

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 APRIL 9, 2019

A special meeting of the Board of Directors ("Board") of the Bromley Park Metropolitan District No. 2 ("District") was held on Tuesday, April 9, 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:

Toni Serra  
Douglas G. Hamilton  
Anthony Tucker

Also in attendance:

Wendi McLaughlin & Paul Wilson; CliftonLarsonAllen LLP ("CLA")

**Call to Order  
And Quorum**

Director Serra called the meeting to order at 6:03 p.m. There was a quorum of the Board present for the special meeting.

**Potential Conflict  
Of Interest**

Ms. McLaughlin 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 Ms. McLaughlin that disclosures of potential conflicts of interest were filed with the Secretary of State for Directors Hamilton, Serra and Tucker.

**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 Serra, seconded by Director Hamilton and, upon vote, unanimously carried, the agenda was approved, as presented

**Public Comments**

None.

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### Attorney Items

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

Following discussion, upon motion duly made by Director Serra, seconded by Director Hamilton and, upon vote, unanimously carried, the Board approved the Engineer's Reports and Verifications from Martin/Martin, Inc., as presented.

#### Consider Approval of Reimbursement to Kings Co, LLC for Construction Related Expenses Under the Advance & Reimbursement Agreement

Following discussion, upon a motion duly made by Director Hamilton, seconded by Director Serra and upon vote, unanimously carried, the Board approved reimbursement of the constructed value of the public improvements considered in the Engineer's Verification Report, in the amount of \$2,309.16 plus incurred interest from the date of deposit into the District's account.

Following discussion, upon a motion duly made by Director Hamilton, seconded by Director Serra and, upon vote, unanimously carried, the Board approved reimbursement for the design and construction related expenses presented in the Engineer's Verification Report, in the amount of \$48,580.21, conditional upon receipt of proof of payment from Kings Co, LLC and lien waivers from each subconsultant and contractor.

Following discussion, upon a motion duly made by Director Hamilton, seconded by Director Serra and, upon vote, unanimously carried, the Board approved payment of the security expenses set forth in the Engineer's Verification Report, in the amount of \$1,182,044.00, related to certain public roadway and drainage improvements conditional upon execution of an agreement between the District and developer, regarding the District's assumption of the responsibility for completing such public infrastructure items outlined in Table #4 prior to deposit of such security, and conditional upon an acceptable security agreement with the City regarding same.

#### Consider Approval of Agreement between the District, the City of Brighton and the Developer Regarding Cost Surety for Tract E Park Construction

Upon a motion duly made by Director Hamilton, seconded by Director Serra and, upon vote, unanimously carried, the Board approved the Agreement between the District, the City of Brighton and the Developer regarding cost surety for Tract E park construction, subject to final legal determination.

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Other

None.

**Other Business**


Confirm Quorum for July 2, 2019 Regular Meeting

The Board confirmed quorum for the July 2, 2019 regular meeting.

**Adjournment**

There being no further business to come before the Board, the meeting adjourned at 6:14 p.m.

Respectfully submitted,

  
Secretary for the Meeting