



BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3

Regular Board Meeting
Tuesday, August 9, 2022, at 9:00 AM
119 N. Wahsatch Ave.

Colorado Springs, Colorado 80903

and

Via tele/videoconference

<https://meet.goto.com/547622885>

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

Access Code: 547-622-885

Board of Director	Title	Term
Randle W Case II	President	May 2023
Bryan T Long	Vice-President	May 2023
Ray O'Sullivan	Treasurer/ Secretary	May 2025
Robert Case	Assistant Secretary	May 2025
Jim Byers	Assistant Secretary	May 2023

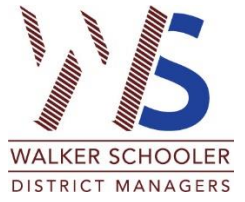
AGENDA

1. Call to order
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters
3. Approval of Agenda
4. Approval of July 19, 2022, Meeting Minutes (see attached)
5. District Manager Report
6. President of the Board Report
7. Development Status Review
 - a. Engineering Update
 - Schedule
 - b. Plan Updates
 - Roadway/ Utility/ Storm Water
 - Channel design
 - 24" water line, IGA Individual Plan
 - c. Construction Schedule/Construction Contracts Approval/Ratify/Pre-approval
 - d. Update on Budget and Assurance
 - e. Redemption Hill Church
 - f. Challenger Homes
 - g. Bradley Ridge
8. Financial Matters
 - a. Approve Unaudited Financial Reports for July 31, 2022(see attached)
 - b. Payables for August 9, 2022 (see attached)
 - c. Consider approval of Resolution for District Imposition/Collection of Drainage Fee(see attached)
9. Other Business
 - a. Next Regular Meeting scheduled: September 13, 2022, at 9:00 a.m.
10. 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 continued meetings at 9:00 AM on Tuesday, the 9th day of August at 119 North Wahsatch Ave., Colorado Springs, CO 80903, and via tele/videoconferencing at the following: <https://meet.goto.com/547622885> United States: [tel:+16467493122,,547622885](tel:+16467493122,547622885) 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 CONTINUED BOARD MEETING
OF THE BOARD OF DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3
HELD JULY 19, 2022
AT 3:00 PM**

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, July 19, 2022, at 3:00 p.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
Jim Byers, Director

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

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 3:03 p.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 Robert Case moved to approve the Agenda as presented; seconded by Director O'Sullivan. Motion passed unanimously.
4. Approval of June 14, 2022 Meeting Minutes: After review, Director O'Sullivan moved to approve the June 14, 2022 Meeting Minutes; seconded by Director Long. Motion passed unanimously.

5. District Manager Report: Mr. Walker reported he has been working primarily on the Individual Plan and Interim Utility Service Plan Agreement with the City of Colorado Springs and Colorado Center Metro District for interim water and wastewater service. Ms. Hardekopf noted she has been working with the City to get the District on the distribution list for plats since they are not currently being notified when plats are pulled.
6. President of the Board Report: President Case II reported that he has made weekly visits to the project site and there is a lot of activity going on. He discussed neighborhood updates including activity to the north with seven scrapers working on the City's utility substation.
7. Development Status Review
 - a. Engineering Update: Mr. Grundy provided an engineering update.
 - Schedule: Mr. Grundy presented the schedule status for the project.
 - b. Plan Updates
 - Roadway/ Utility/ Storm Water: Mr. Grundy reported that phase 1 water plans should be approved soon. Phase 1 storm drawings were resubmitted on 7/15 as well as phase 1 roadway drawings for hopefully final approval. Mr. Odor discussed the coordination with Galloway on sanitary sewer that crosses Bradley Ridge Road. Mr. Grundy and Mr. Odor discussed phase 2 submissions and noted a delay with storm water due to a pond design that needed to be updated by Galloway. The Board discussed needing a minimum of three feet of cover on the Black Hills Energy gas line south of Bradley Road.
 - Channel Design: Mr. Odor reported on channel improvements. He expects the alternatives analysis to be complete by mid-August. Director O'Sullivan asked if the material will be suitable for development ground. Mr. Odor commented that it is loose material but does have clay content, so he will check into that.
 - 24" Water Line, IGA Individual Plan: Mr. Walker reported the City has made a change from cast iron to PVC. The Board discussed that the District has done a lot to prepare for moving the 24" water line forward including an \$800,000 contribution. Mr. Walker noted the Individual Plan and Interim Utility Service Plan Agreement is still in development and should be ready for signatures in the next few days. Director O'Sullivan moved to authorize the necessary officers and district management to execute these documents subject to Mr. Allen's legal review; seconded by Director Long. Motion passed unanimously.
 - c. Construction Schedule/Construction Contracts Approval/Ratify/Pre-Approval: The Board discussed needing a supervisor in the field to manage issues at the site. President Case II commented that he would like to have Mr. Grundy serve in that role if possible. The Board agreed to discuss this further at the stakeholder's meeting on Thursday at 1:00 p.m. Director O'Sullivan moved to authorize Chris Grundy and Kevin Walker until the Board reconvenes to engage a consultant for the activities in the field for the Bradley Ridge - Bradley Heights project and not to exceed \$25,000; seconded by Director Long. Motion passed unanimously. Director Long moved to ratify the action of the \$800,000 contribution for the 24" water line that was discussed at the June Board meeting and the issuance of an assurance for \$100,000; seconded by Director O'Sullivan. Motion passed unanimously.
 - d. Update on Budget and Assurance: Mr. Walker discussed the budget and noted they are in good shape and a more detailed report will be provided in the next few days. Mr. Walker reported he is still working on purchasing treasury notes to be used as collateral for required assurances.
 - e. Redemption Hill Church: There was no update.
 - f. Challenger Homes: There was no update.
 - g. Bradley Ridge: Director O'Sullivan provided an update and reported they will resubmit for approvals on filing 1.

