

MOUNTAIN BROOK METROPOLITAN DISTRICT

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: 303-987-0835 • 800-741-3254
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NOTICE OF A REGULAR MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Kevin Mulshine	President	2023/May 2023
Kenneth Spencer	Treasurer	2023/May 2023
Conley Smith	Secretary	2023/May 2023
VACANCY		2025/May 2023
VACANCY		2025/May 2023

DATE: August 22, 2022
TIME: 9:00 a.m.
PLACE: Zoom

Join Zoom Meeting

<https://us02web.zoom.us/j/86501449946?pwd=dWxBRUZsMVFBclRITThPOEh0NDQwQT09>

Meeting ID: 865 0144 9946

Passcode: 665846

Call In: 1-669-900-6833

I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

B. Approve Agenda, confirm location of meeting and posting of notices.

II. *CONSENT AGENDA - These items listed below are a group of items to be acted on with a single motion and vote by the Board. An item may be removed from the consent agenda to the regular agenda by any Board member. Items on the consent agenda are then voted on by a single motion, second, and vote by the Board. **Enclosures included in electronic packets only; hard copies available upon request.**

- Review and approve the Minutes of the June 27, 2022 Regular Meeting (enclosure).
-

III. PUBLIC COMMENTS

A. _____

V. FINANCIAL MATTERS

- A. Review and ratify approval of the payment of claims as follows (enclosure):

Fund	Period Ending Aug. 16, 2022
General	\$ 131,641.33
Debt	\$ -0-
Capital	\$ -0-
Total	\$ 131,641.33

-
- B. Review and accept unaudited financial statements through the period ending June 30, 2022 (enclosure).
-

VI. LEGAL MATTERS

- A. _____

VII. CAPITAL IMPROVEMENT MATTERS

- A. Consider Approval of Bid Award Recommendation for Mountain Brook Filing 1 & 2 Subdivision Public Landscape Improvements.
-

VIII. OTHER BUSINESS

- A. _____

- IX. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR OCTOBER 24, 2022**

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE MOUNTAIN BROOK METROPOLITAN DISTRICT HELD JUNE 27, 2022

The regular meeting of the Board of Directors of the Mountain Brook Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, the 27th day of June, 2022, at 9:00 a.m. The District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Kevin Mulshine, President
Kenneth Spencer, Treasurer
Conley Smith, Secretary

Also In Attendance Were:

Peggy Ripko; Special District Management Services, Inc.

Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Attorney Pogue noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Pogue requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Pogue noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes. It was noted that disclosure statements had been timely filed for all Directors.

ADMINISTRATIVE MATTERS

Agenda: Ms. Ripko distributed for the Board’s review and approval a proposed agenda for the District’s meeting.

Following discussion, upon motion duly made by Director Smith, seconded by Director Spencer and, upon vote unanimously carried, the agenda was approved, as presented.

RECORD OF PROCEEDINGS

Approval of Meeting Location: The Board entered into a discussion regarding the requirements of §32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Smith, seconded by Director Spencer and, upon vote, unanimously carried, the Board determined this District Board Meeting was held via Zoom. The Board further noted that notice of this meeting format was duly posted and that it has not received any objections to the meeting format or any requests that the meeting format be changed by taxpaying electors within the District boundaries.

CONSENT AGENDA **Consent Agenda:** The Board considered the following actions:

- Approve the Minutes of the May 4, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Mulshine, seconded by Director Spencer and, upon vote, unanimously carried, the Board approved the Consent Agenda, as presented.

PUBLIC COMMENTS There were no public comments.

FINANCIAL MATTERS **Claims:** The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending
General	\$ 140,772.46
Debt	\$ -0-
Capital	\$ -0-
Total	\$ 140,772.46

Following discussion, upon motion duly made by Director Spencer, seconded by Director Smith and, upon vote, unanimously carried, the Board ratified the approval of the payment of claims, as presented.

