

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
BROMLEY PARK METROPOLITAN DISTRICT NO. 2
(THE "DISTRICT")
HELD
January 25, 2021

A special meeting of the Board of Directors of the Bromley Park Metropolitan District No. 2 (referred to hereafter as the "Board") was convened on Monday, January 25, 2021, at 11:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Joel Farkas, President
Toni Serra, Secretary
Douglas G. Hamilton, Treasurer
Anthony Tucker, Assistant Secretary

Also, In Attendance Were:

MaryAnn McGeady, Esq.; McGeady Becher P.C.
Courtney Diguardi, Esq.; McGeady Becher P.C.
Lisa Johnson: CliftonLarsonAllen LLP - Management
Paul Wilson; CliftonLarsonAllen LLP – Accounting
Chris Perdue; Strategic Site Designs, LLC
Barrett Marrocco; Independent District Engineering Services, LLC, for a portion of the meeting

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors 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 McGeady that disclosures of potential conflicts of interest were filed with the Secretary of State for Directors Farkas, Hamilton and Serra, and no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Quorum/Confirmation of Meeting Location/Posting of Notice:
Ms. Johnson confirmed the presence of a quorum.

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The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, upon a motion duly made by Director Hamilton, seconded by Director Tucker, and upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, this meeting was conducted via Microsoft Teams and encouraged public participation via Microsoft Teams. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

Agenda:

The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Hamilton, seconded by Director Tucker, and upon vote, unanimously carried, the Board approved the Agenda, as presented.

Minutes of November 16, 2020 Special Meeting:

The Board reviewed the Minutes of the November 16, 2020 Special Meeting. Following review and discussion, upon motion duly made by Director Serra, seconded by Director Tucker, and upon vote, unanimously carried, the Board approved the Minutes, as presented.

Public Comment:

There was no public comment.

FINANCIAL MATTERS

Payment of Claims:

Mr. Wilson reviewed the payment of claims in the amount of \$81,921.78 for ratification. Following discussion, upon a motion duly made by Director Serra, seconded by Director Hamilton, and upon vote, unanimously carried, the Board ratified the payment of claims in the amount of \$81,921.78.

Unaudited Financial Statements and Cash Position:

Mr. Wilson reviewed the unaudited financial statements and cash position for the period ending December 31, 2020 with the Board. Director Farkas directed Mr. Wilson to prepare a document that reflects the amount of oil and gas revenue attributable to the General Fund and the Debt Service Fund. He also asked Mr. Wilson to provide the amortization schedule related to the District's debt.

Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas and, upon vote, unanimously carried, the Board accepted the unaudited financial statements and cash position as presented.

Development Update:

Director Farkas provided an update on the construction activity at this time.

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- **Homestead** – Richfield Homes is preparing to acquire the vacant lots and begin selling homes in March 2021. Public improvements (trails and ponds) required by the City of Brighton have been redesigned and construction is ongoing. Stormwater improvements are scheduled to be complete by the 2nd week in February. Trails in front of homes are required but have been eliminated in Phase 1 due to residents' request to the City of Brighton. Final plans have been approved by the City of Brighton. Consent letters will be mailed to current residents requesting their approval of the revised trail requirements.
- **Brighton East Farms, Filing 3** – The southern half of Filing 3 is owned by Richmond American Homes and the northern half is owned by LGI. Both builders are actively selling lots.
- **Oil and Gas** – The remaining 12 pads in Homestead will see more activity within the next 30 to 60 days. Work to complete the pad sites is expected by the end of 2021. Additional wells are scheduled to be drilled on the Brighton East Farms pad site in 2021.

Disposition of Series 2018D Bonds and Advances under the Advance and Reimbursement Agreement between the District and Kings CO, LLC:

- i. Draw of Bromley Park Metropolitan District No. 2 Third Subordinate General Obligation Limited Tax Bond, Series 2018D in an amount up to \$3,350,000 for reimbursement of District eligible public improvement costs to Kings CO, LLC

The Board deferred discussion to a special meeting scheduled for February 9, 2021.

- ii. Procedures for Improvements to be Owned and Operated by the District

Attorney McGeady presented this item to the Board. Mr. Perdue and Mr. Marrocco are to review and agree on acceptance procedures to be presented to the Board for approval at the next meeting.

- iii. Acceptance of Easement from Kings CO, LLC and Affiliated Entities to Allow for the District's Access to Public Improvements Accepted by the District

Attorney McGeady reported that acceptance of easements from Kings CO, LLC and affiliated entities is a work in progress and will be discussed again at a special meeting scheduled for February 9, 2021.

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MANAGER MATTERS

Proposals for Stormwater Engineering Services and Engagement of Qualified Firm:

Ms. Johnson presented a summary of the proposals received. The following four firms submitted proposals:

- JR Engineering, LLC
- JVA Consulting Engineers
- Merrick & Company
- RG and Associates, LLC

Following review and discussion, upon a motion duly made by Director Tucker, seconded by Director Farkas, and upon vote, unanimously carried, the Board approved the engagement of JVA Consulting Engineers with a not to exceed amount of \$8,300.

