



**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 AND 3
HELD NOVEMBER 29, 2016
AT 10:00 AM**

Pursuant to posted notice, the special meetings of the Board of Directors of the Bradley Heights Metropolitan District Nos. 1, 2 and 3 were held on Tuesday, November 29, 2016 at 10:00 a.m., at 102 E. Pikes Peak Avenue, Suite 200, Colorado Springs, CO.

<u>Attendance</u>	<u>In attendance were Directors:</u>	<u>Also in attendance were:</u>
	Randle Case II, President	K. Sean Allen, Esq., White Bear
	Bryan Long, Vice-President	Ankele Tanaka & Waldron (by phone)
	Lindsay Case, Secretary/Treasurer- (by phone)	Terry Schooler, WSDM
	Robert Case, Assistant Secretary	Kevin Walker, WSDM
		Lori VonFeldt, WSDM

Combined Meeting:

The Boards of Directors of the Districts have determined to hold a joint meeting of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

1. Call to Order:

President Randle Case II called the meeting to order at 10:13 AM and noted that there is a vacancy on the Board. The Board will try to fill the vacancy in 2017.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters:

President Randle Case II indicated that a quorum of the Board was present, and that each Director has been qualified as an eligible elector of the District pursuant to Colorado law. Directors in attendance confirmed their eligibility. Ms. VonFeldt noted that the Directors' disclosures of their potential conflicts of interest were filed pursuant to state law for the meeting.

3. Approval of

the Agenda: The agenda was approved.

4. Approval of

Minutes: Director Long moved to approve the December 9, 2015 meeting minutes; seconded by Director Robert Case. Motion passed.

5. 2016 Amended and 2017 Budget Discussion and Public Hearing:

President Randle Case II opened the public hearing. There was brief discussion regarding the amended budget and adjustments. There being no further comment, President Randle Case II closed the public hearing. Director Robert Case moved to approve the 2016 Amended Budget and resolution as discussed, and the 2017 Budget and resolution, appropriate the expenses, and certify the mill levy; seconded by Director Long. Motion passed unanimously.

6. Financial Statement and Payables:

a. Financial Statements

Ms. VonFeldt noted that the financial records had not been turned over to district management yet. The Board tabled the transfer until such time the Districts become more active.

b. Current/Interim Payables

Director Long moved to approve the current and interim payables; seconded by Director Robert Case. Motion passed unanimously.

7. Legal Matters:

a. 2017 Annual Administrative Resolution

Mr. Allen noted several items from the resolution and asked the Board how often they would like to meet starting in 2017. After some discussion, the Board agreed to set a quarterly regular meeting and to cancel as needed. Mr. Allen indicated that the Board has an option to pay for workers compensation coverage for all 3 districts. The Board opted to forgo workers compensation coverage. Director Long moved to approve the 2017 Annual Administrative Resolution; seconded by Director Robert Case. Motion passed unanimously.

b. 2016 Special District Public Disclosure

The 2016 Special District Public Disclosure was presented to the Board.

c. Administrative, Operations and Maintenance Advance and Reimbursement Agreement with Developer

Mr. Allen stated that the reimbursement agreement was for the administration and operations/maintenance costs only with a limitation of \$50,000/year for 5 years. The interest rate for the advances is 8% and will start at the time the advance is made. Districts 2 and 3 will assist District 1 in paying those costs. The current expenses are to be paid first and then the advances. The Board asked what the funding source would be for the reimbursement and Mr. Allen indicated it would be the operational mill levy of 10 mills that is collected from Districts 2 and 3. It was noted that the Agreement is between the District and Marksheffel Woodmen Investments for now, but can be adjusted for multiple investors in the future. Director Long moved to approve the Administrative, Operations and Maintenance Advance and Reimbursement Agreement subject to adjustments as needed; seconded by Director Robert Case. Motion passed unanimously.

8. Market Status/Development:

President Randle Case II stated that the airport has been seeing more activity because a new hangar has been built that will be occupied by Sierra Pacific. The BLR agreement is still being revised that the City is holding off on until after the elections in April. President Randle Case II stated further that there are other new developments in the area at Lorson Ranch and the Glen at Widefield. The Board briefly discussed development in the southern vicinity.

9. Other Business:

a. Next Regular Meeting Date

The Board set the next meeting for Tuesday, March 2, 2017, if needed.

10. Adjourn:

The meeting was adjourned at 10:54 AM.

Respectfully Submitted,

By: Lori VonFeldt for the Recording Secretary