### BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3



Regular Board Meeting Tuesday, September 12, 2023, at 9:00 AM 119 N. Wahsatch Ave. Colorado Springs, Colorado 80903

and

Via tele/videoconference

https://video.cloudoffice.avaya.com/join/109995525

United States: <u>+1 (213) 463-4500</u> **Access Code:** 109-995-525

<b>Board of Director</b>	Title	Term
Randle W Case II	President	May 2027
Bryan T Long	Vice-President	May 2027
Ray O'Sullivan	Treasurer/ Secretary	May 2025
Robert Case	Assistant Secretary	May 2025
Jim Byers	Assistant Secretary	May 2027 (appointment to May 2025)

#### **AGENDA**

- 1. Call to order
- 2. Declaration of Quorum/Director Qualifications/ Disclosure Matters
- 3. Approval of Agenda
- 4. Approval of August 8, 2023, Meeting Minutes (enclosure)
- 5. District Manager Report
  - a. Service Plan Amendment Status
  - b. Right-of-way acquisition update
- 6. President of the Board Report
- 7. Development Status Review
  - a. Engineering Update
    - i. Schedule
  - b. Plan Updates
    - i. Roadway/ Utility/ Storm Water
    - ii. Channel design
    - iii. 24" and 16" water line update
  - c. Construction Schedule/Construction Contracts Approval/Ratify/Pre-approval
  - d. Update on Construction Budget and Assurance
  - e. Redemption Hill Church
  - f. Challenger Homes
  - g. Bradley Ridge
- 8. Financial Matters
  - a. Approve Unaudited Financial Reports through August 31, 2023 (enclosure)
  - b. Review and Approve Payables through September 12, 2023 (enclosure)
- 9. Legal Matters
  - a. Review and Consider adoption of Resolution Concerning Imposition of Plat Drainage Fee (enclosure)

- 10. Other Business
  - a. Next Regular Meeting scheduled: October 10, 2023, at 9:00 a.m.
- 11. 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 regular meeting at 9:00 AM on Tuesday, the 12<sup>th</sup> day of September, 2023, at 119 North Wahsatch Ave., Colorado Springs, CO 80903, and via tele/videoconferencing at the following: <a href="https://video.cloudoffice.avaya.com/join/451389423">https://video.cloudoffice.avaya.com/join/451389423</a>
United States: <

BY ORDER OF THE BOARD OF DIRECTORS: BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 AND 3



# MINUTES OF THE REGULAR BOARD MEETING OF THE BOARD OF DIRECTORS OF THE BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3 HELD AUGUST 8, 2023 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, August 8, 2023, at 9:00 a.m., at 119 N. Wahsatch Avenue, Colorado Springs, CO, and via tele/videoconference: <a href="https://video.cloudoffice.avaya.com/join/451389423">https://video.cloudoffice.avaya.com/join/451389423</a>.

#### Attendance

In attendance were Directors:
Randle Case II, President (Arrived late)
Bryan Long, Vice President (Excused)
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 Harris, WSDM District Managers
Eric Smith, Matrix Design Group
Jeff Odor, Matrix Design Group
Chris Grundy, Project Manager
Rob Fuller, ROI
Nathan Steele, ROI
David Neville, Kiemele Family Partnerships

<u>Combined Meeting:</u> 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 at 9:00 a.m. by Director O'Sullivan. Director Robert Case moved to excuse Director Long's absence; seconded by Director Byers. Motion passed unanimously.
- 2. Declaration of Quorum/Director Qualifications/ Disclosure Matters: Mr. Walker 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. Ms. Harris 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 July 11, 2023 Meeting Minutes: Director O'Sullivan moved to approve the July 11, 2023 Minutes; seconded by Director Byers. Motion passed unanimously.

### 5. District Manager Report

- a. Service Plan Amendment Status: Mr. Walker reported the draft service plan amendment was revised by Mr. Allen and will be submitted to the City later this week.
- b. Right-of-way Acquisition Update: Mr. Walker discussed the right-of-way acquisition and reported that City Council granted permission to proceed with the condemnation of the two parcels. Mr. Allen requested that the City provide written evidence of its consent for the Districts to exercise their condemnation powers. The Districts will make an official offer and proceed with the condemnation process.
- 6. President of the Board Report: President Case II joined the meeting. President Case II reported he attended the recent OAC meeting and noted other items will be discussed next in the Agenda.

