

BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2 and 3

Regular Board Meeting
Tuesday, March 11, 2025, 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: [+1 \(213\) 463-4500](tel:+12134634500)

Access Code: 109-995-525

Board of Director	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 February 11, 2025, Meeting Minutes and February 20, 2025, Continued Meeting Minutes(enclosed)
5. Financial Matters
 - a. Discuss Colorado Center Invoice number 2025-01.07
 - b. Approve Unaudited Financial Reports through January 31, 2025 (enclosed)
 - c. Ratify and Approve Payables through February 11, 2025 (enclosed)
 - d. Review status of past due O&M expenses; developer advance needed
6. District Manager Report
 - a. Discuss Drainage Channel Financing
 - b. Update on Covenants and Architectural Submissions
 - c. Update on New Development
7. President of the Board Report
8. Detailed Discussion of Development Status Review
 - a. Engineering Update
 - i. Schedule
 - ii. Cash Flow
 - b. Plan Updates
 - i. Roadway/ Utility/ Storm Water
 - ii. Channel design
 - iii. 24" and 16" water line update
 - iv. Sanitary Sewer outfall update
 - c. Construction Schedule/Construction Contracts Approval/Ratify/Pre-approval

- d. Update on Construction Budget
- e. Redemption Hill Church
- f. Challenger Homes
- g. Bradley Ridge

- 9. General/ Administrative Matters
 - a. Review and consider acceptance for HBS trash service contract for Filings 5A, 5, and 5C (under separate cover)
 - b. Discuss the status of the Service Plan Amendment
 - i. Review and discuss Memo on Service Plan Amendment Preparation (enclosed)
 - c. Review and consider approval of proposal for Special Counsel for Delinquent Fee Collections and Foreclosure Matters; Special Counsel for Covenant and Design Guideline Enforcement Matters
- 10. Other Business
 - a. Next Regular Meeting scheduled: April 8, 2025, 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 11th day of March, 2025, at 119 North Wahsatch Ave., Colorado Springs, CO 80903, and via tele/videoconferencing at the following: <https://video.cloudoffice.avaya.com/join/109995525> United States: +1 (213) 463-4500 Access Code: 109-995-525 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 REGULAR BOARD MEETING OF THE BOARD OF DIRECTORS
OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3
HELD FEBRUARY 11th, 2025
AT 9:00 AM**

Pursuant to posted notice, the special meetings of the Board of Directors of the Bradley Heights Metropolitan District Nos. 1, 2 and 3 were held on Tuesday, February 11, 2025, 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 (excused absence)
Ray O’Sullivan, Treasurer/Secretary
Jim Byers, Assistant Secretary

Also in attendance were:

Amber Hardekopf, WSDM District Managers
Rebecca Harris, WSDM District Managers
Tate Crosby, White Bear Ankele Tanaka & Waldron, PC Legal Counsel
Ryan Case, Case International
Jeff Odor, Matrix Design Group
Nicole Schanel, Matrix Design Group
Jordan Becker, Matrix Design Group
David Neville
Nathan Steele, ROI
John Radcliff, ROI
Mike DeGrant, DeGrant Development Strategies, LLC
Chris Grundy, Grundy Construction Management and Consulting

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 President Case II.
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters: President Case II indicated that a quorum of the Boards was present. He stated that each Director has been qualified as an eligible elector of the districts pursuant to Colorado law. The Directors

