

BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3

Tuesday, October 12, 2021 at 9:00 AM

Regular Board Meeting

119 N. Wahsatch Ave.

Colorado Springs, Colorado 80903

and

Via tele/videoconference

<https://global.gotomeeting.com/join/547622885>

United States: [+1 \(646\) 749-3122](tel:+16467493122)

Access Code: 547-622-885

Randle W. Case II, President	Term to May 2023
Bryan T. Long, Vice-President	Term to May 2023
Lindsay J. Case, Treasurer/Secretary	Term to May 2023
Robert Case, Assistant Secretary	Term to May 2022
Ray O’Sullivan Assistant Secretary	Term to May 2022

AGENDA

1. Call to order
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters
3. Approval of Agenda
4. Approval of Sept 14, 2021 and Sept 28 Continued Meeting, 2021 Meeting minutes (see attached)
5. District Manager Report
6. President of the Board Report
7. Development Status Review
 - a. Engineering update
 - Proposal for Construction Management and Engineering – Project manager intro
 - General update
 - b. Plan updates
 - Traffic Impact Study update
 - Utility update – water line, wastewater master plan,
 - c. Stormwater update
 - d. Redemption Hill Church
 - e. Challenger Homes
 - f. Bradley Ridge
8. Financial Matters
 - a. Approve Unaudited Financial Reports and payables for Sept 30, 2021 (see attached)
 - b. Budget introduction and discussion
10. Other Business
 - a. Next Regular Meeting Date
11. Adjourn

NOTICE OF REGULAR MEETINGS

NOTICE IS HEREBY GIVEN That the Board of Directors of **BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3**, County of El Paso, State of Colorado, will hold a regular meetings at 9:00 AM on Tuesday, the 12th day of October at 119 North Wahsatch Ave. in Colorado Springs, Colorado, and via tele/videoconferencing at the following:

<https://global.gotomeeting.com/join/547622885>

United States: [+1 \(646\) 749-3122](tel:+16467493122)

Access Code: 547-622-885

for the purpose of conducting such business as may come before the Board including the business on the attached agenda.

The meeting is open to the public.

BY ORDER OF THE BOARD OF DIRECTORS:

BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 AND 3



**MINUTES OF THE REGULAR BOARD MEETING
OF THE BOARD OF DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 AND 3
HELD SEPTEMBER 14, 2021
AT 9:00 AM**

Pursuant to posted notice, the regular meetings of the Board of Directors of the Bradley Heights Metropolitan District Nos. 1, 2 and 3 were held on Tuesday, September 14, 2021 at 9:00 a.m., at 119 N. Wahsatch Avenue, Colorado Springs, CO, and at the tele/videoconference platform of GoToMeeting link: <https://global.gotomeeting.com/join/547622885>

Attendance

In attendance were Directors:

Randle Case II, President
Bryan Long, Vice President
Lindsay Case, Treasurer/Secretary
Robert Case, Assistant Secretary (by phone)
Ray O'Sullivan, Assistant Secretary

Also in attendance were:

K. Sean Allen, Esq., White Bear Ankele Tanaka & Waldron (by phone)
Kevin Walker, WSDM, District Manager (by phone)
Eric Smith, Interim District Engineer (by phone)
David Neville, Kiemele Family Partnerships (by phone)
Jeff Odor, Matrix (by phone)
Nate Mast, Challenger (by phone)
Mike Jaques, Challenger (by phone)
Jim Byers, Challenger (by phone)
Jack Mason (by phone)

Combined Meeting:

The Board 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: The meeting was called to order by President Case II at 9:00 a.m.
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters: President Case II indicated that a quorum of the Boards was present and stated that each Director has been qualified as an eligible elector of the Districts pursuant to Colorado law. The Directors confirmed their qualification. Mr. Allen advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Walker reported that disclosures for those directors with potential or existing conflicts of interest were filed with the

Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Allen inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