#### 7. Development Status Review

- a. Engineering Update: The Board reviewed the monthly engineering and construction report provided by Mr. Grundy.
  - i. Schedule: Mr. Grundy provided an update on the schedule.

#### b. Plan Updates

- i. Roadway/ Utility/ Storm Water: Mr. Odor provided an update on roadway, utility, and storm plans.
- ii. Channel Design: The Board discussed channel design.
- iii. 24" and 16" Water Line Update: Mr. Grundy provided an update on the water main extension project.
- c. Construction Schedule/Construction Contracts Approval/Ratify/Pre-approval: Mr. Grundy presented Change Orders 19, 20, and 21. After review, Director O'Sullivan moved to approve Change Orders 19, 20, and 21; seconded by Director Robert Case. Motion passed unanimously. Mr. Grundy discussed the construction of road between Legacy Hill and Big Johnson intersection. Director moved to approve the actual construction of road from Legacy Hill and Big Johnson, not to exceed \$65,000; seconded by Director Byers. Motion passed unanimously. Mr. Grundy presented Pay Application #4 for \$901,103.31. After review, Director O'Sullivan moved to approve Pay Application #4 for \$901,103.31; seconded by Director Byers. Motion passed unanimously.
- d. Update on Construction Budget and Assurance: Mr. Smith provided an update on the construction budget. The Board discussed that the District is short capital to complete the water line project. Mr. Walker and the Board discussed sources of capital such as assurances and drainage credits for the channel improvements. Mr. Walker will provide additional information on this at the next meeting.
- e. Redemption Hill Church: President Case II noted they are building at the site but had no additional updates.
- f. Challenger Homes: Director Byers provided an update on behalf of Challenger Homes and reported they are continuing development in Filing 1 and 2.
- g. Bradley Ridge: Director O'Sullivan provided an update on behalf of Bradley Ridge and reported the concept plan was approved, the school site was moved, and two parks will be dedicated to the City.

#### 8. Financial Matters

a. Public Hearing on 2022 Budget Amendment: Director Robert Case moved to open the Public Hearing on the 2022 Budget Amendment; seconded by Director O'Sullivan. Motion passed unanimously. After no public comment, Director O'Sullivan moved to close the Public Hearing; seconded by Director Robert Case. Motion passed unanimously.

- i. Consider the Adoption of District No. 2 Resolution Amending the 2022 Budget: Ms. Harris presented the District No. 2 Resolution Amending the 2022 Budget. After review, Director O'Sullivan moved to adopt District No. 2 Resolution Amending the 2022 Budget; seconded by Director Byers. Motion passed unanimously.
- ii. Consider the Adoption of District No. 3 Resolution Amending the 2022 Budget: Ms. Harris presented the District No. 3 Resolution Amending the 2022 Budget. After review, Director O'Sullivan moved to adopt District No. 3 Resolution Amending the 2022 Budget; seconded by Director Byers. Motion passed unanimously.
- b. Approve Unaudited Financial Reports through June 30, 2023: Ms. Harris presented the unaudited financial reports through July 31, 2023. After review, Director O'Sullivan moved to approve the unaudited financial reports through July 31, 2023; seconded by Director Robert Case. Motion passed unanimously.
- c. Review and Approve Payables through July 11, 2023: Ms. Harris presented the general fund payables through July 11, 2023. After review, Director O'Sullivan moved to approve the general fund payables; seconded by Director Robert Case. Motion passed unanimously. Ms. Harris presented the bond payable, Pay App Requisition #28, after the construction update. She noted the Pay Application #4 will be included as well. After review, Director Byers moved to approve Pay App Requisition #28; seconded by Director O'Sullivan. Motion passed unanimously.
- d. Update on Drainage Fee: There was no update.
- 9. Legal Matters: There were no legal matters.
- 10. Other Business
  - a. Next Regular Meeting scheduled for September 12, 2023, at 9:00 a.m.
- 11. Adjourn: The Board unanimously adjourned the meeting at 10:40 a.m.