Communications with Homestead HOA Manager and Memo Regarding Irrigation Water Meter Usage Cost Sharing:

Ms. Johnson presented her memo to the Board. Based on the research gathered and given that the meter used to irrigate landscape along 168th Avenue is used for District landscape only, she does not recommend a cost share agreement with the Homestead HOA. The Board reviewed the information and concurred that no cost share agreement is warranted.

LEGAL MATTERS

Escrow Agreement (Homestead Phase II and Phase III Public Improvements Surety) between the District, City of Brighton, and Fidelity National Title Company:

This item was deferred to a special meeting scheduled for February 9, 2021.

Cost Certification Report No. 7 Prepared by Independent District Engineering Services, LLC and Certified Eligible Costs:

Mr. Marrocco reviewed the Cost Certification Report No. 7 with the Board. Following review and discussion, upon a motion duly made by Director Tucker, seconded by Director Serra, and upon vote, unanimously carried, the Board approved the Cost Certification Report No. 7 in the amount of \$3,481,463.33 attached hereto and incorporated herein by reference.

The Board determined to defer any action on the Draw Request related to the Cost Certification Report to a special meeting scheduled for February 9, 2021.

CONSTRUCTION MATTERS

Oil and Gas Well Drilling for BEF and Homestead Well Pads:

Director Farkas provided this report earlier in the meeting.

BOARD MEMBER MATTERS

None.

RECORD OF PROCEEDINGS

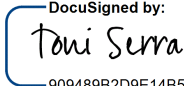
OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By  _____
Secretary for the Meeting

Bromley Park Metropolitan District No. 2 Cost Certification Report



**Report #7
January 2021**

Bromley Park Metropolitan District No. 2
Cost Certification Report

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January 20, 2020

Bromley Park Metropolitan District No. 2
McGeady Becher, P.C.
450 E 17th Avenue, Suite 400
Denver, CO 80203-1254

BROMLEY PARK METROPOLITAN DISTRICT NO. 2 COST CERTIFICATION REPORT #7

INTRODUCTION

Independent District Engineering Services, LLC (Engineer) was hired by the Bromley Park Metropolitan District No. 2 (District) to provide review of expenditures paid by Kings Co, LLC (Developer) and inclusion of District expenditures. This is to summarize and report the expenditures for the Brighton East Farms and Homestead Developments located in the City of Brighton, Colorado (Project). This Cost Certification Report (Report) summarizes the Engineer's approach and findings for the Project.

The expenditures for public improvements discussed in this Report are being certified as District eligible in the amount of **\$3,481,463.33**. From that total, the Developer funded **\$897,837.93** in District eligible expenditures for the Homestead subdivision and **\$2,567,927.88** for the Brighton East Farms subdivision. The Engineer also certified an additional **\$15,459.39** in District eligible expenditures for the Homestead subdivision, and **\$238.13** in District eligible expenditures for the Brighton East Farms subdivision which are to be funded directly by the District.

This Report covers expenditures for street, storm, water, and parks and recreation improvements. This Report also covers soft costs related to storm water management, surveying, design, legal, and engineering services in the Homestead subdivision as well as expenditures for underground utility locates, legal, and engineering services utility locates in the Brighton East Farms subdivision.

GOVERNING DOCUMENTS

The following governing documents were used in recommendations for District eligible expenses:

- Advance and Reimbursement Agreement, by and between Bromley Park Metropolitan District No. 2 and Kings Co, LLC, dated April 5, 2018, as amended on November 6, 2018.
- Consolidated Service Plans for Bromley Park Metropolitan Districts No. 1-4, dated September 1984.
- Agreement for the Sale of Real Estate, between Kings Co, LLC and Richmond American Homes of Colorado, Inc., Purchaser, dated January 31, 2018.
- Reinstatement of and Second Amendment to Agreement for the Sale of Real Estate (Brighton East Farms), by and between Richmond American Homes of Colorado, Inc. and Kings Co, LLC, dated May of 2018.

It should be noted the Engineer used the above governing documents only as a general guideline for eligibility in certification of costs.

ACTIVITIES CONDUCTED

For this Report, the following activities were performed:

- Governing Documents provided by the District and the Developer were reviewed as the basis for recommendation for this Report.
- The Invoice Summary as provided by the District was included, and invoices provided by the Developer were reviewed. A summary was created and is attached as Attachment B.
- A site visit was conducted. Project improvements were photographed.
- Contact was made with Developer to verify knowledge of the work or services performed.
- Some contract unit items were compared to other Projects constructed in the Denver Metropolitan

Area.

