collect, maintain and use any pictures, statements, drawings, figures, or other data relating to our work to advertise or market our business. 3.) This agreement will continue from month to month unless you contact ManageMowed and request that service be discontinued. 4.) Exclusions: permits, traffic control, and anything else not specifically mentioned in this estimate.



**Alex McCoy**

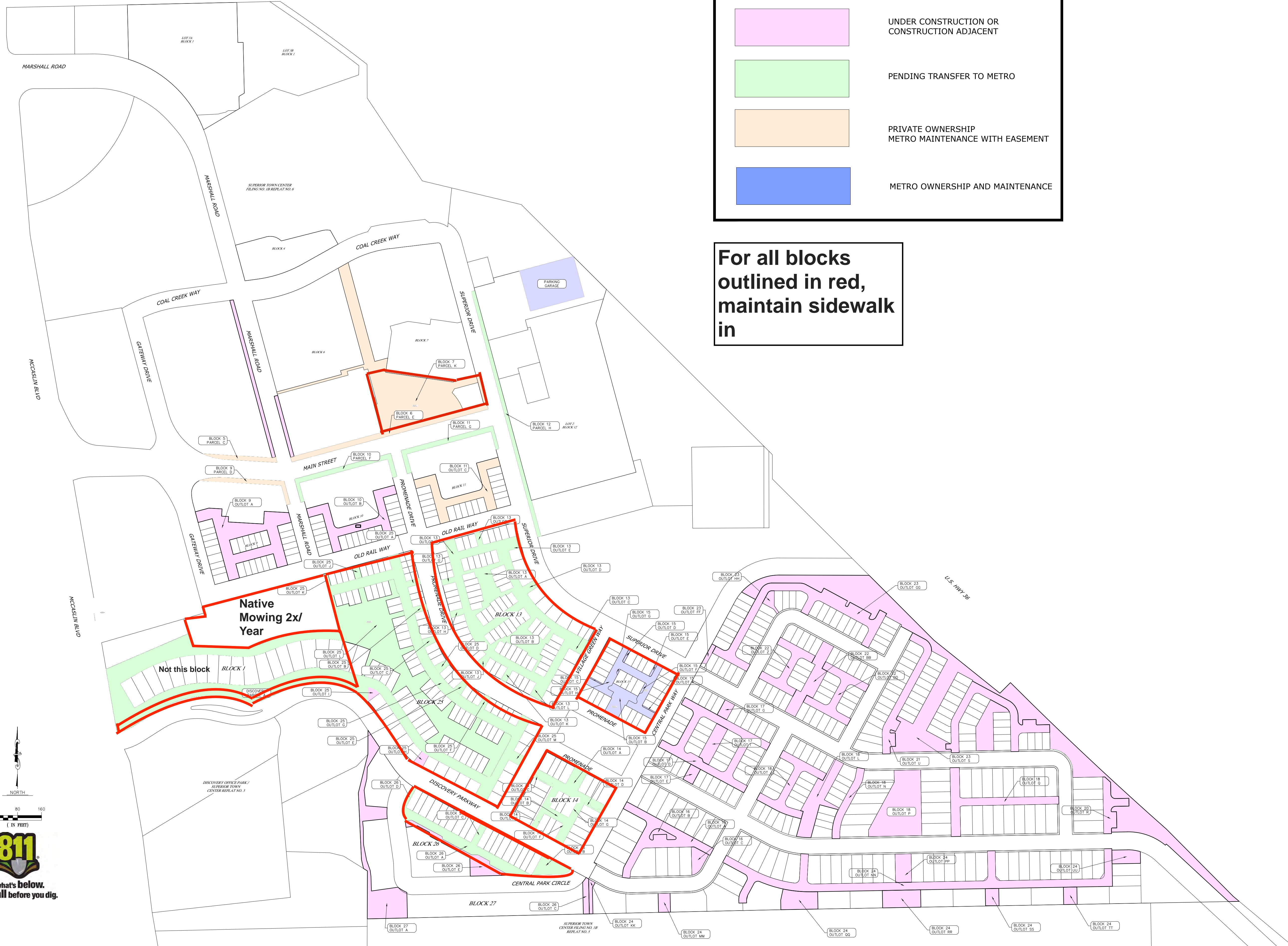
**P:** 720-678-3418

**E:** Alex.M@managemowed.com

**A:** 2935 Baseline Rd. #103, Boulder CO 80303

**W:** [www.managemowed.com/boulder](http://www.managemowed.com/boulder)

SUPERIOR PLAZA  
SUBDIVISION



**LEGEND**

- UNDER CONSTRUCTION OR CONSTRUCTION ADJACENT
- PENDING TRANSFER TO METRO
- PRIVATE OWNERSHIP METRO MAINTENANCE WITH EASEMENT
- METRO OWNERSHIP AND MAINTENANCE

**For all blocks outlined in red, maintain sidewalk in**



8308 COLORADO BLVD  
SUITE 200  
FIRESTONE, CO 80530  
303.833.1416  
WWW.CIVILRESOURCES.COM

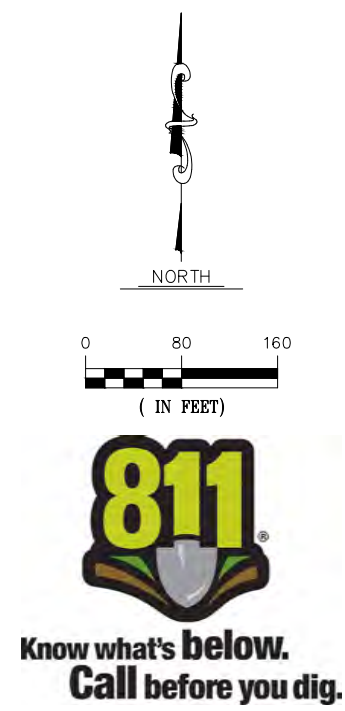
**SUPERIOR TOWN CENTER  
SUPERIOR, CO**

REVISIONS		
NO.	DESCRIPTION	DATE

DESIGNED BY: JAB DATE: 9/22/23  
DRAWN BY: CAL SCALE: 1"=160'  
CHECKED BY: JAB  
JOB NO.: 238.001.01  
DWG NAME: Metro Parcels CI.DWG

**METRO DISTRICT  
PARCEL MAP**

SHEET:  
**EX A**



**STC METROPOLITAN DISTRICT No. 2  
LANDSCAPING SERVICES CONTRACT  
ADDITIONAL SERVICES**

STC METROPOLITAN DISTRICT NO. 2, a quasi-municipal corporation and political subdivision of the State of Colorado organized pursuant to Title 32 of the Colorado Revised Statutes (the "District"), and CLEAN ACRES INC, dba MANAGEMOWED, a Colorado corporation, ("Contractor"), hereby approve additional services under the Landscaping Services Contract dated September 1, 2023 (the "Agreement").

Paragraph 2.2 of the Agreement contemplates the parties adding Additional Services to the Agreement. The District has requested and the Contractor has provided the attached Exhibit A as Additional Services for labor and materials to perform tree removal and replacement, which proposal includes the agreed upon compensation therefor. The work will begin on or before \_\_\_\_\_ and will take no more than \_\_\_\_ days.

All provisions of the Agreement shall remain in full force and effect in accordance with their terms.

IN WITNESS WHEREOF, District and Contractor have accepted these Additional Services on the date executed below.

STC METROPOLITAN DISTRICT, No. 2

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

CLEAN ACRES INC. dba MANAGEDMOWED

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

**ManageMowed Boulder**
**STC Metro District**

 Village Green Way  
 Superior, CO 80027

Here is the quote for your property:

	<b>Estimate Description</b>	<b>Quantity</b>	<b>Rate</b>	<b>Amount</b>
	Labor & Materials to remove 4 trees (3 Evergreen, 1 deciduous) on large native grass hill north of Canary, replace 3 Pines. Remove & Replace 2 deciduous trees by 438 Meridian, Remove & Replace 1 deciduous tree by intersection of Paintbrush & Marigold. Replace with Spring Snow Crabapple 2" Cal.	1	5876.00	5876.00
<b>Subtotal</b>				\$5,876.00
<b>Sales Tax</b>				\$0.00
<b>Total</b>				\$5,876.00

Thank you for giving us the opportunity to bid for your business. We have been in business since 1999 and our goal is to be easy to work with, have a sense of urgency and just get it done. We look forward to making your life easier. If you would like to authorize this quote, please sign and date below.

 \_\_\_\_\_  
 Client Signature

 \_\_\_\_\_  
 Date

## The Fine print:

1.) Projects may require an initial deposit, typically 50%. Final payment is due upon project completion. 2.) Additional work will be done only with written authorization and priced independently from this agreement. 3.) We may collect, maintain and use any pictures, statements, drawings, figures, or other data relating to our work to advertise or market our business. 4.) Exclusions: permits, traffic control, and anything else not specifically mentioned in this estimate.


**Alex McCoy**
**P:** 720-678-3418

**E:** Alex.M@managemowed.com

**A:** 2935 Baseline Rd. #103, Boulder CO 80303

**W:** www.managemowed.com/boulder







# WORK ORDER CONTRACT

## STC METROPOLITAN DISTRICT NO. 2

1. **CONTRACTOR.** The STC Metropolitan District No. 2 (the “District”) hereby retains Water Extraction Team, LLC d/b/a Property Solutions Team (the “Contractor”) to perform the Work (as defined in paragraph 3) for the District. The Contractor hereby agrees to perform such Work, pursuant to the terms and conditions set forth herein as an independent contractor of the District.

2. **TERM.** The Contractor shall commence the Work on [REDACTED], 2024 or when otherwise advised by the District. The Contractor shall complete all the Work by December 31, 2024.

3. **SCOPE OF WORK.** The “Work” contracted for pursuant to this Work Order shall consist of the following:

---

Or check here  if a scope of work is attached to this Work Order and incorporated herein by this reference.

In the event of any conflict between the terms of an attached scope of work and this Work Order the terms of this Work Order shall prevail. In performing the Work the Contractor shall: (a) comply with all applicable federal, state and local laws (b) be responsible for providing, at its cost and expense, all management, supervision, labor, materials, administrative support, supplies and equipment necessary to perform the Work and (c) warrant the Work for one year after completion of the Work, as applicable.

4. **COMPENSATION.** The Contractor shall be paid an amount not to exceed one thousand five hundred ten dollars and eighty-six cents (\$1510.86) by the District for Work satisfactorily performed either (a)  on a N/A basis or (b)  in a lump sum upon completion. The Contractor shall be solely responsible for all expenses it incurs in performance of the Work and shall not be entitled to any reimbursement or compensation except as set forth herein. As applicable, for certain contracts over \$50,000, the performance and payment bond provisions of Section 38-26-105, C.R.S. are hereby incorporated by this reference into this Work Order as though fully set forth herein, and shall hereinafter bind the District and the Contractor accordingly.

5. **INDEMNIFICATION.** Subject to the provisions of Section 13-50.5-102(8), C.R.S., to the extent applicable to this Work Order, the Contractor shall indemnify, defend and hold harmless the District and each of its directors, employees, agents and consultants (collectively the “Indemnitees”), from and against any and all claims, demands, suits, actions, proceedings, judgments, losses, damages, injuries, penalties, costs, and expenses (including reasonable attorneys’ fees), and liabilities of, by or with respect to, third parties (“Any Claims”) to the extent they arise from or may be alleged to arise, directly or indirectly, in whole or in part, from the intentional or negligent acts or omissions of the Contractor or any of its subcontractors, agents, representatives or employees, or the agents, representatives, or employees of any subcontractors, in connection with this Work Order and/or the Work provided hereunder, including, without limitation, Any claims which causes or allows to continue a condition or event which deprives the Indemnitees, as applicable, of its sovereign immunity under the Colorado Governmental Immunity Act, Sections 24-10-101, *et seq.*, C.R.S., as amended from time to time. Provided, however, that such Contractor shall not be liable for any claim, loss, damage, injury or liability arising out of the negligence, willful acts, or intentional torts of the Indemnitees. The obligations this paragraph shall survive termination or expiration of this Work Order.

6. **INSURANCE.** The Contractor shall secure and maintain for the term of this Work Order adequate statutory workers’ compensation insurance coverage, comprehensive general liability insurance and excess liability coverage, from companies licensed in the State of Colorado, as will protect itself and the Indemnitees from claims for bodily injuries, death, personal injury or property damage, which may arise out of or result from the Contractor’s acts, errors or omissions. Such insurance coverage shall be acceptable to the District in its sole

discretion. To provide evidence of the required insurance coverage, copies of certificates of insurance shall be furnished to the District.

**7. CONFIDENTIALITY.** During the performance of this Work Order the Contractor may have access to confidential information and hereby agrees that the Contractor will not use or disclose to anyone, except as required in the performance of this Work Order or by law, or as otherwise authorized by the District, any or all confidential information given to the Contractor by the District, developed by the Contractor as a result of the performance of this Work Order or accessed by the Contractor as a result of this Work Order. The Contractor acknowledges and agrees that all documents in the District's possession, including documents submitted by the Contractor, are subject to the provisions of the Colorado Open Records Act, Sections 24-72-200.1, *et seq.*, C.R.S. The Contractor agrees that, if the District so requests, it will execute a confidentiality agreement, in a form acceptable to the District. The obligations of this paragraph shall survive termination or expiration of this Work Order.

**8. MISCELLANEOUS.**

**A. Subject to Annual Budget and Appropriation/Governmental Immunity.** The performance of those obligations of the District hereunder requiring budgeting and appropriation of funds are subject to annual budgeting and appropriations. As applicable, the provisions of Section 24-91-103.6, C.R.S. are hereby incorporated by this reference into this Work Order as though fully set forth herein and shall hereinafter bind the District and the Contractor accordingly. Nothing in this Work Order, or in any actions taken by the District pursuant to this Work Order, shall be deemed a waiver of the District's sovereign immunity under the Colorado Governmental Immunity Act, Sections 24-10-101, *et seq.*, C.R.S.

**B. Integration/Modification/Assignment/Termination.** This Work Order contains the entire agreement between the parties, and no statement, promise or inducement made by either party or the agent of either party that is not contained in this Work Order shall be valid or binding. This Work Order may be modified, amended or changed only by an agreement in writing duly authorized and executed by both parties. The Contractor shall not assign this Work Order or any interest hereunder, in whole or in part, without the prior written consent of the District, which consent may be withheld for any reason or for no reason. The District may assign this Work Order or any interest hereunder, in whole or in part, at any time. The District may terminate this Work Order at any time for convenience or for cause, in whole or in part, by delivery to the Contractor of a written notice of termination at least five (5) days prior to the effective date.

**C. Severability/Non-Waiver/Governing Law and Venue.** If any term or provision of this Contract is invalid, illegal, or unenforceable in any jurisdiction, such invalidity, illegality, or unenforceability shall not affect any other term or provision of this Work Order; provided, however, that if any fundamental term or provision of this Contract is invalid, illegal, or unenforceable, the remainder of this Work Order shall be unenforceable. No waiver of any of the provisions of this Work Order shall be deemed to constitute a waiver of any other provision of this Work Order, nor shall such waiver constitute a continuing waiver or waiver of any subsequent default unless otherwise expressly provided herein. This Work Order shall be governed by and construed in accordance with the laws of the State of Colorado, and venue for any dispute hereunder shall lie in the state courts of the State of Colorado.

This Work Order may be executed in one or more counterparts, each of which shall be deemed an original and together shall constitute one and the same instrument. The parties consent to the use of electronic signatures pursuant to the Uniform Electronic Transactions Act, Sections 24-71.3-101, *et seq.*, C.R.S., as may be amended from time to time. By signature of its representatives below, each party affirms it has taken all necessary action to authorize said representative to execute this Work Order.

***[Remainder of this page is left intentionally blank.]***

**DISTRICT:**  
STC METROPOLITAN DISTRICT NO. 2

**CONTRACTOR:**  
Water Extraction Team, LLC

By: James A. Brzostowicz  
Its: President  
Date: \_\_\_\_\_

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_



# PST

## Estimate

4191 Inca St; Denver, CO 80211  
Phone (303) 232-8888 / (303) 350-4778

Date: 8/8/2024  
Job #: 8738MNT

Superior Town Center  
SDMS inc.  
501 Canary Ln  
Superior, Co 80027

Description: Canary Ln. Fire Lane Painting

PST was contacted by the property manager to provide an estimate to do fire lane striping. PST has done an inspection and found that there is approximately 610 Linear Ft of fire lane curb that needs to be painted. PST will paint the designated fire lane areas on Canary Ln, between addresses 501 and 539. The entire fire lane curb will be painted with DOT-approved Swarco Red. After the curb is painted PST will add " FIRE LANE " in DOT-approved Swarco White spaced approximately 35 feet apart.

*To complete the project, the following steps will need to be performed:*

- 1 Clean the curb with blowers and brooms.
- 2 Paint the fire lane curb with DOT-approved Swarco Red approximately 610 Linear Ft.
- 3 Apply stencil and paint with DOT-approved Swarco White approximately 35 feet spacing.
- 4 Clean up any debris and trash and dispose of off site.



- \*\* Notes:
- \*\* Job will take 1 day to complete, weather dependent.
- \*\* PST asks that residents do not use the parking areas on Canary Ln. on the day of painting so PST has access to the area.
- \*\* Payment Terms: Net30

Total Due	\$ 1,510.86
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Respectfully Submitted,  
Jarod Sinclair  
Estimator / Project Manager

Water Extraction Team / Property Solutions Team



Canary Ln. Fire Lane Painting

Job #: 8738MNT

### ACCEPTANCE OF PROPOSAL / CONTRACT

The above prices, specifications and conditions are satisfactory and are hereby accepted. You are authorized to do the work as specified. Payment will be made as outlined above. If payment terms are not established, the invoice will be due and payable within 30 days of its issuance.

Accepted by: \_\_\_\_\_

Date: \_\_\_\_\_

Printed Name & Title: \_\_\_\_\_

#### Terms, Conditions, and Exclusions:

- \* All material is guaranteed to be as specified, the work to be performed in accordance with the drawings and/or specifications submitted (if any), and the job completed in a substantial workmanlike manner.
- \* This Proposal is based on our interpretation of the plans, specifications, or description of the work supplied by Owner. Estimate subject to equitable adjustment due to Owner directed changes in anticipated specifications, sequence, scope, or schedule.
- \* Excludes any utility relocates or repairs that may be required.
- \* Excludes any and all associated cost with winter conditions and will be addressed on a time and material bases if required. (i.e. Including but not limited to acts of God, excessive snow, frozen ground, below freezing temperatures and other unforeseen conditions)
- \* I reserve the right to revise this report if and when additional information is provided.
- \* This proposal is valid for a period of 30 days from its effective date.
- \* Note: The owner to have the property tested for asbestos and lead prior to start of work on any building constructed prior to October 12, 1988, as per Colorado Department of Public Health and Environment Regulation No. 8 part B - Asbestos section III subparagraph III.A.I.d., all abatement by OWNER.
- \* Note: If the estimate contains materials that fluctuate in price, i.e. steel, petroleum, etc. the estimate may change if not accepted within 30 days.
- \* If accepted, the above items noted as "OPTIONS" will be incorporated into the contract through a change order, therein modifying the contract amount accordingly.

#### Exclusions:

- \* Engineering, life safety, or permits.
- \* Code related upgrades or corrections.
- \* Bonding, permitting, or any related fees.
- \* Remediation, removal, or abatement of any hazardous or toxic materials (e.g. lead paint, asbestos, etc.).
- \* EPA regulations and requirements are the responsibility of the owner.

# WORK ORDER CONTRACT

## STC METROPOLITAN DISTRICT NO. 2

1. **CONTRACTOR.** The STC Metropolitan District No. 2 (the “District”) hereby retains Water Extraction Team, LLC d/b/a Property Solutions Team (the “Contractor”) to perform the Work (as defined in paragraph 3) for the District. The Contractor hereby agrees to perform such Work, pursuant to the terms and conditions set forth herein as an independent contractor of the District.

2. **TERM.** The Contractor shall commence the Work on [REDACTED], 2024 or when otherwise advised by the District. The Contractor shall complete all the Work by December 31, 2024.

3. **SCOPE OF WORK.** The “Work” contracted for pursuant to this Work Order shall consist of the following:

---

Or check here  if a scope of work is attached to this Work Order and incorporated herein by this reference.

In the event of any conflict between the terms of an attached scope of work and this Work Order the terms of this Work Order shall prevail. In performing the Work the Contractor shall: (a) comply with all applicable federal, state and local laws (b) be responsible for providing, at its cost and expense, all management, supervision, labor, materials, administrative support, supplies and equipment necessary to perform the Work and (c) warrant the Work for one year after completion of the Work, as applicable.

4. **COMPENSATION.** The Contractor shall be paid an amount not to exceed five thousand four hundred ninety seven dollars and twenty-eight cents (\$5,497.28) by the District for Work satisfactorily performed either (a)  on a N/A basis or (b)  in a lump sum upon completion. The Contractor shall be solely responsible for all expenses it incurs in performance of the Work and shall not be entitled to any reimbursement or compensation except as set forth herein. As applicable, for certain contracts over \$50,000, the performance and payment bond provisions of Section 38-26-105, C.R.S. are hereby incorporated by this reference into this Work Order as though fully set forth herein, and shall hereinafter bind the District and the Contractor accordingly.

5. **INDEMNIFICATION.** Subject to the provisions of Section 13-50.5-102(8), C.R.S., to the extent applicable to this Work Order, the Contractor shall indemnify, defend and hold harmless the District and each of its directors, employees, agents and consultants (collectively the “Indemnitees”), from and against any and all claims, demands, suits, actions, proceedings, judgments, losses, damages, injuries, penalties, costs, and expenses (including reasonable attorneys’ fees), and liabilities of, by or with respect to, third parties (“Any Claims”) to the extent they arise from or may be alleged to arise, directly or indirectly, in whole or in part, from the intentional or negligent acts or omissions of the Contractor or any of its subcontractors, agents, representatives or employees, or the agents, representatives, or employees of any subcontractors, in connection with this Work Order and/or the Work provided hereunder, including, without limitation, Any claims which causes or allows to continue a condition or event which deprives the Indemnitees, as applicable, of its sovereign immunity under the Colorado Governmental Immunity Act, Sections 24-10-101, *et seq.*, C.R.S., as amended from time to time. Provided, however, that such Contractor shall not be liable for any claim, loss, damage, injury or liability arising out of the negligence, willful acts, or intentional torts of the Indemnitees. The obligations this paragraph shall survive termination or expiration of this Work Order.

