

RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
BROMLEY PARK METROPOLITAN DISTRICT NO. 2  
HELD JANUARY 17, 2019

A special meeting of the Board of Directors ("Board") of the Bromley Park Metropolitan District No. 2 ("District") was held on Thursday, January 17, 2019 at 6:00 p.m. at the Main Street Café, 161 N. Main Street, Brighton, CO 80601

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**Attendance**

In attendance were Directors:

Joel Farkas  
Toni Serra  
Douglas G. Hamilton

Also in attendance:

Matt Urkoski, & Paul Wilson; CliftonLarsonAllen LLP ("CLA")  
Sarah McGrath; McGeady Becher P.C.  
Cole Blower, Resident

**Call to Order  
And Quorum**

Director Farkas called the meeting to order at 6:04 p.m. There was a quorum of the Board present for the special meeting.

**Potential Conflict  
Of Interest**

Attorney McGrath discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney McGrath that disclosures of potential conflicts of interest were filed with the Secretary of State for Directors Farkas, Hamilton and Serra.

**Agenda/Meeting  
Location/Posting  
of Meeting Notices**

The Board reviewed the proposed Agenda for the District's special meeting.

Following discussion, upon a motion duly made by Director Farkas, seconded by Director Serra and, upon vote, unanimously carried, the agenda was approved, with addition of the temporary construction easements for the 168<sup>th</sup> Avenue project.

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**Minutes**

Minutes of the November 6, 2018 Special Meeting

Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas and, upon vote, unanimously carried, the Board approved the minutes of the November 6, 2018 special meeting, as presented.

**Public Comments**

None.

**Discuss Board  
Vacancy**

None.

**Financial  
Matters**

Review, Ratify and Approve Claims

Mr. Wilson reviewed the claims with the Board.

Following review, upon a motion duly made by Director Serra, seconded by Director Farkas and, upon vote, unanimously carried, the Board ratified approval of claims, in the amount of \$83,356.27.

Approval of Service Agreement for Project Management Services with Chadwick Land Use Entitlements Company

Attorney McGrath and Director Farkas reviewed the contents and purpose of the Chadwick proposal, which was distributed at the meeting.

Following review, upon a motion duly made by Director Hamilton, seconded by Director Serra and, upon vote, unanimously carried, the Board approved the agreement for Project Management Services with Chadwick Land Use Entitlements Company, subject to legal review and finalization of the Agreement.

Status of Bidding Improvements Associated with Homestead Park and N. 50<sup>th</sup> Ave. Extension

Director Farkas provided an update on the bidding improvements associated with the Homestead Park and N. 50<sup>th</sup> Ave. extension, noting that the bid package from Chadwick should be prepared and sent out within the next 2-4 weeks.

Other

None.

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**Manager Items**

Other

None.

**Attorney Items**

Acceptance of Engineer's Reports and Verifications from Martin/Martin, Inc.

Attorney McGrath reviewed the Engineer's Reports and Verifications from Martin/Martin Inc., with the Board, referencing Table 1 – Costs Verified to Date.

Upon a motion duly made by Director Serra, seconded by Director Hamilton and, upon vote, unanimously carried, the Board approved Verification #1 – Addendum #1 – Homestead, Verification #1 – Addendum #1 – Brighton East Farms Filing 3, as presented.

Upon a motion duly made by Director Hamilton, seconded by Director Serra and, upon vote unanimously carried, the Board accepted Reimbursement #1 – Bowman Consulting, subject to no payment being made until legal interpretation on prior payment is confirmed.

Upon a motion duly made by Director Hamilton, seconded by Director Farkas and, upon vote, unanimously carried, the Board approved Verification #2 – Revision #1 – Brighton East Farms Filing 3, as presented.

Upon a motion duly made by Director Hamilton, seconded by Director Farkas and, upon vote, unanimously carried, the Board approved Verification #2 – Revision #1 – Homestead, as presented.

Approval of Reimbursement to Kings Co, LLC of Construction Related Expenses Under the Advance and Reimbursement Agreement

Attorney McGrath reviewed the reimbursement with the Board.

Upon a motion by Director Hamilton, seconded by Director Farkas and, upon vote, unanimously carried, the Board approved the reimbursement to Kings Co., LLC of construction related expenses under the Advance and Reimbursement Agreement as detailed in the accepted Martin/Martin Reports and Verifications.

Ratify Cost Sharing and Reimbursement Agreement (for Tract M) with Parkside at Brighton Farms East Homeowners Association, Inc.

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Attorney McGrath informed the Board that Parkside HOA is in the process of final review of the Agreement.

Upon a motion duly made by Director Hamilton, seconded by Director Farkas and, upon vote, unanimously carried, the Board ratified approval of the Cost Sharing and Reimbursement Agreement with Parkside at Brighton Farms Homeowners Association, Inc., subject to legal review and finalization of Agreement.

### Discuss Status of Acceptance of Tract(s) Along 168<sup>th</sup> Avenue from Homestead II Homeowners Association

Following discussion, upon a motion duly made by Director Serra, seconded by Director Farkas and, upon vote, unanimously carried, the Board approved acceptance of the tracts along 168<sup>th</sup> Avenue from Homestead II Homeowners Association. Subsequent review indicated that the District previously accepted Tracts A, F and G.

### Approval of Service Agreement for Landscape Improvement Services with Goodland Construction

Attorney McGrath reviewed the Service Agreement with Goodland Construction with the Board.

Upon a motion duly made by Director Serra, seconded by Director Hamilton and, upon vote, unanimously carried, the Board approved the Landscape Improvement Services Agreement with Goodland Construction.

### Approval of Service Agreement for Project Management Services for Landscape Improvement Project with Stacklot LLC.

Attorney McGrath reviewed the Service Agreement from StackLot LLC with the Board.

Upon a motion duly made by Director Hamilton, seconded by Director Serra and, upon vote, unanimously carried, the Board approved the Service Agreement for Project Management Services for the Landscape Improvement Project with Stacklot LLC.

### Other

### Approval of Temporary Construction Easements with Homestead

Attorney McGrath informed the Board that this item is no longer needed.

### Approval of Temporary Construction Easement for Parkside

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Following discussion, upon a motion duly made by Director Serra, seconded by Director Hamilton and, upon vote, unanimously carried, the Board approved temporary construction easement for Parkside. Subsequent review indicated that the temporary construction easement is no longer needed.

**Construction Matters**

Status of Construction Under Goodland Contract

Director Farkas reported that the District is awaiting final inspection and acceptance of the Tract N Park by the City.

Other

None.

**Board Member**

Other

Director Farkas reported that oil is being drilled in Section 2, Filing 3, and that three wells have been spudded. He further noted that by the end of March all eight wells should be completed. Director Farkas also informed the Board that a pipeline is under proposal with the City, regarding the City right of way, to connect both pads within the District.

**Other Business**

Confirm Quorum for February 5, 2019 Regular Meeting

The Board cancelled the February 5, 2019 regular meeting but noted that there may be a need to meet in the first part of March.

**Adjournment**

There being no further business to come before the Board, upon a motion duly made by Director Farkas, seconded by Director Serra and, upon vote, unanimously carried, the meeting was adjourned at 6:35 p.m.

Respectfully submitted,



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Secretary for the Meeting