ASSUMPTIONS

Due to the specific scope authorized for this Report, the following assumptions were made.

- It is assumed that geotechnical pavement designs have been performed and followed. It is assumed materials testing was performed during construction.
- It is our understanding that the Developer will be responsible for all Storm Water Management Practice (SWMP) activities until the conditions of State and Local permits are met. No SWMP inspections or recommendations were conducted as part of this Report.
- It is assumed that the contractors have obtained all SWMP permitting in the name of the Developer.
- It is our understanding that all local jurisdiction acceptance will be completed by the Developer as required by the Infrastructure Acquisition and Reimbursement Agreement. The District shall have no obligations for local jurisdiction acceptance of infrastructure acquired by the District.
- It is assumed that the Developer has obtained or will obtain final unconditional lien waivers from all contractors performing work or consultants providing services for the Project. It is our recommendation these lien waivers be provided to the District.
- Costs presented do not represent the entire contract value, but rather the portion of costs that are attributable to public improvements as defined in the Service Plan. Percentages of Expenditures that pertain to both District land and private lots are based on land percentage area for the Project Area. See Attachment B for the percentages. These percentages were used for work such as Earthwork, SWMP activities, and planning activities.
- Expenditures that did not have enough information to be verified with this Report may be verified in a future Report.
- Nothing in this Report shall be construed as acceptance of any public infrastructure by any governmental entity, including but not limited to the District. The Developer remains responsible for completing public improvements according to plan and obtain the proper acceptance by any applicable governmental entity.

DISCUSSION

This Report consists of expenditures provided between July of 2019 and January of 2021. The improvements reviewed are generally represented in Attachment B.

Vendor Participation

All contractors, consultants, and vendors (Vendors) whose invoice information was submitted, were evaluated for their participation on the Project and services performed, materials provided, or work completed. A summary of Vendor participation is included as Attachment A.

Review of Invoices and Summary of Expenditures

To provide a cost certification of District Improvements, invoices provided by the Developer were reviewed. Invoice costs were allocated as District or Non-District and a summary is included as Attachment B. Invoices provided were reviewed to determine that the work and cost value were appropriated correctly, and that proof of payment was provided.

SUMMARY OF EXPENDITURES BY CATEGORY AND SERVICE PLAN DIVISION

The table below provides a summary of expenditures by category and Service Plan division. The major elements of the improvements were allocated across these specific categories.

District Improvements	Certified Amount	Percent of Total Cost
Water	\$29,979.39	0.86%
Sanitation/Storm	\$664,300.57	19.08%
Streets	\$1,535,921.02	44.12%
Parks & Rec	\$1,251,262.34	35.94%
TOTAL	\$3,481,463.33	100.00%

FIELD INVESTIGATION RESULTS

A field investigation was conducted in January. Photos were taken of the Project to memorialize the construction of infrastructure and are included in Attachment C. From our visual inspection, it appears the completed improvements were constructed in a quality manner consistent with other similar projects and meeting generally accepted construction requirements.

RECOMMENDATION

In our professional opinion the expenditures for the improvements were reviewed and found to be reasonable. The costs of improvements are comparable to other similar projects in Colorado. At this time and based on the information provided, the Engineer certifies the expenditures provided by the Developer as District eligible expenditures as shown in Attachment B and subject to the level of review presented in this Report. These expenditures are certified in the amount of **\$3,481,463.33**.

Should you have any questions or require further information please feel free to contact me.

Respectfully Submitted,
Independent District Engineering Services, LLC

Barrett Marrocco, P.E.

Attachments

Attachment A

Vendor Participation

Attachment A

Vendor Participation

Following is a summary of the contractors, consultants and vendor participation in work and services for the Report.

2N Civil, LLC Full service civil engineering design and consulting firm responsible for designing and reviewing the detention pond for the Homestead subdivision.

A.G. Wassenaar Geotechnical engineering firm providing testing for the soils, concrete, and asphalt in the Brighton East Farms subdivision.

Alpine Civil Construction, Inc Paving contractor for the Brighton East Farms subdivision.

AzTec Consultants, Inc Surveying group that provided underground utility locates for the Brighton East Farms subdivision.

Bowman Consultants, Inc Civil engineering firm providing a Developer agreement exhibit for the Brighton East Farms subdivision.

CenturyLink, Inc Communications infrastructure company who relocated of one of their pedestals in conflict with a storm pipe for the Homestead subdivision.

City of Brighton City in charge of taking development planning fees for the Homestead subdivision.

CMS Environmental Solutions LLC Performed required bi-weekly storm inspection services for the Homestead subdivision.

Consolidated Divisions, Inc. Parks and Recreation contractor providing installation of the park in tract D of the Brighton East Farms subdivision.

Core Consultants, Inc Professional surveying and engineering firm providing roadway over-excavation offsets, staking, and verifications for the project. The group is also responsible for the design of the storm sewer, water system, and sanitary sewer improvements in the Homestead subdivision.