6. **INSURANCE.** The Contractor shall secure and maintain for the term of this Work Order adequate statutory workers’ compensation insurance coverage, comprehensive general liability insurance and excess liability coverage, from companies licensed in the State of Colorado, as will protect itself and the Indemnitees from claims for bodily injuries, death, personal injury or property damage, which may arise out of or result from the Contractor’s acts, errors or omissions. Such insurance coverage shall be acceptable to the District in its sole

discretion. To provide evidence of the required insurance coverage, copies of certificates of insurance shall be furnished to the District.

**7. CONFIDENTIALITY.** During the performance of this Work Order the Contractor may have access to confidential information and hereby agrees that the Contractor will not use or disclose to anyone, except as required in the performance of this Work Order or by law, or as otherwise authorized by the District, any or all confidential information given to the Contractor by the District, developed by the Contractor as a result of the performance of this Work Order or accessed by the Contractor as a result of this Work Order. The Contractor acknowledges and agrees that all documents in the District's possession, including documents submitted by the Contractor, are subject to the provisions of the Colorado Open Records Act, Sections 24-72-200.1, *et seq.*, C.R.S. The Contractor agrees that, if the District so requests, it will execute a confidentiality agreement, in a form acceptable to the District. The obligations of this paragraph shall survive termination or expiration of this Work Order.

**8. MISCELLANEOUS.**

**A. Subject to Annual Budget and Appropriation/Governmental Immunity.** The performance of those obligations of the District hereunder requiring budgeting and appropriation of funds are subject to annual budgeting and appropriations. As applicable, the provisions of Section 24-91-103.6, C.R.S. are hereby incorporated by this reference into this Work Order as though fully set forth herein and shall hereinafter bind the District and the Contractor accordingly. Nothing in this Work Order, or in any actions taken by the District pursuant to this Work Order, shall be deemed a waiver of the District's sovereign immunity under the Colorado Governmental Immunity Act, Sections 24-10-101, *et seq.*, C.R.S.

**B. Integration/Modification/Assignment/Termination.** This Work Order contains the entire agreement between the parties, and no statement, promise or inducement made by either party or the agent of either party that is not contained in this Work Order shall be valid or binding. This Work Order may be modified, amended or changed only by an agreement in writing duly authorized and executed by both parties. The Contractor shall not assign this Work Order or any interest hereunder, in whole or in part, without the prior written consent of the District, which consent may be withheld for any reason or for no reason. The District may assign this Work Order or any interest hereunder, in whole or in part, at any time. The District may terminate this Work Order at any time for convenience or for cause, in whole or in part, by delivery to the Contractor of a written notice of termination at least five (5) days prior to the effective date.

**C. Severability/Non-Waiver/Governing Law and Venue.** If any term or provision of this Contract is invalid, illegal, or unenforceable in any jurisdiction, such invalidity, illegality, or unenforceability shall not affect any other term or provision of this Work Order; provided, however, that if any fundamental term or provision of this Contract is invalid, illegal, or unenforceable, the remainder of this Work Order shall be unenforceable. No waiver of any of the provisions of this Work Order shall be deemed to constitute a waiver of any other provision of this Work Order, nor shall such waiver constitute a continuing waiver or waiver of any subsequent default unless otherwise expressly provided herein. This Work Order shall be governed by and construed in accordance with the laws of the State of Colorado, and venue for any dispute hereunder shall lie in the state courts of the State of Colorado.

This Work Order may be executed in one or more counterparts, each of which shall be deemed an original and together shall constitute one and the same instrument. The parties consent to the use of electronic signatures pursuant to the Uniform Electronic Transactions Act, Sections 24-71.3-101, *et seq.*, C.R.S., as may be amended from time to time. By signature of its representatives below, each party affirms it has taken all necessary action to authorize said representative to execute this Work Order.

***[Remainder of this page is left intentionally blank.]***

**DISTRICT:**  
STC METROPOLITAN DISTRICT NO. 2

**CONTRACTOR:**  
Water Extraction Team, LLC

By: James A. Brzostowicz  
Its: President  
Date: \_\_\_\_\_

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

# PST

## Estimate

4191 Inca St; Denver, CO 80211  
Phone (303) 232-8888 / (303) 350-4778

Date: 8/8/2024  
Job #: 8739MNT

Superior Town Center  
SDMS inc.  
501 Canary Ln.  
Superior, CO 80027

Description: Superior Town Center Street Signs

PST was contacted by the property manager to do a community inspection for any damaged, missing, or fallen signs. PST has done the inspection and is providing this estimate to stabilize approximately 20 signs that were discovered to be loose, leaning, or fallen. These signs will be stabilized using Sika Post. PST has also found approximately 13 signs that are damaged and need to be replaced. PST has also found one sign post that is broken and a different post is bent and will be replaced with new posts.

*To complete the project, the following steps will need to be performed:*

- 1 Remove each sign post that has been marked.
- 2 After removal prepare a hole approximately 6" round and 36" deep.
- 3 Place the sign post in the hole and secure with Sika Post.
- 4 Level out any excess dirt and clean up any trash for disposal offsite.
- 5 Signs that need to be replaced with new signs require the removal of punch rivets to remove the sign from the post.
- 6 Place the sign at the original height and use new punch rivets to secure to the post.
- 7 Clean up all trash and dispose of offsite.



\*\* Notes:  
\*\* This job will take 2 days to complete, weather dependent.

\*\* Payment Terms: Net30

Total Due	\$ 5,497.28
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Respectfully Submitted,  
Jarod Sinclair  
Estimator / Project Manager

Water Extraction Team / Property Solutions Team



Superior Town Center Street Signs

Job #: 8739MNT

## ACCEPTANCE OF PROPOSAL / CONTRACT

The above prices, specifications and conditions are satisfactory and are hereby accepted. You are authorized to do the work as specified. Payment will be made as outlined above. If payment terms are not established, the invoice will be due and payable within 30 days of its issuance.

Accepted by: \_\_\_\_\_

Date: \_\_\_\_\_

Printed Name & Title: \_\_\_\_\_

### Terms, Conditions, and Exclusions:

- \* All material is guaranteed to be as specified, the work to be performed in accordance with the drawings and/or specifications submitted (if any), and the job completed in a substantial workmanlike manner.
- \* This Proposal is based on our interpretation of the plans, specifications, or description of the work supplied by Owner. Estimate subject to equitable adjustment due to Owner directed changes in anticipated specifications, sequence, scope, or schedule.
- \* Excludes any utility relocates or repairs that may be required.
- \* Excludes any and all associated cost with winter conditions and will be addressed on a time and material bases if required. (i.e. Including but not limited to acts of God, excessive snow, frozen ground, below freezing temperatures and other unforeseen conditions)
- \* I reserve the right to revise this report if and when additional information is provided.
- \* This proposal is valid for a period of 30 days from its effective date.
- \* Note: The owner to have the property tested for asbestos and lead prior to start of work on any building constructed prior to October 12, 1988, as per Colorado Department of Public Health and Environment Regulation No. 8 part B - Asbestos section III subparagraph III.A.I.d., all abatement by OWNER.
- \* Note: If the estimate contains materials that fluctuate in price, i.e. steel, petroleum, etc. the estimate may change if not accepted within 30 days.
- \* If accepted, the above items noted as "OPTIONS" will be incorporated into the contract through a change order, therein modifying the contract amount accordingly.

### Exclusions:

- \* Engineering, life safety, or permits.
- \* Code related upgrades or corrections.
- \* Bonding, permitting, or any related fees.
- \* Remediation, removal, or abatement of any hazardous or toxic materials (e.g. lead paint, asbestos, etc.).
- \* EPA regulations and requirements are the responsibility of the owner.

# WORK ORDER CONTRACT

## STC METROPOLITAN DISTRICT NO. 2

1. **CONTRACTOR.** The STC Metropolitan District No. 2 (the “District”) hereby retains Water Extraction Team, LLC d/b/a Property Solutions Team (the “Contractor”) to perform the Work (as defined in paragraph 3) for the District. The Contractor hereby agrees to perform such Work, pursuant to the terms and conditions set forth herein as an independent contractor of the District.

2. **TERM.** The Contractor shall commence the Work on \_\_\_\_\_, 2024 or when otherwise advised by the District. The Contractor shall complete all the Work by December 31, 2024.

3. **SCOPE OF WORK.** The “Work” contracted for pursuant to this Work Order shall consist of the following:

---

Or check here  if a scope of work is attached to this Work Order and incorporated herein by this reference.

In the event of any conflict between the terms of an attached scope of work and this Work Order the terms of this Work Order shall prevail. In performing the Work the Contractor shall: (a) comply with all applicable federal, state and local laws (b) be responsible for providing, at its cost and expense, all management, supervision, labor, materials, administrative support, supplies and equipment necessary to perform the Work and (c) warrant the Work for one year after completion of the Work, as applicable.

4. **COMPENSATION.** The Contractor shall be paid an amount not to exceed two thousand two hundred and fifty dollars (\$2,250.00) by the District for Work satisfactorily performed either (a)  on a N/A basis or (b)  in a lump sum upon completion. The Contractor shall be solely responsible for all expenses it incurs in performance of the Work and shall not be entitled to any reimbursement or compensation except as set forth herein. As applicable, for certain contracts over \$50,000, the performance and payment bond provisions of Section 38-26-105, C.R.S. are hereby incorporated by this reference into this Work Order as though fully set forth herein, and shall hereinafter bind the District and the Contractor accordingly.

5. **INDEMNIFICATION.** Subject to the provisions of Section 13-50.5-102(8), C.R.S., to the extent applicable to this Work Order, the Contractor shall indemnify, defend and hold harmless the District and each of its directors, employees, agents and consultants (collectively the “Indemnitees”), from and against any and all claims, demands, suits, actions, proceedings, judgments, losses, damages, injuries, penalties, costs, and expenses (including reasonable attorneys’ fees), and liabilities of, by or with respect to, third parties (“Any Claims”) to the extent they arise from or may be alleged to arise, directly or indirectly, in whole or in part, from the intentional or negligent acts or omissions of the Contractor or any of its subcontractors, agents, representatives or employees, or the agents, representatives, or employees of any subcontractors, in connection with this Work Order and/or the Work provided hereunder, including, without limitation, Any claims which causes or allows to continue a condition or event which deprives the Indemnitees, as applicable, of its sovereign immunity under the Colorado Governmental Immunity Act, Sections 24-10-101, *et seq.*, C.R.S., as amended from time to time. Provided, however, that such Contractor shall not be liable for any claim, loss, damage, injury or liability arising out of the negligence, willful acts, or intentional torts of the Indemnitees. The obligations this paragraph shall survive termination or expiration of this Work Order.

6. **INSURANCE.** The Contractor shall secure and maintain for the term of this Work Order adequate statutory workers’ compensation insurance coverage, comprehensive general liability insurance and excess liability coverage, from companies licensed in the State of Colorado, as will protect itself and the Indemnitees from claims for bodily injuries, death, personal injury or property damage, which may arise out of or result from the Contractor’s acts, errors or omissions. Such insurance coverage shall be acceptable to the District in its sole



discretion. To provide evidence of the required insurance coverage, copies of certificates of insurance shall be furnished to the District.

**7. CONFIDENTIALITY.** During the performance of this Work Order the Contractor may have access to confidential information and hereby agrees that the Contractor will not use or disclose to anyone, except as required in the performance of this Work Order or by law, or as otherwise authorized by the District, any or all confidential information given to the Contractor by the District, developed by the Contractor as a result of the performance of this Work Order or accessed by the Contractor as a result of this Work Order. The Contractor acknowledges and agrees that all documents in the District's possession, including documents submitted by the Contractor, are subject to the provisions of the Colorado Open Records Act, Sections 24-72-200.1, *et seq.*, C.R.S. The Contractor agrees that, if the District so requests, it will execute a confidentiality agreement, in a form acceptable to the District. The obligations of this paragraph shall survive termination or expiration of this Work Order.

**8. MISCELLANEOUS.**

**A. Subject to Annual Budget and Appropriation/Governmental Immunity.** The performance of those obligations of the District hereunder requiring budgeting and appropriation of funds are subject to annual budgeting and appropriations. As applicable, the provisions of Section 24-91-103.6, C.R.S. are hereby incorporated by this reference into this Work Order as though fully set forth herein and shall hereinafter bind the District and the Contractor accordingly. Nothing in this Work Order, or in any actions taken by the District pursuant to this Work Order, shall be deemed a waiver of the District's sovereign immunity under the Colorado Governmental Immunity Act, Sections 24-10-101, *et seq.*, C.R.S.

**B. Integration/Modification/Assignment/Termination.** This Work Order contains the entire agreement between the parties, and no statement, promise or inducement made by either party or the agent of either party that is not contained in this Work Order shall be valid or binding. This Work Order may be modified, amended or changed only by an agreement in writing duly authorized and executed by both parties. The Contractor shall not assign this Work Order or any interest hereunder, in whole or in part, without the prior written consent of the District, which consent may be withheld for any reason or for no reason. The District may assign this Work Order or any interest hereunder, in whole or in part, at any time. The District may terminate this Work Order at any time for convenience or for cause, in whole or in part, by delivery to the Contractor of a written notice of termination at least five (5) days prior to the effective date.

**C. Severability/Non-Waiver/Governing Law and Venue.** If any term or provision of this Contract is invalid, illegal, or unenforceable in any jurisdiction, such invalidity, illegality, or unenforceability shall not affect any other term or provision of this Work Order; provided, however, that if any fundamental term or provision of this Contract is invalid, illegal, or unenforceable, the remainder of this Work Order shall be unenforceable. No waiver of any of the provisions of this Work Order shall be deemed to constitute a waiver of any other provision of this Work Order, nor shall such waiver constitute a continuing waiver or waiver of any subsequent default unless otherwise expressly provided herein. This Work Order shall be governed by and construed in accordance with the laws of the State of Colorado, and venue for any dispute hereunder shall lie in the state courts of the State of Colorado.

This Work Order may be executed in one or more counterparts, each of which shall be deemed an original and together shall constitute one and the same instrument. The parties consent to the use of electronic signatures pursuant to the Uniform Electronic Transactions Act, Sections 24-71.3-101, *et seq.*, C.R.S., as may be amended from time to time. By signature of its representatives below, each party affirms it has taken all necessary action to authorize said representative to execute this Work Order.

***[Remainder of this page is left intentionally blank.]***

**DISTRICT:**  
STC METROPOLITAN DISTRICT NO. 2

**CONTRACTOR:**  
Water Extraction Team, LLC

By: James A. Brzostowicz  
Its: President  
Date: \_\_\_\_\_

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

# PST

## Estimate

4191 Inca St; Denver, CO 80211  
Phone (303) 232-8888 / (303) 350-4778

Date: 8/8/2024  
Job #: 8738MNT

Superior Town Center  
SDMS inc.  
501 Canary Ln  
Superior, Co 80027

Description: Canary Ln. Fire Lane Painting

PST was contacted by the property manager to provide an estimate to do fire lane striping. PST has done an inspection and found that there is approximately 610 Linear Ft of fire lane curb that needs to be painted. PST will paint the designated fire lane areas on Canary Ln, between addresses 501 and 539. The entire fire lane curb will be painted with DOT-approved Swarco Red. After the curb is painted PST will add " FIRE LANE " in DOT-approved Swarco White spaced approximately 35 feet apart.

*To complete the project, the following steps will need to be performed:*

- 1 Clean the curb with blowers and brooms.
- 2 Paint the fire lane curb with DOT-approved Swarco Red approximately 610 Linear Ft.
- 3 Apply stencil and paint with DOT-approved Swarco White approximately 35 feet spacing.
- 4 Clean up any debris and trash and dispose of off site.



- \*\* Notes:
- \*\* Job will take 1 day to complete, weather dependent.
  - \*\* PST asks that residents do not use the parking areas on Canary Ln. on the day of painting so PST has access to the area.
  - \*\* Payment Terms: Net30

Total Due	\$ 1,510.86
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Respectfully Submitted,  
Jarod Sinclair  
Estimator / Project Manager

Water Extraction Team / Property Solutions Team



Canary Ln. Fire Lane Painting

Job #: 8738MNT

### ACCEPTANCE OF PROPOSAL / CONTRACT

The above prices, specifications and conditions are satisfactory and are hereby accepted. You are authorized to do the work as specified. Payment will be made as outlined above. If payment terms are not established, the invoice will be due and payable within 30 days of its issuance.

Accepted by: \_\_\_\_\_

Date: \_\_\_\_\_

Printed Name & Title: \_\_\_\_\_

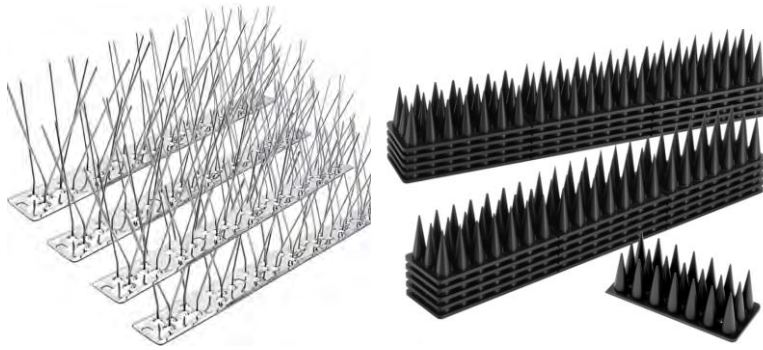
### Terms, Conditions, and Exclusions:

- \* All material is guaranteed to be as specified, the work to be performed in accordance with the drawings and/or specifications submitted (if any), and the job completed in a substantial workmanlike manner.
- \* This Proposal is based on our interpretation of the plans, specifications, or description of the work supplied by Owner. Estimate subject to equitable adjustment due to Owner directed changes in anticipated specifications, sequence, scope, or schedule.
- \* Excludes any utility relocates or repairs that may be required.
- \* Excludes any and all associated cost with winter conditions and will be addressed on a time and material bases if required. (i.e. Including but not limited to acts of God, excessive snow, frozen ground, below freezing temperatures and other unforeseen conditions)
- \* I reserve the right to revise this report if and when additional information is provided.
- \* This proposal is valid for a period of 30 days from its effective date.
- \* Note: The owner to have the property tested for asbestos and lead prior to start of work on any building constructed prior to October 12, 1988, as per Colorado Department of Public Health and Environment Regulation No. 8 part B - Asbestos section III subparagraph III.A.I.d., all abatement by OWNER.
- \* Note: If the estimate contains materials that fluctuate in price, i.e. steel, petroleum, etc. the estimate may change if not accepted within 30 days.
- \* If accepted, the above items noted as "OPTIONS" will be incorporated into the contract through a change order, therein modifying the contract amount accordingly.

### Exclusions:

- \* Engineering, life safety, or permits.
- \* Code related upgrades or corrections.
- \* Bonding, permitting, or any related fees.
- \* Remediation, removal, or abatement of any hazardous or toxic materials (e.g. lead paint, asbestos, etc.).
- \* EPA regulations and requirements are the responsibility of the owner.

## Bird Spikes



Bird spikes cost about \$17-21 for every 10' of coverage and require either drilling into cement, or double-sided tape- an extra expense. Some people may find them a little unsightly, but they're proven effective.

## Bird Scare Tape



Bird scare tape costs about \$13-17 for 700' of tape. It would hang from the sides of the parking garage, making metallic sounds in the wind and throwing sunlight around to scare birds.

## Reflective Spinning Bird Deterrent



These guys range from \$30 to \$40, and look like wind sensors, but are extra reflective to throw sunlight around to deter birds. Since there are only a couple areas that seem to be a recurring issue, this could be a good option for those spots.

## Fake Owls



Fake owls cost ballpark \$25 for a pack of two, and have mixed reviews when it comes to their actual effectiveness. But they're cheap and easy to install.

## Bird Repellent



This can be purchased in tubes or tubs, costing anywhere from \$28 to \$66 depending on the coverage needed. Is invisible, creating no eyesores, and seems effective in humanely creating an uncomfortable environment for birds.

### Rubbermaid Ranger Trash Can



**\$540 per can when buying 3+**, 45-gallon capacity. Weighted and doesn't need anchoring into concrete.

### Thermoplastic Trash Cans



**\$530 per can when buying 3+**, 32-gallon capacity. Weighted and doesn't need anchoring into concrete.

### Hexagon Trash Can



**\$140 per can when buying 3+**, 45-gallon capacity. Would have to be secured or anchored to the floor.

### **Grainger Trash Can**



**\$1797.60 per can**, 40-gallon capacity. Weighted and doesn't need anchoring into concrete.

### **Coated Steel Trash Receptacle**



**\$700 per can**, 32-gallon capacity. Would have to be secured or anchored to the floor.

### **Dome Lid Waste Container**



**\$609 per can**, 42-gallon capacity. Weighted and doesn't need anchoring into concrete.





**STC METROPOLITAN DISTRICT NO. 2  
ENGINEER'S REPORT and CERTIFICATION #110**

**PREPARED FOR:**

STC Metropolitan District No. 2  
141 Union Blvd  
Lakewood, CO 80228

**PREPARED BY:**

Ranger Engineering, LLC  
3370 Simms St.  
Wheat Ridge, CO 80033

**DATE PREPARED:**

July 24, 2024

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## ENGINEER’S REPORT

### Introduction

Ranger Engineering, LLC. (“Ranger”) was retained by STC Metropolitan District No. 2 (“District”) as an Independent Consulting Engineer to certify costs associated with constructed Public Improvements associated with the District. Per the Cost Sharing Agreement between the Superior Urban Renewal Authority (“SURA”) representing the Town of Superior (“Town”), RC Superior LLC (“Developer”), and the District, a portion of the costs are eligible to be reimbursed by the Town of Superior. It should be noted that personnel from Ranger were formerly part of Tamarack Consulting, LLC and Manhard Consulting, Ltd., both of which have been engaged by the District to certify costs related to the Public Improvements.

The District is located within the Town of Superior, Colorado. The development area is approximately 91 acres. This certification considers soft & indirect and construction costs.