Respectfully Submitted,	
By: Recording Secretary	



# Bradley Heights Metropolitan District No. 1 Balance Sheet

As of August 31, 2023

	Aug 31, 23
ASSETS Current Assets Checking/Savings	0.000.50
ECB - Checking	3,993.56
Total Checking/Savings	3,993.56
Accounts Receivable Accounts Receivable	9,400.00
Total Accounts Receivable	9,400.00
Other Current Assets Due From District 3 Due From District 2	910.00 4,200.00
Total Other Current Assets	5,110.00
Total Current Assets	18,503.56
TOTAL ASSETS	18,503.56
LIABILITIES & EQUITY Liabilities Current Liabilities Accounts Payable Accounts Payable	40,834.88
Total Accounts Payable	40,834.88
Total Current Liabilities	40,834.88
Long Term Liabilities Developer Advance - Randle Case Marksheffel-Woodmen Investments	41,000.00 75,850.00
Total Long Term Liabilities	116,850.00
Total Liabilities	157,684.88
Equity Retained Earnings Net Income	-142,576.11 3,394.79
Total Equity	-139,181.32
TOTAL LIABILITIES & EQUITY	18,503.56

1:37 PM 09/06/23 Accrual Basis

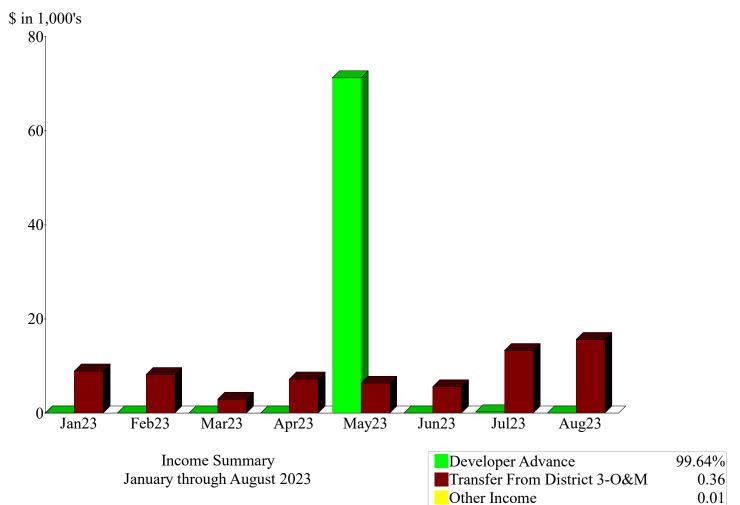
# Bradley Heights Metropolitan District No. 1 Profit & Loss Budget vs. Actual

January through August 2023

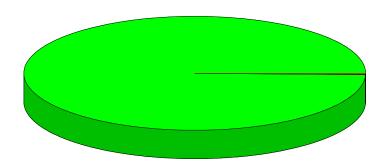
**TOTAL** 

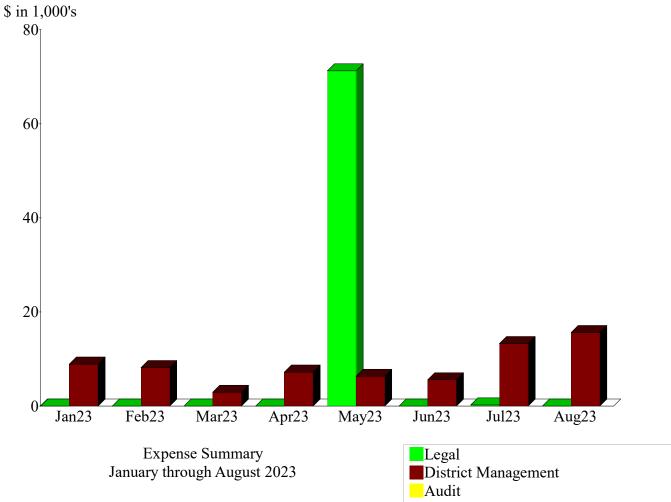
	Aug 23	Jan - Aug 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense					
Income					
Developer Advance	0.00	71,249.00	70,000.00	1,249.00	101.78%
Transfer From District 2-O&M	0.00	0.00	1,651.29	-1,651.29	0.0%
Transfer From District 3-O&M	0.00	259.78	1,050.78	-791.00	24.72%
Total Income	0.00	71,508.78	72,702.07	-1,193.29	98.36%
Expense					
Audit	9,325.00	14,825.00	8,500.00	6,325.00	174.41%
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	0.00	2.10	1,000.00	-997.90	0.21%
District Management	3,006.18	24,006.18	36,000.00	-11,993.82	66.68%
Dues & Subscriptions (SDA) - D1	0.00	316.22	1,500.00	-1,183.78	21.08%
Dues & Subsriptions (SDA) - D2	0.00	1,237.50	500.00	737.50	247.5%
Dues & Subscriptions (SDA) - D3	0.00	225.02	500.00	-274.98	45.0%
Elections	0.00	2,272.94			
Insurance - D1	0.00	-50.00	1,600.00	-1,650.00	-3.13%
Insurance - D2	445.00	-2,076.00	3,000.00	-5,076.00	-69.2%
Insurance - D3	445.00	2,966.00	1,600.00	1,366.00	185.38%
Legal	2,400.49	24,342.80	8,000.00	16,342.80	304.29%
Miscellaneous	0.00	46.24			
Total Expense	15,621.67	68,114.00	67,300.00	814.00	101.21%
Net Ordinary Income	-15,621.67	3,394.78	5,402.07	-2,007.29	62.84%
Other Income/Expense					
Other Income					
Other Income					
Interest Income	0.00	0.01			
Total Other Income	0.00	0.01			
Total Other Income	0.00	0.01			
Net Other Income	0.00	0.01			
Income	-15,621.67	3,394.79	5,402.07	-2,007.28	62.84%