confirmed their qualifications. Ms. Harris informed 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. President Case II inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest regarding 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 Long moved to approve the Agenda as presented; seconded by Director O'Sullivan. Motion passed unanimously.
4. Approval of January 14th, 2025, Regular Meeting Minutes: After review, Director Long moved to approve January 14, 2024, Regular Meeting Minutes as presented: seconded by Director Byers. Motion passed unanimously.
5. Financial Matters
 - a. Approve Unaudited Financial Reports through January 31st, 2025: Ms. Harris reviewed the unaudited financials. After discussion, Director Long motioned to approve the Unaudited Financial Reports through January 31st, 2025 as presented; seconded by Director O'Sullivan. Motion passed unanimously.
 - b. Ratify and Approve Payables through February 11, 2025: Ms. Harris presented the payables. After discussion Director O'Sullivan motioned to approve the payables as presented, seconded by Director Long. Motion passed unanimously.
 - c. Review status of past due O&M expenses: Ms. Harris reviewed that status of past due O&M expenses which were waiting for ROI developer advances.
6. District Manager Report
 - a. Discuss Drainage Channel Financing: The Board discussed single full project contract vs a multi-phase contract option, due to appropriation constraints, as well as choice of contractors that have placed bids on the work. After detailed discussion, Director O'Sullivan motioned to authorize Mr. Odor of Matrix Design Group to clarify with proposed contractor Naranjo for an optimal phasing plan, seconded by Director Case II. Motion passed unanimously.
 - b. Update on Covenants and Architectural Submissions
 - c. Update in New Development
 - d. District Provision of Covenant Enforcement Services
7. President of the Board Report
8. Detailed Discussion of Development Status Review
 - a. Engineering Update
 - i. Schedule
 - ii. Cash Flow
 - b. Plan Updates
 - i. Roadway/Utility/Storm Water

- ii. Channel Design
 - iii. 24" and 16" water line update
 - iv. Sanitary Sweer outfall update
 - c. Construction Schedule/Construction Contracts Approval/Ratify/Pre-approval
 - d. Update on Construction Budget
 - e. Review and consider acceptance for Channel Improvement Proposals
 - f. Redemption Hill Church
 - g. Challenger Homes
 - h. Bradley Ridge
9. General/Administrative Matters
- a. Discuss Private Alley Way and Metro Responsibility
 - b. District No. 1 Dissolution Timing
 - c. Review and consider proposal for Special Counsel for Delinquent Fee Collections and Foreclosure Matters; Special Counsel for Covenant and Design Guideline Enforcement Matters (under separate cover)
10. Other Business
- a. Next Regular Meeting scheduled: March 11, 2025, at 9am.
11. Adjourn: Director O'Sullivan moved to continue the meeting to February 20, 2025 at 3:00pm; Directo Long seconded. Motion passed unanimously.

Respectfully submitted,

By: Recording Secretary

THESE MINUTES ARE APPROVED AS THE OFFICIAL FEBRUARY 11, 2025 REGULAR MEETING MINUTES OF THE JOINT BRADLEY HEIGHTS METROPOLITAN DISTRICT.

**MINUTES OF THE CONTINUED REGULAR BOARD MEETING OF THE BOARD OF
DIRECTORS OF THE
BRADLEY HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2, AND 3
HELD FEBRUARY 20th, 2025
AT 3:00 PM**

Pursuant to posted notice, the continued regular meetings of the Board of Directors of the Bradley Heights Metropolitan District Nos. 1, 2 and 3 were held on Tuesday, February 20, 2025, at 3:00 p.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 (excused absence)
Ray O’Sullivan, Treasurer/Secretary
Jim Byers, Assistant Secretary

Also in attendance were:

Amber Hardekopf, WSDM District Managers
Rebecca Harris, WSDM District Managers
Tate Crosby, White Bear Ankele Tanaka & Waldron, PC Legal Counsel
Ryan Case, Case International
Jeff Odor, Matrix Design Group
Nicole Schanel, Matrix Design Group
Jordan Becker, Matrix Design Group
David Neville
Nathan Steele, ROI
John Radcliff, ROI
Mike DeGrant, DeGrant Development Strategies, LLC
Chris Grundy, Grundy Construction Management and Consulting

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 3:00 p.m. by President Case II.
2. Declaration of Quorum/Director Qualifications/ Disclosure Matters: President Case II indicated that a quorum of the Boards was present. He stated that each Director has been qualified as an eligible elector of the districts pursuant to Colorado law. The Directors

confirmed their qualifications. Ms. Harris informed 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. President Case II inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest regarding 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 Long moved to approve the Agenda; seconded by Director Byers. Motion passed unanimously.

4. District Manager Report

- a. Update on Covenants and Architectural Submission: Ms. Harris noted that ACC submissions have increased, covenants are in compliance overall and that the ARC committee is still with Century Communities.
- b. District Provision of Covenant Enforcement Services: Ms. Harris noted that residents are resolving their violations within the first letter received.