The attached Engineer’s Certification states that the Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in this Engineer’s Report for Draw Package 107, including both soft and hard costs from approximately May 2024 to June 2024, are valued at **\$357,624.30** for the District, and **\$118,934.30** for the Town. Table I summarizes costs certified to date. Prior years have been condensed to only show yearly totals.

<b>Table I – Cost Certified to Date</b>				
<b>Cert No.</b>	<b>Date</b>	<b>Total Costs Paid</b>	<b>Total District Eligible Costs</b>	<b>Total Town Eligible Costs</b>
1 - 7	2015	\$11,891,225.34	\$8,043,823.58	\$8,043,823.58
8 - 19	2016	\$7,973,908.20	\$6,939,814.39	\$6,939,814.39
20 - 31	2017	\$16,024,418.66	\$13,113,137.79	\$12,773,498.56
32 - 41	2018	\$9,222,780.87	\$7,829,160.35	\$6,305,376.48
42 - 53	2019	\$14,735,747.78	\$10,839,557.32	\$8,014,667.02
54 - 67	2020	\$14,576,368.21	\$10,284,857.01	\$8,487,556.24
68-80	2021	\$28,099,348.12	\$25,263,168.16	\$22,947,318.16
81-91	2022	\$12,999,491.55	\$12,637,611.97	\$8,259,749.59
92-103	2023	\$17,478,727.73	\$15,417,822.58	\$10,219,623.31

104	22-Jan-24	\$229,009.40	\$181,174.62	\$181,174.62
105	26-Feb-24	\$437,946.21	\$426,579.46	\$135,671.46
106	27-Mar-24	\$1,912,643.72	\$1,813,906.13	\$1,283,159.49
107	25-Apr-24	\$864,865.75	\$860,072.47	\$21,724.47
108	30-May-24	\$866,333.00	\$861,539.72	\$25,707.72
109	18-Jun-24	\$443,020.25	\$437,973.49	\$22,763.49
110	24-Jul-24	\$381,253.87	\$357,624.30	\$118,934.30

<b>TOTALS</b>	<b>\$138,137,088.66</b>	<b>\$115,307,823.32</b>	<b>\$93,780,562.87</b>
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Table II summarizes the cost breakdown of the construction, soft and indirect, district funded costs, and system development fees. Tables III, IV, V, and VI provide category breakdowns of construction, soft and indirect, district funded costs, and system development fees reviewed for this certification. Table VII provides a detailed breakdown of the eligible hard costs per the Service Plan categories and the SURA

categories. Table VIII provides a detailed breakdown of the eligible soft costs per the Service Plan categories and the SURA categories. Table IX provides a detailed breakdown of district funded costs per the Service Plan categories and the SURA categories. Table X provides a detailed breakdown of system develop fee costs per the Service Plan categories and the SURA categories.

### **Public Improvements as Authorized by the Service Plan**

Ranger reviewed the Service Plan associated with Superior Town Center Metropolitan District No. 2 ("Service Plan"); dated May 13, 2013.

Section I-A of the Service Plan states:

*It is intended that the District will provide a part or all of the Public Improvements for the use and benefit of the anticipated inhabitants and taxpayers of the District. The primary purpose of the District will be to finance the construction of these public improvements.*

Section V-A of the Service Plan States:

*The District shall have the power and authority to provide the Public Improvements and related operations and maintenance services within and beyond the District Boundaries as such power and authority is described in the Special District Act, and other applicable statutes, common law and the Constitution, subject to the limitations set forth herein.*

Section V-A.8 limits debt issuance to \$145,000,000. Exhibit C-2 maps depict the Inclusion Area of Public Improvements at the time the Service Plan was approved. Ranger has determined that the constructed improvements and associated soft and indirect construction costs ("Public Improvements") under consideration in this report and certification for reimbursement by the District are indeed authorized by the Service Plan.

### **Scope of Certification**

The Cost Sharing Agreement has identified cost categories eligible for reimbursement. The cost categories reviewed for this report include earthwork, storm sewer, sanitary sewer, domestic water, and mob & temporary conditions. For a breakdown of district eligible costs, refer to Tables II - VIII.

### **General Methodology**

Ranger employed a phased approach toward the preparation of this Engineer's Report and Certification of Public Costs ("Engineer's Certification").

### **Phase I – Authorization to Proceed and Document Gathering**

Ranger was authorized to proceed with the Engineer’s Certification in December 2015 (as Tamarack Consulting, LLC). The initial construction documentation was provided by the District January 11, 2016. Subsequent supporting documentation for Phase II construction improvements was delivered by the District through the current cost certification.

### **Phase II – Site Visit and Meetings**

Ranger has performed site visits to verify completion of work relating to District infrastructure during Phase II construction improvements. The site visits were to verify general conformance with contract documents and does not guarantee quality or acceptance of public improvements.

### **Phase III – Review of Documentation**

Documentation was requested at the beginning of work. Requested documentation include the following:

- Executed Contracts and Bid Tabs
- Approved Construction Drawings
- Acceptable Proof of Payment (Cancelled checks and bank statements or lien waivers)
- Invoices and/or Pay Applications
- Approved changes or amendments to contract documents
- Copies of any agreements that will impact District funding

See Appendix A for a complete listing of documents reviewed, as deemed necessary, by Ranger.

### **Phase IV – Verification of Construction Quantities**

Construction quantity take-offs were performed from applicable construction drawings. These quantity take-offs were used in conjunction with Phase V below to certify reasonableness of construction costs.

### **Phase V – Verification of Construction Unit Costs and Indirect Costs**

Construction Unit Costs and Indirect Costs were reviewed for market reasonableness. Ranger took into consideration the type of construction and the timeframe during which the construction occurred. Ranger determined that the costs incurred were within a reasonable range.

### **Phase VI – Verification of Payment for Public Costs**

Per current agreements, District funded costs are approved before payment is made. Contractors and consultants are to provide Conditional Lien Release Waivers for the amount of payment requested. After payment is made, the contractors and consultants are to provide Unconditional Lien Release Waivers. When applicable, cancelled checks and bank statements are also used to verify proof of payment. Certain soft and indirect costs that have portions that are both publicly and privately funded but have not yet been paid are included in this certification. These costs are clearly identified in Table VII Soft and Indirect Costs Detail in the District and Developer Disbursement columns. These costs are included in order to identify

the public and private costs and assign these costs to either the Developer or the District. The proof of payment in the form of cancelled checks and bank statements will be reviewed as payments are processed and reflected on future certifications.

### **Phase VII – Determination of Costs Eligible for Reimbursement**

Ranger concluded the Engineer's Certification by determining which improvements were eligible for District and Town reimbursement and what percent of the costs for those improvements were reimbursable.

Cost Certification Phase II construction improvements that were reimbursable consisted of roadways, paths, & hardscape and temporary conditions.

### **Project Notes**

In Cost Certification #24, an Xcel fee was determined eligible in the amount of \$72,886.93. This cost shows up on two separate District funding requests. A check was originally written to pay this fee but was canceled. After verification of the costs, the District wrote another check to pay for this fee per the June funding request, even though this cost was certified on Cost Certification #24.

A fee for American Fence directly paid by Lee Merritt of Ranch Capital was duplicated on Cost Certifications #24 and #25. There is a deduction on Cost Certification #26 to reconcile the overall costs paid to American Fence.

The Town of Superior provided a contribution of \$198,795.49 directly to the funding of the McCaslin Roundabout scope of work performed by Hall Irwin Corporation. On Cost Certification #27, a credit was identified for this amount to be applied to District costs. This credit did not impact the amount of reimbursable costs for the Town. The intent of this credit is to show the financial impact of the Town directly providing these funds.

Hudick Excavating Inc. ("HEI") provided Pay Application 1 directly to the District and Pay Application 2 to the Developer. The funding for these pay applications was allocated separately, but the costs were still determined to be District eligible.

On Cost Certification #31, Samora Construction Contract, costs were submitted for work related to Superior Roadway, which had the top 2" lift fail. Samora issued a credit in the amount of \$9,975 for the 2" failure on Cost Certification #32. When this work is accepted, the full line item will be billed. Costs submitted deemed District eligible for Ninyo & Moore on Cost Certification #20 were realized to be partially non-District. A negative cost of (-\$2,984.79) was identified on Cost Certification #31 to adjust for the non-District costs previously certified.

On Cost Certification #33, adjustments were made to account for errors in prior Cost Certification reports that were identified after performing an audit of certified costs to date. A Cut Above had duplicate costs certified on Certifications #21 and #22. There was a Special District Management Services, Inc invoice that was incorrectly captured as Capital costs as well. Lastly, there were various vendor invoices that were not included in final reports, and those costs were captured at this time.

During the review of Cost Certification #34, the Town notified associated parties that costs associated with the Medical Office Building Garage would not be eligible under SURA until approved by the Town Board, per Resolution No. R-36. Garage costs are currently determined to be District eligible and will become SURA eligible upon the Town Board approval.

System Development Fee backup was provided with Cost Certification #41 backup, but the costs were not included in the report, pending comments and coordination between the Town and the District.

In February 2019, the Town reviewed costs that had been applied to the *Public Park Amenities and Facilities* Town Category. Miscellaneous line items that were labeled under this category were updated to different Town Categories. The impact was that \$14,209.35 was reallocated to *Mob & Temporary Conditions*, \$719,328.02 was reallocated to *Roadways, Paths, & Hardscape*, and \$780,200.89 was reallocated from *Park Site Development* to *Public Park Amenities and Facilities*.

On Cost Certification #48, System Development fees were certified for the first time. Fees related to SDC – Planning Area 3 Residential were only District eligible, while fees related to SDC – Planning Area 1 and 2 Residential and Commercial, as well as SDC – Planning Area 3 Commercial were considered District and Town eligible.

Cost Certification #48 missed the inclusion of the last two System Development fees in the certification. The costs are shown in Table X, but are not included in the actual certified amounts. These last two costs are carried over to Cost Certification #49 where the values are included in the certified amounts.

On Cost Certification #49, the MOB Parking Structure (“MOBPS”) costs were certified as a District Funded Cost. The overall reconciled market value of the MOBPS was determined per a report prepared by National Valuation Consultants, Inc. (“NVC”). NVC determined that the MOB Parking Structure has a reconciled market value \$4,260,000 (assuming completion by January 11, 2018). A prorated amount of the MOBPS District value was determined per a memorandum provided by Walker Parking Consultants (“Walker”) based upon public versus private parking availability in the MOBPS. Ranger utilized the Declaration of Parking Structure Easement and Cost Sharing Agreement based upon the definitions of *MOB Spaces*, *Preferred Parking Period*, and *Public Spaces* to review a prorated value and determined that Walker’s percentage was reasonable. Utilizing the NVC market value and the Walker prorated percentage of 52%, a District value of \$2,215,200 was utilized in the Real Estate Sale Contract between the Developer and the District regarding the MOBPS. The full value of the Real Estate Sale Contract value was deemed eligible.

On Cost Certification #50, a subcategory of Civic Space was added as part of the Public Park Amenities and Facilities Town Eligible Categories. All costs under the Civic Space subcategory are rolled up into the overall Public Park Amenities and Facilities costs.

On Cost Certification #57, a credit of – (\$75,000) was issued against Spence Fane on soft costs. These costs were reimbursed through proceeds during bond closing and was adjusted to make sure cost reimbursements were not duplicated.



On Cost Certification #58, Construction Management (“CM”) fees were reviewed for the first time. The costs include multiple CM providers from the beginning of the project to present. Also, on this certification, a credit was applied against Vargas Property Services Inc. for costs that were certified on Cost Certification #57, but were also processed through the District.

On Cost Certification #52-#58, costs related to the interior courtyard as part of Block 25 Phase 2 had the eligibility removed until further review was completed to determine the extent of public costs. These costs were related to stairs, retaining walls, and electrical systems for lighting, and are subject to being included as eligible at a later time.

Beginning on Cost Certification #60, costs related to Toll Brothers development of Block 17 and Superlot 5 were reviewed and certified. Toll Brothers have a reimbursement agreement with the Developer for the buildout of this site. Certification #60 was the first submittal of costs related to the Toll Brothers development and included multiple months of costs to date. A site takeoff specific to this scope of work was performed, identifying a public eligibility of 62.15%.

Samora Invoice 731 certified costs were duplicated on Cost Certification #63. A correction was applied on Cost Certification #64.

Cost Certification #66 included Toll Brothers Q3 costs listed in hard costs and soft costs.

Cost Certification #68 included Toll Brothers Q3 and Q4 costs listed in hard costs and soft costs. Down To Earth Compliance Invoice 51584 was credited back after determination that all costs previously certified in Cost Certification #67 were related to private improvements.

Cost Certification #71 included Toll Brothers 2021 Q1 costs listed in hard costs and soft costs.

Cost Certification #72 included adjustments to eligibility related to the Hudick Excavating Inc. (“HEI”) Blocks 11 and 15 contract for private utility work. HEI provided a cost breakdown of the work related to install the private utilities in Block 11. The work was previously billed 100%, so a negative eligible amount was applied in the certification. Additionally, for the Goodland Construction Blocks 9 and 10 grading work, a reduced percent eligibility was not properly applied to the Town eligibility in previous certifications, and was adjusted in the current certification. HEI also provided a revised pay application for Blocks 11 and 15, so an updated certification was issued during this period.

Cost Certification #74 included Toll Brothers 2021 Q2 costs listed in hard costs and soft costs.

Cost Certification #76 was revised to review Town eligibility of public infrastructure costs located within metropolitan district tracts.

Cost Certification #77 included Toll Brothers 2021 Q3 costs listed in hard costs and soft costs.

Cost Certification #80 included Toll Brothers 2021 Q4 costs listed in hard costs and soft costs.

Cost Certification #92 included Toll Brothers 2022 Q1 costs listed in hard costs and soft costs.



Cost Certification #93 included Toll Brothers 2022 Q2 costs listed in hard costs and soft costs.

Cost Certification #94 included Toll Brothers 2022 Q3 costs listed in hard costs and soft costs.

Cost Certification #95 included Toll Brothers 2022 Q4 costs listed in hard costs and soft costs.

Cost Certification #96 included Toll Brothers 2023 Q1 costs listed in hard costs and soft costs.

Cost Certification #99 included Toll Brothers 2023 Q2 costs listed in hard costs and soft costs.

Cost Certification #102 included Toll Brothers 2023 Q2/Q3 costs listed in hard costs and soft costs. Additionally, Toll Brothers System Development Fees (“SDF”) were reviewed in this certification and are classified as an SDC -Planning Area 3 cost. These SDF costs were paid directly by Toll Brothers to the Town instead of being paid by the Developer. Other SDF costs by for other builders are typically paid by the Developer.

Cost Certification #106 included Toll Brothers 2023 Q4 costs listed in hard costs and soft costs.

## ENGINEER'S CERTIFICATION

Collin D Koranda, P.E. / Ranger Engineering, LLC (the "Independent Consulting Engineer"), states as follows:

1. The Independent Consulting Engineer is an engineer duly qualified and licensed in the State of Colorado with experience in the design, construction and certification of Public Improvements of similar type and function as those described in the above Engineer's Report.
2. The Independent Consulting Engineer has performed a site visit and reviewed applicable construction and legal documents related to the Public Improvements under consideration to state the conclusions set forth in this Engineer's Certification.
3. The Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in the attached Engineer's Report dated July 24, 2024 including soft and indirect, District funded, and hard costs, are valued at an estimated **\$357,624.30**. In the opinion of the Independent Consulting Engineer, the above stated estimated value for the Public Improvements is reasonable and consistent with costs of similar improvements constructed for similar purposes during the same timeframe in similar locales.

Sincerely,

**Ranger Engineering, LLC**

A handwritten signature in blue ink, appearing to read "Collin D. Koranda".

Collin D. Koranda, P. E.

## APPENDIX A

### Documents Reviewed

#### Agreements

- Cost Sharing Agreement between Superior Urban Renewal Authority, RC Superior, LLC, and STC Metropolitan District No 1, 2 and 3. Dated October 18, 2013.
- Development Agreement between the Town of Superior, CO, the Superior Metropolitan District No. 1, the Superior Urban Renewal Authority, and RC Superior LLC. Dated March 11, 2013.
- Public Finance Agreement between the Superior Urban Renewal Authority, the Superior McCaslin Interchange Metropolitan District, RC Superior LLC, and the Town of Superior, CO. Dated March 15, 2013.
- Cost Sharing and Reimbursement Agreement between Aweida Properties and STC Metropolitan District No. 2. Dated October 21, 2015.
- Declaration of Parking Structure Easement and Cost Sharing Agreement, by IISRE-Superior MOB, LLC. Dated March 28, 2017.
- Real Estate Sale Contract (MOB Parking Structure). Entered between RC Superior, LLC and STC Metropolitan District No. 2. August 2018.
- Purchase and Sale Agreement between RC Superior LLC and Toll Southwest LLC dated January 9, 2018.
- Facilities Acquisition and Reimbursement Agreement between STC Metropolitan District No. 2, CP VII Superior, LLC, and RC Superior, LLC. December 31, 2020.

#### Construction Plans

- Final Development Plan – Phase I Superior Town Center Infrastructure Plans. Prepared by Civil Resources LLC. Dated November 12, 2013.
- Final Development Plan #1 – Phase I Street Paving Plans. Prepared by Civil Resources LLC. Dated April 29, 2016.
- Final Development Plan 9 and 10 Superior Town Center. Prepared by Civil Resources LLC. Dated June 25, 2019.
- Final Plat Superior Town Center Filing No. 1B. Prepared by Civil Resources LLC. Dated December 4, 2013.
- Overlot Grading and Stormwater Management Plans for Superior Town Center Phase 1A. Prepared by Civil Resources LLC. Released for construction May 22, 2015.
- Superior Town Center Phase I Utility Infrastructure Plans. Prepared by Civil Resources LLC. Issued for Construction August 20, 2015.
- Town of Superior Town Center Lift Station Final Drawings Set 1 & Set 2 Rev 0. Prepared by Dewberry Engineers Inc. Dated July 25, 2014.
- Town of Superior McCaslin Blvd. Town Center Left Turn Lane Drawings. Dated February 24, 2016.

- Superior Town Center – Construction Plans – Phase 3 (McCaslin Roundabout). Prepared by Civil Resources Inc. Dated August 12, 2016. Accepted by Public Works September 9, 2016.
- Final Development Plan 1 – Phase 4 (Marshall Road Extension) – Construction Plans – Superior Town Center. Dated August 19, 2016.

#### Invoices

- Goodland Construction Blocks 9 and 10 Mill and Overlay - Inv 624 – 4/24/24.
- Down To Earth Compliance Inv 58449 – 6/24/24.

For soft and indirect costs, district funded costs, and System Development Fees reviewed, refer to Tables VIII, IX, and X.

#### Service Plan and Reports

- Superior Town Center Metropolitan District No. 2. Prepared by McGeady Sisneros, P.C. and dated May 13, 2013.
- Cost Sharing Agreement between Superior Urban Renewal Authority, RC Superior, LLC, and STC Metropolitan District Nos. 1, 2, and 3. Date October 22, 2013.
- Development Agreement between Town of Superior, CO, Superior Metropolitan District No. 1, Superior Urban Renewal Authority, and RC Superior, LLC. Date March 11, 2013.
- Public Finance Agreement between Superior Urban Renewal Authority, Superior McCaslin Interchange Metropolitan District, RC Superior, LLC and Town of Superior, CO. Dated March 15, 2013.
- Memorandum Superior Town Center – Block 12 Garage Allocations. Prepared by Walker Parking Consultants. Revised Date November 18, 2016.
- Appraisal Report of a Parking Structure. Prepared by National Valuation Consultants, Inc. Effective Date of Appraisal January 11, 2018.

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Project Costs Summary for District and Town**  
**Table II**

	Total Cost Invoiced		Maximum Eligible Costs		District Eligible Costs		Town Eligible Costs	
Direct Construction Costs	\$	107,538.78	\$	107,538.78	\$	107,538.78	\$	107,538.78
Soft and Indirect Costs	\$	35,025.09	\$	11,395.52	\$	11,395.52	\$	11,395.52
District Funded Costs	\$	-	\$	-	\$	-	\$	-
System Development Costs	\$	238,690.00	\$	238,690.00	\$	238,690.00	\$	-
<b>Totals</b>	\$	<b>381,253.87</b>	\$	<b>357,624.30</b>	\$	<b>357,624.30</b>	\$	<b>118,934.30</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Construction Costs Summary By Category**  
**Table III**

<b>Category</b>	<b>Total Eligible Hard Costs</b>	<b>Category</b>
<b>Total Town Eligible Costs</b>		
Earthwork	\$ -	0.0%
Roadways, Paths, & Hardscape	\$ 100,421.00	93.4%
Offsite Roadways	\$ -	0.0%
Walls and Structures	\$ -	0.0%
Storm Sewer	\$ -	0.0%
Sanitary Sewer	\$ -	0.0%
Reuse Water & Irrigation Piping	\$ -	0.0%
Domestic Water	\$ -	0.0%
Dry Utilities	\$ -	0.0%
Park Site Development	\$ -	0.0%
Mob & Temporary Conditions	\$ 7,117.78	6.6%
SDC - Planning Area 1 and 2	\$ -	0.0%
SDC - Planning Area 3	\$ -	0.0%
Parking & Architectural Enhancements	\$ -	0.0%
Public Park Amenities & Facilities	\$ -	0.0%
Civic Space (Part of PPA&F)	\$ -	
	<b>\$ 107,538.78</b>	<b>100.0%</b>

<b>Total District Eligible Costs</b>		
Street	\$ 107,538.78	100.0%
Water	\$ -	0.0%
Sanitation	\$ -	0.0%
Fire Protection	\$ -	0.0%
Parks and Recreation	\$ -	0.0%
Non District	\$ -	
Multiple		
	<b>\$ 107,538.78</b>	<b>100.0%</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Soft Costs Summary By Category**  
**Table IV**

Category	Total Eligible Soft Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	1,020.30	9.0%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	-	0.0%
Mob & Temporary Conditions	\$	800.00	7.0%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities		\$0.00	0.0%
Civic Space (Part of PPA&F)	\$	-	
Other Eligible Costs	\$	9,575.22	84.0%
	<b>\$</b>	<b>11,395.52</b>	<b>100.0%</b>
Total District Eligible Costs			
Organization	\$	-	0.0%
Capital	\$	11,395.52	100.0%
Street	\$	11,395.52	100.0%
Water	\$	-	0.0%
Sanitation	\$	-	0.0%
Fire Protection	\$	-	0.0%
Parks and Recreation	\$	-	0.0%
	<b>\$</b>	<b>11,395.52</b>	<b>100.0%</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**District Funded Costs Summary**  
**Table V**

Category	Total Eligible DF Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	#DIV/0!
Roadways, Paths, & Hardscape	\$	-	#DIV/0!
Offsite Roadways	\$	-	#DIV/0!
Walls and Structures	\$	-	#DIV/0!
Storm Sewer	\$	-	#DIV/0!
Sanitary Sewer	\$	-	#DIV/0!
Reuse Water & Irrigation Piping	\$	-	#DIV/0!
Domestic Water	\$	-	#DIV/0!
Dry Utilities	\$	-	#DIV/0!
Park Site Development	\$	-	#DIV/0!
Mob & Temporary Conditions	\$	-	#DIV/0!
SDC - Planning Area 1 and 2	\$	-	#DIV/0!
SDC - Planning Area 3	\$	-	#DIV/0!
Parking & Architectural Enhancements	\$	-	#DIV/0!
Public Park Amenities & Facilities	\$	-	#DIV/0!
Other Eligible Costs	\$	-	#DIV/0!
Not Eligible	\$	-	#DIV/0!
	\$	-	#DIV/0!
Total District Eligible Costs			
Operation	\$	-	#DIV/0!
Capital	\$	-	#DIV/0!
Organization	\$	-	#DIV/0!
Street	\$	-	#DIV/0!
Water	\$	-	#DIV/0!
Sanitation	\$	-	#DIV/0!
Fire Protection	\$	-	#DIV/0!
Parks and Recreation	\$	-	#DIV/0!
	\$	-	#DIV/0!