\$71,508.79



Total





Legal	34.66%
District Management	34.18
Audit	21.11
Insurance - D3	4.22
Elections	3.24
Insurance - D2	\$-2,076.00
Dues & Subsriptions (SDA) - D2	1.76
Dues & Subscriptions (SDA) - D1	0.45
Dues & Subscriptions (SDA) - D3	0.32
Insurance - D1	\$-50.00
Other	0.07
Sub-Total	\$68,114.00

# Bradley Heights Metropolitan District No. 2 Balance Sheet

As of August 31, 2023

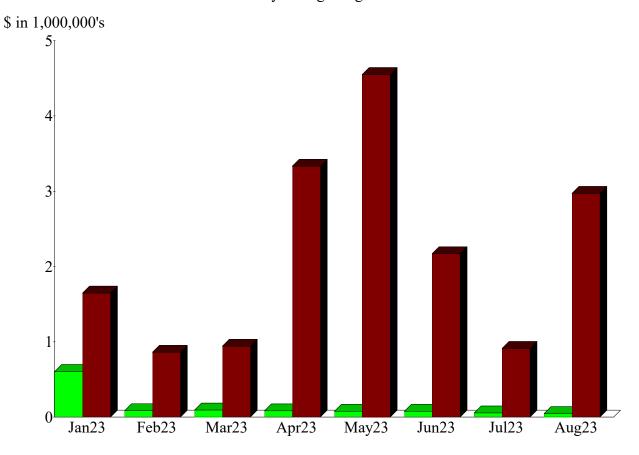
	Aug 31, 23
ASSETS	
Current Assets Checking/Savings	
ECB Checking	17,236.84
UMB Bond Account 156470.1	1,389.78
UMB - Project Fund 156470.2	9,042,809.90
Total Checking/Savings	9,061,436.52
Accounts Receivable	
Accounts Receivable	506,831.00
Total Accounts Receivable	506,831.00
Other Current Assets	
Due from District No 3	9.00
Accounts Receivable Other Property Tax Receivable	39.00 5,955.20
Total Other Current Assets	6,003.20
Total Current Assets	9,574,270.72
Fixed Assets	
Construction in Progress	8,622,891.24
Total Fixed Assets	8,622,891.24
TOTAL ASSETS	18,197,161.96
LIABILITIES & EQUITY Liabilities Current Liabilities	
Accounts Payable Accounts Payable	15,352.00
Total Accounts Payable	15,352.00
Other Current Liabilities	
Accounts Payable Other	0.25
Accrued Interest	2,267,035.00
Due to District 1 Deferred Poperty Tax Revenue	4,200.00 5,955.20
Total Other Current Liabilities	2,277,190.45
Total Current Liabilities	2,292,542.45
Long Term Liabilities	
Series 2021A Bonds	35,000,000.00
Total Long Term Liabilities	35,000,000.00
Total Liabilities	37,292,542.45
Equity	
Retained Earnings Net Income	-2,831,697.44 -16,263,683.05
Total Equity	-19,095,380.49
TOTAL LIABILITIES & EQUITY	18,197,161.96