Foster Graham Milstein & Calisher, LLP Legal counsel who represented the Developer on agreements with the City of Brighton.

Hudick Excavating, Inc. General contractor that installed water and storm improvements and provided storm improvements for the Homestead subdivision and installed storm improvements for the Brighton East Farms subdivision.

IDES LLC Served as the District Engineer for the project. Provided construction observation and cost certification services for the District.

James E. Brown & Associates, P.C. Legal firm working with the Developer and Richmond homes reimbursement processes for the District.

Omerta Storm Water Management Implemented and maintained BMP's for stormwater and site management in the Homestead subdivision.

PCH Group, LLC Performed geotechnical services including proctor tests and soil classification for the Homestead subdivision.

Project Resources Group, Inc Utility construction management services firm providing the relocation of a Comcast amp in conflict with a detention pond drainage system for the Homestead subdivision.

StackLot, LLC Planning and engineering group responsible for construction administration services for the Brighton East Farms subdivision.

Strategic Site Designs, LLC Civil Engineering Design firm who produced the construction documents for 50th Avenue, landscape, irrigation, and solutions for the Silver Peaks drainage issues for the Homestead subdivision and provided construction administration services Brighton East Farms subdivision.

Xcel Energy provider and infrastructure company providing the relocation of a gas main for the Homestead subdivision due to a conflict with certain storm improvements.

Attachment B

Expenditure Data

Attachment B
Bromley Park Metropolitan District No. 2
Engineer's Summary for Cost Certification Report #7