**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**System Development Charges Costs Summary**  
**Table VI**

Category	Total Eligible SD Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	#DIV/0!
Roadways, Paths, & Hardscape	\$	-	#DIV/0!
Offsite Roadways	\$	-	#DIV/0!
Walls and Structures	\$	-	#DIV/0!
Storm Sewer	\$	-	#DIV/0!
Sanitary Sewer	\$	-	#DIV/0!
Reuse Water & Irrigation Piping	\$	-	#DIV/0!
Domestic Water	\$	-	#DIV/0!
Dry Utilities	\$	-	#DIV/0!
Park Site Development	\$	-	#DIV/0!
Mob & Temporary Conditions	\$	-	#DIV/0!
SDC - Planning Area 1 and 2	\$	-	#DIV/0!
SDC - Planning Area 3	\$	-	#DIV/0!
Parking & Architectural Enhancements	\$	-	#DIV/0!
Public Park Amenities & Facilities	\$	-	#DIV/0!
Other Eligible Costs	\$	-	#DIV/0!
Not Eligible	\$	-	#DIV/0!
\$		-	#DIV/0!
Total District Eligible Costs			
Operation	\$	-	0.0%
Capital	\$	238,690.00	100.0%
Organization	\$	-	0.0%
\$		238,690.00	100.0%



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
Soft and Indirect Costs

Table VIII

Vendor	Invoice Number	Invoices		Date	Amount Invoiced	Paid By	Proof of Payment			Amount Paid	District Category	District Powers	Town Categories	Percent District Eligible	Amount District Eligible	Percent Town Eligible	Amount Town Eligible	Total Eligible	Certification Number
		Description					Check No	Check Written	Check Cleared										
Aetna Financial Life Ins Co	VAD030641	Insurance Premium		07/03/24	\$ 18,560.24	RC Superior LLC	1797	07/08/24	\$	18,560.24	Non District	Non District	Not Eligible	0%	\$ -	0%	\$ -	0%	110
Cesare, Inc (CMT)	22.3018.15	Superior Town Center Block 26 and 27		06/28/24	\$ 775.50						Capital	Street	Roadways, Paths, & Hardscape	100%	\$ 775.50	100%	\$ 775.50	100%	110
Civil Resources, LLC	238.001.01.125	Superior Town Center - Infrastructure		06/28/24	\$ 5,368.50						Capital	Multiple	Other Eligible Costs	100%	\$ 5,368.50	100%	\$ 5,368.50	100%	110
Edifice North	24-012	STC Construction Management		06/01/24	\$ 9,000.00						Capital	Multiple	Other Eligible Costs	47%	\$ 4,206.72	47%	\$ 4,206.72	47%	110
Sammet Services	47200	Stormwater Inspection		06/20/24	\$ 800.00						Capital	Multiple	Misc & Temporary Conditions	100%	\$ 800.00	100%	\$ 800.00	100%	110
Town of Superior	1152	FDP #1 Infrastructure		06/27/24	\$ 520.85						Capital	Multiple	Roadways, Paths, & Hardscape	47%	\$ 244.80	47%	\$ 244.80	47%	110
					\$ 35,025.09				\$	18,560.24				\$	11,395.52		\$	11,395.52	

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
 District Funded Costs  
 Table IX

Vendor	Invoice Number	Invoices Description	Date	Amount Invoiced	Check No	Check Written	Check Cleared	Amount Paid	District Category	District Powers	Town Categories	Percent District Eligible	Amount District Eligible	Percent Town Eligible	Amount Town Eligible	Total Eligible	District Capital Costs	District Operations Costs	Certification Number
				\$ -				\$ -					\$ -		\$ -				

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**System Development Charges Costs**  
**Table X**

		Invoices				Proof of Payment				Percent District	Amount District	Percent Town	Amount Town	Certification				
Builder Name	Invoice Number	Description	Type	Date	Amount Invoiced	Paid By	Check No	Check Written	Check Cleared	Amount Paid	District Category	District Powers	Town Categories	Eligible	Eligible	Eligible	Eligible	Number
Toll Brothers	24/28	940 Promenade Drive	Residential	06/12/24	\$ 47,738.00	RC Superior, LLC	Wire	06/20/24	06/20/24	\$ 47,738.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 47,738.00	0%	\$ -	110
Toll Brothers	24/24	918 Promenade Drive	Residential	05/29/24	\$ 47,738.00	RC Superior, LLC	Wire	06/04/24	06/04/24	\$ 190,952.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 47,738.00	0%	\$ -	110
Toll Brothers	24/25	920 Promenade Drive	Residential	05/29/24	\$ 47,738.00	RC Superior, LLC	Wire	06/04/24	06/04/24	\$ 190,952.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 47,738.00	0%	\$ -	110
Toll Brothers	24/26	928 Promenade Drive	Residential	05/29/24	\$ 47,738.00	RC Superior, LLC	Wire	06/04/24	06/04/24	\$ 190,952.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 47,738.00	0%	\$ -	110
Toll Brothers	24/43	952 Meridian Lane	Residential	05/29/24	\$ 47,738.00	RC Superior, LLC	Wire	06/04/24	06/04/24	\$ 190,952.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 47,738.00	0%	\$ -	110
					\$ 238,690.00											\$ 238,690.00	\$ -	



**STC METROPOLITAN DISTRICT NO. 2  
ENGINEER'S REPORT and CERTIFICATION #111**

**PREPARED FOR:**

STC Metropolitan District No. 2  
141 Union Blvd  
Lakewood, CO 80228

**PREPARED BY:**

Ranger Engineering, LLC  
3370 Simms St.  
Wheat Ridge, CO 80033

**DATE PREPARED:**

August 21, 2024

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## ENGINEER’S REPORT

### Introduction

Ranger Engineering, LLC. (“Ranger”) was retained by STC Metropolitan District No. 2 (“District”) as an Independent Consulting Engineer to certify costs associated with constructed Public Improvements associated with the District. Per the Cost Sharing Agreement between the Superior Urban Renewal Authority (“SURA”) representing the Town of Superior (“Town”), RC Superior LLC (“Developer”), and the District, a portion of the costs are eligible to be reimbursed by the Town of Superior. It should be noted that personnel from Ranger were formerly part of Tamarack Consulting, LLC and Manhard Consulting, Ltd., both of which have been engaged by the District to certify costs related to the Public Improvements.

The District is located within the Town of Superior, Colorado. The development area is approximately 91 acres. This certification considers soft & indirect and construction costs.

The attached Engineer’s Certification states that the Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in this Engineer’s Report for Draw Package 111, including both soft and hard costs from approximately June 2024 to July 2024, are valued at **\$233,706.38** for the District, and **\$49,970.38** for the Town. Table I summarizes costs certified to date. Prior years have been condensed to only show yearly totals.

<b>Table I – Cost Certified to Date</b>				
<b>Cert No.</b>	<b>Date</b>	<b>Total Costs Paid</b>	<b>Total District Eligible Costs</b>	<b>Total Town Eligible Costs</b>
<b>1 - 7</b>	<b>2015</b>	<b>\$11,891,225.34</b>	<b>\$8,043,823.58</b>	<b>\$8,043,823.58</b>
<b>8 - 19</b>	<b>2016</b>	<b>\$7,973,908.20</b>	<b>\$6,939,814.39</b>	<b>\$6,939,814.39</b>
<b>20 - 31</b>	<b>2017</b>	<b>\$16,024,418.66</b>	<b>\$13,113,137.79</b>	<b>\$12,773,498.56</b>
<b>32 - 41</b>	<b>2018</b>	<b>\$9,222,780.87</b>	<b>\$7,829,160.35</b>	<b>\$6,305,376.48</b>
<b>42 - 53</b>	<b>2019</b>	<b>\$14,735,747.78</b>	<b>\$10,839,557.32</b>	<b>\$8,014,667.02</b>
<b>54 - 67</b>	<b>2020</b>	<b>\$14,576,368.21</b>	<b>\$10,284,857.01</b>	<b>\$8,487,556.24</b>
<b>68-80</b>	<b>2021</b>	<b>\$28,099,348.12</b>	<b>\$25,263,168.16</b>	<b>\$22,947,318.16</b>
<b>81-91</b>	<b>2022</b>	<b>\$12,999,491.55</b>	<b>\$12,637,611.97</b>	<b>\$8,259,749.59</b>
<b>92-103</b>	<b>2023</b>	<b>\$17,478,727.73</b>	<b>\$15,417,822.58</b>	<b>\$10,219,623.31</b>

<b>104</b>	<b>22-Jan-24</b>	<b>\$229,009.40</b>	<b>\$181,174.62</b>	<b>\$181,174.62</b>
<b>105</b>	<b>26-Feb-24</b>	<b>\$437,946.21</b>	<b>\$426,579.46</b>	<b>\$135,671.46</b>
<b>106</b>	<b>27-Mar-24</b>	<b>\$1,912,643.72</b>	<b>\$1,813,906.13</b>	<b>\$1,283,159.49</b>
<b>107</b>	<b>25-Apr-24</b>	<b>\$864,865.75</b>	<b>\$860,072.47</b>	<b>\$21,724.47</b>
<b>108</b>	<b>30-May-24</b>	<b>\$866,333.00</b>	<b>\$861,539.72</b>	<b>\$25,707.72</b>
<b>109</b>	<b>18-Jun-24</b>	<b>\$443,020.25</b>	<b>\$437,973.49</b>	<b>\$22,763.49</b>
<b>110</b>	<b>24-Jul-24</b>	<b>\$381,253.87</b>	<b>\$357,624.30</b>	<b>\$118,934.30</b>
<b>111</b>	<b>21-Aug-24</b>	<b>\$331,610.47</b>	<b>\$233,706.38</b>	<b>\$49,970.38</b>

<b>TOTALS</b>	<b>\$138,468,699.13</b>	<b>\$115,541,529.71</b>	<b>\$93,830,533.25</b>
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Table II summarizes the cost breakdown of the construction, soft and indirect, district funded costs, and system development fees. Tables III, IV, V, and VI provide category breakdowns of construction, soft and indirect, district funded costs, and system development fees reviewed for this certification. Table VII



provides a detailed breakdown of the eligible hard costs per the Service Plan categories and the SURA categories. Table VIII provides a detailed breakdown of the eligible soft costs per the Service Plan categories and the SURA categories. Table IX provides a detailed breakdown of district funded costs per the Service Plan categories and the SURA categories. Table X provides a detailed breakdown of system develop fee costs per the Service Plan categories and the SURA categories.

### **Public Improvements as Authorized by the Service Plan**

Ranger reviewed the Service Plan associated with Superior Town Center Metropolitan District No. 2 (“Service Plan”); dated May 13, 2013.

Section I-A of the Service Plan states:

*It is intended that the District will provide a part or all of the Public Improvements for the use and benefit of the anticipated inhabitants and taxpayers of the District. The primary purpose of the District will be to finance the construction of these public improvements.*

Section V-A of the Service Plan States:

*The District shall have the power and authority to provide the Public Improvements and related operations and maintenance services within and beyond the District Boundaries as such power and authority is described in the Special District Act, and other applicable statutes, common law and the Constitution, subject to the limitations set forth herein.*

Section V-A.8 limits debt issuance to \$145,000,000. Exhibit C-2 maps depict the Inclusion Area of Public Improvements at the time the Service Plan was approved. Ranger has determined that the constructed improvements and associated soft and indirect construction costs (“Public Improvements”) under consideration in this report and certification for reimbursement by the District are indeed authorized by the Service Plan.

### **Scope of Certification**

The Cost Sharing Agreement has identified cost categories eligible for reimbursement. The cost categories reviewed for this report include earthwork, storm sewer, sanitary sewer, domestic water, and mob & temporary conditions. For a breakdown of district eligible costs, refer to Tables II - VIII.

### **General Methodology**

Ranger employed a phased approach toward the preparation of this Engineer’s Report and Certification of Public Costs (“Engineer’s Certification”).

### **Phase I – Authorization to Proceed and Document Gathering**

Ranger was authorized to proceed with the Engineer’s Certification in December 2015 (as Tamarack Consulting, LLC). The initial construction documentation was provided by the District January 11, 2016. Subsequent supporting documentation for Phase II construction improvements was delivered by the District through the current cost certification.

### **Phase II – Site Visit and Meetings**

Ranger has performed site visits to verify completion of work relating to District infrastructure during Phase II construction improvements. The site visits were to verify general conformance with contract documents and does not guarantee quality or acceptance of public improvements.

### **Phase III – Review of Documentation**

Documentation was requested at the beginning of work. Requested documentation include the following:

- Executed Contracts and Bid Tabs
- Approved Construction Drawings
- Acceptable Proof of Payment (Cancelled checks and bank statements or lien waivers)
- Invoices and/or Pay Applications
- Approved changes or amendments to contract documents
- Copies of any agreements that will impact District funding

See Appendix A for a complete listing of documents reviewed, as deemed necessary, by Ranger.

### **Phase IV – Verification of Construction Quantities**

Construction quantity take-offs were performed from applicable construction drawings. These quantity take-offs were used in conjunction with Phase V below to certify reasonableness of construction costs.

### **Phase V – Verification of Construction Unit Costs and Indirect Costs**

Construction Unit Costs and Indirect Costs were reviewed for market reasonableness. Ranger took into consideration the type of construction and the timeframe during which the construction occurred. Ranger determined that the costs incurred were within a reasonable range.

### **Phase VI – Verification of Payment for Public Costs**

Per current agreements, District funded costs are approved before payment is made. Contractors and consultants are to provide Conditional Lien Release Waivers for the amount of payment requested. After payment is made, the contractors and consultants are to provide Unconditional Lien Release Waivers. When applicable, cancelled checks and bank statements are also used to verify proof of payment. Certain soft and indirect costs that have portions that are both publicly and privately funded but have not yet been paid are included in this certification. These costs are clearly identified in Table VII Soft and Indirect Costs Detail in the District and Developer Disbursement columns. These costs are included in order to identify

the public and private costs and assign these costs to either the Developer or the District. The proof of payment in the form of cancelled checks and bank statements will be reviewed as payments are processed and reflected on future certifications.

### **Phase VII – Determination of Costs Eligible for Reimbursement**

Ranger concluded the Engineer's Certification by determining which improvements were eligible for District and Town reimbursement and what percent of the costs for those improvements were reimbursable.

Cost Certification Phase II construction improvements that were reimbursable consisted of roadways, paths, & hardscape and temporary conditions.

### **Project Notes**

In Cost Certification #24, an Xcel fee was determined eligible in the amount of \$72,886.93. This cost shows up on two separate District funding requests. A check was originally written to pay this fee but was canceled. After verification of the costs, the District wrote another check to pay for this fee per the June funding request, even though this cost was certified on Cost Certification #24.

A fee for American Fence directly paid by Lee Merritt of Ranch Capital was duplicated on Cost Certifications #24 and #25. There is a deduction on Cost Certification #26 to reconcile the overall costs paid to American Fence.

The Town of Superior provided a contribution of \$198,795.49 directly to the funding of the McCaslin Roundabout scope of work performed by Hall Irwin Corporation. On Cost Certification #27, a credit was identified for this amount to be applied to District costs. This credit did not impact the amount of reimbursable costs for the Town. The intent of this credit is to show the financial impact of the Town directly providing these funds.

Hudick Excavating Inc. ("HEI") provided Pay Application 1 directly to the District and Pay Application 2 to the Developer. The funding for these pay applications was allocated separately, but the costs were still determined to be District eligible.

On Cost Certification #31, Samora Construction Contract, costs were submitted for work related to Superior Roadway, which had the top 2" lift fail. Samora issued a credit in the amount of \$9,975 for the 2" failure on Cost Certification #32. When this work is accepted, the full line item will be billed. Costs submitted deemed District eligible for Ninyo & Moore on Cost Certification #20 were realized to be partially non-District. A negative cost of (-\$2,984.79) was identified on Cost Certification #31 to adjust for the non-District costs previously certified.

On Cost Certification #33, adjustments were made to account for errors in prior Cost Certification reports that were identified after performing an audit of certified costs to date. A Cut Above had duplicate costs certified on Certifications #21 and #22. There was a Special District Management Services, Inc invoice that was incorrectly captured as Capital costs as well. Lastly, there were various vendor invoices that were not included in final reports, and those costs were captured at this time.

During the review of Cost Certification #34, the Town notified associated parties that costs associated with the Medical Office Building Garage would not be eligible under SURA until approved by the Town Board, per Resolution No. R-36. Garage costs are currently determined to be District eligible and will become SURA eligible upon the Town Board approval.

System Development Fee backup was provided with Cost Certification #41 backup, but the costs were not included in the report, pending comments and coordination between the Town and the District.

In February 2019, the Town reviewed costs that had been applied to the *Public Park Amenities and Facilities* Town Category. Miscellaneous line items that were labeled under this category were updated to different Town Categories. The impact was that \$14,209.35 was reallocated to *Mob & Temporary Conditions*, \$719,328.02 was reallocated to *Roadways, Paths, & Hardscape*, and \$780,200.89 was reallocated from *Park Site Development* to *Public Park Amenities and Facilities*.

On Cost Certification #48, System Development fees were certified for the first time. Fees related to SDC – Planning Area 3 Residential were only District eligible, while fees related to SDC – Planning Area 1 and 2 Residential and Commercial, as well as SDC – Planning Area 3 Commercial were considered District and Town eligible.

Cost Certification #48 missed the inclusion of the last two System Development fees in the certification. The costs are shown in Table X, but are not included in the actual certified amounts. These last two costs are carried over to Cost Certification #49 where the values are included in the certified amounts.

On Cost Certification #49, the MOB Parking Structure (“MOBPS”) costs were certified as a District Funded Cost. The overall reconciled market value of the MOBPS was determined per a report prepared by National Valuation Consultants, Inc. (“NVC”). NVC determined that the MOB Parking Structure has a reconciled market value \$4,260,000 (assuming completion by January 11, 2018). A prorated amount of the MOBPS District value was determined per a memorandum provided by Walker Parking Consultants (“Walker”) based upon public versus private parking availability in the MOBPS. Ranger utilized the Declaration of Parking Structure Easement and Cost Sharing Agreement based upon the definitions of *MOB Spaces*, *Preferred Parking Period*, and *Public Spaces* to review a prorated value and determined that Walker’s percentage was reasonable. Utilizing the NVC market value and the Walker prorated percentage of 52%, a District value of \$2,215,200 was utilized in the Real Estate Sale Contract between the Developer and the District regarding the MOBPS. The full value of the Real Estate Sale Contract value was deemed eligible.

On Cost Certification #50, a subcategory of Civic Space was added as part of the Public Park Amenities and Facilities Town Eligible Categories. All costs under the Civic Space subcategory are rolled up into the overall Public Park Amenities and Facilities costs.

On Cost Certification #57, a credit of – (\$75,000) was issued against Spence Fane on soft costs. These costs were reimbursed through proceeds during bond closing and was adjusted to make sure cost reimbursements were not duplicated.

On Cost Certification #58, Construction Management (“CM”) fees were reviewed for the first time. The costs include multiple CM providers from the beginning of the project to present. Also, on this certification, a credit was applied against Vargas Property Services Inc. for costs that were certified on Cost Certification #57, but were also processed through the District.

On Cost Certification #52-#58, costs related to the interior courtyard as part of Block 25 Phase 2 had the eligibility removed until further review was completed to determine the extent of public costs. These costs were related to stairs, retaining walls, and electrical systems for lighting, and are subject to being included as eligible at a later time.

Beginning on Cost Certification #60, costs related to Toll Brothers development of Block 17 and Superlot 5 were reviewed and certified. Toll Brothers have a reimbursement agreement with the Developer for the buildout of this site. Certification #60 was the first submittal of costs related to the Toll Brothers development and included multiple months of costs to date. A site takeoff specific to this scope of work was performed, identifying a public eligibility of 62.15%.

Samora Invoice 731 certified costs were duplicated on Cost Certification #63. A correction was applied on Cost Certification #64.

Cost Certification #66 included Toll Brothers Q3 costs listed in hard costs and soft costs.

Cost Certification #68 included Toll Brothers Q3 and Q4 costs listed in hard costs and soft costs. Down To Earth Compliance Invoice 51584 was credited back after determination that all costs previously certified in Cost Certification #67 were related to private improvements.

Cost Certification #71 included Toll Brothers 2021 Q1 costs listed in hard costs and soft costs.