8. Financial Matters

- a. Approve Unaudited Financial Reports for June 30, 2022: Mr. Walker presented the Unaudited Financial Reports for June 30, 2022.
- b. Payables for July 19, 2022: Mr. Walker presented the payables for July 19, 2022. Director O'Sullivan moved to approve both the Unaudited Financial Reports for June 30, 2022 and the Payables for July 19, 2022 as presented; seconded by Director Robert Case. Motion passed unanimously.
- c. Consider Approval of Resolution for District Imposition/Collection of Drainage Fee: Mr. Walker requested the Board table this item until the next Board meeting.

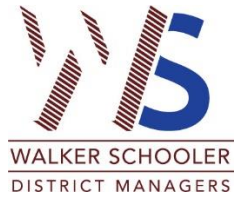
9. Other Business

- a. Next Regular Meeting Scheduled: August 9, 2022, at 9:00 a.m.

10. Adjourn: The Board adjourned the meeting at 4:38 p.m.

Respectfully Submitted,

By: Recording Secretary



Balance Sheet

As of July 31, 2022

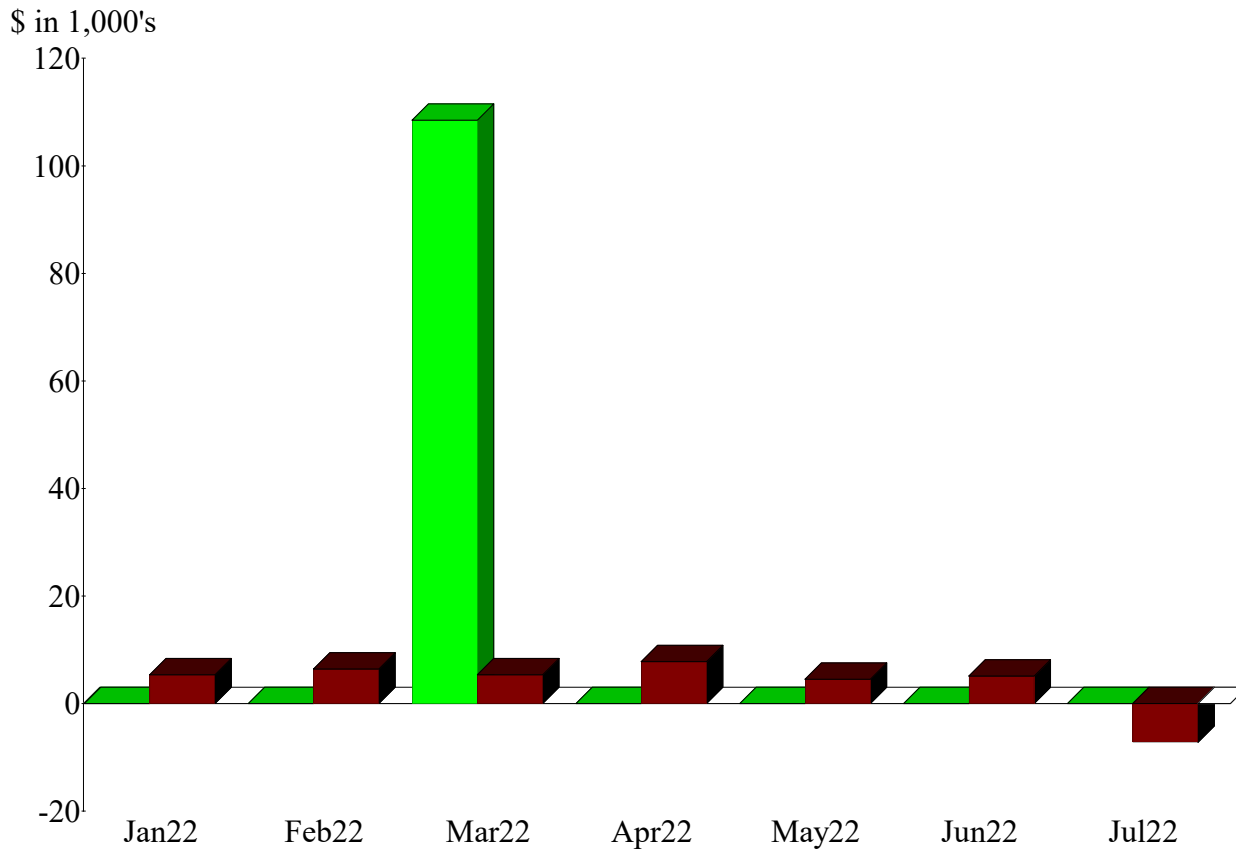
	Jul 31, 22
ASSETS	
Current Assets	
Checking/Savings	
ECB - Checking	23,826.93
Total Checking/Savings	23,826.93
Accounts Receivable	
Accounts Receivable	56,500.00
Total Accounts Receivable	56,500.00
Other Current Assets	
Due From District 3	910.00
Due From District 2	1,200.00
Total Other Current Assets	2,110.00
Total Current Assets	82,436.93
TOTAL ASSETS	82,436.93
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	3,042.00
Total Accounts Payable	3,042.00
Total Current Liabilities	3,042.00
Long Term Liabilities	
Developer Advance - Randle Case	41,000.00
Marksheffel-Woodmen Investments	75,850.00
Total Long Term Liabilities	116,850.00
Total Liabilities	119,892.00
Equity	
Retained Earnings	-118,544.63
Net Income	81,089.56
Total Equity	-37,455.07
TOTAL LIABILITIES & EQUITY	82,436.93