9:06 AM 09/07/23 Accrual Basis

### **Bradley Heights Metropolitan District No. 2** Profit & Loss Budget vs. Actual January through August 2023

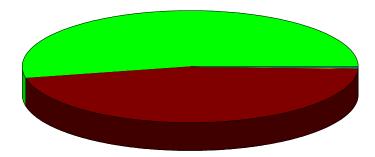
**TOTAL** 

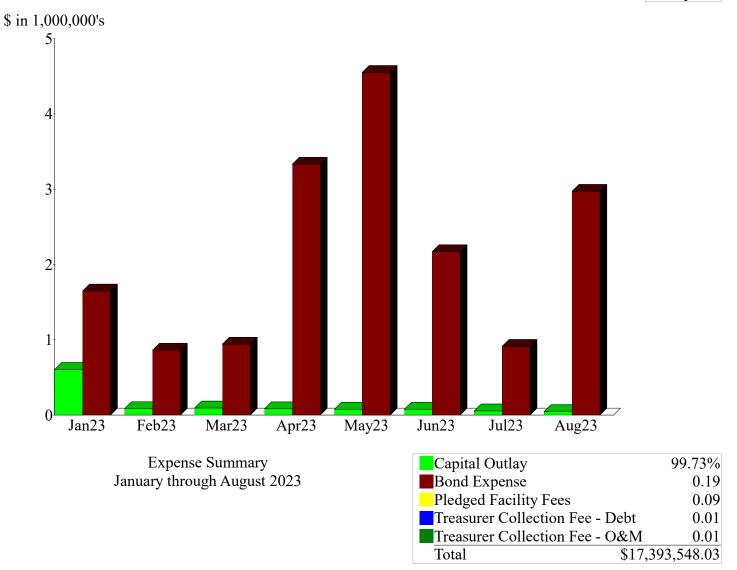
	Aug 23	Jan - Aug 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense					
Income					
Transfer From D3 DS Taxes	0.00	773.54	788.09	-14.55	98.15%
CY Property Tax - O&M	0.00	929.80	1,565.20	-635.40	59.41%
PY Tax - O&M	0.00	16.58			
Specific Ownership Tax - O&M	13.07	92.13	109.56	-17.43	84.09%
CY Property Tax - Debt	0.00	2,789.40	4,695.60	-1,906.20	59.41%
PY Tax Debt	0.00	49.72			
Specifice Ownership Tax - Debt	39.22	276.40	328.69	-52.29	84.09%
Impact Fees					
Capital Facility Fees-Platting	0.00	521,826.00			
Total Impact Fees	0.00	521,826.00			
Total Income	52.29	526,753.57	7,487.14	519,266.43	7,035.44%
Expense					
Bond Expense					
Bank Fees	2,554.07	32,587.92	20,000.00	12,587.92	162.94%
Debt Service Interest	0.00	0.00	1,630.54	-1,630.54	0.0%
Paying Agent Fee	0.00	0.00	4,000.00	-4,000.00	0.0%
Total Bond Expense	2,554.07	32,587.92	25,630.54	6,957.38	127.15%
Capital Outlay					
Legal Expense	0.00	3,159.88			
Construction Coordination	4,290.00	4,290.00			
Capital Construction	2,959,152.19	16,548,517.10	21,000,000.00	-4,451,482.90	78.8%
Engineering/Planning	6,503.08	696,475.21	2,000,000.00	-1,303,524.79	34.82%
Project Management	0.00	93,467.13	250,000.00	-156,532.87	37.39%
Total Capital Outlay	2,969,945.27	17,345,909.32	23,250,000.00	-5,904,090.68	74.61%
Transfer to District 1	0.00	0.00	1,651.29	-1,651.29	0.0%
Pledged Facility Fees	0.00	14,995.00			
Treasurer Collection Fee - O&M	0.00	15.74	23.48	-7.74	67.04%
Treasurer Collection Fee - Debt	0.00	40.05	70.43	-30.38	56.87%
Total Expense	2,972,499.34	17,393,548.03	23,277,375.74	-5,883,827.71	74.72%
Net Ordinary Income	-2,972,447.05	-16,866,794.46	-23,269,888.60	6,403,094.14	72.48%
Other Income/Expense					
Other Income					
Interest Income - Debt	46,743.55	603,111.41	100,000.00	503,111.41	603.11%
Total Other Income	46,743.55	603,111.41	100,000.00	503,111.41	603.11%
Net Other Income	46,743.55	603,111.41	100,000.00	503,111.41	603.11%
Income	-2,925,703.50	-16,263,683.05	-23,169,888.60	6,906,205.55	70.19%