Cost Certification #72 included adjustments to eligibility related to the Hudick Excavating Inc. (“HEI”) Blocks 11 and 15 contract for private utility work. HEI provided a cost breakdown of the work related to install the private utilities in Block 11. The work was previously billed 100%, so a negative eligible amount was applied in the certification. Additionally, for the Goodland Construction Blocks 9 and 10 grading work, a reduced percent eligibility was not properly applied to the Town eligibility in previous certifications, and was adjusted in the current certification. HEI also provided a revised pay application for Blocks 11 and 15, so an updated certification was issued during this period.

Cost Certification #74 included Toll Brothers 2021 Q2 costs listed in hard costs and soft costs.

Cost Certification #76 was revised to review Town eligibility of public infrastructure costs located within metropolitan district tracts.

Cost Certification #77 included Toll Brothers 2021 Q3 costs listed in hard costs and soft costs.

Cost Certification #80 included Toll Brothers 2021 Q4 costs listed in hard costs and soft costs.

Cost Certification #92 included Toll Brothers 2022 Q1 costs listed in hard costs and soft costs.

Cost Certification #93 included Toll Brothers 2022 Q2 costs listed in hard costs and soft costs.

Cost Certification #94 included Toll Brothers 2022 Q3 costs listed in hard costs and soft costs.

Cost Certification #95 included Toll Brothers 2022 Q4 costs listed in hard costs and soft costs.

Cost Certification #96 included Toll Brothers 2023 Q1 costs listed in hard costs and soft costs.

Cost Certification #99 included Toll Brothers 2023 Q2 costs listed in hard costs and soft costs.

Cost Certification #102 included Toll Brothers 2023 Q2/Q3 costs listed in hard costs and soft costs. Additionally, Toll Brothers System Development Fees (“SDF”) were reviewed in this certification and are classified as an SDC -Planning Area 3 cost. These SDF costs were paid directly by Toll Brothers to the Town instead of being paid by the Developer. Other SDF costs by for other builders are typically paid by the Developer.

Cost Certification #106 included Toll Brothers 2023 Q4 costs listed in hard costs and soft costs.



## ENGINEER'S CERTIFICATION

Collin D Koranda, P.E. / Ranger Engineering, LLC (the "Independent Consulting Engineer"), states as follows:

1. The Independent Consulting Engineer is an engineer duly qualified and licensed in the State of Colorado with experience in the design, construction and certification of Public Improvements of similar type and function as those described in the above Engineer's Report.
2. The Independent Consulting Engineer has performed a site visit and reviewed applicable construction and legal documents related to the Public Improvements under consideration to state the conclusions set forth in this Engineer's Certification.
3. The Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in the attached Engineer's Report dated August 21, 2024 including soft and indirect, District funded, and hard costs, are valued at an estimated **\$233,706.38**. In the opinion of the Independent Consulting Engineer, the above stated estimated value for the Public Improvements is reasonable and consistent with costs of similar improvements constructed for similar purposes during the same timeframe in similar locales.

Sincerely,

**Ranger Engineering, LLC**

A handwritten signature in blue ink, appearing to read "Collin D. Koranda".

Collin D. Koranda, P. E.

## APPENDIX A

### Documents Reviewed

#### Agreements

- Cost Sharing Agreement between Superior Urban Renewal Authority, RC Superior, LLC, and STC Metropolitan District No 1, 2 and 3. Dated October 18, 2013.
- Development Agreement between the Town of Superior, CO, the Superior Metropolitan District No. 1, the Superior Urban Renewal Authority, and RC Superior LLC. Dated March 11, 2013.
- Public Finance Agreement between the Superior Urban Renewal Authority, the Superior McCaslin Interchange Metropolitan District, RC Superior LLC, and the Town of Superior, CO. Dated March 15, 2013.
- Cost Sharing and Reimbursement Agreement between Aweida Properties and STC Metropolitan District No. 2. Dated October 21, 2015.
- Declaration of Parking Structure Easement and Cost Sharing Agreement, by IISRE-Superior MOB, LLC. Dated March 28, 2017.
- Real Estate Sale Contract (MOB Parking Structure). Entered between RC Superior, LLC and STC Metropolitan District No. 2. August 2018.
- Purchase and Sale Agreement between RC Superior LLC and Toll Southwest LLC dated January 9, 2018.
- Facilities Acquisition and Reimbursement Agreement between STC Metropolitan District No. 2, CP VII Superior, LLC, and RC Superior, LLC. December 31, 2020.

#### Construction Plans

- Final Development Plan – Phase I Superior Town Center Infrastructure Plans. Prepared by Civil Resources LLC. Dated November 12, 2013.
- Final Development Plan #1 – Phase I Street Paving Plans. Prepared by Civil Resources LLC. Dated April 29, 2016.
- Final Development Plan 9 and 10 Superior Town Center. Prepared by Civil Resources LLC. Dated June 25, 2019.
- Final Plat Superior Town Center Filing No. 1B. Prepared by Civil Resources LLC. Dated December 4, 2013.
- Overlot Grading and Stormwater Management Plans for Superior Town Center Phase 1A. Prepared by Civil Resources LLC. Released for construction May 22, 2015.
- Superior Town Center Phase I Utility Infrastructure Plans. Prepared by Civil Resources LLC. Issued for Construction August 20, 2015.
- Town of Superior Town Center Lift Station Final Drawings Set 1 & Set 2 Rev 0. Prepared by Dewberry Engineers Inc. Dated July 25, 2014.
- Town of Superior McCaslin Blvd. Town Center Left Turn Lane Drawings. Dated February 24, 2016.



- Superior Town Center – Construction Plans – Phase 3 (McCaslin Roundabout). Prepared by Civil Resources Inc. Dated August 12, 2016. Accepted by Public Works September 9, 2016.
- Final Development Plan 1 – Phase 4 (Marshall Road Extension) – Construction Plans – Superior Town Center. Dated August 19, 2016.

#### Invoices

- Down To Earth Compliance Inv 58603 – 8/7/24.

For soft and indirect costs, district funded costs, and System Development Fees reviewed, refer to Tables VIII, IX, and X.

#### Service Plan and Reports

- Superior Town Center Metropolitan District No. 2. Prepared by McGeady Sisneros, P.C. and dated May 13, 2013.
- Cost Sharing Agreement between Superior Urban Renewal Authority, RC Superior, LLC, and STC Metropolitan District Nos. 1, 2, and 3. Date October 22, 2013.
- Development Agreement between Town of Superior, CO, Superior Metropolitan District No. 1, Superior Urban Renewal Authority, and RC Superior, LLC. Date March 11, 2013.
- Public Finance Agreement between Superior Urban Renewal Authority, Superior McCaslin Interchange Metropolitan District, RC Superior, LLC and Town of Superior, CO. Dated March 15, 2013.
- Memorandum Superior Town Center – Block 12 Garage Allocations. Prepared by Walker Parking Consultants. Revised Date November 18, 2016.
- Appraisal Report of a Parking Structure. Prepared by National Valuation Consultants, Inc. Effective Date of Appraisal January 11, 2018.

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Project Costs Summary for District and Town**  
**Table II**

	Total Cost Invoiced		Maximum Eligible Costs		District Eligible Costs		Town Eligible Costs	
Direct Construction Costs	\$	1,295.00	\$	1,295.00	\$	1,295.00	\$	1,295.00
Soft and Indirect Costs	\$	25,974.85	\$	12,758.89	\$	12,758.89	\$	12,758.89
District Funded Costs	\$	120,604.62	\$	35,916.50	\$	35,916.50	\$	35,916.50
System Development Costs	\$	183,736.00	\$	183,736.00	\$	183,736.00	\$	-
<b>Totals</b>	\$	<b>331,610.47</b>	\$	<b>233,706.38</b>	\$	<b>233,706.38</b>	\$	<b>49,970.38</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Construction Costs Summary By Category**  
**Table III**

<b>Category</b>	<b>Total Eligible Hard Costs</b>		<b>Category</b>
	<b>Total Town Eligible Costs</b>		
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	-	0.0%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	-	0.0%
Mob & Temporary Conditions	\$	1,295.00	100.0%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities	\$	-	0.0%
Civic Space (Part of PPA&F)	\$	-	
	<b>\$</b>	<b>1,295.00</b>	<b>100.0%</b>

<b>Total District Eligible Costs</b>		
Street	#DIV/0!	#DIV/0!
Water	#DIV/0!	#DIV/0!
Sanitation	#DIV/0!	#DIV/0!
Fire Protection	#DIV/0!	#DIV/0!
Parks and Recreation	#DIV/0!	#DIV/0!
Non District	#DIV/0!	
Multiple		
	<b>#DIV/0!</b>	<b>#DIV/0!</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Soft Costs Summary By Category**  
**Table IV**

Category	Total Eligible Soft Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	7,469.17	58.5%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	375.00	2.9%
Mob & Temporary Conditions	\$	200.00	1.6%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities		\$0.00	0.0%
Civic Space (Part of PPA&F)	\$	-	
Other Eligible Costs	\$	4,714.72	37.0%
	<b>\$</b>	<b>12,758.89</b>	<b>100.0%</b>
Total District Eligible Costs			
Organization	\$	-	0.0%
Capital	\$	12,758.89	100.0%
Street	\$	-	0.0%
Water	\$	-	0.0%
Sanitation	\$	-	0.0%
Fire Protection	\$	-	0.0%
Parks and Recreation	\$	12,758.89	100.0%
	<b>\$</b>	<b>12,758.89</b>	<b>100.0%</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**District Funded Costs Summary**  
**Table V**

Category	Total Eligible DF Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	-	0.0%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	-	0.0%
Mob & Temporary Conditions	\$	-	0.0%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities	\$	-	0.0%
Other Eligible Costs	\$	35,916.50	100.0%
Not Eligible	\$	-	0.0%
	<b>\$</b>	<b>35,916.50</b>	<b>100.0%</b>

Total District Eligible Costs			
Operation	\$	-	0.0%
Capital	\$	35,916.50	100.0%
Organization	\$	-	0.0%
Street	\$	-	0.0%
Water	\$	-	0.0%
Sanitation	\$	-	0.0%
Fire Protection	\$	-	0.0%
Parks and Recreation	\$	35,916.50	100.0%
	<b>\$</b>	<b>35,916.50</b>	<b>100.0%</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**System Development Charges Costs Summary**  
**Table VI**

Category	Total Eligible SD Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	#DIV/0!
Roadways, Paths, & Hardscape	\$	-	#DIV/0!
Offsite Roadways	\$	-	#DIV/0!
Walls and Structures	\$	-	#DIV/0!
Storm Sewer	\$	-	#DIV/0!
Sanitary Sewer	\$	-	#DIV/0!
Reuse Water & Irrigation Piping	\$	-	#DIV/0!
Domestic Water	\$	-	#DIV/0!
Dry Utilities	\$	-	#DIV/0!
Park Site Development	\$	-	#DIV/0!
Mob & Temporary Conditions	\$	-	#DIV/0!
SDC - Planning Area 1 and 2	\$	-	#DIV/0!
SDC - Planning Area 3	\$	-	#DIV/0!
Parking & Architectural Enhancements	\$	-	#DIV/0!
Public Park Amenities & Facilities	\$	-	#DIV/0!
Other Eligible Costs	\$	-	#DIV/0!
Not Eligible	\$	-	#DIV/0!
	<b>\$</b>	<b>-</b>	<b>#DIV/0!</b>
Total District Eligible Costs			
Operation	\$	-	0.0%
Capital	\$	183,736.00	100.0%
Organization	\$	-	0.0%
	<b>\$</b>	<b>183,736.00</b>	<b>100.0%</b>

SUPERIOR TOWN CENTER METROPOLITAN DISTRICT  
Construction Costs  
Table VII

Work Description	Contract Values				Invoiced Values				District Eligibility										Inv. No.				
	Quantity	Unit	Unit Price	Amount	Amount Invoiced	Retainage Held	Amount Less Retainage	Percent Invoiced	District Type	District Powers	Town Category	Percent District Eligible	Amount District Eligible	Percent Town Eligible	Amount Town Eligible	Total Percent Eligible	Total Eligible	Non-District	Certification Number	Invoice Number	Inv. Date	Cert 111	
Down to Earth Compliance																							
Erosion Control - Invoice 56747 (5/9/23)	1	LS	\$ 1,794.00	\$ 1,794.00	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	96		8/7/2024	
Erosion Control - Invoice 55895 (6/8/23)	1	LS	\$ 8,149.35	\$ 8,149.35	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	96		\$ -	
Erosion Control - Invoice 57329 (9/7/23)	1	LS	\$ 9,112.55	\$ 9,112.55	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	100		\$ -	
Erosion Control - Invoice 57457 (10/6/23)	1	LS	\$ 1,425.00	\$ 1,425.00	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	101		\$ -	
Erosion Control - Invoice 57596 (11/9/23)	1	LS	\$ 4,900.00	\$ 4,900.00	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	102		\$ -	
Erosion Control - Invoice 57933 (2/7/24)	1	LS	\$ 2,814.50	\$ 2,814.50	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	105		\$ -	
Erosion Control - Invoice 57836 (1/6/24)	1	LS	\$ 1,923.50	\$ 1,923.50	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	106		\$ -	
Erosion Control - Invoice 58234 (4/6/24)	1	LS	\$ 1,941.50	\$ 1,941.50	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	107		\$ -	
Erosion Control - Invoice 58449 (6/24/24)	1	LS	\$ 7,117.78	\$ 7,117.78	\$ -	\$ -	\$ 50.00	0%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ -	100%	\$ -	100%	\$ -	\$ -	\$ -	110		\$ -	
Erosion Control - Invoice 58603 (8/7/24)	1	LS	\$ 1,295.00	\$ 1,295.00	\$ 1,295.00	\$ -	\$ 1,295.00	100%	Capital	Multiple	Mob & Temporary Conditions	100%	\$ 1,295.00	100%	\$ 1,295.00	100%	\$ 1,295.00	\$ -	\$ -	111		\$ 1,295.00	
			\$ 40,473.18	\$ 40,473.18	\$ 1,295.00	\$ -	\$ 1,295.00					\$ 1,295.00	\$ 1,295.00	\$ 1,295.00	\$ 1,295.00	\$ -	\$ -					\$ 1,295.00	
			\$ 40,473.18	\$ 40,473.18	\$ 1,295.00	\$ -	\$ 1,295.00					\$ 1,295.00	\$ 1,295.00	\$ 1,295.00	\$ 1,295.00	\$ -	\$ -					\$ 1,295.00	

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Soft and Indirect Costs**  
**Table VIII**

Invoices								Percent District	Amount District	Percent Town	Amount Town	Total	Certification
Vendor	Invoice Number	Description	Date	Amount Invoiced	District Category	District Powers	Town Categories	Eligible	Eligible	Eligible	Eligible	Eligible	Number
Civil Resources, LLC	238.001.01.126	Superior Town Center - Infrastructure	07/31/24	\$ 508.00	Capital	Multiple	Other Eligible Costs	100%	\$ 508.00	100%	\$ 508.00	100%	111
Edifice North	24-015	STC Construction Management	07/01/24	\$ 9,000.00	Capital	Multiple	Other Eligible Costs	47%	\$ 4,206.72	47%	\$ 4,206.72	47%	111
Summit Services	47705	Stormwater Insepection	07/31/24	\$ 200.00	Capital	Multiple	Mob & Temporary Conditions	100%	\$ 200.00	100%	\$ 200.00	100%	111
TextureGreen, LLC	04	Landscape Architecture Construction Admin	07/26/24	\$ 375.00	Capital	Parks and Recreation	Park Site Development	100%	\$ 375.00	100%	\$ 375.00	100%	111
Town of Superior	1154	FDP #1 Infrastructure	07/31/24	\$ 15,891.85	Capital	Multiple	Roadways, Paths, & Hardscape	47%	\$ 7,469.17	47%	\$ 7,469.17	47%	111
				\$ 25,974.85				\$ 12,758.89	\$ 12,758.89				



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**District Funded Costs**  
**Table IX**

Vendor	Invoice Number	Invoiced Description	Date	Amount Invoiced	District Category	District Powers	Town Categories	Percent District	Amount District	Percent Town	Amount Town	Total	District		Certification	
								Eligible	Eligible	Eligible	Eligible		Capital Costs	Operations Costs		
Colorado Facility Management, LLC	23-280	O&M Maintenance	02/05/24	\$ 180.20	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 180.20	\$ -	\$ 180.20	111	
Colorado Facility Management, LLC	23-324	O&M Maintenance	04/15/24	\$ 180.20	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 180.20	\$ -	\$ 180.20	111	
Colorado Facility Management, LLC	24-002	O&M Maintenance	06/24/24	\$ 180.20	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 180.20	\$ -	\$ 180.20	111	
Colorado Facility Management, LLC	23-371	O&M Maintenance	07/01/24	\$ 180.20	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 180.20	\$ -	\$ 180.20	111	
Colorado Facility Management, LLC	24-003	O&M Maintenance	07/08/24	\$ 180.20	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 180.20	\$ -	\$ 180.20	111	
Comcast	316388 06/2024	O&M - Parking Garage	06/14/24	\$ 126.95	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 126.95	\$ -	\$ 126.95	111	
Doody Calls	75929	Pet Waste Removal	06/27/24	\$ 280.00	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 280.00	\$ -	\$ 280.00	111	
Ikenogle Seaver Pogue	25254	District Counsel	02/29/24	\$ 23,110.33	Capital	Multiple	Other Eligible Costs	83%	\$ 19,202.00	83%	\$ 19,202.00	\$ 83%	\$ 19,202.00	\$ -	\$ 19,202.00	111
Ikenogle Seaver Pogue	25363	District Counsel	03/31/24	\$ 16,449.25	Capital	Multiple	Other Eligible Costs	68%	\$ 11,263.25	68%	\$ 11,263.25	\$ 68%	\$ 11,263.25	\$ -	\$ 11,263.25	111
Ikenogle Seaver Pogue	25535	District Counsel	04/30/24	\$ 2,895.24	Capital	Multiple	Other Eligible Costs	36%	\$ 1,048.00	36%	\$ 1,048.00	\$ 36%	\$ 1,048.00	\$ -	\$ 1,048.00	111
Ikenogle Seaver Pogue	25756	District Counsel	05/31/24	\$ 3,523.23	Capital	Multiple	Other Eligible Costs	43%	\$ 1,512.73	43%	\$ 1,512.73	\$ 43%	\$ 1,512.73	\$ -	\$ 1,512.73	111
Ikenogle Seaver Pogue	25864	District Counsel	06/30/24	\$ 399.00	Capital	Multiple	Other Eligible Costs	6%	\$ 23.99	6%	\$ 23.99	\$ 6%	\$ 23.99	\$ -	\$ 23.99	111
ManageMowed Boulder	4303	O&M - Landscaping	02/14/23	\$ 604.50	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 604.50	\$ -	\$ 604.50	111	
ManageMowed Boulder	4777	O&M - Roads & Sidewalks	02/16/24	\$ 2,695.00	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 2,695.00	\$ -	\$ 2,695.00	111	
ManageMowed Boulder	5378	O&M - Roads & Sidewalks	04/20/24	\$ 655.00	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 655.00	\$ -	\$ 655.00	111	
ManageMowed Boulder	4971	O&M - Landscaping	04/30/24	\$ 3,328.00	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 3,328.00	\$ -	\$ 3,328.00	111	
ManageMowed Boulder	5342	O&M - Landscaping	05/01/24	\$ 2,582.08	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 2,582.08	\$ -	\$ 2,582.08	111	
ManageMowed Boulder	5383	O&M - Landscaping	05/31/24	\$ 797.70	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 797.70	\$ -	\$ 797.70	111	
ManageMowed Boulder	5512	O&M - Landscaping	06/01/24	\$ 2,582.08	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 2,582.08	\$ -	\$ 2,582.08	111	
ManageMowed Boulder	5837	O&M - Landscaping	06/14/24	\$ 863.56	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 863.56	\$ -	\$ 863.56	111	
ManageMowed Boulder	5637	O&M - Landscaping	06/25/24	\$ 501.00	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 501.00	\$ -	\$ 501.00	111	
ManageMowed Boulder	5640	O&M - Landscaping	06/27/24	\$ 3,568.00	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 3,568.00	\$ -	\$ 3,568.00	111	
ManageMowed Boulder	5825	O&M - Landscaping	06/30/24	\$ 1,780.85	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,780.85	\$ -	\$ 1,780.85	111	
ManageMowed Boulder	5700	O&M - Landscaping	07/01/24	\$ 2,582.08	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 2,582.08	\$ -	\$ 2,582.08	111	
ManageMowed Boulder	5801	O&M - Landscaping	07/09/24	\$ 1,439.75	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,439.75	\$ -	\$ 1,439.75	111	
ManageMowed Boulder	5800	O&M - Landscaping	07/09/24	\$ 740.00	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 740.00	\$ -	\$ 740.00	111	
ManageMowed Boulder	5819	O&M - Landscaping	07/11/24	\$ 1,198.75	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,198.75	\$ -	\$ 1,198.75	111	
Ranger Engineering, LLC	1924	Cost Certification Services	06/04/24	\$ 1,225.00	Capital	Multiple	Other Eligible Costs	100%	\$ 1,225.00	100%	\$ 1,225.00	\$ 100%	\$ 1,225.00	\$ -	\$ 1,225.00	111
Ranger Engineering, LLC	1939	Cost Certification Services	07/09/24	\$ 1,641.53	Capital	Multiple	Other Eligible Costs	100%	\$ 1,641.53	100%	\$ 1,641.53	\$ 100%	\$ 1,641.53	\$ -	\$ 1,641.53	111
Simmons & Wheeler, P.C.	38239	Accounting	04/30/24	\$ 1,572.98	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,572.98	\$ -	\$ 1,572.98	111	
Simmons & Wheeler, P.C.	38368	Accounting	05/31/24	\$ 1,392.17	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,392.17	\$ -	\$ 1,392.17	111	
Special District Management Services	D3 05/2024	Management	05/31/24	\$ 67.60	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 67.60	\$ -	\$ 67.60	111	
Special District Management Services	D1 05/2024	Management	05/31/24	\$ 1,064.60	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,064.60	\$ -	\$ 1,064.60	111	
Special District Management Services	D2 05/2024	O&M - Covenant Control	05/31/24	\$ 4,525.80	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 4,525.80	\$ -	\$ 4,525.80	111	
Special District Management Services	D2 05/2024	Management	05/31/24	\$ 4,153.50	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 4,153.50	\$ -	\$ 4,153.50	111	
Special District Management Services	D2 05/2024	Accounting	05/31/24	\$ 1,791.40	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,791.40	\$ -	\$ 1,791.40	111	
Special District Management Services	D2 05/2024	Miscellaneous Expense	05/31/24	\$ 204.26	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 204.26	\$ -	\$ 204.26	111	
Special District Management Services	D1 06/2024	Management	06/30/24	\$ 135.60	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 135.60	\$ -	\$ 135.60	111	
Special District Management Services	D1 06/2024	Accounting	06/30/24	\$ 16.90	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 16.90	\$ -	\$ 16.90	111	
Special District Management Services	D2 06/2024	O&M - Covenant Control	06/30/24	\$ 4,788.00	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 4,788.00	\$ -	\$ 4,788.00	111	
Special District Management Services	D2 06/2024	Management	06/30/24	\$ 3,615.30	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 3,615.30	\$ -	\$ 3,615.30	111	
Special District Management Services	D2 06/2024	Accounting	06/30/24	\$ 1,436.50	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,436.50	\$ -	\$ 1,436.50	111	
Special District Management Services	D2 06/2024	Miscellaneous Expense	06/30/24	\$ 238.78	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 238.78	\$ -	\$ 238.78	111	
Special District Management Services	D3 06/2024	Management	06/30/24	\$ 51.10	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 51.10	\$ -	\$ 51.10	111	
Thyssenkrupp Elevator Corp	3007978122	O&M - Parking Garage	07/01/24	\$ 699.77	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 699.77	\$ -	\$ 699.77	111	
Town of Superior	505887.00 06/2024	O&M - Utilities	07/11/24	\$ 53.50	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 53.50	\$ -	\$ 53.50	111	
Town of Superior	505487.00 06/2024	O&M - Utilities	07/11/24	\$ 47.48	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 47.48	\$ -	\$ 47.48	111	
Town of Superior	505251.00 06/2024	O&M - Utilities	07/11/24	\$ 222.06	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 222.06	\$ -	\$ 222.06	111	
Town of Superior	505889.00 06/2024	O&M - Utilities	07/11/24	\$ 89.62	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 89.62	\$ -	\$ 89.62	111	
Town of Superior	505257.00 06/2024	O&M - Utilities	07/11/24	\$ 1,296.63	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 1,296.63	\$ -	\$ 1,296.63	111	
Town of Superior	505888.00 06/2024	O&M - Utilities	07/11/24	\$ 113.70	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 113.70	\$ -	\$ 113.70	111	
Town of Superior	505162.00 06/2024	O&M - Utilities	07/11/24	\$ 327.41	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 327.41	\$ -	\$ 327.41	111	
Town of Superior	505256.00 06/2024	O&M - Utilities	07/11/24	\$ 92.63	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 92.63	\$ -	\$ 92.63	111	
Town of Superior	505324.00 06/2024	O&M - Utilities	07/11/24	\$ 616.37	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 616.37	\$ -	\$ 616.37	111	
Town of Superior	507530.00 06/2024	O&M - Utilities	07/11/24	\$ 296.63	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 296.63	\$ -	\$ 296.63	111	
Town of Superior	506156.00 06/2024	O&M - Utilities	07/11/24	\$ 246.14	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 246.14	\$ -	\$ 246.14	111	
Water Extraction Team	8653MNT	O&M - Parking Garage	06/20/24	\$ 13,571.36	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 13,571.36	\$ -	\$ 13,571.36	111	
Xcel Energy	883563182	O&M - Utilities	06/27/24	\$ 31.29	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 31.29	\$ -	\$ 31.29	111	
Xcel Energy	883616133	O&M - Utilities	06/27/24	\$ 51.68	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 51.68	\$ -	\$ 51.68	111	
Xcel Energy	883547016	O&M - Utilities	06/27/24	\$ 32.22	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 32.22	\$ -	\$ 32.22	111	
Xcel Energy	883553926	O&M - Utilities	06/27/24	\$ 86.67	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 86.67	\$ -	\$ 86.67	111	
Xcel Energy	883555326	O&M - Utilities	06/27/24	\$ 98.11	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 98.11	\$ -	\$ 98.11	111	
Xcel Energy	883553874	O&M - Utilities	06/27/24	\$ 22.90	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 22.90	\$ -	\$ 22.90	111	
Xcel Energy	883610518	O&M - Utilities	06/27/24	\$ 35.40	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 35.40	\$ -	\$ 35.40	111	
Xcel Energy	883611420	O&M - Utilities	06/27/24	\$ 104.25	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 104.25	\$ -	\$ 104.25	111	
Xcel Energy	883552113	O&M - Utilities	06/27/24	\$ 152.62	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 152.62	\$ -	\$ 152.62	111	
Xcel Energy	883814696	O&M - Utilities	06/28/24	\$ 353.52	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 353.52	\$ -	\$ 353.52	111	
Xcel Energy	883785489	O&M - Utilities	06/28/24	\$ 513.26	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 513.26	\$ -	\$ 513.26	111	
Xcel Energy	883942781	O&M - Utilities	07/01/24	\$ 14.77	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	\$ 14.77	\$ -	\$ 14.77	111	
				\$ 120,604.62				\$ 35,916.50		\$ 35,916.50		\$ 35,916.50				

