

**MINUTES OF THE REGULAR BOARD MEETING
OF THE BOARD OF DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3
HELD JANUARY 11, 2022
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, January 11, 2022, 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 (arrived late)
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
Eric Smith, Matrix Design Group, District Engineer
Chris Grundy, Project Manager
David Neville, Kiemele Family Partnerships (by phone)
Jeff Odor, Matrix Design Group (by phone)
Nate Mast, Redemption Hill Church
Tony Gordon, Redemption Hill Church
John Radcliffe, Galloway Engineering

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: President Case II indicated we will table the approval for the December meeting minutes. Director O’Sullivan moved to approve the Agenda as amended; seconded by Director Long. Motion passed unanimously.

4. Approval of December 14, 2021 Meeting Minutes (see attached): tabled until next meeting
5. District Manager Report: Mr. Walker updated the Board with the management matters. Director Lindsay Case arrived to the meeting at 9:02 am..
6. President of the Board Report: Director Lindsay Case excused himself from the meeting at 9:03 a.m. President Case II updated the Board that weekly meetings with contractors occurring. Mr. Walker and President Case noted the Board still needs to coordinate with the developers to get funds to pay for ongoing operations and maintenance.
7. Development Status Review
 - a. Engineering Update
 - Schedule: Mr. Grundy went over the updated schedule and progress with the holiday and CSU hold ups reflected. Phase 1 and Phase 2 with Geotech has been completed. RFP's will be ready to advertise and publish by middle of February. Mr. Walker noted that we will want to ask in the RFP to price the warranty bonds and the district can pay the performance bonds.
 - Stockpile location, agreements, timing: Director O'Sullivan wanted to make sure that Mr. Odor is working with Galloway on scheduling and timing, Mr. Odor confirmed they are working together. Mr. Odor noted the stockpile for the excess dirt could be at the school site or multi-family site, this is still being decided with the owners and Challenger based on grading. Mr. Smith noted that the ROW legal descriptions had been forwarded; President Case asked if they could re-send because he was unable to find.
 - b. Plan Updates
 - Traffic Study: Mr. Odor noted to the board the study has been completed and submitted, waiting to hear back on those. There was discussion that traffic signals will still need to be submitted. President Case II wants to make sure our timing is being tracked. Mr. Walker noted we can track projected traffic studies as it was noted their may be additional studies requested in years to come.
 - Utility: Mr. Odor noted the utility plans have all been completed.
 - Stormwater: Mr. Odor noted to the board the study has been completed and submitted, waiting to hear back on those.
 - c. Redemption Hill Church
 - Cost reimbursement agreement with Church/District: Mr. Gordon noted they have discussed this with Mr. Walker recently. Mr. Walker informed the Board the City asked them to outline those responsibilities and that will be completed and reviewed by Mr. Allen.
 - d. Challenger Homes: President Case II reported an update based on conversations with Mr. Byers and HR Green.
 - e. Bradley Ridge: Director O'Sullivan updated the Board that they will submit the first plat by the end of the month.
8. Financial Matters
 - a. Approve Unaudited Financial Reports (see attached): Mr. Walker present the unaudited financial statements for December 31, 2021. Director O'Sullivan made a motion to approve the unaudited financials as presented; seconded by Director Long. Motion passed unanimously, with Director Lindsay Case excused.

- b. Payables for November 30, 2021 (see attached): Mr. Walker present the payables for ratification through January 11, 2022, meeting. Director Robert Case made a motion to ratify payables as presented; seconded by Director Long. Motion passed unanimously, with Director Lindsay Case excused and Director O'Sullivan obtaining.
- c. Ratify/Pre-approval contracts: Mrs. Walker noted there were none for this month. President Case II tabled this item for next meeting.
- d. Use of Project funds for City assurances: Mrs. Walker updated the board with the progress he has made to move forward.
- e. Discuss developer/ landowner operational cash advance and reimbursement: Director O'Sullivan brought up discussion on platting fees being reimbursed by the district to cover operation and maintenance. Mr. Smith explained the process for reimbursing with the bonds. Mr. Walker explained the difference between the District's capital and O&M funds.

9. Other Business

- a. Next Regular Meeting Date – February 8, 2022, at 9:00 AM.: President Case II proposed changing the next meeting to the following week as two board members will be absent. Board decided to move the meeting to February 15, 2022 at 9:00 A.M.

10. Adjourn

Respectfully Submitted,

DocuSigned by:

Kevin Walker

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By: Kevin Walker for the Recording Secretary