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Description	Invoiced Amount	District Eligible Expenses	Non- Eligible Expenses	Notes
Invoices Paid by the Developer - Homestead									
2N Civil, LLC									
7133	4/8/20	Yes	6/23/20	3154	Storm and Detention Pond Design and Review	\$740.00	\$740.00	\$0.00	
7336	8/10/20	Yes	9/8/20	3182	Detention Pond Design	\$1,580.00	\$1,580.00	\$0.00	
7345	9/1/20	Yes	10/5/20	3188	Plat Amendment	\$320.00	\$105.94	\$214.06	
7486	11/5/20	Yes	12/7/20	3205	Storm and Detention Pond Design and Review	\$1,329.20	\$1,329.20	\$0.00	
Subtotal 2N Civil, LLC						\$3,969.20	\$3,755.14	\$214.06	
CenturyLink, LLC									
N761369	7/27/20	Yes	7/28/20	3163	Relocate Communication Pedastal	\$3,089.08	\$3,089.08	\$0.00	
Subtotal CenturyLink, Inc						\$3,089.08	\$3,089.08	\$0.00	
City of Brighton									
10/9/20	10/9/20	Yes	11/5/20	3196	Planning Fee	\$920.39	\$450.00	\$470.39	
Subtotal City of Brighton						\$920.39	\$450.00	\$470.39	
CMS Environmental Solutions, LLC									
100559	3/1/20	Yes	4/6/20	3132	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
101792	4/1/20	Yes	5/7/20	3140	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
102963	5/1/20	Yes	6/8/20	3151	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
104165	6/1/20	Yes	7/6/20	3156	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
105447	7/1/20	Yes	8/7/20	3170	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
106704	8/1/20	Yes	9/8/20	3176	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
107873	9/1/20	Yes	1/7/21	3214	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
109141	10/1/20	Yes	11/5/20	3192	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
110474	11/1/20	Yes	12/7/20	3202	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
111203	11/2/20	Yes	12/7/20	3207	Stormwater Inspections	\$125.00	\$125.00	\$0.00	
111837	12/1/20	Yes	1/7/21	3214	Stormwater Inspections	\$470.00	\$470.00	\$0.00	
113135	1/1/21	Yes	1/7/21	3214	Stormwater Inspections	\$375.00	\$375.00	\$0.00	
Subtotal CMS Environmental Solutions, LLC						\$4,345.00	\$4,345.00	\$0.00	
Core Consultants, Inc									
19119057	11/6/19	Yes	7/6/20	3157	Surveying and Engineering	\$6,355.00	\$6,355.00	\$0.00	
20010170	1/3/20	Yes	7/6/20	3157	Surveying and Engineering	\$6,420.00	\$6,420.00	\$0.00	
20030644	3/3/20	Yes	7/6/20	3157	Surveying and Engineering	\$6,270.00	\$6,050.00	\$220.00	
20040904	4/6/20	Yes	7/6/20	3157	Surveying and Engineering	\$9,105.00	\$8,275.00	\$830.00	Restaking of Hydrants not Eligible
20051180	5/15/20	Yes	7/6/20	3157	Surveying and Engineering	\$3,520.00	\$570.00	\$2,950.00	Lot Corners not Eligible
20071527	7/20/20	Yes	8/7/20	3169	Surveying and Engineering	\$4,680.00	\$4,680.00	\$0.00	
20081799	8/15/20	Yes	9/8/20	3176	Surveying and Engineering	\$3,255.00	\$3,255.00	\$0.00	
20102289	10/12/20	Yes	12/7/20	3201	Surveying and Engineering	\$5,380.00	\$1,440.00	\$3,940.00	
20112544	11/16/20	Yes	12/7/20	3201	Surveying and Engineering	\$14,022.50	\$5,599.14	\$8,423.36	
20122961	12/18/20	Yes	1/7/21	3215	Surveying and Engineering	\$5,897.50	\$5,580.00	\$317.50	
Subtotal Core Consultants, Inc						\$64,905.00	\$48,224.14	\$16,680.86	
Foster Graham Milstein & Calisher, LLP									
158877	7/15/19	Yes	7/6/20	3158	Legal Services	\$808.50	\$267.66	\$540.84	Site Percentage
162788	11/7/19	Yes	7/6/20	3158	Legal Services	\$1,062.50	\$351.75	\$710.75	Site Percentage
Subtotal Foster Graham Milstein & Calisher, LLP						\$1,871.00	\$619.41	\$1,251.59	
Hudick Excavating, Inc.									
Pay App #1	11/30/19	Yes	2/1/20	3115	General Contractor	\$114,416.55	\$114,416.55	\$0.00	
Pay App #2	12/31/19	Yes	2/1/20	3115	General Contractor	\$67,827.15	\$67,827.15	\$0.00	
Pay App #3	1/31/20	Yes	2/1/20	3115	General Contractor	\$291,138.30	\$13,845.60	\$277,292.70	
Pay App #4	2/29/20	Yes	4/21/20	3139	General Contractor	\$252,684.90	\$19,644.30	\$233,040.60	
Pay App #5	3/31/20	Yes	4/16/20	3138	General Contractor	\$165,612.60	\$70,088.40	\$95,524.20	Sleeves conflict with Storm - Eligible
Pay App #6	4/30/20	Yes	6/11/20	3153	General Contractor	\$107,905.50	\$51,205.50	\$56,700.00	
Pay App #7	5/31/20	Yes	6/11/20	3153	General Contractor	\$3,172.50	\$3,172.50	\$0.00	
Pay App #8	6/30/20	Yes	9/8/20	3174	General Contractor	\$195,812.32	\$179,676.45	\$16,135.87	
Pay App #9	7/31/20	Yes	9/8/20	3184	General Contractor	\$351,771.84	-\$979.79	\$352,751.63	
Pay App #10	8/31/20	Yes	1/7/21	3210	General Contractor	\$2,250.00	\$0.00	\$2,250.00	
Pay App #11	9/30/20	Yes	1/20/21	3221	General Contractor	\$159,564.19	\$57,655.19	\$101,909.00	Partial Retainage Release
Pay App #12	10/31/20	Yes	1/7/21	3212	General Contractor	\$73,444.50	\$73,444.50	\$0.00	
Pay App #13	11/30/20	Yes	1/20/21	3221	General Contractor	\$85,379.40	\$76,199.40	\$9,180.00	
Pay App #14	12/30/20	Yes	1/20/21	3221	General Contractor	\$39,848.40	\$39,848.40	\$0.00	
Subtotal Hudick Excavating, Inc.						\$1,910,828.15	\$766,044.15	\$1,144,784.00	
Omerta Storm Water Management									
51690	3/12/20	Yes	4/6/20	3133	Erosion Control Services	\$398.60	\$320.60	\$78.00	Silt Fence at Site Percentage
51863	3/27/20	Yes	4/6/20	3133	Erosion Control Services	\$315.00	\$315.00	\$0.00	
52094	4/8/20	Yes	5/7/20	3141	Erosion Control Services	\$398.50	\$131.93	\$266.57	Silt Fence at Site Percentage
52216	4/17/20	Yes	5/7/20	3141	Erosion Control Services	\$3,364.00	\$1,107.23	\$2,256.77	