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**System Development Charges Costs**  
**Table X**

		Invoices				Proof of Payment							Percent District	Amount District	Percent Town	Amount Town	Certification	
Builder Name	Invoice Number	Description	Type	Date	Amount Invoiced	Paid By	Check No	Check Written	Check Cleared	Amount Paid	District Category	District Powers	Town Categories	Eligible	Eligible	Eligible	Eligible	Number
Toll Brothers	23/6	2515 Central Park Way	Residential	07/24/24	\$ 45,934.00	RC Superior, LLC	Wire	08/01/24	08/01/24	\$ 183,736.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	111
Toll Brothers	23/7	2525 Central Park Way	Residential	07/24/24	\$ 45,934.00	RC Superior, LLC	Wire	08/01/24	08/01/24	\$ 183,736.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	111
Toll Brothers	23/8	2535 Central Park Way	Residential	07/24/24	\$ 45,934.00	RC Superior, LLC	Wire	08/01/24	08/01/24	\$ 183,736.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	111
Toll Brothers	23/9	2545 Central Park Way	Residential	07/24/24	\$ 45,934.00	RC Superior, LLC	Wire	08/01/24	08/01/24	\$ 183,736.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	111
					\$ 183,736.00											\$ 183,736.00	\$ -	



**STC METROPOLITAN DISTRICT NO. 2  
ENGINEER'S REPORT and CERTIFICATION #112**

**PREPARED FOR:**

STC Metropolitan District No. 2  
141 Union Blvd  
Lakewood, CO 80228

**PREPARED BY:**

Ranger Engineering, LLC  
3370 Simms St.  
Wheat Ridge, CO 80033

**DATE PREPARED:**

September 25, 2024

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## ENGINEER’S REPORT

### Introduction

Ranger Engineering, LLC. (“Ranger”) was retained by STC Metropolitan District No. 2 (“District”) as an Independent Consulting Engineer to certify costs associated with constructed Public Improvements associated with the District. Per the Cost Sharing Agreement between the Superior Urban Renewal Authority (“SURA”) representing the Town of Superior (“Town”), RC Superior LLC (“Developer”), and the District, a portion of the costs are eligible to be reimbursed by the Town of Superior. It should be noted that personnel from Ranger were formerly part of Tamarack Consulting, LLC and Manhard Consulting, Ltd., both of which have been engaged by the District to certify costs related to the Public Improvements.

The District is located within the Town of Superior, Colorado. The development area is approximately 91 acres. This certification considers soft & indirect and construction costs.

The attached Engineer’s Certification states that the Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in this Engineer’s Report for Draw Package 111, including both soft and hard costs from approximately July 2024 to August 2024, are valued at **\$93,928.64** for the District, and **\$46,190.64** for the Town. Table I summarizes costs certified to date. Prior years have been condensed to only show yearly totals.

<b>Table I – Cost Certified to Date</b>				
<b>Cert No.</b>	<b>Date</b>	<b>Total Costs Paid</b>	<b>Total District Eligible Costs</b>	<b>Total Town Eligible Costs</b>
<b>1 - 7</b>	<b>2015</b>	<b>\$11,891,225.34</b>	<b>\$8,043,823.58</b>	<b>\$8,043,823.58</b>
<b>8 - 19</b>	<b>2016</b>	<b>\$7,973,908.20</b>	<b>\$6,939,814.39</b>	<b>\$6,939,814.39</b>
<b>20 - 31</b>	<b>2017</b>	<b>\$16,024,418.66</b>	<b>\$13,113,137.79</b>	<b>\$12,773,498.56</b>
<b>32 - 41</b>	<b>2018</b>	<b>\$9,222,780.87</b>	<b>\$7,829,160.35</b>	<b>\$6,305,376.48</b>
<b>42 - 53</b>	<b>2019</b>	<b>\$14,735,747.78</b>	<b>\$10,839,557.32</b>	<b>\$8,014,667.02</b>
<b>54 - 67</b>	<b>2020</b>	<b>\$14,576,368.21</b>	<b>\$10,284,857.01</b>	<b>\$8,487,556.24</b>
<b>68-80</b>	<b>2021</b>	<b>\$28,099,348.12</b>	<b>\$25,263,168.16</b>	<b>\$22,947,318.16</b>
<b>81-91</b>	<b>2022</b>	<b>\$12,999,491.55</b>	<b>\$12,637,611.97</b>	<b>\$8,259,749.59</b>
<b>92-103</b>	<b>2023</b>	<b>\$17,478,727.73</b>	<b>\$15,417,822.58</b>	<b>\$10,219,623.31</b>

<b>104</b>	<b>22-Jan-24</b>	<b>\$229,009.40</b>	<b>\$181,174.62</b>	<b>\$181,174.62</b>
<b>105</b>	<b>26-Feb-24</b>	<b>\$437,946.21</b>	<b>\$426,579.46</b>	<b>\$135,671.46</b>
<b>106</b>	<b>27-Mar-24</b>	<b>\$1,912,643.72</b>	<b>\$1,813,906.13</b>	<b>\$1,283,159.49</b>
<b>107</b>	<b>25-Apr-24</b>	<b>\$864,865.75</b>	<b>\$860,072.47</b>	<b>\$21,724.47</b>
<b>108</b>	<b>30-May-24</b>	<b>\$866,333.00</b>	<b>\$861,539.72</b>	<b>\$25,707.72</b>
<b>109</b>	<b>18-Jun-24</b>	<b>\$443,020.25</b>	<b>\$437,973.49</b>	<b>\$22,763.49</b>
<b>110</b>	<b>24-Jul-24</b>	<b>\$381,253.87</b>	<b>\$357,624.30</b>	<b>\$118,934.30</b>
<b>111</b>	<b>21-Aug-24</b>	<b>\$331,610.47</b>	<b>\$233,706.38</b>	<b>\$49,970.38</b>
<b>112</b>	<b>25-Sep-24</b>	<b>\$98,721.92</b>	<b>\$93,928.64</b>	<b>\$46,190.64</b>

<b>TOTALS</b>	<b>\$138,567,421.05</b>	<b>\$115,635,458.34</b>	<b>\$93,876,723.89</b>
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Table II summarizes the cost breakdown of the construction, soft and indirect, district funded costs, and system development fees. Tables III, IV, V, and VI provide category breakdowns of construction, soft and

indirect, district funded costs, and system development fees reviewed for this certification. Table VII provides a detailed breakdown of the eligible hard costs per the Service Plan categories and the SURA categories. Table VIII provides a detailed breakdown of the eligible soft costs per the Service Plan categories and the SURA categories. Table IX provides a detailed breakdown of district funded costs per the Service Plan categories and the SURA categories. Table X provides a detailed breakdown of system develop fee costs per the Service Plan categories and the SURA categories.

### **Public Improvements as Authorized by the Service Plan**

Ranger reviewed the Service Plan associated with Superior Town Center Metropolitan District No. 2 (“Service Plan”); dated May 13, 2013.

Section I-A of the Service Plan states:

*It is intended that the District will provide a part or all of the Public Improvements for the use and benefit of the anticipated inhabitants and taxpayers of the District. The primary purpose of the District will be to finance the construction of these public improvements.*

Section V-A of the Service Plan States:

*The District shall have the power and authority to provide the Public Improvements and related operations and maintenance services within and beyond the District Boundaries as such power and authority is described in the Special District Act, and other applicable statutes, common law and the Constitution, subject to the limitations set forth herein.*

Section V-A.8 limits debt issuance to \$145,000,000. Exhibit C-2 maps depict the Inclusion Area of Public Improvements at the time the Service Plan was approved. Ranger has determined that the constructed improvements and associated soft and indirect construction costs (“Public Improvements”) under consideration in this report and certification for reimbursement by the District are indeed authorized by the Service Plan.

### **Scope of Certification**

The Cost Sharing Agreement has identified cost categories eligible for reimbursement. The cost categories reviewed for this report include earthwork, storm sewer, sanitary sewer, domestic water, and mob & temporary conditions. For a breakdown of district eligible costs, refer to Tables II - VIII.

### **General Methodology**

Ranger employed a phased approach toward the preparation of this Engineer’s Report and Certification of Public Costs (“Engineer’s Certification”).

### **Phase I – Authorization to Proceed and Document Gathering**

Ranger was authorized to proceed with the Engineer’s Certification in December 2015 (as Tamarack Consulting, LLC). The initial construction documentation was provided by the District January 11, 2016. Subsequent supporting documentation for Phase II construction improvements was delivered by the District through the current cost certification.

### **Phase II – Site Visit and Meetings**

Ranger has performed site visits to verify completion of work relating to District infrastructure during Phase II construction improvements. The site visits were to verify general conformance with contract documents and does not guarantee quality or acceptance of public improvements.

### **Phase III – Review of Documentation**

Documentation was requested at the beginning of work. Requested documentation include the following:

- Executed Contracts and Bid Tabs
- Approved Construction Drawings
- Acceptable Proof of Payment (Cancelled checks and bank statements or lien waivers)
- Invoices and/or Pay Applications
- Approved changes or amendments to contract documents
- Copies of any agreements that will impact District funding

See Appendix A for a complete listing of documents reviewed, as deemed necessary, by Ranger.

### **Phase IV – Verification of Construction Quantities**

Construction quantity take-offs were performed from applicable construction drawings. These quantity take-offs were used in conjunction with Phase V below to certify reasonableness of construction costs.

### **Phase V – Verification of Construction Unit Costs and Indirect Costs**

Construction Unit Costs and Indirect Costs were reviewed for market reasonableness. Ranger took into consideration the type of construction and the timeframe during which the construction occurred. Ranger determined that the costs incurred were within a reasonable range.

### **Phase VI – Verification of Payment for Public Costs**

Per current agreements, District funded costs are approved before payment is made. Contractors and consultants are to provide Conditional Lien Release Waivers for the amount of payment requested. After payment is made, the contractors and consultants are to provide Unconditional Lien Release Waivers. When applicable, cancelled checks and bank statements are also used to verify proof of payment. Certain soft and indirect costs that have portions that are both publicly and privately funded but have not yet been paid are included in this certification. These costs are clearly identified in Table VII Soft and Indirect Costs Detail in the District and Developer Disbursement columns. These costs are included in order to identify

the public and private costs and assign these costs to either the Developer or the District. The proof of payment in the form of cancelled checks and bank statements will be reviewed as payments are processed and reflected on future certifications.

### **Phase VII – Determination of Costs Eligible for Reimbursement**

Ranger concluded the Engineer's Certification by determining which improvements were eligible for District and Town reimbursement and what percent of the costs for those improvements were reimbursable.

Cost Certification Phase II construction improvements that were reimbursable consisted of roadways, paths, & hardscape and temporary conditions.

### **Project Notes**

In Cost Certification #24, an Xcel fee was determined eligible in the amount of \$72,886.93. This cost shows up on two separate District funding requests. A check was originally written to pay this fee but was canceled. After verification of the costs, the District wrote another check to pay for this fee per the June funding request, even though this cost was certified on Cost Certification #24.

A fee for American Fence directly paid by Lee Merritt of Ranch Capital was duplicated on Cost Certifications #24 and #25. There is a deduction on Cost Certification #26 to reconcile the overall costs paid to American Fence.

The Town of Superior provided a contribution of \$198,795.49 directly to the funding of the McCaslin Roundabout scope of work performed by Hall Irwin Corporation. On Cost Certification #27, a credit was identified for this amount to be applied to District costs. This credit did not impact the amount of reimbursable costs for the Town. The intent of this credit is to show the financial impact of the Town directly providing these funds.

Hudick Excavating Inc. ("HEI") provided Pay Application 1 directly to the District and Pay Application 2 to the Developer. The funding for these pay applications was allocated separately, but the costs were still determined to be District eligible.

On Cost Certification #31, Samora Construction Contract, costs were submitted for work related to Superior Roadway, which had the top 2" lift fail. Samora issued a credit in the amount of \$9,975 for the 2" failure on Cost Certification #32. When this work is accepted, the full line item will be billed. Costs submitted deemed District eligible for Ninyo & Moore on Cost Certification #20 were realized to be partially non-District. A negative cost of (-\$2,984.79) was identified on Cost Certification #31 to adjust for the non-District costs previously certified.

On Cost Certification #33, adjustments were made to account for errors in prior Cost Certification reports that were identified after performing an audit of certified costs to date. A Cut Above had duplicate costs certified on Certifications #21 and #22. There was a Special District Management Services, Inc invoice that was incorrectly captured as Capital costs as well. Lastly, there were various vendor invoices that were not included in final reports, and those costs were captured at this time.



During the review of Cost Certification #34, the Town notified associated parties that costs associated with the Medical Office Building Garage would not be eligible under SURA until approved by the Town Board, per Resolution No. R-36. Garage costs are currently determined to be District eligible and will become SURA eligible upon the Town Board approval.

System Development Fee backup was provided with Cost Certification #41 backup, but the costs were not included in the report, pending comments and coordination between the Town and the District.

In February 2019, the Town reviewed costs that had been applied to the *Public Park Amenities and Facilities* Town Category. Miscellaneous line items that were labeled under this category were updated to different Town Categories. The impact was that \$14,209.35 was reallocated to *Mob & Temporary Conditions*, \$719,328.02 was reallocated to *Roadways, Paths, & Hardscape*, and \$780,200.89 was reallocated from *Park Site Development* to *Public Park Amenities and Facilities*.

On Cost Certification #48, System Development fees were certified for the first time. Fees related to SDC – Planning Area 3 Residential were only District eligible, while fees related to SDC – Planning Area 1 and 2 Residential and Commercial, as well as SDC – Planning Area 3 Commercial were considered District and Town eligible.

Cost Certification #48 missed the inclusion of the last two System Development fees in the certification. The costs are shown in Table X, but are not included in the actual certified amounts. These last two costs are carried over to Cost Certification #49 where the values are included in the certified amounts.

On Cost Certification #49, the MOB Parking Structure (“MOBPS”) costs were certified as a District Funded Cost. The overall reconciled market value of the MOBPS was determined per a report prepared by National Valuation Consultants, Inc. (“NVC”). NVC determined that the MOB Parking Structure has a reconciled market value \$4,260,000 (assuming completion by January 11, 2018). A prorated amount of the MOBPS District value was determined per a memorandum provided by Walker Parking Consultants (“Walker”) based upon public versus private parking availability in the MOBPS. Ranger utilized the Declaration of Parking Structure Easement and Cost Sharing Agreement based upon the definitions of *MOB Spaces*, *Preferred Parking Period*, and *Public Spaces* to review a prorated value and determined that Walker’s percentage was reasonable. Utilizing the NVC market value and the Walker prorated percentage of 52%, a District value of \$2,215,200 was utilized in the Real Estate Sale Contract between the Developer and the District regarding the MOBPS. The full value of the Real Estate Sale Contract value was deemed eligible.

On Cost Certification #50, a subcategory of Civic Space was added as part of the Public Park Amenities and Facilities Town Eligible Categories. All costs under the Civic Space subcategory are rolled up into the overall Public Park Amenities and Facilities costs.

On Cost Certification #57, a credit of – (\$75,000) was issued against Spence Fane on soft costs. These costs were reimbursed through proceeds during bond closing and was adjusted to make sure cost reimbursements were not duplicated.

On Cost Certification #58, Construction Management (“CM”) fees were reviewed for the first time. The costs include multiple CM providers from the beginning of the project to present. Also, on this certification, a credit was applied against Vargas Property Services Inc. for costs that were certified on Cost Certification #57, but were also processed through the District.

On Cost Certification #52-#58, costs related to the interior courtyard as part of Block 25 Phase 2 had the eligibility removed until further review was completed to determine the extent of public costs. These costs were related to stairs, retaining walls, and electrical systems for lighting, and are subject to being included as eligible at a later time.

Beginning on Cost Certification #60, costs related to Toll Brothers development of Block 17 and Superlot 5 were reviewed and certified. Toll Brothers have a reimbursement agreement with the Developer for the buildout of this site. Certification #60 was the first submittal of costs related to the Toll Brothers development and included multiple months of costs to date. A site takeoff specific to this scope of work was performed, identifying a public eligibility of 62.15%.

Samora Invoice 731 certified costs were duplicated on Cost Certification #63. A correction was applied on Cost Certification #64.

Cost Certification #66 included Toll Brothers Q3 costs listed in hard costs and soft costs.

Cost Certification #68 included Toll Brothers Q3 and Q4 costs listed in hard costs and soft costs. Down To Earth Compliance Invoice 51584 was credited back after determination that all costs previously certified in Cost Certification #67 were related to private improvements.

Cost Certification #71 included Toll Brothers 2021 Q1 costs listed in hard costs and soft costs.