5. President of the Board Report: No new information was presented during the discussion.

6. Detailed Discussion of Development Status Review

- a. Engineering Update: No additional details were shared regarding this topic.
 - i. Schedule
 - ii. Cash Flow
- b. Plan Updates
 - i. Roadway/Utility/Storm Water: No update was provided.
 - ii. Channel design
 - iii. 24" and 16" water line update: Update was provided by Mr. Grundy who advised that the water line connection from Drennan Rd to Aerospace would be removed from the Frazee contract and assigned to CSU due to timeline completion.
- c. Construction Schedule/Construction Contracts Approval/Ratify/Pre-approval: Director O'Sullivan moved to approve payables as presented in the amount of \$308,000 for Frazee and Entech. Seconded by Director Long. Motion passed unanimously.
- d. Update on Construction Budget: No update provided.
- e. Discuss status of Channel Improvement Proposal: After detailed discussion of construction timeline phasing, motion was made by Director O'Sullivan to authorize a contract to appropriate 2.1 million for phase 1 costs and award the bid to Naranjo for the lowest responsible and responsive bid. Seconded by Director Byers. Motion passed unanimously.
Director Long motioned to approve change order number 4 in an amount of \$17,300 for Matrix Design Group, seconded by Director O'Sullivan. Motion passed unanimously. Director O'Sullivan moved to approve the Matrix proposal

for the Marksheffel Tributary to Jimmy Camp Creek not to exceed \$251,355.00 and \$75,000 for Grundy Construction Management. Seconded by Director Byers. Motion passed unanimously.

- f. Redemption Hill Church: Ms. Harris provided an update that the letter for reimbursement would be going out on Saturday.
 - g. Challenger Homes: No update provided.
 - h. Bradley Ridge: Director O'Sullivan noted that he will be closing on his loan in the next 30 days and would then be able to advance platting fees for approximately 35 acres to the district.
7. General/Administrative Matters
- a. Discuss Private Alley Way and Metro Responsibility: Ms. Harris reported Challenger Homes new plats in filing 5A, 5B, and 5C has incorporated private alleyways planned to be conveyed to the district. Ms. Harris noted to the Board the current service plan for the District does not allow this service to be provided. After detailed discussion was had regarding the best way to proceed, the Board requested to engage legal counsel on the steps to begin a Service Plan amendment at the cost of Challenger Homes. Mr. Byers as a Challenger Representative, agreed to the request.
 - b. District No. 1 Dissolution Timing: No updated provided.
 - c. Review and Consider Proposal for Special Counsel for Delinquent Fee Collections and Foreclosure Matters; Special Counsel for Covenant and Design Guideline Enforcement Matters: After discussion Director Long motioned for Director Case II be authorized to select Special Counsel, seconded by Director O'Sullivan. Motion passed unanimously.
8. Other Business
- a. Next Regular Meeting Scheduled: March 11, 2025, at 9:00 a.m.
9. Adjourn: Meeting was adjourned at 4:32 p.m.



Bradley Heights Metropolitan District No. 1

PAYMENT REQUEST

3/11/2025

GENERAL FUND ACCOUNT

Company	Invoice	Date	Amount	Comments
CO Special Dist Prop & Liability	25PL-606121130	9/25/2024	\$ 1,941.00	Approved - remains unpaid
Mailing Services, Inc.	5/22/1954	11/15/2024	\$ 61.97	Approved - remains unpaid
Mailing Services, Inc.	2/14/1955	1/8/2025	\$ 74.84	Approved - remains unpaid
Mountain View Electric	Multiple	11/6/2024	\$ 177.99	Approved - remains unpaid
TCW Risk Management	13969	10/3/2024	\$ 695.00	Approved - remains unpaid
White Bear Anekele	36942	9/30/2024	\$ 1,119.30	Approved - remains unpaid
White Bear Anekele	37434	10/31/2024	\$ 238.31	Approved - remains unpaid
White Bear Anekele	37935	11/30/2024	\$ 1,612.60	Approved - remains unpaid
White Bear Anekele	38467	12/31/2024	\$ 2,934.07	Approved - remains unpaid
White Bear Anekele	38957	1/31/2025	\$ 2,498.46	
White Bear Anekele	39467	2/28/2025	\$ 3,962.42	
WSDM District Managers	434	9/30/2024	\$ 5,010.59	Approved - remains unpaid
WSDM District Managers	460	10/31/2024	\$ 5,000.00	Approved - remains unpaid
WSDM District Managers	509	11/30/2024	\$ 5,139.81	Approved - remains unpaid
WSDM District Managers	556	12/31/2024	\$ 5,258.59	Approved - remains unpaid
WSDM District Managers	600	1/31/2025	\$ 5,500.00	Approved - remains unpaid
WSDM District Managers	656	2/28/2025	\$ 5,555.60	
TOTAL			\$ 46,780.55	