Attachment B

Bromley Park Metropolitan District No. 2

Engineer's Summary for Cost Certification Report #7

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Description	Invoiced Amount	District Eligible Expenses	Non- Eligible Expenses	Notes
52357	4/24/20	Yes	5/7/20	3141	Erosion Control Services	\$651.00	\$378.30	\$272.70	
53024	6/4/20	Yes	7/6/20	3161	Erosion Control Services	\$354.00	\$354.00	\$0.00	
53517	7/2/20	Yes	8/7/20	3172	Erosion Control Services	\$243.00	\$243.00	\$0.00	
54151	8/11/20	Yes	8/11/20	3181	Erosion Control Services	\$460.00	\$152.29	\$307.71	
54301	8/20/20	Yes	10/5/20	3189	Erosion Control Services	\$250.00	\$250.00	\$0.00	
54547	8/31/20	Yes	10/5/20	3189	Erosion Control Services	\$250.00	\$250.00	\$0.00	
54817	8/31/20	Yes	12/7/20	3206	Erosion Control Services	\$5,710.00	\$5,710.00	\$0.00	
155068	10/13/20	Yes	11/5/20	3195	Erosion Control Services	\$367.70	\$320.07	\$47.63	Silt Fence at Site Percentage
155094	10/15/20	Yes	11/5/20	3195	Erosion Control Services	\$1,293.00	\$1,293.00	\$0.00	
155134	10/22/20	Yes	11/5/20	3195	Erosion Control Services	\$264.20	\$250.02	\$14.18	Silt Fence at Site Percentage
155207	10/31/20	Yes	12/1/21	3216	Erosion Control Services	\$459.90	\$433.21	\$26.69	
155236	11/5/20	Yes	12/1/21	3216	Erosion Control Services	\$1,773.23	\$775.91	\$997.32	
155453	12/3/20	Yes	12/1/21	3216	Erosion Control Services	\$2,250.00	\$744.89	\$1,505.11	VTC at Site Percentage
155469	12/8/20	Yes	12/1/21	3216	Erosion Control Services	\$2,891.80	\$2,616.25	\$275.55	
Subtotal Omerta Storm Water Management						\$21,693.93	\$15,645.70	\$6,048.23	
PCH Group, LLC									
12810	12/18/19	Yes	4/6/20	3137	Geotechnical Engineering Services	\$825.00	\$825.00	\$0.00	Street Overex
12963	1/21/20	Yes	4/6/20	3137	Geotechnical Engineering Services	\$1,660.00	\$1,660.00	\$0.00	
13194	2/28/20	Yes	4/6/20	3137	Geotechnical Engineering Services	\$1,710.00	\$1,710.00	\$0.00	
13255	3/28/20	Yes	5/7/20	3145	Geotechnical Engineering Services	\$2,910.00	\$2,910.00	\$0.00	
13330	4/13/20	Yes	9/8/20	3183	Geotechnical Engineering Services	\$1,680.00	\$1,680.00	\$0.00	
13425	4/29/20	Yes	9/8/20	3183	Geotechnical Engineering Services	\$255.00	\$255.00	\$0.00	
13698	6/30/20	Yes	9/8/20	3183	Geotechnical Engineering Services	\$1,270.00	\$1,270.00	\$0.00	
13778	7/21/20	Yes	9/8/20	3183	Geotechnical Engineering Services	\$1,730.00	\$1,730.00	\$0.00	
13838	7/31/20	Yes	9/8/20	3183	Geotechnical Engineering Services	\$1,780.00	\$1,780.00	\$0.00	
14050	9/18/20	Yes	10/5/20	3187	Geotechnical Engineering Services	\$2,270.00	\$2,270.00	\$0.00	
14302	11/12/20	Yes	12/7/20	3204	Geotechnical Engineering Services	\$530.00	\$530.00	\$0.00	
Subtotal PCH Group, LLC						\$16,620.00	\$16,620.00	\$0.00	
Project Resources Group, Inc									
252918	7/21/20	Yes	7/22/20	3162	Relocate Comcast Amp	\$14,814.50	\$14,814.50	\$0.00	Relocation due to Storm Improvements
Subtotal Project Resources Group, Inc						\$14,814.50	\$14,814.50	\$0.00	
Strategic Site Designs, LLC									
1908-004	3/10/20	Yes	11/5/20	3191	Civil Engineering Services	\$6,700.00	\$6,700.00	\$0.00	
1908-006	10/10/20	Yes	11/5/20	3191	Civil Engineering Services	\$14,050.00	\$14,050.00	\$0.00	
Subtotal Strategic Site Designs, LLC						\$20,750.00	\$20,750.00	\$0.00	
Xcel									
8/17/2020	8/17/20	Yes	8/24/20	3173	Gas Relocation - Storm Conflict	\$3,480.81	\$3,480.81	\$0.00	
Subtotal Xcel						\$3,480.81	\$3,480.81	\$0.00	
Subtotal Invoices Paid by the Developer - Homestead						\$2,067,287.06	\$897,837.93	\$1,169,449.13	
Invoices To Be Paid by the District - Homestead									
IDES, LLC									
23404	3/31/20	Yes	District	District	District Engineering Services	\$4,523.80	\$4,523.80	\$0.00	
23405	8/31/20	Yes	District	District	District Engineering Services	\$2,935.59	\$2,935.59	\$0.00	
23406	9/30/20	Yes	District	District	District Engineering Services	\$3,867.50	\$3,867.50	\$0.00	
23407	10/31/20	Yes	District	District	District Engineering Services	\$1,332.50	\$1,332.50	\$0.00	
23408	11/30/20	Yes	District	District	District Engineering Services	\$1,925.00	\$1,925.00	\$0.00	
23409	12/31/20	Yes	District	District	District Engineering Services	\$875.00	\$875.00	\$0.00	
Subtotal IDES, LLC						\$15,459.39	\$15,459.39	\$0.00	
Subtotal Invoices to be Paid by the District - Homestead						\$15,459.39	\$15,459.39	\$0.00	
Invoices Paid by the Developer - Brighton East Farms									
A.G. Wassenaar, Inc									
311896	12/31/19	Yes	2/5/20	1109396	Geotechnical Testing	\$1,352.00	\$683.78	\$668.22	Site percentage applied
314603	3/16/20	Yes	5/13/20	1114360	Pavement Subgrade Letter	\$900.00	\$900.00	\$0.00	
317832	5/31/20	Yes	7/1/20	1116714	Geotechnical Testing	\$7,184.00	\$6,454.49	\$729.51	Site Percentage Applied
317833	5/31/20	Yes	7/1/20	1116714	Geotechnical Testing	\$5,300.00	\$5,028.16	\$271.84	Site Percentage Applied
319815	7/31/20	Yes	9/2/20	1013911	Geotechnical Testing	\$1,984.00	\$1,898.99	\$85.01	Site Percentage Applied
Subtotal A.G. Wassenaar, Inc						\$16,720.00	\$14,965.42	\$1,754.58	
Alpine Civil Construction, Inc.									
2019-12.6	10/25/19	Yes	11/22/19	1105562	Roadway Imp.	\$1,146,230.33	\$633,554.33	\$512,676.00	
2019-12.7	12/10/19	Yes	1/6/20	1107768	Roadway Imp.	\$333,932.18	\$206,051.18	\$127,881.00	
2019-12.8	4/14/20	Yes	5/12/20	1114362	Roadway Imp.	\$142,956.90	\$67,903.65	\$75,053.25	
2019-12.9	5/14/20	Yes	7/14/20	1117549	Roadway Imp.	\$768,461.79	\$101,114.64	\$667,347.15	