Bradley Heights Metropolitan District No. 1
Profit & Loss Budget vs. Actual
January through July 2022

	TOTAL				
	Jul 22	Jan - Jul 22	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense					
Income					
Developer Advance	0.00	108,500.00	70,000.00	38,500.00	155.0%
Transfer From District 2-O&M	0.00	0.00	209.10	-209.10	0.0%
Transfer From District 3-O&M	0.00	0.00	319.03	-319.03	0.0%
Total Income	0.00	108,500.00	70,528.13	37,971.87	153.84%
Expense					
Audit	0.00	0.00	8,500.00	-8,500.00	0.0%
Bank Service Charge	0.00	0.00	100.00	-100.00	0.0%
Contingency	0.00	0.00	5,000.00	-5,000.00	0.0%
Copies & Postage	42.00	407.78	1,000.00	-592.22	40.78%
District Management	3,000.00	21,000.00	36,000.00	-15,000.00	58.33%
Dues & Subscriptions (SDA) - D1	0.00	1,237.50	500.00	737.50	247.5%
Dues & Subscriptions (SDA) - D2	0.00	225.71	500.00	-274.29	45.14%
Dues & Subscriptions (SDA) - D3	0.00	225.01	500.00	-274.99	45.0%
Elections	0.00	1,994.65			
Insurance - D1	0.00	0.00	1,600.00	-1,600.00	0.0%
Insurance - D2	0.00	0.00	3,000.00	-3,000.00	0.0%
Insurance - D3	0.00	0.00	1,600.00	-1,600.00	0.0%
Legal	-10,264.42	2,319.79	10,000.00	-7,680.21	23.2%
Total Expense	-7,222.42	27,410.44	68,300.00	-40,889.56	40.13%
Net Ordinary Income	7,222.42	81,089.56	2,228.13	78,861.43	3,639.36%
Net Income	7,222.42	81,089.56	2,228.13	78,861.43	3,639.36%

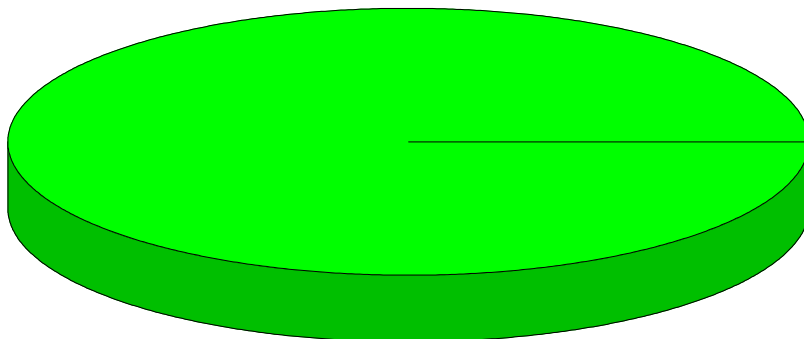
Income and Expense by Month
January through July 2022

Income
Expense



Income Summary
January through July 2022

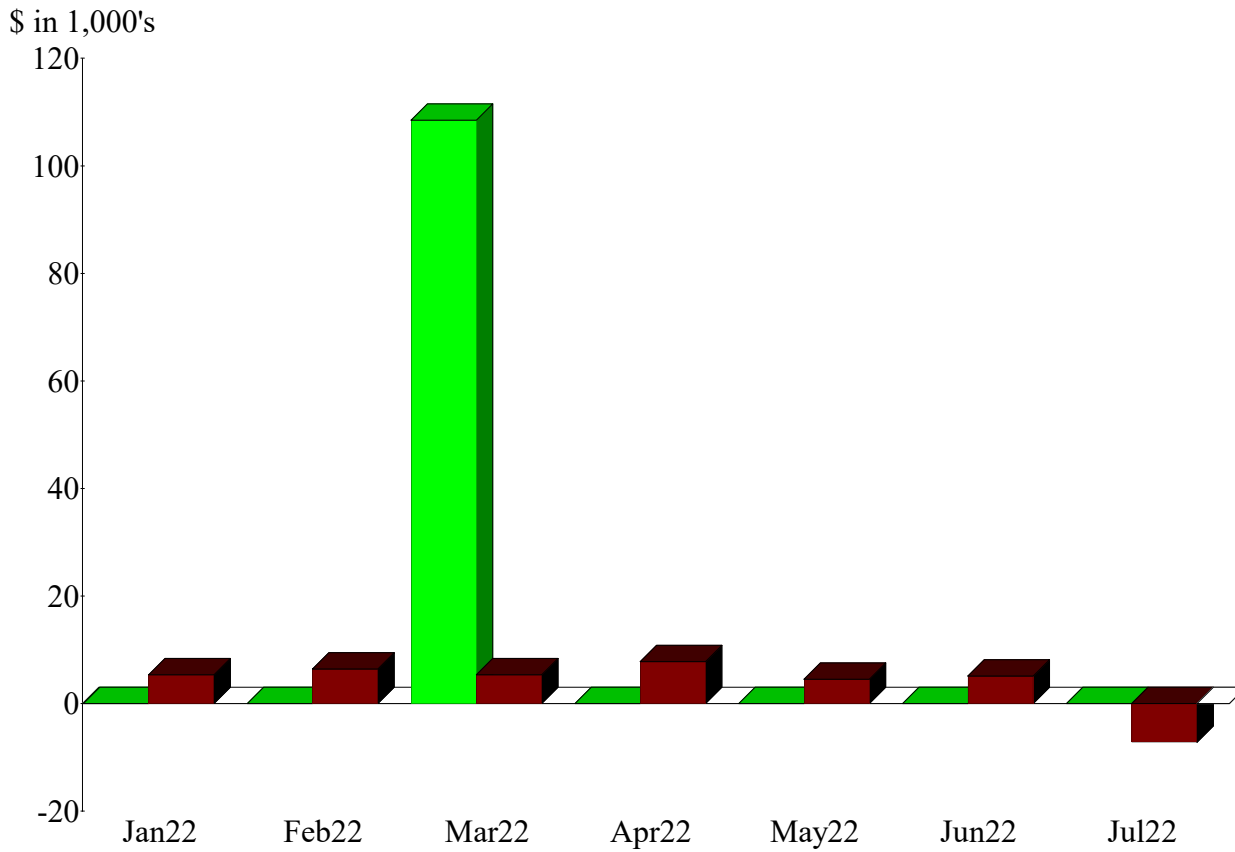
Developer Advance	100.00%
Total	\$108,500.00



