

**MINUTES OF THE REGULAR BOARD MEETING
OF THE BOARD OF DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3
HELD OCTOBER 10, 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, October 10, 2023, 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 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
Spencer Wells
Justin Apfel
Ryan Case

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 at 9:00 a.m. by Director Long.
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters: Ms. Harris 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: Ms. Harris added 9.a. Ratification of the Blue Shale Agreement. President Case II moved to approve the Agenda as amended; seconded by Director O’Sullivan. Motion passed unanimously.
4. Approval of September 12, 2023 Meeting Minutes: After review, Director O’Sullivan moved to approve the September 12, 2023 Minutes; seconded by Director Byers. Motion passed unanimously.
5. District Manager Report
 - a. Service Plan Amendment Status: Mr. Walker reported the Service Plan Amendment is tentatively scheduled for either the October or November meeting with City Council. The Amendment changes District 2 O&M mill levy from 10 mills to 20 mills.
 - b. Right-of-way Acquisition Update: Mr. Walker discussed the right-of-way acquisition process and reported that offer letters were sent to 10 property owners yesterday.
6. President of the Board Report: President Case II reported he attended the recent OAC meetings and updates will be provided later in the meeting. He noted the termination of existing access agreements now that roads are being platted and fully constructed.
7. Development Status Review
 - a. Engineering Update: Mr. Grundy presented the monthly engineering and construction report.
 - 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. The Board discussed traffic signals and pending discussions with the City.
 - ii. Channel Design: Mr. Odor provided an update on the channel design. Mr. Apfel discussed the legislation regarding permitting and state waters and wetlands. Currently, the District is unable to get a permit.
 - 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 Order Nos. 23, 24, 25, and 26. After review, Director O’Sullivan moved to approve Change Order Nos. 23, 24, 25, and 26; seconded by Director Byers. Motion passed unanimously.
 - d. Update on Construction Budget and Assurance: Mr. Smith discussed the construction budget and noted it’s still in-line with the budget presented last month even with the Change Orders submitted today.
 - e. Redemption Hill Church: There was no update.
 - f. Challenger Homes: Director Byers provided an update on Challenger Homes and noted they intend to have filing 1 completed to their point of access to Bradley Landing paved by end of year.
 - g. Bradley Ridge: Director O’Sullivan provided an update on Bradley Ridge and reported they continue to move forward on submittals. President Case II left the meeting to attend another obligation.
8. Financial Matters
 - a. Approve Unaudited Financial Reports through September 30, 2023: Ms. Harris presented the unaudited financial reports through September 30, 2023. After review, Director O’Sullivan moved to approve the unaudited financial reports through September 30, 2023; seconded by Director Robert Case. Motion passed unanimously.
 - b. Review and Approve Payables through October 10, 2023: Ms. Harris presented the payables through October 10, 2023. After review, Director Robert Case moved to approve the payables; seconded by Director O’Sullivan. Motion passed unanimously.

- c. Review Draft 2024 Budget: Ms. Harris presented the draft 2024 budget. The Budget Hearing will be held at the November 14, 2023 Board meeting.
9. Legal Matters
 - a. Review of the Blue Shale Agreement Ratification: Mr. Walker presented the blue shale agreement that was signed by President Case II for ratification. After review, Director Long moved to approve the ratification of President Case II's signature for the movement of blue shale; seconded by Director Byers. Motion passed unanimously.
 10. Other Business
 - a. Next Regular Meeting scheduled for November 14, 2023, at 9:00 a.m. The annual Townhall meeting is tentatively scheduled for after the Board meeting.
 11. Adjourn: The Board unanimously adjourned the meeting at 10:12 a.m.

Respectfully Submitted,

Rebecca Harris

By: Recording Secretary