Requisition No. 2 (under the Series 2021 Bonds) authorizing payment to Mountain Brook Metropolitan District for Engineering Services: The Board discussed the approval of Requisition No. 2 (under the Series 2021 Bonds) authorizing payment to Mountain Brook Metropolitan District for Engineering Services related to Public Improvements paid in May 2022 in the

RECORD OF PROCEEDINGS

amount \$29,100.00.

Following review and discussion, upon motion duly made by Director Smith, seconded by Director Spencer and, upon vote, unanimously carried, the Board ratified the approval of Requisition No. 2 (under the Series 2021 Bonds) authorizing payment to Mountain Brook Metropolitan District for Engineering Services related to Public Improvements paid in May 2022 in the amount \$29,100.00.

Requisition No. 3 (under the Series 2021 Bonds) authorizing payment to Mountain Brook Metropolitan District for Engineering Services: The Board discussed the approval of Requisition No. 3 (under the Series 2021 Bonds) authorizing payment to Mountain Brook Metropolitan District for Engineering Services related to Public Improvements paid in May 2022 in the amount \$127,722.47.

Following review and discussion, upon motion duly made by Director Smith, seconded by Director Spencer and, upon vote, unanimously carried, the Board ratified the approval of Requisition No. 3 (under the Series 2021 Bonds) authorizing payment to Mountain Brook Metropolitan District for Engineering Services related to Public Improvements paid in May 2022 in the amount \$127,722.47.

LEGAL MATTERS

Construction Agreement with Splashtacular LLC: The Board discussed the approval of the Construction Agreement with Splashtacular LLC for construction and installation of sprayground equipment.

Following review and discussion, upon motion duly made by Director Smith, seconded by Director Spencer and, upon vote, unanimously carried, the Board ratified the approval of the Construction Agreement with Splashtacular LLC for construction and installation of sprayground equipment.

Preconstruction Services Agreement with Landmark Homes for the Amenity Center: The Board discussed the approval of the Preconstruction Services Agreement with Landmark Homes for the Amenity Center.

Following review and discussion, upon motion duly made by Director Smith, seconded by Director Spencer and, upon vote, unanimously carried, the Board ratified the approval of the Preconstruction Services Agreement with Landmark Homes for the Amenity Center.

RECORD OF PROCEEDINGS

**CAPITAL
IMPROVEMENT
MATTERS**

Project Status Report: The roads will start being paved on July 1, 2022 and home lots will be delivered to builders.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Smith, and seconded by Director Spencer, and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: _____
Secretary for the Meeting

Mountain Brook Metropolitan District
 Claims
 8/16/2022

<u>Vendor</u>	<u>Description</u>	<u>Invoice #</u>	<u>Invoice Date</u>	<u>Invoice Amount</u>
Basham & Lucas Design Group Inc	Planning & Engineering	8910	5/20/2022	44,700.00
Basham & Lucas Design Group Inc	Planning & Engineering	8960	6/21/2022	51,850.00
Basham & Lucas Design Group Inc	Planning & Engineering	9004	7/19/2022	24,180.00
Icenogle Seaver Pogue, PC	Legal	21569	4/30/2022	1,511.20
Icenogle Seaver Pogue, PC	Legal	21720	5/31/2022	3,411.27
Permontes Group	Planning & Engineering	284.001-02	6/3/2022	2,072.47
Permontes Group	Planning & Engineering	284.001-03	6/30/2022	385.00
Prairie Mountain Media	Miscellaneous	1102677-1	6/30/2022	123.54
Simmons & Wheeler	Accounting	33207	5/31/2022	647.25
Simmons & Wheeler	Accounting	33358	6/30/2022	1,029.00
Special District Management Services, Inc.	District Management	104922	5/31/2022	281.20
Special District Management Services, Inc.	District Management	106245	6/30/2022	1,450.40
			Total	<u>131,641.33</u>

Mountain Brook Metropolitan District
Financial Statements

June 30, 2022

ACCOUNTANT'S COMPILATION REPORT

Board of Directors
Mountain Brook Metropolitan District Management is responsible for the accompanying financial statements of each major fund of Mountain Brook Metropolitan District, as of and for the period ended June 30, 2022, which are comprised of the Balance Sheet and the related Statement of Revenues, Expenditures and Changes in Fund Balance – Budget and Actual – Governmental Funds and account groups for the six months then ended in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with the Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

Management has elected to omit the Statement of Net Position, Statement of Activities, Management Discussion and Analysis and all of the disclosures required by accounting principles generally accepted in the United States of America. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the District's financial position and results of operations. Accordingly, the financial statements are not designed for those who are not informed about such matters.