By Account

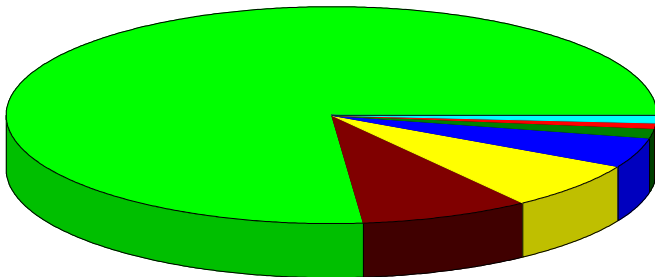
Income and Expense by Month January through July 2022

Income
Expense



Expense Summary January through July 2022

District Management	76.61%
Legal	8.46
Elections	7.28
Dues & Subscriptions (SDA) - D1	4.51
Copies & Postage	1.49
Dues & Subscriptions (SDA) - D2	0.82
Dues & Subscriptions (SDA) - D3	0.82
Total	\$27,410.44



By Account

Bradley Heights Metropolitan District No. 2

Balance Sheet

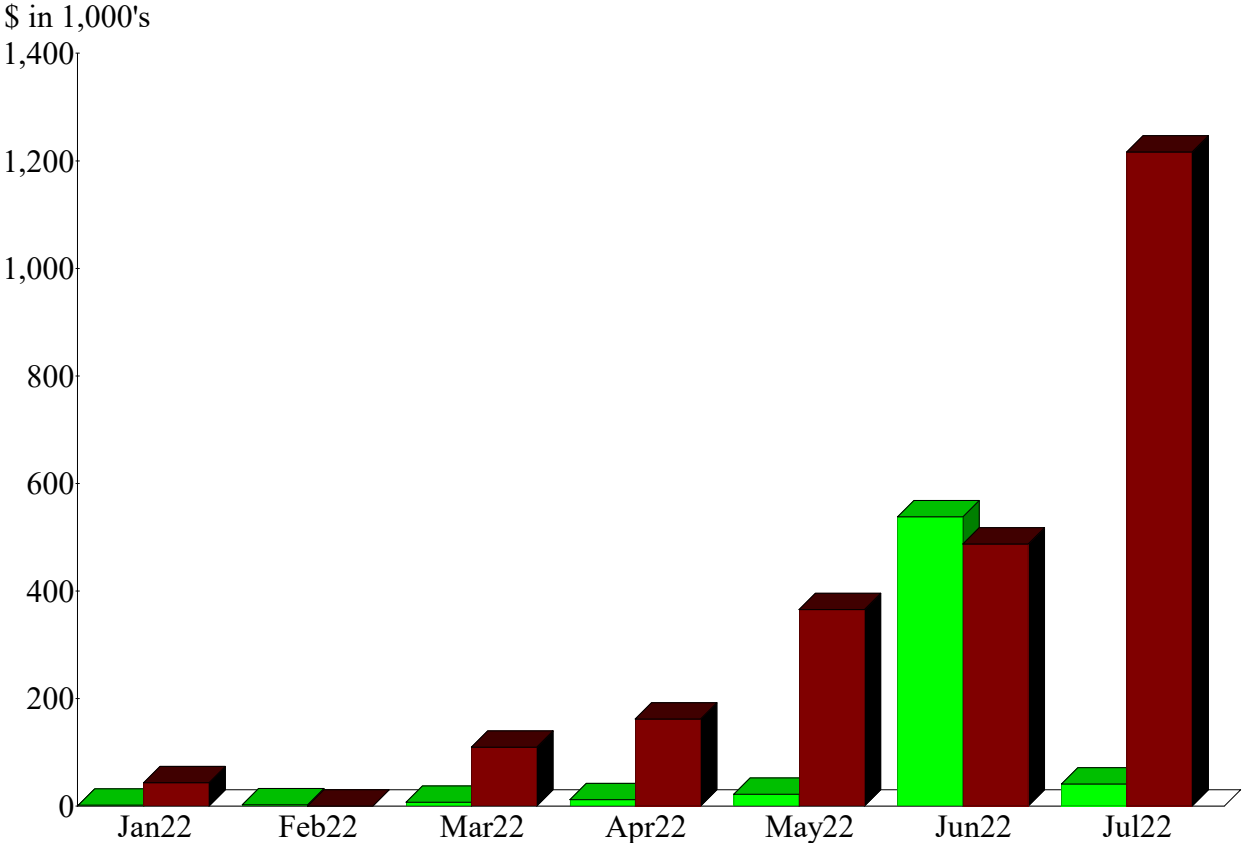
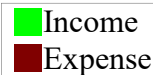
As of July 31, 2022