3. Approval of Agenda: Director Lindsay Case moved to approve the Agenda as presented; seconded by Director Long. Motion passed unanimously.
4. Approval of the August 10, 2021 Meeting Minutes: After review, Director Robert Case moved to approve the August 10, 2021 Meeting Minutes as presented; seconded by Director Lindsay Case. Motion passed unanimously.
5. Bond Issue Matters
 - a. Project Funds in Account: Mr. Walker reported the bond issue was closed a few weeks ago and there is just under \$34 Million in the project fund. He noted it was a very successful closing with no issues.
 - b. Requisition Process: Mr. Walker explained the Requisition process and noted Mr. Allen will provide the Board with a Project Operations Manual. The first draw of the funds will be for Matrix's work on the planning and engineering. President Case II noted there will be formation costs that are reimbursed in the next 30 days as well. The Board engaged in discussion regarding bids for construction and services.
6. District Manager Report
 - a. Budget Process for 2022 November 9 Meeting Date Projection: Mr. Walker explained the draft budget must be delivered to the Board before October 15th, so the draft budget will be presented at the October 12th regular board meeting. The Public Hearing on the budget will be held on November 9, 2021. The 2022 budget and established mill levy rates must be submitted to the County Assessor and Treasurer by December 15, 2021.
7. President of the Board Report: President Case II presented the President of the Board Report and noted most of the discussion will be held later in the Agenda.
8. Development Status Review
 - a. Engineering Update
 - Phasing, Priorities, Contractor selection process: Mr. Smith discussed timing for development and the focus on roadway elements, signals, and utilities on the north end of the project for Bradley Heights as well as the Marksheffel and Bradley Landing improvements and the collector on the southern end of the project. Mr. Smith is working on putting together a full package that includes all of the roadway improvements, utilities, and signals that could be bid out with a contractor. He anticipates construction beginning in early May after a bidding process.
 - Proposal for Construction Management and Engineering: Mr. Smith presented the proposal for the first Plan Package 1A which includes the roads to the north and Plan Package 2 which is the channel improvements. He noted Plan package 1B would consist of roadways to Marksheffel Road, and Bradley Ridge to the south. Plan Package 1A should be completed by end of March 2022. After review and discussion, Director Lindsay Case moved to approve the Standard Agreement for Professional Services in the amount of \$477,500; seconded by Director O'Sullivan. Motion passed unanimously. Mr. Smith

commented that he has a recommendation for Construction Management services, and he could provide a proposal for the next meeting.

- Project Operations Manual: Mr. Allen reported will be providing a draft Project Operations Manual to the Board and Mr. Smith by the next meeting.
- Topographic Survey: Galloway will be completing the topographic surveys for all of the developments.

b. Plan Updates

- Traffic Study review and approval to submit: The traffic study has been submitted to the City for approval.
- Utility Update – water line: The 24-inch water line is currently in progress.
- MDDP: The MDDP is in progress and the proposal that was just approved by the Board does include the cost. The draft will be completed once the topographic survey is completed.

c. Redemption Hill Church: There was no discussion.

d. Challenger Homes: There was no additional discussion.

e. Bradley Ridge: Director O’Sullivan discussed that improvements in the southern part of the project will be moving forward.

9. Financial Matters

- a. Approve Unaudited Financial Reports for August 31, 2021 and Payables for August 31, 2021: Mr. Walker presented the unaudited financial reports and payables for August 31, 2021. After review, Director Robert Case moved to approve the unaudited financial reports and payables for August 31, 2021; seconded by Director O’Sullivan. Motion passed unanimously.

10. Other Business

- a. Next Regular Meeting Date is scheduled for October 12, 2021 at 9:00 a.m. The Board discussed holding a special work session for September 28, 2021.

11. Adjourn: Director Lindsay Case moved to continue this meeting to September 28, 2021 at 9:00 a.m.; seconded by Director O’Sullivan. Motion passed unanimously at 10:00 a.m.

