

**MINUTES OF THE REGULAR BOARD MEETING  
OF THE BOARD OF DIRECTORS OF THE  
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3  
HELD APRIL 12, 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, April 12, 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  
Ray O’Sullivan, Assistant Secretary

Also in attendance were:

K. Sean Allen, Esq., White Bear Ankele Tanaka & Waldron  
Kevin Walker, WSDM  
Rebecca Hardekopf, WSDM  
Eric Smith, Matrix Design Group, District Engineer  
Chris Grundy, Project Manager  
David Neville, Kiemele Family Partnerships  
Jeff Odor, Matrix Design Group  
Nate Mast, Redemption Hill Church  
Tony Gordon, Redemption Hill Church  
Jim Byers, Challenger Homes


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 Randle 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 requested the Board add a potential Executive Session to consult with legal counsel under Financial Matters. Director Long moved to approve the Agenda as amended; seconded by Director O’Sullivan. Motion passed unanimously.

4. Board Vacancy: There was no discussion.
5. Approval of March 8, 2022 Meeting Minutes: After review, Director Robert Case moved to approve the March 8, 2022 Meeting Minutes as presented; seconded by Director O’Sullivan. Motion passed unanimously.
6. District Manager Report: Mr. Walker reported he has been working construction agreements and preparing to issue the contract for construction. The auditors have also been preparing for the District Audit.
7. President of the Board Report: President Case II noted that updates and discussion will be had later in the Agenda. He reported that work continues with the City on the final disposition of the excess right of way.
8. Development Status Review
  - a. Engineering Update: Mr. Odor updated the Board and noted they are waiting on document approvals and signatures from the City. Phase 2 is in the review and approval process, and he anticipates those in the next couple months. Mr. Grundy discussed the RFP for infrastructure work for Phases 1 and 2 and he noted three bids were received.
    - Schedule: Mr. Grundy noted the schedule will be updated once an RFP is awarded.
  - b. Plan Updates
    - Roadway, Utility, Stormwater: Mr. Odor reported that these items are in progress or nearing approval in Phase 1 with Phase 2 following.
  - c. Redemption Hill Church: Mr. Gordon reported that the 5<sup>th</sup> review of their development plan was received, and they hope to have things wrapped up in the next few weeks.
  - d. Challenger Homes: Mr. Byers reported they are waiting on final approval of the development plans for Filings 1 and 2. Final plats have been submitted for both Filings 1 and 2. Development plans for Filings 3 - 6 are pending submittal. Earth work is ongoing with wet utilities to start mid-May. There are roughly 400 lots total for Filings 1 - 6. Mr. Byers said he anticipates recording plats in early July. The Board discussed plans for fencing and cattle in the area.
  - e. Bradley Ridge: Director O’Sullivan provided an update and reported the Kiemele parcel was submitted and accepted by the City for the application for development plans. He noted they continue to work on the school plans.
  - f. Widefield School Update: Mr. Walker noted he will work on figuring out school fees with the owners.
9. Financial Matters
  - a. Discuss Developer Advance Agreements / Reimbursements
    - Operation and Administrative Advance and Reimbursement Agreement with developers including Challenger and ROI: Mr. Walker presented the form of Operation and Administrative Advance and Reimbursement Agreement to be used with developers who make advances to the Districts for administrative and operational expenses. Director Long moved to accept the use and entering into the Operation and Administrative Advance and Reimbursement Agreement with developers including Challenger and ROI subject to execution and review by legal counsel; seconded by Director Robert Case. Motion passed unanimously.
    - Developer Infrastructure Acquisition and Reimbursement Agreement with Challenger and ROI: Mr. Walker presented the Developer Infrastructure Acquisition and Reimbursement Agreements with Challenger and ROI. Director Long moved to accept the Developer Infrastructure Acquisition and Reimbursement Agreements with Challenger and ROI; seconded by Director Robert Case. Motion passed unanimously.

- Discuss responsibility for demolition of the 12” water line through the property: Discussion regarding the water line that crosses through the District’s right of way and into private property. The expense has not been budgeted for and the Board questioned is who is the responsible party for the demolition.
- b. Approve Unaudited Financial Reports for March 31, 2022: After review, Director O’Sullivan moved to approve the Unaudited Financial Reports for March 31, 2022; seconded by Director Robert Case. Motion passed unanimously.
  - c. Payables for April 12, 2022: After review, Director O’Sullivan moved to approve the Payables for April 12, 2022; seconded by Director Robert Case. Motion passed unanimously.
  - d. Discuss drainage, platting and building permit fees collection by the District: Mr. Walker discussed the District’s collection of drainage fees instead of payment to the City. The Board will take action on this item at the next meeting.
  - e. Approval/Ratify/Pre-approval contracts: The Board decided there was no need for an executive session to discuss with legal counsel.
    - Matrix design of Phase 2 Design contract: Director O’Sullivan moved to approve Matrix design of Phase 2 Design contract; seconded by Director Long. Motion passed unanimously.
    - Drainage design- CLOMR/LOMR and other channel revisions: Director O’Sullivan moved to approve the Drainage design – CLOMR/LOMR and other channel revisions; seconded by Director Long. Motion passed unanimously.
    - Review bids for Phase 1 and 2 RFP and award: The Board reviewed the bids for Phase 1 and 2 RFP. Mr. Grundy recommended Wildcat from both a price and schedule perspective. Director O’Sullivan noted he has a good working relationship with Wildcat from projects past. The Board confirmed with Mr. Grundy that the RFP process has met all of the criteria for the conditions of the Metro District for receiving an open public bid. After Board review of all bids, Director O’Sullivan moved to proceed and award the bid to Wildcat; seconded by Director Robert Case. Motion passed unanimously.
    - Mr. Grundy presented four bids for the Testing Inspection. He recommended Entech based on them providing the best price and being the geotechnical engineer. After Board review of all bids, Director Long moved to accept Entech’s bid; seconded by Director Robert Case. Motion passed unanimously.
10. Discuss City/District IGA Regarding Project Fund Surety In Lieu of LOC: Mr. Walker noted there were no updates to discuss.
  11. Other Business
    - a. Next Regular Meeting scheduled: May 10, 2022, at 9:00 AM.
  12. Adjourn: The Board adjourned the meeting at 10:30 AM.

Respectfully Submitted,

DocuSigned by:  
  
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By: Recording Secretary