Cost Certification #72 included adjustments to eligibility related to the Hudick Excavating Inc. (“HEI”) Blocks 11 and 15 contract for private utility work. HEI provided a cost breakdown of the work related to install the private utilities in Block 11. The work was previously billed 100%, so a negative eligible amount was applied in the certification. Additionally, for the Goodland Construction Blocks 9 and 10 grading work, a reduced percent eligibility was not properly applied to the Town eligibility in previous certifications, and was adjusted in the current certification. HEI also provided a revised pay application for Blocks 11 and 15, so an updated certification was issued during this period.

Cost Certification #74 included Toll Brothers 2021 Q2 costs listed in hard costs and soft costs.

Cost Certification #76 was revised to review Town eligibility of public infrastructure costs located within metropolitan district tracts.

Cost Certification #77 included Toll Brothers 2021 Q3 costs listed in hard costs and soft costs.

Cost Certification #80 included Toll Brothers 2021 Q4 costs listed in hard costs and soft costs.

Cost Certification #92 included Toll Brothers 2022 Q1 costs listed in hard costs and soft costs.

Cost Certification #93 included Toll Brothers 2022 Q2 costs listed in hard costs and soft costs.

Cost Certification #94 included Toll Brothers 2022 Q3 costs listed in hard costs and soft costs.

Cost Certification #95 included Toll Brothers 2022 Q4 costs listed in hard costs and soft costs.

Cost Certification #96 included Toll Brothers 2023 Q1 costs listed in hard costs and soft costs.

Cost Certification #99 included Toll Brothers 2023 Q2 costs listed in hard costs and soft costs.

Cost Certification #102 included Toll Brothers 2023 Q2/Q3 costs listed in hard costs and soft costs. Additionally, Toll Brothers System Development Fees (“SDF”) were reviewed in this certification and are classified as an SDC -Planning Area 3 cost. These SDF costs were paid directly by Toll Brothers to the Town instead of being paid by the Developer. Other SDF costs by for other builders are typically paid by the Developer.

Cost Certification #106 included Toll Brothers 2023 Q4 costs listed in hard costs and soft costs.

## ENGINEER'S CERTIFICATION

Collin D Koranda, P.E. / Ranger Engineering, LLC (the "Independent Consulting Engineer"), states as follows:

1. The Independent Consulting Engineer is an engineer duly qualified and licensed in the State of Colorado with experience in the design, construction and certification of Public Improvements of similar type and function as those described in the above Engineer's Report.

2. The Independent Consulting Engineer has performed a site visit and reviewed applicable construction and legal documents related to the Public Improvements under consideration to state the conclusions set forth in this Engineer's Certification.

3. The Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in the attached Engineer's Report dated September 25, 2024 including soft and indirect, District funded, and hard costs, are valued at an estimated **\$93,928.64**. In the opinion of the Independent Consulting Engineer, the above stated estimated value for the Public Improvements is reasonable and consistent with costs of similar improvements constructed for similar purposes during the same timeframe in similar locales.

Sincerely,

**Ranger Engineering, LLC**

A handwritten signature in blue ink, appearing to read "Collin D. Koranda".

Collin D. Koranda, P. E.

## APPENDIX A

### Documents Reviewed

#### Agreements

- Cost Sharing Agreement between Superior Urban Renewal Authority, RC Superior, LLC, and STC Metropolitan District No 1, 2 and 3. Dated October 18, 2013.
- Development Agreement between the Town of Superior, CO, the Superior Metropolitan District No. 1, the Superior Urban Renewal Authority, and RC Superior LLC. Dated March 11, 2013.
- Public Finance Agreement between the Superior Urban Renewal Authority, the Superior McCaslin Interchange Metropolitan District, RC Superior LLC, and the Town of Superior, CO. Dated March 15, 2013.
- Cost Sharing and Reimbursement Agreement between Aweida Properties and STC Metropolitan District No. 2. Dated October 21, 2015.
- Declaration of Parking Structure Easement and Cost Sharing Agreement, by IISRE-Superior MOB, LLC. Dated March 28, 2017.
- Real Estate Sale Contract (MOB Parking Structure). Entered between RC Superior, LLC and STC Metropolitan District No. 2. August 2018.
- Purchase and Sale Agreement between RC Superior LLC and Toll Southwest LLC dated January 9, 2018.
- Facilities Acquisition and Reimbursement Agreement between STC Metropolitan District No. 2, CP VII Superior, LLC, and RC Superior, LLC. December 31, 2020.

#### Construction Plans

- Final Development Plan – Phase I Superior Town Center Infrastructure Plans. Prepared by Civil Resources LLC. Dated November 12, 2013.
- Final Development Plan #1 – Phase I Street Paving Plans. Prepared by Civil Resources LLC. Dated April 29, 2016.
- Final Development Plan 9 and 10 Superior Town Center. Prepared by Civil Resources LLC. Dated June 25, 2019.
- Final Plat Superior Town Center Filing No. 1B. Prepared by Civil Resources LLC. Dated December 4, 2013.
- Overlot Grading and Stormwater Management Plans for Superior Town Center Phase 1A. Prepared by Civil Resources LLC. Released for construction May 22, 2015.
- Superior Town Center Phase I Utility Infrastructure Plans. Prepared by Civil Resources LLC. Issued for Construction August 20, 2015.
- Town of Superior Town Center Lift Station Final Drawings Set 1 & Set 2 Rev 0. Prepared by Dewberry Engineers Inc. Dated July 25, 2014.
- Town of Superior McCaslin Blvd. Town Center Left Turn Lane Drawings. Dated February 24, 2016.

- Superior Town Center – Construction Plans – Phase 3 (McCaslin Roundabout). Prepared by Civil Resources Inc. Dated August 12, 2016. Accepted by Public Works September 9, 2016.
- Final Development Plan 1 – Phase 4 (Marshall Road Extension) – Construction Plans – Superior Town Center. Dated August 19, 2016.

#### Invoices

- Goodland Construction – STC Dog Park – Pay App 5 Ret – 3/31/24.

For soft and indirect costs, district funded costs, and System Development Fees reviewed, refer to Tables VIII, IX, and X.

#### Service Plan and Reports

- Superior Town Center Metropolitan District No. 2. Prepared by McGeady Sisneros, P.C. and dated May 13, 2013.
- Cost Sharing Agreement between Superior Urban Renewal Authority, RC Superior, LLC, and STC Metropolitan District Nos. 1, 2, and 3. Date October 22, 2013.
- Development Agreement between Town of Superior, CO, Superior Metropolitan District No. 1, Superior Urban Renewal Authority, and RC Superior, LLC. Date March 11, 2013.
- Public Finance Agreement between Superior Urban Renewal Authority, Superior McCaslin Interchange Metropolitan District, RC Superior, LLC and Town of Superior, CO. Dated March 15, 2013.
- Memorandum Superior Town Center – Block 12 Garage Allocations. Prepared by Walker Parking Consultants. Revised Date November 18, 2016.
- Appraisal Report of a Parking Structure. Prepared by National Valuation Consultants, Inc. Effective Date of Appraisal January 11, 2018.

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Project Costs Summary for District and Town**  
**Table II**

	Total Cost Invoiced		Maximum Eligible Costs		District Eligible Costs		Town Eligible Costs	
Direct Construction Costs	\$	21,566.25	\$	21,566.25	\$	21,566.25	\$	21,566.25
Soft and Indirect Costs	\$	29,417.67	\$	24,624.39	\$	24,624.39	\$	24,624.39
District Funded Costs	\$	-	\$	-	\$	-	\$	-
System Development Costs	\$	47,738.00	\$	47,738.00	\$	47,738.00	\$	-
<b>Totals</b>	\$	<b>98,721.92</b>	\$	<b>93,928.64</b>	\$	<b>93,928.64</b>	\$	<b>46,190.64</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Construction Costs Summary By Category**  
**Table III**

Category	Total Eligible Hard Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	-	0.0%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	-	0.0%
Mob & Temporary Conditions	\$	-	0.0%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities	\$	21,566.25	100.0%
Civic Space (Part of PPA&F)	\$	-	
	<b>\$</b>	<b>21,566.25</b>	<b>0.0%</b>

Total District Eligible Costs			
Street	\$	-	0.0%
Water	\$	-	0.0%
Sanitation	\$	-	0.0%
Fire Protection	\$	-	0.0%
Parks and Recreation	\$	21,566.25	100.0%
Non District	\$	-	
Multiple			
	<b>\$</b>	<b>21,566.25</b>	<b>100.0%</b>





**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Soft Costs Summary By Category**  
**Table IV**

Category	Total Eligible Soft Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	-	0.0%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	-	0.0%
Mob & Temporary Conditions	\$	200.00	0.8%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities		\$20,217.67	82.1%
Civic Space (Part of PPA&F)	\$	-	
Other Eligible Costs	\$	4,206.72	17.1%
	<b>\$</b>	<b>24,624.39</b>	<b>100.0%</b>
Total District Eligible Costs			
Organization	\$	-	0.0%
Capital	\$	24,624.39	100.0%
Street	\$	-	0.0%
Water	\$	-	0.0%
Sanitation	\$	-	0.0%
Fire Protection	\$	-	0.0%
Parks and Recreation	\$	24,624.39	100.0%
	<b>\$</b>	<b>24,624.39</b>	<b>100.0%</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**System Development Charges Costs Summary**  
**Table VI**

Category	Total Eligible SD Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	#DIV/0!
Roadways, Paths, & Hardscape	\$	-	#DIV/0!
Offsite Roadways	\$	-	#DIV/0!
Walls and Structures	\$	-	#DIV/0!
Storm Sewer	\$	-	#DIV/0!
Sanitary Sewer	\$	-	#DIV/0!
Reuse Water & Irrigation Piping	\$	-	#DIV/0!
Domestic Water	\$	-	#DIV/0!
Dry Utilities	\$	-	#DIV/0!
Park Site Development	\$	-	#DIV/0!
Mob & Temporary Conditions	\$	-	#DIV/0!
SDC - Planning Area 1 and 2	\$	-	#DIV/0!
SDC - Planning Area 3	\$	-	#DIV/0!
Parking & Architectural Enhancements	\$	-	#DIV/0!
Public Park Amenities & Facilities	\$	-	#DIV/0!
Other Eligible Costs	\$	-	#DIV/0!
Not Eligible	\$	-	#DIV/0!
	\$	-	#DIV/0!
Total District Eligible Costs			
Operation	\$	-	0.0%
Capital	\$	47,738.00	100.0%
Organization	\$	-	0.0%
	\$	47,738.00	100.0%



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Soft and Indirect Costs**  
**Table VIII**

Vendor	Invoice Number	Invoices Description	Date	Amount Invoiced	District Category	District Powers	Town Categories	Percent District Eligible	Amount District Eligible	Percent Town Eligible	Amount Town Eligible	Total Eligible	Certification Number
Civil Resources, LLC	238.001.01.127	Superior Town Center - Infrastructure	08/30/24	\$ 19,147.67	Capital	Parks and Recreation	Public Park Amenities & Facilities	100%	\$ 19,147.67	100%	\$ 19,147.67	100%	112
Edifice North	24-017	STC Construction Management	08/01/24	\$ 9,000.00	Capital	Multiple	Other Eligible Costs	47%	\$ 4,206.72	47%	\$ 4,206.72	47%	112
KWS Engineering	Billing #3	Central Park Basketball Court	08/01/24	\$ 1,070.00	Capital	Parks and Recreation	Public Park Amenities & Facilities	100%	\$ 1,070.00	100%	\$ 1,070.00	100%	112
Summit Services	47384	Stormwater Insepection	08/31/24	\$ 200.00	Capital	Multiple	Mob & Temporary Conditions	100%	\$ 200.00	100%	\$ 200.00	100%	112
				\$ 29,417.67					\$ 24,624.39		\$ 24,624.39		

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
 System Development Charges Costs  
 Table X

Invoices				Proof of Payment				Percent District	Amount District	Percent Town	Amount Town	Certification							
Builder Name	Invoice Number	Description	Type	Date	Amount Invoiced	Paid By	Check No	Check Written	Check Cleared	Amount Paid	District Category	District Powers	Town Categories	Eligible	Eligible	Eligible	Eligible	Number	
Remington Homes	Block 27: Lot 16	Central Park Cir 692	Residential	08/26/24	\$ 47,738.00	RC Superior, LLC	Wire	08/30/24	08/30/24	\$ 47,738.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 47,738.00	0%	\$ -	112	
					\$ 47,738.00												\$ 47,738.00	\$ -	



**STC METROPOLITAN DISTRICT NO. 2  
ENGINEER'S REPORT and CERTIFICATION #113**

**PREPARED FOR:**

STC Metropolitan District No. 2  
141 Union Blvd  
Lakewood, CO 80228

**PREPARED BY:**

Ranger Engineering, LLC  
3370 Simms St.  
Wheat Ridge, CO 80033

**DATE PREPARED:**

October 15, 2024

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## ENGINEER’S REPORT

### Introduction

Ranger Engineering, LLC. (“Ranger”) was retained by STC Metropolitan District No. 2 (“District”) as an Independent Consulting Engineer to certify costs associated with constructed Public Improvements associated with the District. Per the Cost Sharing Agreement between the Superior Urban Renewal Authority (“SURA”) representing the Town of Superior (“Town”), RC Superior LLC (“Developer”), and the District, a portion of the costs are eligible to be reimbursed by the Town of Superior. It should be noted that personnel from Ranger were formerly part of Tamarack Consulting, LLC and Manhard Consulting, Ltd., both of which have been engaged by the District to certify costs related to the Public Improvements.

The District is located within the Town of Superior, Colorado. The development area is approximately 91 acres. This certification considers soft & indirect and construction costs.

The attached Engineer’s Certification states that the Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in this Engineer’s Report for Draw Package 113, including both soft and hard costs from approximately August 2024 to September 2024, are valued at **\$585,247.72** for the District, and **\$307,839.72** for the Town. Table I summarizes costs certified to date. Prior years have been condensed to only show yearly totals.

<b>Table I – Cost Certified to Date</b>				
<b>Cert No.</b>	<b>Date</b>	<b>Total Costs Paid</b>	<b>Total District Eligible Costs</b>	<b>Total Town Eligible Costs</b>
<b>1 - 7</b>	<b>2015</b>	<b>\$11,891,225.34</b>	<b>\$8,043,823.58</b>	<b>\$8,043,823.58</b>
<b>8 - 19</b>	<b>2016</b>	<b>\$7,973,908.20</b>	<b>\$6,939,814.39</b>	<b>\$6,939,814.39</b>
<b>20 - 31</b>	<b>2017</b>	<b>\$16,024,418.66</b>	<b>\$13,113,137.79</b>	<b>\$12,773,498.56</b>
<b>32 - 41</b>	<b>2018</b>	<b>\$9,222,780.87</b>	<b>\$7,829,160.35</b>	<b>\$6,305,376.48</b>
<b>42 - 53</b>	<b>2019</b>	<b>\$14,735,747.78</b>	<b>\$10,839,557.32</b>	<b>\$8,014,667.02</b>
<b>54 - 67</b>	<b>2020</b>	<b>\$14,576,368.21</b>	<b>\$10,284,857.01</b>	<b>\$8,487,556.24</b>
<b>68-80</b>	<b>2021</b>	<b>\$28,099,348.12</b>	<b>\$25,263,168.16</b>	<b>\$22,947,318.16</b>
<b>81-91</b>	<b>2022</b>	<b>\$12,999,491.55</b>	<b>\$12,637,611.97</b>	<b>\$8,259,749.59</b>
<b>92-103</b>	<b>2023</b>	<b>\$17,478,727.73</b>	<b>\$15,417,822.58</b>	<b>\$10,219,623.31</b>

<b>104</b>	<b>22-Jan-24</b>	<b>\$229,009.40</b>	<b>\$181,174.62</b>	<b>\$181,174.62</b>
<b>105</b>	<b>26-Feb-24</b>	<b>\$437,946.21</b>	<b>\$426,579.46</b>	<b>\$135,671.46</b>
<b>106</b>	<b>27-Mar-24</b>	<b>\$1,912,643.72</b>	<b>\$1,813,906.13</b>	<b>\$1,283,159.49</b>
<b>107</b>	<b>25-Apr-24</b>	<b>\$864,865.75</b>	<b>\$860,072.47</b>	<b>\$21,724.47</b>
<b>108</b>	<b>30-May-24</b>	<b>\$866,333.00</b>	<b>\$861,539.72</b>	<b>\$25,707.72</b>
<b>109</b>	<b>18-Jun-24</b>	<b>\$443,020.25</b>	<b>\$437,973.49</b>	<b>\$22,763.49</b>
<b>110</b>	<b>24-Jul-24</b>	<b>\$381,253.87</b>	<b>\$357,624.30</b>	<b>\$118,934.30</b>
<b>111</b>	<b>21-Aug-24</b>	<b>\$331,610.47</b>	<b>\$233,706.38</b>	<b>\$49,970.38</b>
<b>112</b>	<b>25-Sep-24</b>	<b>\$98,721.92</b>	<b>\$93,928.64</b>	<b>\$46,190.64</b>
<b>113</b>	<b>15-Oct-24</b>	<b>\$645,271.32</b>	<b>\$585,247.72</b>	<b>\$307,839.72</b>

<b>TOTALS</b>	<b>\$139,212,692.37</b>	<b>\$116,220,706.06</b>	<b>\$94,184,563.61</b>
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Table II summarizes the cost breakdown of the construction, soft and indirect, district funded costs, and system development fees. Tables III, IV, V, and VI provide category breakdowns of construction, soft and indirect, district funded costs, and system development fees reviewed for this certification. Table VII provides a detailed breakdown of the eligible hard costs per the Service Plan categories and the SURA categories. Table VIII provides a detailed breakdown of the eligible soft costs per the Service Plan categories and the SURA categories. Table IX provides a detailed breakdown of district funded costs per the Service Plan categories and the SURA categories. Table X provides a detailed breakdown of system develop fee costs per the Service Plan categories and the SURA categories.

### **Public Improvements as Authorized by the Service Plan**

Ranger reviewed the Service Plan associated with Superior Town Center Metropolitan District No. 2 ("Service Plan"); dated May 13, 2013.

Section I-A of the Service Plan states:

*It is intended that the District will provide a part or all of the Public Improvements for the use and benefit of the anticipated inhabitants and taxpayers of the District. The primary purpose of the District will be to finance the construction of these public improvements.*

Section V-A of the Service Plan States:

*The District shall have the power and authority to provide the Public Improvements and related operations and maintenance services within and beyond the District Boundaries as such power and authority is described in the Special District Act, and other applicable statutes, common law and the Constitution, subject to the limitations set forth herein.*

Section V-A.8 limits debt issuance to \$145,000,000. Exhibit C-2 maps depict the Inclusion Area of Public Improvements at the time the Service Plan was approved. Ranger has determined that the constructed improvements and associated soft and indirect construction costs ("Public Improvements") under consideration in this report and certification for reimbursement by the District are indeed authorized by the Service Plan.

### **Scope of Certification**

The Cost Sharing Agreement has identified cost categories eligible for reimbursement. The cost categories reviewed for this report include earthwork, storm sewer, sanitary sewer, domestic water, and mob & temporary conditions. For a breakdown of district eligible costs, refer to Tables II - VIII.

### **General Methodology**

Ranger employed a phased approach toward the preparation of this Engineer's Report and Certification of Public Costs ("Engineer's Certification").

### **Phase I – Authorization to Proceed and Document Gathering**

Ranger was authorized to proceed with the Engineer’s Certification in December 2015 (as Tamarack Consulting, LLC). The initial construction documentation was provided by the District January 11, 2016. Subsequent supporting documentation for Phase II construction improvements was delivered by the District through the current cost certification.

### **Phase II – Site Visit and Meetings**

Ranger has performed site visits to verify completion of work relating to District infrastructure during Phase II construction improvements. The site visits were to verify general conformance with contract documents and does not guarantee quality or acceptance of public improvements.

### **Phase III – Review of Documentation**

Documentation was requested at the beginning of work. Requested documentation include the following:

- Executed Contracts and Bid Tabs
- Approved Construction Drawings
- Acceptable Proof of Payment (Cancelled checks and bank statements or lien waivers)
- Invoices and/or Pay Applications
- Approved changes or amendments to contract documents
- Copies of any agreements that will impact District funding

See Appendix A for a complete listing of documents reviewed, as deemed necessary, by Ranger.

### **Phase IV – Verification of Construction Quantities**

Construction quantity take-offs were performed from applicable construction drawings. These quantity take-offs were used in conjunction with Phase V below to certify reasonableness of construction costs.

### **Phase V – Verification of Construction Unit Costs and Indirect Costs**

Construction Unit Costs and Indirect Costs were reviewed for market reasonableness. Ranger took into consideration the type of construction and the timeframe during which the construction occurred. Ranger determined that the costs incurred were within a reasonable range.

### **Phase VI – Verification of Payment for Public Costs**

Per current agreements, District funded costs are approved before payment is made. Contractors and consultants are to provide Conditional Lien Release Waivers for the amount of payment requested. After payment is made, the contractors and consultants are to provide Unconditional Lien Release Waivers. When applicable, cancelled checks and bank statements are also used to verify proof of payment. Certain soft and indirect costs that have portions that are both publicly and privately funded but have not yet been paid are included in this certification. These costs are clearly identified in Table VII Soft and Indirect Costs Detail in the District and Developer Disbursement columns. These costs are included in order to identify

the public and private costs and assign these costs to either the Developer or the District. The proof of payment in the form of cancelled checks and bank statements will be reviewed as payments are processed and reflected on future certifications.

### **Phase VII – Determination of Costs Eligible for Reimbursement**

Ranger concluded the Engineer's Certification by determining which improvements were eligible for District and Town reimbursement and what percent of the costs for those improvements were reimbursable.

Cost Certification Phase II construction improvements that were reimbursable consisted of roadways, paths, & hardscape and temporary conditions.

### **Project Notes**

In Cost Certification #24, an Xcel fee was determined eligible in the amount of \$72,886.93. This cost shows up on two separate District funding requests. A check was originally written to pay this fee but was canceled. After verification of the costs, the District wrote another check to pay for this fee per the June funding request, even though this cost was certified on Cost Certification #24.

A fee for American Fence directly paid by Lee Merritt of Ranch Capital was duplicated on Cost Certifications #24 and #25. There is a deduction on Cost Certification #26 to reconcile the overall costs paid to American Fence.