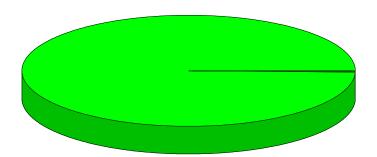


Income Summary	
January through August 2023	3

Interest Income - Debt	53.38%
Impact Fees	46.18
CY Property Tax - Debt	0.25
CY Property Tax - O&M	0.08
Transfer From D3 DS Taxes	0.07
Specifice Ownership Tax - Deb	ot 0.02
Specific Ownership Tax - O&N	M = 0.01
PY Tax Debt	0.01
PY Tax - O&M	0.01
Total \$	1,129,864.98







2:01 PM 09/06/23 Accrual Basis

# Bradley Heights Metropolitan District No. 3 Balance Sheet

As of August 31, 2023

	Aug 31, 23
ASSETS Current Assets Checking/Savings	242.94
ECB Checking	343.81
Total Checking/Savings	343.81
Total Current Assets	343.81
TOTAL ASSETS	343.81
LIABILITIES & EQUITY Liabilities Current Liabilities Other Current Liabilities Due To District 1	919.00
Total Other Current Liabilities	919.00
Total Current Liabilities	919.00
Total Liabilities	919.00
Equity Retained Earnings Net Income	-589.30 14.11
Total Equity	-575.19
TOTAL LIABILITIES & EQUITY	343.81

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# Bradley Heights Metropolitan District No. 3 Profit & Loss Budget vs. Actual

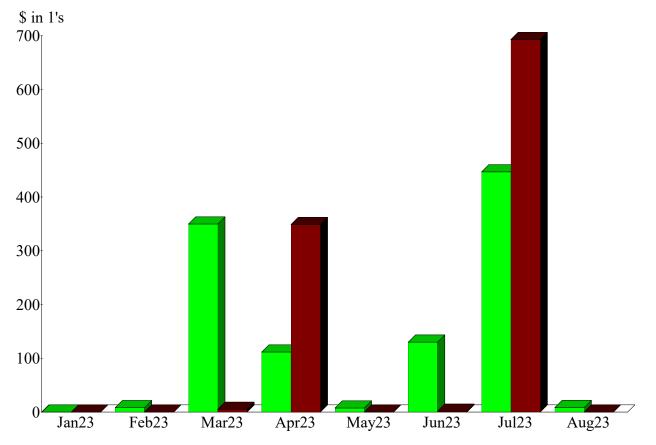
January through August 2023

TOTAL

	Aug 23	Jan - Aug 23	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense					
Income					
CY Property Tax - O&M	0.00	115.47	249.00	-133.53	46.37%
PY Tax - O&M	0.00	1.93			
Specific Ownership Tax - O&M	2.08	423.99	17.43	406.56	2,432.53%
CY Property Tax - Debt	0.00	471.20	747.00	-275.80	63.08%
PY Tax - Debt	0.00	5.81			
Specifice Ownership Tax - Debt	6.25	43.99	52.29	-8.30	84.13%
Total Income	8.33	1,062.39	1,065.72	-3.33	99.69%
Expense					
Transfer to D2 DS Taxes	0.00	773.54	788.08	-14.54	98.16%
Treasurer Collection Fee - O&M	0.00	3.75	3.74	0.01	100.27%
Treasurer Collection Fee - Debt	0.00	11.21	11.21	0.00	100.0%
Total Expense	0.00	788.50	803.03	-14.53	98.19%
Net Ordinary Income	8.33	273.89	262.69	11.20	104.26%
Other Income/Expense					
Other Expense					
Other Expense					
Transfer to Dist 1 - Gen Fund	0.00	259.78	262.69	-2.91	98.89%
Total Other Expense	0.00	259.78	262.69	-2.91	98.89%
Total Other Expense	0.00	259.78	262.69	-2.91	98.89%
Net Other Income	0.00	-259.78	-262.69	2.91	98.89%
Income	8.33	14.11	0.00	14.11	100.0%