	Jul 31, 22
ASSETS	
Current Assets	
Checking/Savings	
ECB Checking	899.93
UMB - Project Fund 156470.2	31,545,869.54
Total Checking/Savings	31,546,769.47
Accounts Receivable	
Accounts Receivable	506,831.00
Total Accounts Receivable	506,831.00
Other Current Assets	
Accounts Receivable Other	39.00
Property Tax Receivable	12.81
Total Other Current Assets	51.81
Total Current Assets	32,053,652.28
Fixed Assets	
Construction in Progress	149,480.92
Total Fixed Assets	149,480.92
TOTAL ASSETS	32,203,133.20
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Accrued Interest	577,959.00
Due to District 1	1,200.00
Deferred Property Tax Revenue	12.81
Total Other Current Liabilities	579,171.81
Total Current Liabilities	579,171.81
Long Term Liabilities	
Series 2021A Bonds	35,000,000.00
Total Long Term Liabilities	35,000,000.00
Total Liabilities	35,579,171.81
Equity	
Retained Earnings	-1,616,406.49
Net Income	-1,759,632.12
Total Equity	-3,376,038.61
TOTAL LIABILITIES & EQUITY	32,203,133.20

Bradley Heights Metropolitan District No. 2
Profit & Loss Budget vs. Actual
January through July 2022

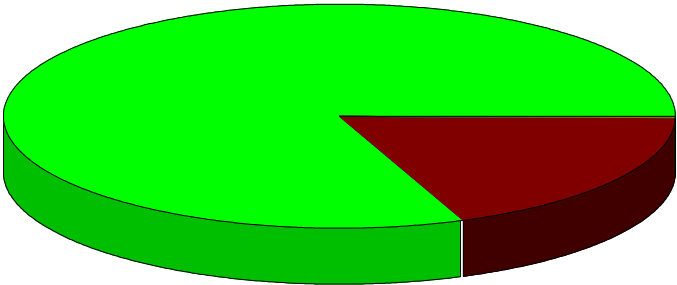
	TOTAL				
	Jul 22	Jan - Jul 22	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense					
Income					
Delinquent Interest - Debt	1.10	1.10			
Delinquent Interest	0.37	0.37			
CY Property Tax - O&M	96.85	195.00	198.20	-3.20	98.39%
Specific Ownership Tax - O&M	1.78	9.96	13.87	-3.91	71.81%
CY Property Tax - Debt	290.55	584.99	594.60	-9.61	98.38%
Specifice Ownership Tax - Debt	5.34	29.87	41.62	-11.75	71.77%
Impact Fees					
Capital Facility Fees-Platting	0.00	506,831.00			
Total Impact Fees	0.00	506,831.00			
Total Income	395.99	507,652.29	848.29	506,804.00	59,844.19%
Expense					
Bond Expense					
Bank Fees	1,376.03	3,323.75			
Total Bond Expense	1,376.03	3,323.75			
Capital Outlay					
Legal Expense	10,264.42	10,264.42			
Construction Coordination	0.00	2,826.55			
Capital Construction	1,102,674.63	1,112,143.38			
Engineering/Planning	91,956.25	1,198,013.17			
Project Management	10,186.91	58,413.04			
Capital Outlay - Other	0.00	275.63			
Total Capital Outlay	1,215,082.21	2,381,936.19			
Treasurer Collection Fee - O&M	1.46	2.95	2.97	-0.02	99.33%
Treasurer Collection Fee - Debt	4.38	8.79	8.92	-0.13	98.54%
Total Expense	1,216,464.08	2,385,271.68	11.89	2,385,259.79	20,061,157.95%
Net Ordinary Income	-1,216,068.09	-1,877,619.39	836.40	-1,878,455.79	-224,488.21%
Other Income/Expense					
Other Income					
Interest Income - Debt	40,893.89	117,987.27			
Total Other Income	40,893.89	117,987.27			
Other Expense					
Other Expense					
Transfer to Dist 1 - Gen Fund	0.00	0.00	209.10	-209.10	0.0%
Total Other Expense	0.00	0.00	209.10	-209.10	0.0%
Total Other Expense	0.00	0.00	209.10	-209.10	0.0%
Net Other Income	40,893.89	117,987.27	-209.10	118,196.37	-56,426.24%
Net Income	<u><u>-1,175,174.20</u></u>	<u><u>-1,759,632.12</u></u>	<u><u>627.30</u></u>	<u><u>-1,760,259.42</u></u>	<u><u>-280,508.87%</u></u>