Attachment B
Bromley Park Metropolitan District No. 2
Engineer's Summary for Cost Certification Report #7

Invoice ID	Invoice Date	Invoice Provided	Check Date	Check Number	Description	Invoiced Amount	District Eligible Expenses	Non- Eligible Expenses	Notes
2019-12.10	6/17/20	Yes	8/5/20	1118629	Roadway Imp.	\$256,463.10	\$181,728.00	\$74,735.10	
Subtotal Alpine Civil Construction, Inc.						\$2,648,044.30	\$1,190,351.80	\$1,457,692.50	
Aztec Consultants, Inc									
86874	5/28/20	Yes	8/6/20	4118	Underground Utility Locates	\$630.00	\$630.00	\$0.00	
Subtotal Aztec Consultants, Inc						\$630.00	\$630.00	\$0.00	
Bowman Consulting									
264573	12/31/18	Yes	2/6/19	3002	Developer Agreement Exhibit	\$3,072.09	\$1,044.50	\$2,027.59	Production Facility not Eligible
Subtotal Bowman Consulting						\$3,072.09	\$1,044.50	\$2,027.59	
Consolidated Divisions, Inc									
109447	7/25/20	Yes	8/18/20	1119520	Landscaping Contractor - Park	\$16,839.92	\$16,839.92	\$0.00	
109617	7/31/20	Yes	9/21/20	1121222	Landscaping Contractor - Park	\$110,000.00	\$110,000.00	\$0.00	
109783	8/31/20	Yes	10/13/20	1122377	Landscaping Contractor - Park	\$222,932.93	\$222,932.93	\$0.00	
109999	9/30/20	Yes	10/30/20	1123244	Landscaping Contractor - Park	\$417,562.54	\$417,562.54	\$0.00	
110345	10/30/20	Yes	11/17/20	1124181	Landscaping Contractor - Park	\$437,389.27	\$437,389.27	\$0.00	
110822	12/22/20	Yes	1/15/21	1126732	Landscaping Contractor - Park	\$4,747.09	\$0.00	\$4,747.09	O&M
Subtotal Consolidated Divisions, Inc.						\$1,209,471.75	\$1,204,724.66	\$4,747.09	
Foster Graham Milstein & Calisher, LLP									
158875	7/15/19	Yes	7/6/20	4093	Legal Services - Surety Bonds	\$2,964.50	\$885.50	\$2,079.00	
162785	11/7/19	Yes	7/6/20	4093	Legal Services - Surety Bonds	\$1,912.50	\$1,912.50	\$0.00	
Subtotal Foster Graham Milstein & Calisher, LLP						\$4,877.00	\$2,798.00	\$2,079.00	
James E. Brown & Associates, P.C.									
31950	6/30/20	Yes	7/30/20	4106	Legal Services - District Reimbursement	\$2,784.75	\$553.00	\$2,231.75	
Subtotal James E. Brown & Associates, P.C.						\$2,784.75	\$553.00	\$2,231.75	
Hudick Excavating, Inc									
Pay Application #12	3/31/20	Yes	12/19/19 & 4/24/20	1106203 & 1113502	Utility Construction	\$109,352.60	\$52,443.00	\$56,909.60	
Pay Application #13	4/30/20	Yes	6/10/20	1115960	Utility Construction	\$237,751.60	\$18,229.50	\$219,522.10	
Pay Application #14	5/31/20	Yes	6/19/20	1116375	Utility Construction	\$83,685.98	\$63,421.20	\$20,264.78	
Pay Application #15	6/30/20	Yes	8/4/20	1118515	Utility Construction	\$46,842.60	\$7,511.40	\$39,331.20	
Pay Application #16	7/31/20	Yes	11/12/20	1123476	Utility Construction	\$194,969.92	\$1,895.40	\$193,074.52	
Hudick Excavating, Inc						\$672,602.70	\$143,500.50	\$529,102.20	
Strategic Site Designs									
1918-005	9/9/20	Yes	11/5/20	4167	Civil Engineering Consulting	\$11,610.00	\$9,360.00	\$2,250.00	
Subtotal Strategic Site Designs						\$11,610.00	\$9,360.00	\$2,250.00	
Subtotal Invoices Paid by the Developer - Brighton East Farms						\$4,569,812.59	\$2,567,927.88	\$2,001,884.71	
Invoices to be Paid by the District - Brighton East Farms									
StackLot, LLC									
2003	9/8/20	Yes	District	District	Construction Administration	\$238.13	\$238.13	\$0.00	
Subtotal StackLot, LLC						\$238.13	\$238.13	\$0.00	
Subtotal Invoices to be Paid by the District - Brighton East Farms						\$238.13	\$238.13	\$0.00	
Total						\$6,652,797.17	\$3,481,463.33	\$3,171,333.84	