\$46,780.55

Bradley Heights Metropolitan District

Balance Per Bank 2/6/25	15,623.53
Current Payables	(12,016.48)
Prior Months Payables	(34,764.07)
Outstanding Dev Advance	26,416.35
Funds Needed	(4,740.67)

Bradley Heights Metropolitan District No. 2

PAYMENT REQUEST

3/11/2025

GENERAL FUND ACCOUNT

Company	Invoice	Date	Amount	Comments
HBS Trash	FR5142665	2/28/2025	\$ 915.00	
Mountain View Electric	106055500	2/5/2025	\$ 45.71	
UMB Bank	21425	2/14/2025	\$ 165,026.84	Pledged Revenue
TOTAL			\$ 165,987.55	

\$165,987.55

Bradley Heights Metropolitan District

Bank Balance	182,530.56
Current Payables	(165,987.55)
Bank Balance After Payables	16,543.01

Bradley Heights Metropolitan District #2

PAYMENT REQUEST

2/20/2025

BOND FUND ACCOUNT

Company	Invoice	Date	Amount	Comments
Bradley Hights Metropolitan District #2	22625	2/26/2025	\$ 2,942.00	CSU Application Fee
Fraze	19.2	2/24/2025	\$ 10,000.00	Already Paid
Grundy Construction Management & Consulting	BHM-040	3/5/2025	\$ 5,071.20	
TOTAL			\$ 18,013.20	

Bradley Heights





MEMORANDUM

TO: BRADLEY HEIGHTS METROPOLITAN DISTRICT NO. 1, 2, & 3 BOARD OF DIRECTORS
FROM: REBECCA HARRIS, DISTRICT MANAGER
SUBJECT: SERVICE PLAN 2025 AMENDMENT PREPARATION
DATE: MARCH 4, 2025
CC: SEAN ALLEN, LEGAL COUNSEL

Service Plan Amendment Request:

- February 20, 2025, Continued Board Meeting The board approved engaging legal counsel to begin work on a service plan amendment to add the service of Private Alley ownership and maintenance in Exhibit D to allow ownership and maintenance done by the Metropolitan District No. 2.
- Challenger Homes agreed to fund the legal costs associated with this effort.

Service Plan Amendment Process:

- Legal Counsel will reach out to the City of Colorado Springs to begin the request for a Service Plan Amendment.
- the City of Colorado Springs will determine if this request is;
 - Material modification to the Service Plan and therefore requires City Council Approval at a hearing.
 - An immaterial modification can be administratively approved.

Items to consider and recommended prior to work beginning:

- Enter into a letter agreement with Challenger Homes outlining the engagement costs and provide a retainer to be paid to the Bradley Heights Metropolitan District No. 1 of \$12,500 to fund the costs associated with the Service Plan Amendment.
 - Add a replenishment requirement to re-fill the retainer if funds get to 25% (\$3,125)
- Does the District want to require a third-party engineer to review the specs of the private alleys prior to conveyance?
 - At who's costs?
- Need to engage a 3rd party to perform a Reserve Study prior to conveyance that outlines the maintenance costs long term to the district.
- Draft and adopt a warranty policy, prior to conveyance of ownership.
 - Require the developer to fund the O&M for a warranty period or break-even period, whichever is met first.
 - Require an escrow from the developer to fund the Reserve, based on Reserve Study, until fees collected from property owners break-even. Developers will get reimbursements as reserves are replaced with homeowner fees.
- Need to adopt an additional fee resolution for properties that benefit from the Private Road, need to consider the additional Admin costs associated with this piece as well.