Income and Expense by Month
January through July 2022



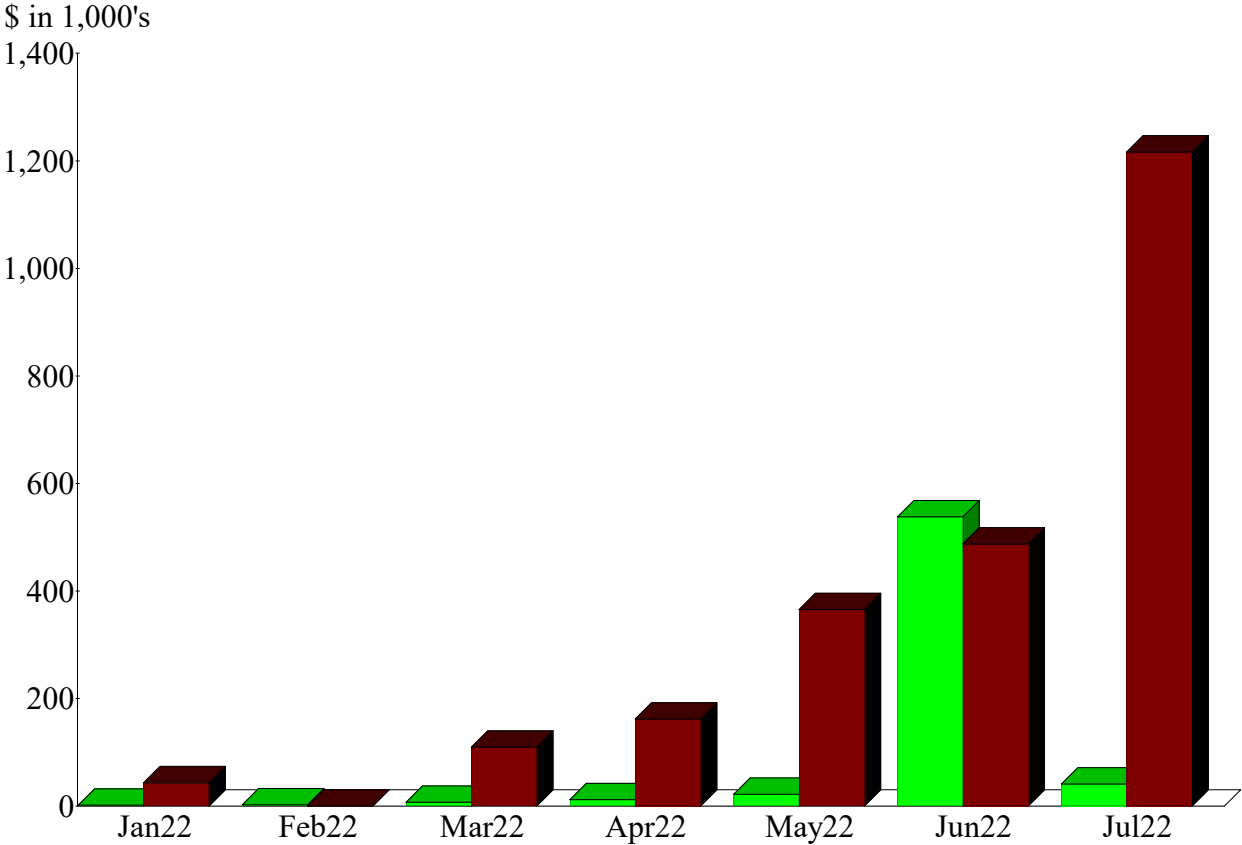
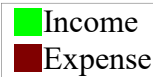
Income Summary
January through July 2022

Impact Fees	81.01%
Interest Income - Debt	18.86
CY Property Tax - Debt	0.09
CY Property Tax - O&M	0.03
Specifice Ownership Tax - Debt	0.01
Specific Ownership Tax - O&M	0.01
Delinquent Interest - Debt	0.01
Delinquent Interest	0.01
Total	\$625,639.56



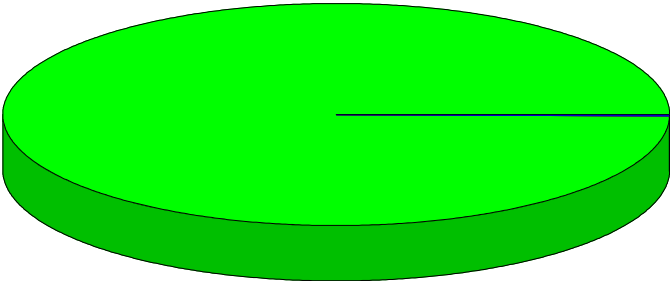
By Account

Income and Expense by Month
January through July 2022



Expense Summary
January through July 2022

Capital Outlay	99.86%
Bond Expense	0.14
Treasurer Collection Fee - Debt	0.01
Treasurer Collection Fee - O&M	0.01
Total	\$2,385,271.68



