

**MINUTES OF THE SPECIAL BOARD MEETING
OF THE BOARD OF DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3
HELD FEBRUARY 15, 2022
AT 9:00 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, February 15, 2022, at 9:00 a.m., at 119 N. Wahsatch Avenue, Colorado Springs, CO, and at the tele/videoconference platform of GoToMeeting link: <https://meet.goto.com/547622885>.

Attendance

In attendance were Directors:

Randle Case II, President
Bryan Long, Vice President
Robert Case, Assistant Secretary (by phone)
Ray O’Sullivan, Assistant Secretary

Also in attendance were:

K. Sean Allen, Esq., White Bear Ankele Tanaka & Waldron (remotely)
Kevin Walker, WSDM
Molly Gist, WSDM
Rebecca Hardekopf, WSDM (remotely)
Eric Smith, Matrix Design Group, District Engineer (remotely)
Chris Grundy, Project Manager (remotely)
David Neville, Kiemele Family Partnerships (remotely)
Jeff Odor, Matrix Design Group (remotely)
Nate Mast, Redemption Hill Church (remotely)
Jesse Sullivan,

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 9:02 a.m.
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters: President Case II informed the Board that there is a new vacancy that Director Lindsay Case has from the board. 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 and January meeting minutes as well wanted to add a discussion for the International Code Council needs a

Metropolitan District representative on its board. Director Long moved to approve the Agenda as amended; seconded by Director O’Sullivan. Motion passed unanimously.

4. Approval of December 14, 2021 Meeting Minutes and January 11, 2022 Meeting Minutes (see attached): This item was tabled until next meeting
5. District Manager Report: Mr. Walker updated the Board with the management matters.
6. President of the Board Report: President Case II updated the Board that he was able to see progress on the dirt moving. Also, informed the Board he will be meeting with the Airport to talk about the airport matters that may or may not impact the district. Spoke with Mr. Jenkins about the 24” water line status.
7. Development Status Review
 - a. Engineering Update
 - Schedule: Mr. Grundy updated the Board with the schedule status based on the information that Mr. Odor was able to provide him. Mr. Grundy informed the board the contractor procurement RFP’s will be getting published at the end of the month. Mr. Walker requested those draft RFPs be sent to WSDM and Legal counsel for review.
 - Stockpile location, agreements, timing: Mr. Grundy informed the board there will be undercut and working with Matrix to get how much quantity is going to end up paying in the next cut in this project. Mr. Walker confirmed that for now the builders are stockpiling dirt on their own sites until there is an agreement in place.
 - b. Plan Updates
 - Traffic Study: Mr. Odor informed the board the traffic studies have been completed, except the sperate builder ones.
 - Utility: President Case II director Mr. Grundy to move forward to get BIDs for the Colorado Center connection versus the 24” line connection. President Case II requested new maps be sent to the board that would include utilities for phase one and phase two copies.
 - Stormwater: Mr. Odor covered this discussion in the utility update and schedule.
 - c. Redemption Hill Church: Mr. Walker and Mr. Gordon discussed about the impact these items will have on the Church and will discuss offline.
 - Cost reimbursement agreement with Church/District: Mr. Walker discussed an agreement that has been drafted between the District and Church. Director Robert Case moved to approve the agreement in concept with final edits by legal counsel; seconded by Director O’Sullivan. Motion passed unanimously.
 - d. Challenger Homes: There is no update.
 - e. Bradley Ridge: Director O’Sullivan updated the board on the progress made with the 62 acres. Mr. Smith and Mr. Sullivan discussed ponds and drainage related to Bradley Ridge development.
8. Financial Matters
 - a. Approve Unaudited Financial Reports for January 31, 2022(see attached): Mr. Walker present the unaudited financial statements for January 31, 2022. Director O’Sullivan made a motion to approve the unaudited financials as presented; seconded by Director Long. Motion passed unanimously.
 - b. Payables for February 10, 2022 (see attached): Mr. Walker noted to the Board there are no payables nor money in the bank to fund payables.

- c. Ratify/Pre-approval contracts: Mrs. Walker noted there were none for this month. President Case II tabled this item for next meeting.
- d. Approval of Audit Engagement Letter with BiggsKofford for 2021 Audit: Director O'Sullivan moved to approve the engagement letter; seconded by Director Long. Motion passed unanimously.

9. Other Business

- a. President Case II started the discussion on the International Code Council and the help builders that are needing support from the Metropolitan District world to join seat on their Code Council. Director Long made a motion to allow the district to join by membership; seconded by Director O'Sullivan. Motion passed unanimously
- b. Next Regular Meeting Date – March 8, 2022 at 9:00 A.M.

10. Adjourn

Respectfully Submitted,

DocuSigned by:

Kevin Walker

8339543380924DE

By: Kevin Walker for the Recording Secretary