"District Eligible Expenses" is the amount being recommended for reimbursement from the District

"Non Eligible Expenses" is the difference between the Invoiced Amount and the District Portion

These amounts do not include interest

Assumptions

Homestead is 33.11% percent District

BEF Filing 3 51% percent District

Site % 29%

Road 71%

Parks

Attachment C

Project Photos

Bromley Park Metropolitan District Site Photos



Homestead Facing NW



Homestead SE Detention Pond



Homestead Utility Construction



Homestead Utility Construction



BEF Filing 3 N 60th Ave facing South



BEF Filing 3 N 60th Ave facing North



BEF Filing 3 Baseline Rd. facing East



BEF Filing 3 Baseline Rd. facing West



BEF Filing 3 facing SW



BEF Filing 3 facing South



Homestead – Storm Improvements



Homestead – Trail Improvements



BEF F3 Construction



BEF F3 Detention Pond and Sod



BEF F3 Park



BEF F3 Homebuilding



BEF F3 Construction



BEF F3 N 60th Ave

Certificate Of Completion

Envelope Id: 5B65F6100D2C4949A196B4423A6B859C	Status: Completed
Subject: Please DocuSign: Minutes - 01-25-2021 - Special Mtg (execution copy).pdf	
Client Name: Bromley Park MD 2	
Client Number: 011-030088-OS02-2021	
Source Envelope:	
Document Pages: 21	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Cindy.Jenkins@claconnect.com
	IP Address: 73.169.83.196

Record Tracking

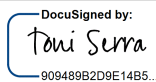
Status: Original	Holder: Cindy Jenkins	Location: DocuSign
3/30/2021 6:23:06 PM	Cindy.Jenkins@claconnect.com	

Signer Events

Toni Serra
toni@garnow.com
Office Manager

Security Level: Email, Account Authentication
(None)

Signature

DocuSigned by:

909489B2D9E14B5...

Signature Adoption: Pre-selected Style
Using IP Address: 64.207.26.34

Timestamp

Sent: 3/30/2021 6:25:44 PM
Viewed: 3/30/2021 6:30:49 PM
Signed: 3/30/2021 6:32:07 PM

Electronic Record and Signature Disclosure:
Accepted: 3/30/2021 6:30:49 PM
ID: a0aba78f-3459-4532-bcf6-6a0c906a382c

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

Timestamp

Agent Delivery Events

Status

Timestamp

Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

Status

Timestamp

Carbon Copy Events

Status

Timestamp

Witness Events

Signature

Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

Envelope Sent	Hashed/Encrypted	3/30/2021 6:25:44 PM
Certified Delivered	Security Checked	3/30/2021 6:30:49 PM
Signing Complete	Security Checked	3/30/2021 6:32:07 PM
Completed	Security Checked	3/30/2021 6:32:07 PM

Payment Events

Status

Timestamps

Electronic Record and Signature Disclosure

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