By Account

Balance Sheet

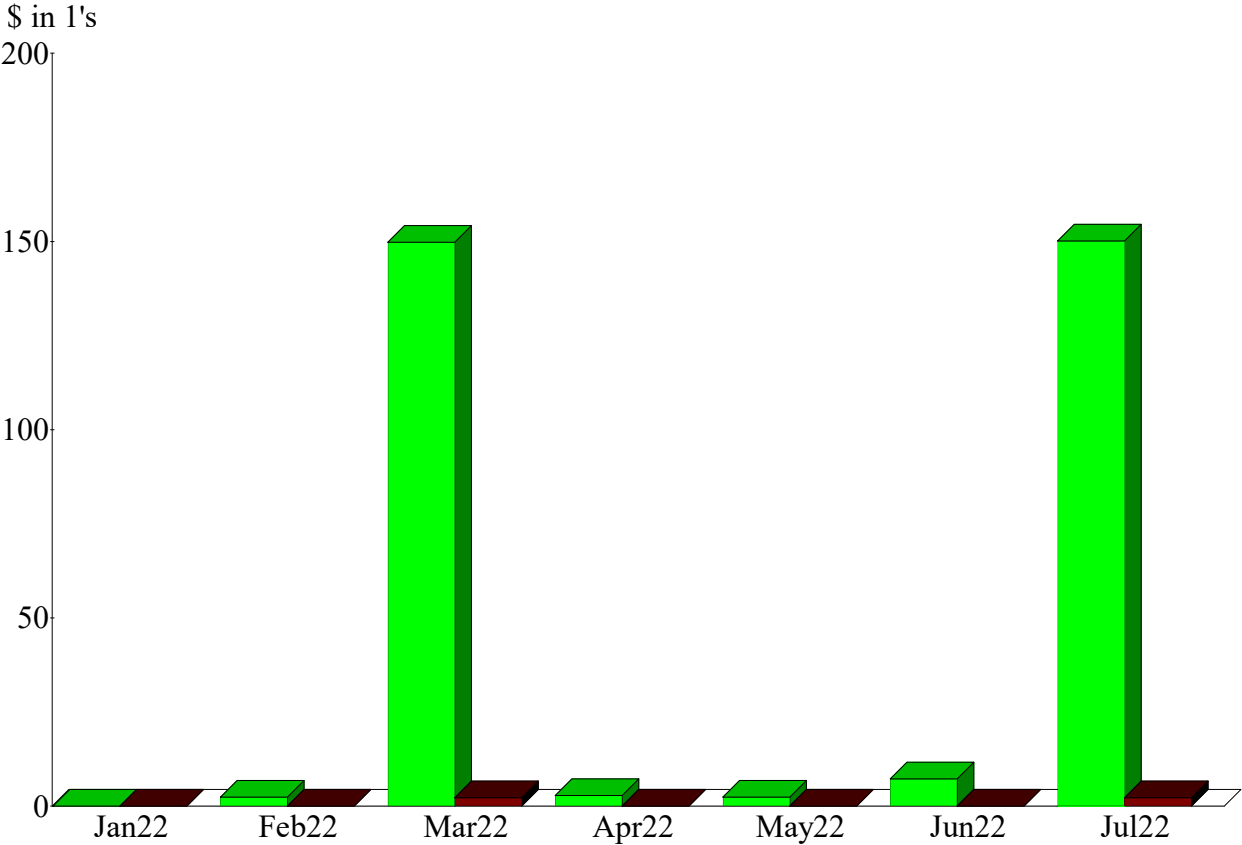
As of July 31, 2022

	Jul 31, 22
ASSETS	
Current Assets	
Checking/Savings	
ECB Checking	382.83
Total Checking/Savings	382.83
Other Current Assets	
Property Tax Receivable	2.80
Total Other Current Assets	2.80
Total Current Assets	385.63
TOTAL ASSETS	385.63
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Due To District 1	910.00
Deferred Property Tax Revenue	2.80
Total Other Current Liabilities	912.80
Total Current Liabilities	912.80
Total Liabilities	912.80
Equity	
Retained Earnings	-837.47
Net Income	310.30
Total Equity	-527.17
TOTAL LIABILITIES & EQUITY	385.63

Bradley Heights Metropolitan District No. 3
Profit & Loss Budget vs. Actual
January through July 2022

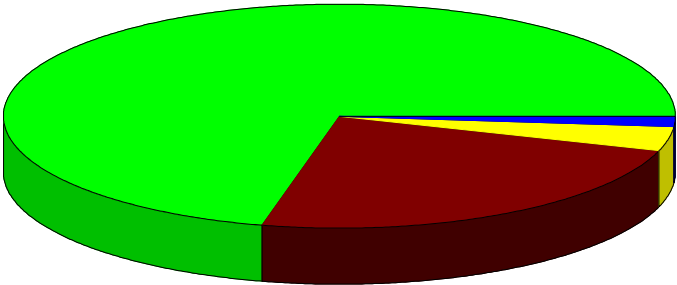
	TOTAL				
	<u>Jul 22</u>	<u>Jan - Jul 22</u>	<u>Budget</u>	<u>\$ Over Budget</u>	<u>% of Budget</u>
Ordinary Income/Expense					
Income					
CY Property Tax - O&M	36.85	74.90	75.60	-0.70	99.07%
Specific Ownership Tax - O&M	0.68	3.81	5.29	-1.48	72.02%
CY Property Tax - Debt	110.55	224.70	226.80	-2.10	99.07%
Specifice Ownership Tax - Debt	2.04	11.38	15.88	-4.50	71.66%
Total Income	150.12	314.79	323.57	-8.78	97.29%
Expense					
Treasurer Collection Fee - O&M	0.55	1.12	1.13	-0.01	99.12%
Treasurer Collection Fee - Debt	1.66	3.37	3.40	-0.03	99.12%
Total Expense	2.21	4.49	4.53	-0.04	99.12%
Net Ordinary Income	147.91	310.30	319.04	-8.74	97.26%
Other Income/Expense					
Other Expense					
Other Expense					
Transfer to Dist 1 - Gen Fund	0.00	0.00	319.04	-319.04	0.0%
Total Other Expense	0.00	0.00	319.04	-319.04	0.0%
Total Other Expense	0.00	0.00	319.04	-319.04	0.0%
Net Other Income	0.00	0.00	-319.04	319.04	0.0%
Net Income	147.91	310.30	0.00	310.30	100.0%