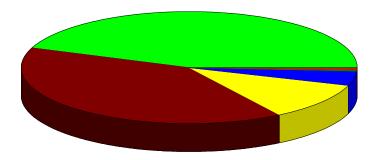
## Income and Expense by Month January through August 2023

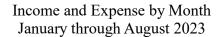




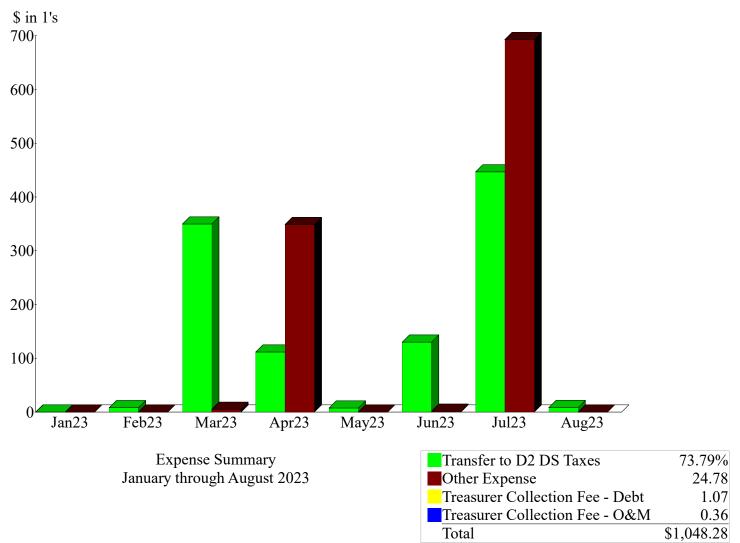
Income Summary
January through August 2023

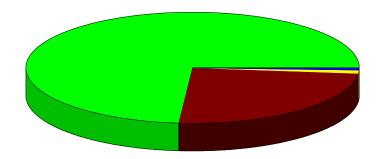
CY Property Tax - Debt	44.35%
Specific Ownership Tax - O&M	39.91
CY Property Tax - O&M	10.87
Specifice Ownership Tax - Debt	4.14
PY Tax - Debt	0.55
PY Tax - O&M	0.18
Total	\$1,062.39













### **Bradley Heights Metropolitan District No. 1**

### PAYMENT REQUEST

9/12/2023

### **GENERAL FUND ACCOUNT**

Company	Invoice	Date	Amount	Comments
Biggs Kofford	1220611	8/15/2023	\$ 9,325.00	Audit District 2
CO Special Dist Prop & Liability Pool	24PL-60910-1394	9/5/2023	\$ 2,076.00	D3
CO Special Dist Prop & Liability Pool	24WC-60908-0469	8/11/2023	\$ 445.00	D2 - Workers Comp
CO Special Dist Prop & Liability Pool	24WC-60910-0515	8/11/2023	\$ 445.00	D3 - Workers Comp
White Bear Anekele	30082	8/31/2023	\$ 2,400.49	
WSDM District Managers	7639	8/31/2023	\$ 3,006.18	
TOTAL			\$ 17,697.67	

	\$17,697.67
Bradley Heights Metropolitan District	

### **Bradley Heights Metropolitan District #2**

### **PAYMENT REQUEST**

9/12/2023

### **BOND FUND ACCOUNT**

Company	Invoice	Date	Amount	Comments
Classic Consulting	30061	10/30/2121	\$ 8,740.00	
Frazee	83123	8/31/2023	\$ 222,336.63	Phase 2A
Galloway & Company, Inc	123288	7/18/2023	\$ 4,090.00	
Galloway & Company, Inc	124586	8/14/2023	\$ 1,485.00	
Grundy Construction Management & Const		7/31/2023	\$ 10,725.50	
Grundy Construction Management & Const	BHM-022	8/31/2023	\$ 19,816.75	
HDR Engineering, Inc	1200553181	9/5/2023	\$ 10,000.00	
Matrix Design Group	40701	8/31/2023	\$ 55,731.25	
Matrix Design Group	40712	8/31/2023	\$ 3,837.50	
UMB	95512	8/9/2023	\$ 4,000.00	
Wildcat Construction Inc.	75187-15	8/31/2023	\$ 1,858,392.02	
TOTAL			\$ 2,199,154.65	

Bradley Heights Metropolitan District

