

**MINUTES OF THE SPECIAL BOARD MEETING
OF THE BOARD OF DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3
HELD NOVEMBER 15, 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, November 15, 2022, at 9:00 a.m., at 119 N. Wahsatch Avenue, Colorado Springs, CO, and via tele/videoconference: <https://video.cloudoffice.avaya.com/join/451389423>.

Attendance

In attendance were Directors:

Randle Case II, President
Bryan Long, Vice President
Robert Case, Assistant Secretary
Ray O’Sullivan, Treasurer/Secretary
Jim Byers, Assistant Secretary

Also in attendance were:

K. Sean Allen, Esq., White Bear Ankele Tanaka & Waldron
Kevin Walker, WSDM District Managers
Rebecca Hardekopf, WSDM District Managers
Jeff Odor, Matrix Design Group
Chris Grundy, Project Manager
Nate Mast, Redemption Hill Church
David Neville, Kiemele Family Partnerships

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 AM.
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 O’Sullivan moved to approve the Agenda as presented; seconded by Director Byers. Motion passed unanimously.
4. Approval of October 11, 2022 Meeting Minutes: After review, Director O’Sullivan moved to approve the October 11, 2022 Meeting Minutes as presented. Motion passed unanimously.

5. District Manager Report: Mr. Walker reported he has been working with Mr. Odor and the Surveyors on determining the right of way property ownership so the plats can be approved. Mr. Walker has also been working on a process by which the District can take over Norwood's position in the 24" water line, and progress is being made on the assurances.
6. President of the Board Report: President Case II noted the issues reported on by Mr. Walker will be discussed further in the meeting.
7. Development Status Review
 - a. Engineering Update: Mr. Odor provided an engineering update.
 - i. Schedule: Mr. Grundy presented the schedule and upcoming key dates for the project.
 - b. Plan Updates
 - i. Roadway/ Utility/ Storm Water: Mr. Odor and Mr. Grundy reported on plan updates.
 - ii. Channel Design: Mr. Odor reported the channel design is progressing and moving into the 60% plan set. Construction is anticipated in the first quarter of 2024.
 - iii. 24" Water Line, IGA Individual Plan: Mr. Walker reported he is working with Norwood and the District's legal counsel on a plan to move forward with the 24" water line. The Board discussed a new annexation water ordinance being heard at City Council.
 - c. Construction Schedule/Construction Contracts Approval/Ratify/Pre-Approval: Mr. Grundy provided an update on the construction schedule. Mr. Grundy presented Wildcat Construction Change Order No. 4 to provide winter protection for curb and gutter on Bradley Road, Bradley Landing, and Bliss Road in the amount of \$20,689. After review, Director O'Sullivan moved to approve Wildcat Construction Change Order No. 4; seconded by Director Long. Motion passed unanimously. Mr. Grundy presented Wildcat Construction Change Order No. 5 for the redesign of the road alignment in the amount of \$2,595. After review, Director O'Sullivan moved to approve Wildcat Construction Change Order No. 5; seconded by Director Long. Motion passed unanimously.
 - d. Update on Construction Budget and Assurance: Mr. Odor provided an update on the construction budget. The Board discussed making the 24" water line a priority over the parks at this time.
 - e. Redemption Hill Church: Mr. Mast reported work is being done on the sewer line across Bradley and they are still waiting on permits.
 - f. Challenger Homes: Director Byers reported paving should be done the week after Thanksgiving.
 - g. Bradley Ridge: Director O'Sullivan provided a brief update.
 - h. The Board discussed the right of way connection from Bradley Ridge to Marksheffel. Director O'Sullivan moved to approve this Board moving forward with the proper officers and District Management to pursue the condemnation of the connection of Bradley Ridge and future connection of Marksheffel right of way and authorize the engagement of Condemnation Imminent Domain Counsel and costs; seconded by Director Byers. Motion passed unanimously. Mr. Allen noted the Service Plan requires written consent from the City of Colorado Springs.
8. Financial Matters
 - a. Approve Unaudited Financial Reports for October 31, 2022: Mr. Walker presented the Unaudited Financial Reports for October 31, 2022.
 - b. Payables through November 15, 2022: Mr. Walker presented the Payables through November 15, 2022. After review, Director Long moved to approve the Unaudited Financial Reports and Payables as presented; seconded by Director O'Sullivan. Motion passed unanimously.
 - c. Public Hearing on 2022 Budget Amendment: President Case II opened the Public Hearing on the 2022 Budget Amendment. After no public comment, President Case II closed the Public Hearing. Mr. Walker presented the 2022 Budget Amendment for Districts 1, and 2. Ms. Hardekopf noted a Budget Amendment is not needed for District 3. Director Long moved to adopt the Resolutions Amending 2022 Budget for Districts 1 and 2; seconded by Director O'Sullivan. Motion passed unanimously.