Income and Expense by Month
January through July 2022



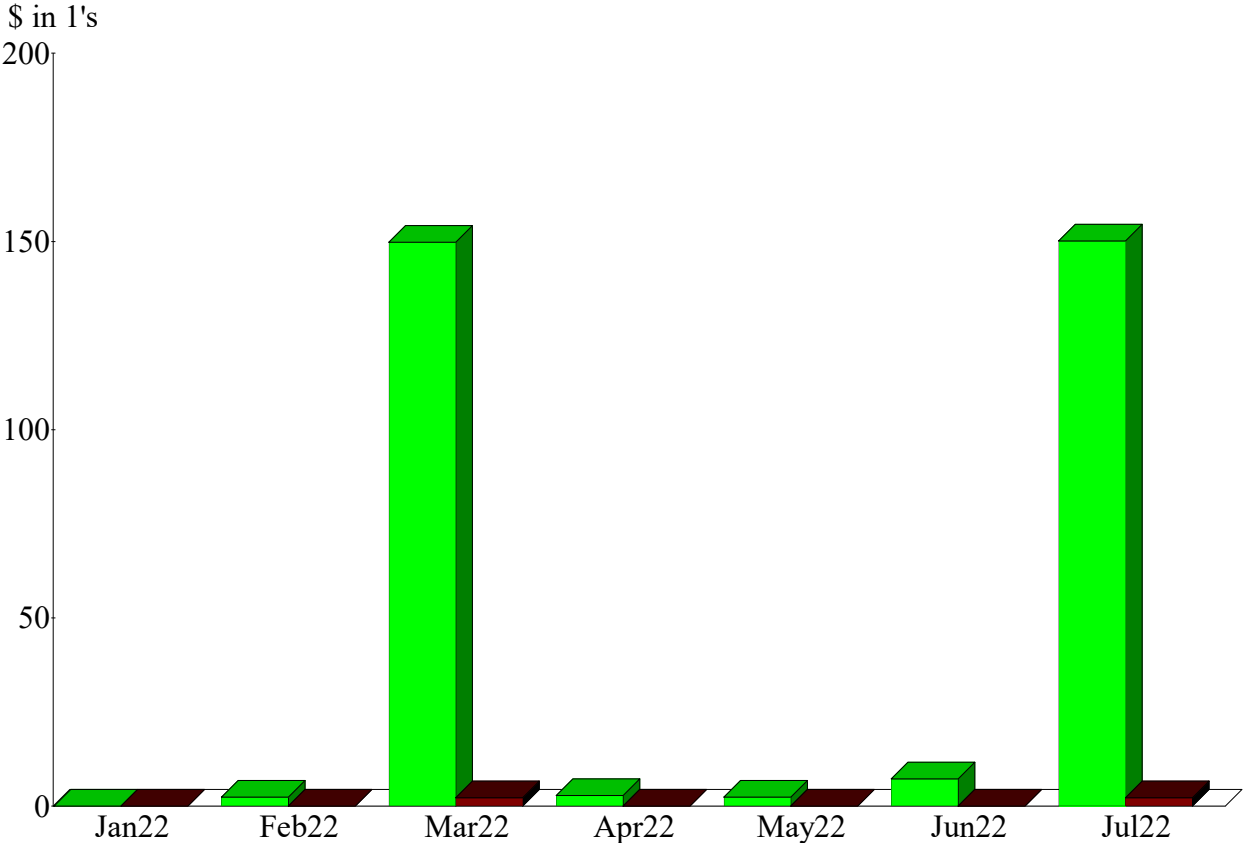
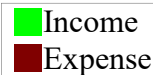
Income Summary
January through July 2022

CY Property Tax - Debt	71.38%
CY Property Tax - O&M	23.79
Specifice Ownership Tax - Debt	3.62
Specific Ownership Tax - O&M	1.21
Total	\$314.79



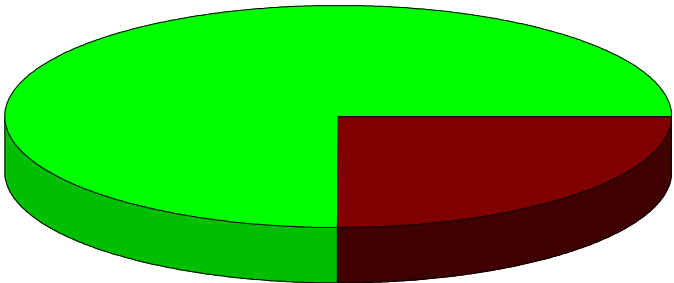
By Account

Income and Expense by Month
January through July 2022

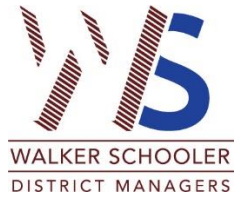


Expense Summary
January through July 2022

Treasurer Collection Fee - Debt	75.06%
Treasurer Collection Fee - O&M	24.94
Total	\$4.49



By Account



Bradley Heights Metropolitan District No. 1
PAYMENT REQUEST

8/9/2022

GENERAL FUND ACCOUNT

Company	Invoice	Date	Amount	Comments
Walker Schooler District Managers	7128	7/31/2022	\$ 3,042.00	
White Bear Anekele	23137	7/31/2022	\$ 3,333.30	
TOTAL			\$ 6,375.30	

\$6,375.30

Bradley Heights Metropolitan District

Bradley Heights Metropolitan District
PAYMENT REQUEST
8/9/2022

BOND FUND ACCOUNT

Company	Invoice	Date	Amount	Comments
Galloway & Company, Inc	109005	7/15/2022	\$ 77.50	
Grundy Construction Management & Consulting	BHM-009	7/31/2022	\$ 10,217.50	
Wildcat Construction Inc.	75187-2	7/25/2022	\$ 581,662.96	
TOTAL			\$ 591,957.96	

Bradley Heights Metropolitan District