Respectfully Submitted,

By: Kristina Kulick for the Recording Secretary



**MINUTES OF THE CONTINUED BOARD MEETING
OF THE BOARD OF DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 AND 3
HELD SEPTEMBER 28, 2021
AT 9:00 AM**

Pursuant to posted notice, the continued meetings of the Board of Directors of the Bradley Heights Metropolitan District Nos. 1, 2 and 3 were held on Tuesday, September 28, 2021 at 9:00 a.m., at 119 N. Wahsatch Avenue, Colorado Springs, CO, and at the tele/videoconference platform of GoToMeeting link: <https://global.gotomeeting.com/join/547622885>

Attendance

In attendance were Directors:

Randle Case II, President
Bryan Long, Vice President
Lindsay Case, Treasurer/Secretary (excused)
Robert Case, Assistant Secretary (by phone)
Ray O'Sullivan, Assistant Secretary

Also in attendance were:

Kevin Walker, WSDM, District Manager
Eric Smith, Interim District Engineer
David Neville, Kiemele Family Partnerships (by phone)
Nate Mast, Challenger (by phone)
Jim Byers, Challenger (by phone)
Ken Huhn (by phone)
Anthony Gordon (by phone)
Jeff Odor, Matrix

Combined Meeting:

The Board 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: The meeting was called to order by President Case II at 9:00 a.m.
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters: President Case II indicated that a quorum of the Boards was present and stated that each Director has been qualified as an eligible elector of the Districts pursuant to Colorado law. The Directors confirmed their qualification. Mr. Allen advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Walker reported that disclosures for those directors with potential or existing conflicts of interest were filed with the

Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Allen inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

3. Approval of Agenda: There was no discussion.
4. Approval of the August 10, 2021 Meeting Minutes: There was no discussion.
5. Bond Issue Matters
 - a. Project Funds in Account: There was no discussion.
 - b. Requisition Process: There was no discussion.
6. District Manager Report
 - a. Budget Process for 2022 November 9 Meeting Date Projection: There was no discussion.
7. President of the Board Report: There was no discussion.
8. Development Status Review
 - a. Engineering Update: There was no additional discussion.
 - Phasing, Priorities, Contractor selection process
 - Proposal for Construction Management and Engineering
 - Project Operations Manual
 - Topographic Survey
 - b. Plan Updates: There was no additional discussion.
 - Traffic Study review and approval to submit
 - Utility Update – water line
 - MDDP
 - c. Redemption Hill Church: The Board discussed the roadway entry to the Church and a concern with the left turn lane from the entry.
 - d. Challenger Homes: Mr. Byers reported they are still on track to start earth work in December which will take 3 to 4 months. He anticipates wet utility work to begin in early Spring. Mr. Byers discussed the entitlements and submittals to the City and noted they are a week away from comments on the second submittal. The Board engaged in discussion regarding the timing of plats.
 - e. Bradley Ridge: Director O'Sullivan reported they are in contract for 300 acres and have laid out contracts to initiate and expedite the mapping for several hundred lots. He expects to have the mapping done on 100 acres of residential parcels on the north side done next Summer as well. Director O'Sullivan requested that Matrix put together a proposal to design that portion of the road and corresponding grading plan and coordinate with Galloway. The Board engaged in detailed discussion regarding the utility plans. Director O'Sullivan left the meeting due to another obligation.

Mr. Smith engaged in discussion with the Board regarding the topographic survey and design work. Mr. Smith suggested using Galloway's topographic survey for Challenger's design work. Mr. Byers confirmed he had no issue with that. The Board directed Mr. Smith to move forward with Galloway subject to legal final documentation.

Mr. Neville commented on the roadway design and wanted to note the remaining Kiemele sliver parcel. Mr. Smith and the Board engaged in discussion regarding monument signage at three locations for the Bradley Heights development. Mr. Smith will present concepts to the Board at the next meeting.

9. Financial Matters
 - a. Approve Unaudited Financial Reports for August 31, 2021 and Payables for August 31, 2021: There was no discussion.
10. Other Business
 - a. Next Regular Meeting Date is scheduled for October 12, 2021 at 9:00 a.m.
11. Adjourn: The Board adjourned the meeting at 10:39 a.m.

Respectfully Submitted,

By: Kristina Kulick for the Recording Secretary