- i. Consider Adoption of District 1 Resolution Amending 2022 Budget
 - ii. Consider Adoption of District 2 Resolution Amending 2022 Budget
 - iii. Consider Adoption of District 3 Resolution Amending 2022 Budget
- d. Public Hearing on 2023 Budget: President Case II opened the Public Hearing on the 2023 Budget. After no public comment, President Case II closed the Public Hearing. Mr. Walker presented the 2023 Budget for Districts 1-3. After discussion, Director O’Sullivan moved to approve the Resolutions adopting the 2023 Budget for Districts 1-3 and to include the amendment to the service fees; seconded by Director Long. Motion passed unanimously.
 - i. Consider Adoption of District 1 Resolution Adopting 2023 Budget
 - ii. Consider Adoption of District 2 Resolution Adopting 2023 Budget
 - iii. Consider Adoption of District 3 Resolution Adopting 2023 Budget
- e. Consider Approval of Resolution for District Imposition/Collection of Drainage Fee: There was no discussion.

9. Legal Matters

- a. Review and Consider Approval of WSDM – District Managers Engagement Letter: Mr. Walker presented the WSDM – District Managers Engagement Letter. After review, Director O’Sullivan moved to approve the WSDM - District Managers Engagement Letter; seconded by Director Long. Motion passed unanimously.
- b. Review and Consider Approval of BiggsKofford 2022 Audit Engagement Letter for District 2: After review, Director O’Sullivan moved to approve the BiggsKofford 2022 Audit Engagement Letter for District 2; seconded by Director Long. Motion passed unanimously.
- c. Review and Consider Approval of BiggsKofford 2022 Audit Engagement Letter for District 3: After review, Director O’Sullivan moved to approve the BiggsKofford 2022 Audit Engagement Letter for District 3; seconded by Director Long. Motion passed unanimously.
- d. Consider Adoption of 2023 Annual Administrative Resolution: Mr. Walker presented the 2023 Annual Administrative Resolution. Director Byers moved to approve the 2023 Annual Administrative Resolution; seconded by Director Long. Motion passed unanimously.
- e. Consider Adoption of Resolution Calling the May 2, 2023, Directors Election: Mr. Allen presented the Resolution Calling the May 2023 Election. After review, Director Robert Case moved to approve the Resolution Calling the May 2, 2023 Directors Election; seconded by Director Long. Motion passed unanimously.
- f. Consider Approval of 2023 Renewal of Liability and Property Insurance: Ms. Hardekopf presented the 2023 Renewal of Liability and Property Insurance for Districts 1-3. Director Long moved to approve the 2023 Renewal of Liability and Property Insurance for Districts 1-3; seconded by Director O’Sullivan. Motion passed unanimously.

10. Other Business

- a. Mr. Odor presented additional Change Orders for Board review and consideration. The Board agreed to review and consider the Change Orders at the December Board meeting.
- b. President Case II discussed notices for taxes and stormwater fees on undeveloped property, and he has contacted the Assessor’s Office directly to correct this issue.
- c. Next Regular Meeting scheduled: December 13, 2022, at 9:00 AM.

11. Adjourn: The Board adjourned the meeting at 10:33 AM.

Respectfully Submitted,

By: Recording Secretary