The Town of Superior provided a contribution of \$198,795.49 directly to the funding of the McCaslin Roundabout scope of work performed by Hall Irwin Corporation. On Cost Certification #27, a credit was identified for this amount to be applied to District costs. This credit did not impact the amount of reimbursable costs for the Town. The intent of this credit is to show the financial impact of the Town directly providing these funds.

Hudick Excavating Inc. ("HEI") provided Pay Application 1 directly to the District and Pay Application 2 to the Developer. The funding for these pay applications was allocated separately, but the costs were still determined to be District eligible.

On Cost Certification #31, Samora Construction Contract, costs were submitted for work related to Superior Roadway, which had the top 2" lift fail. Samora issued a credit in the amount of \$9,975 for the 2" failure on Cost Certification #32. When this work is accepted, the full line item will be billed. Costs submitted deemed District eligible for Ninyo & Moore on Cost Certification #20 were realized to be partially non-District. A negative cost of (-\$2,984.79) was identified on Cost Certification #31 to adjust for the non-District costs previously certified.

On Cost Certification #33, adjustments were made to account for errors in prior Cost Certification reports that were identified after performing an audit of certified costs to date. A Cut Above had duplicate costs certified on Certifications #21 and #22. There was a Special District Management Services, Inc invoice that was incorrectly captured as Capital costs as well. Lastly, there were various vendor invoices that were not included in final reports, and those costs were captured at this time.

During the review of Cost Certification #34, the Town notified associated parties that costs associated with the Medical Office Building Garage would not be eligible under SURA until approved by the Town Board, per Resolution No. R-36. Garage costs are currently determined to be District eligible and will become SURA eligible upon the Town Board approval.

System Development Fee backup was provided with Cost Certification #41 backup, but the costs were not included in the report, pending comments and coordination between the Town and the District.

In February 2019, the Town reviewed costs that had been applied to the *Public Park Amenities and Facilities* Town Category. Miscellaneous line items that were labeled under this category were updated to different Town Categories. The impact was that \$14,209.35 was reallocated to *Mob & Temporary Conditions*, \$719,328.02 was reallocated to *Roadways, Paths, & Hardscape*, and \$780,200.89 was reallocated from *Park Site Development* to *Public Park Amenities and Facilities*.

On Cost Certification #48, System Development fees were certified for the first time. Fees related to SDC – Planning Area 3 Residential were only District eligible, while fees related to SDC – Planning Area 1 and 2 Residential and Commercial, as well as SDC – Planning Area 3 Commercial were considered District and Town eligible.

Cost Certification #48 missed the inclusion of the last two System Development fees in the certification. The costs are shown in Table X, but are not included in the actual certified amounts. These last two costs are carried over to Cost Certification #49 where the values are included in the certified amounts.

On Cost Certification #49, the MOB Parking Structure (“MOBPS”) costs were certified as a District Funded Cost. The overall reconciled market value of the MOBPS was determined per a report prepared by National Valuation Consultants, Inc. (“NVC”). NVC determined that the MOB Parking Structure has a reconciled market value \$4,260,000 (assuming completion by January 11, 2018). A prorated amount of the MOBPS District value was determined per a memorandum provided by Walker Parking Consultants (“Walker”) based upon public versus private parking availability in the MOBPS. Ranger utilized the Declaration of Parking Structure Easement and Cost Sharing Agreement based upon the definitions of *MOB Spaces*, *Preferred Parking Period*, and *Public Spaces* to review a prorated value and determined that Walker’s percentage was reasonable. Utilizing the NVC market value and the Walker prorated percentage of 52%, a District value of \$2,215,200 was utilized in the Real Estate Sale Contract between the Developer and the District regarding the MOBPS. The full value of the Real Estate Sale Contract value was deemed eligible.

On Cost Certification #50, a subcategory of Civic Space was added as part of the Public Park Amenities and Facilities Town Eligible Categories. All costs under the Civic Space subcategory are rolled up into the overall Public Park Amenities and Facilities costs.

On Cost Certification #57, a credit of – (\$75,000) was issued against Spence Fane on soft costs. These costs were reimbursed through proceeds during bond closing and was adjusted to make sure cost reimbursements were not duplicated.

On Cost Certification #58, Construction Management (“CM”) fees were reviewed for the first time. The costs include multiple CM providers from the beginning of the project to present. Also, on this certification, a credit was applied against Vargas Property Services Inc. for costs that were certified on Cost Certification #57, but were also processed through the District.

On Cost Certification #52-#58, costs related to the interior courtyard as part of Block 25 Phase 2 had the eligibility removed until further review was completed to determine the extent of public costs. These costs were related to stairs, retaining walls, and electrical systems for lighting, and are subject to being included as eligible at a later time.

Beginning on Cost Certification #60, costs related to Toll Brothers development of Block 17 and Superlot 5 were reviewed and certified. Toll Brothers have a reimbursement agreement with the Developer for the buildout of this site. Certification #60 was the first submittal of costs related to the Toll Brothers development and included multiple months of costs to date. A site takeoff specific to this scope of work was performed, identifying a public eligibility of 62.15%.

Samora Invoice 731 certified costs were duplicated on Cost Certification #63. A correction was applied on Cost Certification #64.

Cost Certification #66 included Toll Brothers Q3 costs listed in hard costs and soft costs.

Cost Certification #68 included Toll Brothers Q3 and Q4 costs listed in hard costs and soft costs. Down To Earth Compliance Invoice 51584 was credited back after determination that all costs previously certified in Cost Certification #67 were related to private improvements.

Cost Certification #71 included Toll Brothers 2021 Q1 costs listed in hard costs and soft costs.

Cost Certification #72 included adjustments to eligibility related to the Hudick Excavating Inc. (“HEI”) Blocks 11 and 15 contract for private utility work. HEI provided a cost breakdown of the work related to install the private utilities in Block 11. The work was previously billed 100%, so a negative eligible amount was applied in the certification. Additionally, for the Goodland Construction Blocks 9 and 10 grading work, a reduced percent eligibility was not properly applied to the Town eligibility in previous certifications, and was adjusted in the current certification. HEI also provided a revised pay application for Blocks 11 and 15, so an updated certification was issued during this period.

Cost Certification #74 included Toll Brothers 2021 Q2 costs listed in hard costs and soft costs.

Cost Certification #76 was revised to review Town eligibility of public infrastructure costs located within metropolitan district tracts.

Cost Certification #77 included Toll Brothers 2021 Q3 costs listed in hard costs and soft costs.

Cost Certification #80 included Toll Brothers 2021 Q4 costs listed in hard costs and soft costs.

Cost Certification #92 included Toll Brothers 2022 Q1 costs listed in hard costs and soft costs.

Cost Certification #93 included Toll Brothers 2022 Q2 costs listed in hard costs and soft costs.

Cost Certification #94 included Toll Brothers 2022 Q3 costs listed in hard costs and soft costs.

Cost Certification #95 included Toll Brothers 2022 Q4 costs listed in hard costs and soft costs.

Cost Certification #96 included Toll Brothers 2023 Q1 costs listed in hard costs and soft costs.

Cost Certification #99 included Toll Brothers 2023 Q2 costs listed in hard costs and soft costs.

Cost Certification #102 included Toll Brothers 2023 Q2/Q3 costs listed in hard costs and soft costs. Additionally, Toll Brothers System Development Fees (“SDF”) were reviewed in this certification and are classified as an SDC -Planning Area 3 cost. These SDF costs were paid directly by Toll Brothers to the Town instead of being paid by the Developer. Other SDF costs by for other builders are typically paid by the Developer.

Cost Certification #106 included Toll Brothers 2023 Q4 costs listed in hard costs and soft costs.



## ENGINEER'S CERTIFICATION

Collin D Koranda, P.E. / Ranger Engineering, LLC (the "Independent Consulting Engineer"), states as follows:

1. The Independent Consulting Engineer is an engineer duly qualified and licensed in the State of Colorado with experience in the design, construction and certification of Public Improvements of similar type and function as those described in the above Engineer's Report.
2. The Independent Consulting Engineer has performed a site visit and reviewed applicable construction and legal documents related to the Public Improvements under consideration to state the conclusions set forth in this Engineer's Certification.
3. The Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in the attached Engineer's Report dated October 15, 2024 including soft and indirect, District funded, and hard costs, are valued at an estimated **\$585,247.72**. In the opinion of the Independent Consulting Engineer, the above stated estimated value for the Public Improvements is reasonable and consistent with costs of similar improvements constructed for similar purposes during the same timeframe in similar locales.

Sincerely,

**Ranger Engineering, LLC**

A handwritten signature in blue ink, appearing to read "Collin D. Koranda".

Collin D. Koranda, P. E.

## APPENDIX A

### Documents Reviewed

#### Agreements

- Cost Sharing Agreement between Superior Urban Renewal Authority, RC Superior, LLC, and STC Metropolitan District No 1, 2 and 3. Dated October 18, 2013.
- Development Agreement between the Town of Superior, CO, the Superior Metropolitan District No. 1, the Superior Urban Renewal Authority, and RC Superior LLC. Dated March 11, 2013.
- Public Finance Agreement between the Superior Urban Renewal Authority, the Superior McCaslin Interchange Metropolitan District, RC Superior LLC, and the Town of Superior, CO. Dated March 15, 2013.
- Cost Sharing and Reimbursement Agreement between Aweida Properties and STC Metropolitan District No. 2. Dated October 21, 2015.
- Declaration of Parking Structure Easement and Cost Sharing Agreement, by IISRE-Superior MOB, LLC. Dated March 28, 2017.
- Real Estate Sale Contract (MOB Parking Structure). Entered between RC Superior, LLC and STC Metropolitan District No. 2. August 2018.
- Purchase and Sale Agreement between RC Superior LLC and Toll Southwest LLC dated January 9, 2018.
- Facilities Acquisition and Reimbursement Agreement between STC Metropolitan District No. 2, CP VII Superior, LLC, and RC Superior, LLC. December 31, 2020.

#### Construction Plans

- Final Development Plan – Phase I Superior Town Center Infrastructure Plans. Prepared by Civil Resources LLC. Dated November 12, 2013.
- Final Development Plan #1 – Phase I Street Paving Plans. Prepared by Civil Resources LLC. Dated April 29, 2016.
- Final Development Plan 9 and 10 Superior Town Center. Prepared by Civil Resources LLC. Dated June 25, 2019.
- Final Plat Superior Town Center Filing No. 1B. Prepared by Civil Resources LLC. Dated December 4, 2013.
- Overlot Grading and Stormwater Management Plans for Superior Town Center Phase 1A. Prepared by Civil Resources LLC. Released for construction May 22, 2015.
- Superior Town Center Phase I Utility Infrastructure Plans. Prepared by Civil Resources LLC. Issued for Construction August 20, 2015.
- Town of Superior Town Center Lift Station Final Drawings Set 1 & Set 2 Rev 0. Prepared by Dewberry Engineers Inc. Dated July 25, 2014.
- Town of Superior McCaslin Blvd. Town Center Left Turn Lane Drawings. Dated February 24, 2016.



- Superior Town Center – Construction Plans – Phase 3 (McCaslin Roundabout). Prepared by Civil Resources Inc. Dated August 12, 2016. Accepted by Public Works September 9, 2016.
- Final Development Plan 1 – Phase 4 (Marshall Road Extension) – Construction Plans – Superior Town Center. Dated August 19, 2016.

#### Invoices

- Toll Brothers – Tract H Park & Playground Reimbursement – Inv 1 – 1/16/24.

For soft and indirect costs, district funded costs, and System Development Fees reviewed, refer to Tables VIII, IX, and X.

#### Service Plan and Reports

- Superior Town Center Metropolitan District No. 2. Prepared by McGeady Sisneros, P.C. and dated May 13, 2013.
- Cost Sharing Agreement between Superior Urban Renewal Authority, RC Superior, LLC, and STC Metropolitan District Nos. 1, 2, and 3. Date October 22, 2013.
- Development Agreement between Town of Superior, CO, Superior Metropolitan District No. 1, Superior Urban Renewal Authority, and RC Superior, LLC. Date March 11, 2013.
- Public Finance Agreement between Superior Urban Renewal Authority, Superior McCaslin Interchange Metropolitan District, RC Superior, LLC and Town of Superior, CO. Dated March 15, 2013.
- Memorandum Superior Town Center – Block 12 Garage Allocations. Prepared by Walker Parking Consultants. Revised Date November 18, 2016.
- Appraisal Report of a Parking Structure. Prepared by National Valuation Consultants, Inc. Effective Date of Appraisal January 11, 2018.

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Project Costs Summary for District and Town**  
**Table II**

	Total Cost Invoiced		Maximum Eligible Costs		District Eligible Costs		Town Eligible Costs	
Direct Construction Costs	\$	300,000.00	\$	300,000.00	\$	300,000.00	\$	300,000.00
Soft and Indirect Costs	\$	10,533.00	\$	5,739.72	\$	5,739.72	\$	5,739.72
District Funded Costs	\$	57,330.32	\$	2,100.00	\$	2,100.00	\$	2,100.00
System Development Costs	\$	277,408.00	\$	277,408.00	\$	277,408.00	\$	-
<b>Totals</b>	\$	<b>645,271.32</b>	\$	<b>585,247.72</b>	\$	<b>585,247.72</b>	\$	<b>307,839.72</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Construction Costs Summary By Category**  
**Table III**

<b>Category</b>	<b>Total Eligible Hard Costs</b>		<b>Category</b>
	<b>Total Town Eligible Costs</b>		
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	-	0.0%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	-	0.0%
Mob & Temporary Conditions	\$	-	0.0%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities	\$	300,000.00	100.0%
Civic Space (Part of PPA&F)	\$	-	
	<b>\$</b>	<b>300,000.00</b>	<b>0.0%</b>

<b>Total District Eligible Costs</b>			
Street	\$	-	0.0%
Water	\$	-	0.0%
Sanitation	\$	-	0.0%
Fire Protection	\$	-	0.0%
Parks and Recreation	\$	300,000.00	100.0%
Non District	\$	-	
Multiple			
	<b>\$</b>	<b>300,000.00</b>	<b>100.0%</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Soft Costs Summary By Category**  
**Table IV**

Category	Total Eligible Soft Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	-	0.0%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	-	0.0%
Mob & Temporary Conditions	\$	200.00	3.5%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities		\$1,333.00	23.2%
Civic Space (Part of PPA&F)	\$	-	
Other Eligible Costs	\$	4,206.72	73.3%
	<b>\$</b>	<b>5,739.72</b>	<b>100.0%</b>
Total District Eligible Costs			
Organization	\$	-	0.0%
Capital	\$	5,739.72	100.0%
Street	\$	-	0.0%
Water	\$	-	0.0%
Sanitation	\$	-	0.0%
Fire Protection	\$	-	0.0%
Parks and Recreation	\$	5,739.72	100.0%
	<b>\$</b>	<b>5,739.72</b>	<b>100.0%</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**District Funded Costs Summary**  
**Table V**

Category	Total Eligible DF Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	0.0%
Roadways, Paths, & Hardscape	\$	-	0.0%
Offsite Roadways	\$	-	0.0%
Walls and Structures	\$	-	0.0%
Storm Sewer	\$	-	0.0%
Sanitary Sewer	\$	-	0.0%
Reuse Water & Irrigation Piping	\$	-	0.0%
Domestic Water	\$	-	0.0%
Dry Utilities	\$	-	0.0%
Park Site Development	\$	-	0.0%
Mob & Temporary Conditions	\$	-	0.0%
SDC - Planning Area 1 and 2	\$	-	0.0%
SDC - Planning Area 3	\$	-	0.0%
Parking & Architectural Enhancements	\$	-	0.0%
Public Park Amenities & Facilities	\$	-	0.0%
Other Eligible Costs	\$	2,100.00	100.0%
Not Eligible	\$	-	0.0%
	<b>\$</b>	<b>2,100.00</b>	<b>100.0%</b>

Total District Eligible Costs			
Operation	\$	-	0.0%
Capital	\$	2,100.00	100.0%
Organization	\$	-	0.0%
Street	\$	-	0.0%
Water	\$	-	0.0%
Sanitation	\$	-	0.0%
Fire Protection	\$	-	0.0%
Parks and Recreation	\$	2,100.00	100.0%
	<b>\$</b>	<b>2,100.00</b>	<b>100.0%</b>



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**System Development Charges Costs Summary**  
**Table VI**

Category	Total Eligible SD Costs		Category
Total Town Eligible Costs			
Earthwork	\$	-	#DIV/0!
Roadways, Paths, & Hardscape	\$	-	#DIV/0!
Offsite Roadways	\$	-	#DIV/0!
Walls and Structures	\$	-	#DIV/0!
Storm Sewer	\$	-	#DIV/0!
Sanitary Sewer	\$	-	#DIV/0!
Reuse Water & Irrigation Piping	\$	-	#DIV/0!
Domestic Water	\$	-	#DIV/0!
Dry Utilities	\$	-	#DIV/0!
Park Site Development	\$	-	#DIV/0!
Mob & Temporary Conditions	\$	-	#DIV/0!
SDC - Planning Area 1 and 2	\$	-	#DIV/0!
SDC - Planning Area 3	\$	-	#DIV/0!
Parking & Architectural Enhancements	\$	-	#DIV/0!
Public Park Amenities & Facilities	\$	-	#DIV/0!
Other Eligible Costs	\$	-	#DIV/0!
Not Eligible	\$	-	#DIV/0!
	\$	-	#DIV/0!
Total District Eligible Costs			
Operation	\$	-	0.0%
Capital	\$	277,408.00	100.0%
Organization	\$	-	0.0%
	\$	277,408.00	100.0%



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**Soft and Indirect Costs**  
**Table VIII**

Vendor	Invoice Number	Invoices Description	Date	Amount Invoiced	District Category	District Powers	Town Categories	Percent District		Percent Town		Total	Certification
								Eligible	Amount District	Eligible	Amount Town		
Civil Resources, LLC	238.001.01.129	Superior Town Center - Infrastructure	09/27/24	\$ 1,333.00	Capital	Parks and Recreation	Public Park Amenities & Facilities	100%	\$ 1,333.00	100%	\$ 1,333.00	100%	113
Edifice North	24-019	STC Construction Management	09/01/24	\$ 9,000.00	Capital	Multiple	Other Eligible Costs	47%	\$ 4,206.72	47%	\$ 4,206.72	47%	113
Summit Services	48421	Stormwater Insepection	09/30/24	\$ 200.00	Capital	Multiple	Mob & Temporary Conditions	100%	\$ 200.00	100%	\$ 200.00	100%	113
				\$ 10,533.00					\$ 5,739.72		\$ 5,739.72		



**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**District Funded Costs**  
**Table IX**

Invoices				Percent District			Percent Town			Total		District		Certification	
Vendor	Invoice Number	Description	Date	Amount Invoiced	District Category	District Powers	Town Categories	Eligible	Eligible	Eligible	Eligible	Capital Costs	Operations Costs	Number	
RC Superior	08-2024	Funding Request - STC	09/09/24	\$ 31,202.74	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	0%	\$ -	\$ 31,202.74	113
RC Superior	08-2024	Funding Request - STC	09/09/24	\$ 962.50	Capital	Multiple	Other Eligible Costs	100%	\$ 962.50	100%	\$ 962.50	100%	\$ 962.50	\$ -	113
RC Superior	09-2024	Funding Request - STC	09/18/24	\$ 24,027.58	Operation	Non District	Not Eligible	0%	\$ -	0%	\$ -	0%	\$ -	\$ 24,027.58	113
RC Superior	09-2024	Funding Request - STC	09/18/24	\$ 1,137.50	Capital	Multiple	Other Eligible Costs	100%	\$ 1,137.50	100%	\$ 1,137.50	100%	\$ 1,137.50	\$ -	113
				\$ 57,330.32				\$ 2,100.00				\$ 2,100.00			

**SUPERIOR TOWN CENTER METROPOLITAN DISTRICT**  
**System Development Charges Costs**  
**Table X**

Builder Name	Invoice Number	Invoices		Date	Amount Invoiced	Paid By	Check No	Proof of Payment		Amount Paid	District Category	District Powers	Town Categories	Percent District	Amount District	Percent Town	Amount Town	Certification Number
		Description	Type					Check Written	Check Cleared					Eligible	Eligible	Eligible	Eligible	
Toll Brothers	24/30	950 Promenade Drive	Residential	09/05/24	\$ 47,738.00	RC Superior, LLC	Wire	09/13/24	09/13/24	\$ 47,738.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 47,738.00	0%	\$ -	113
Toll Brothers	22/3	775 Superior Drive	Residential	10/04/24	\$ 45,934.00	RC Superior, LLC	Wire	10/08/24	10/08/24	\$ 229,760.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	113
Toll Brothers	22/5	755 Superior Drive	Residential	10/04/24	\$ 45,934.00	RC Superior, LLC	Wire	10/08/24	10/08/24	\$ 229,760.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	113
Toll Brothers	22/4	765 Superior Drive	Residential	10/04/24	\$ 45,934.00	RC Superior, LLC	Wire	10/08/24	10/08/24	\$ 229,760.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	113
Toll Brothers	22/2	785 Superior Drive	Residential	10/04/24	\$ 45,934.00	RC Superior, LLC	Wire	10/08/24	10/08/24	\$ 229,760.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	113
Toll Brothers	22/1	795 Superior Drive	Residential	10/04/24	\$ 45,934.00	RC Superior, LLC	Wire	10/08/24	10/08/24	\$ 229,760.00	Capital	Multiple	SDC - Planning Area 3	100%	\$ 45,934.00	0%	\$ -	113
					\$ 277,408.00													
														\$ 277,408.00	\$ -			



141 Union Boulevard, Suite 150  
Lakewood, CO 80228-1898  
303-987-0835 • Fax: 303-987-2032

## MEMORANDUM

TO: Board of Directors

FROM: Christel Gemski  
Executive Vice-President

DATE: September 23, 2024

RE: Notice of 2025 Rate Increase

A rectangular box containing a handwritten signature in blue ink that reads "Christel Gemski".

In accordance with the Management Agreement (“Agreement”) between the District and Special District Management Services, Inc. (“SDMS”), at the time of the annual renewal of the Agreement, the hourly rate described in Article III for management and all services shall increase by (2.5%) per hour.

We hope you will understand that it is necessary to increase our rates due to increasing gas and operating costs along with new laws and rules implemented by our legislature.