We are not independent with respect to Mountain Brook Metropolitan District because we performed certain accounting services that impaired our independence.

Simmons & Wheeler P.C.

July 30, 2022
Englewood, Colorado

Mountain Brook Metropolitan District
Balance Sheet - Governmental Funds and Account Groups
June 30, 2022

See Accountant's Compilation Report

	<u>General Fund</u>	<u>Capital Projects Fund</u>	<u>Debt Service Fund</u>	<u>Account Groups</u>	<u>Total All Funds</u>
Assets					
Current assets					
Cash in checking	\$ 32,615	\$ -	\$ -	\$ -	\$ 32,615
Trustee	-	8,389,343	2,434,595	-	10,823,938
Taxes Receivable	63	-	-	-	63
Due to/From Fund	-	52,222	-	-	52,222
Accounts receivable - developer	<u>18,965</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>18,965</u>
	<u>51,643</u>	<u>8,441,565</u>	<u>2,434,595</u>	<u>-</u>	<u>10,927,803</u>
Other assets					
Amount available in debt service fund	-	-	-	-	-
Amount to be provided for retirement of debt	<u>-</u>	<u>-</u>	<u>-</u>	<u>11,645,000</u>	<u>11,645,000</u>
	<u>-</u>	<u>-</u>	<u>-</u>	<u>11,645,000</u>	<u>11,645,000</u>
	<u>\$ 51,643</u>	<u>\$ 8,441,565</u>	<u>\$ 2,434,595</u>	<u>\$ 11,645,000</u>	<u>\$ 22,572,803</u>
Liabilities and Equity					
Current liabilities					
Accounts payable	\$ 12,928	\$ -	\$ -	\$ -	\$ 12,928
Due to/From Fund	38,715	-	13,507	-	52,222
Deferred taxes	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>51,643</u>	<u>-</u>	<u>13,507</u>	<u>-</u>	<u>65,150</u>
2021 Bonds	<u>-</u>	<u>-</u>	<u>-</u>	<u>11,645,000</u>	<u>11,645,000</u>
Total liabilities	<u>51,643</u>	<u>-</u>	<u>13,507</u>	<u>11,645,000</u>	<u>11,710,150</u>
Fund Equity					
Fund balance (deficit)	<u>-</u>	<u>8,441,565</u>	<u>2,421,088</u>	<u>-</u>	<u>10,862,653</u>
	<u>-</u>	<u>8,441,565</u>	<u>2,421,088</u>	<u>-</u>	<u>10,862,653</u>
	<u>\$ 51,643</u>	<u>\$ 8,441,565</u>	<u>\$ 2,434,595</u>	<u>\$ 11,645,000</u>	<u>\$ 22,572,803</u>

Mountain Brook Metropolitan District
Statement of Revenues, Expenditures and Changes in Fund Balance
Governmental Funds
Budget and Actual
For the Six Months Ended June 30, 2022
General Fund

See Accountant's Compilation Report

	Annual <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
Revenues			
Property taxes	\$ 17,880	\$ 2,320	\$ (15,560)
Specific ownership taxes	894	377	(517)
Developer advance	49,176	18,927	(30,249)
Interest income	-	23	23
	<u>67,950</u>	<u>21,647</u>	<u>(46,303)</u>
Expenditures			
Accounting	12,000	3,598	8,402
Election	5,000	-	5,000
Insurance/SDA Dues	3,500	3,281	219
Legal	25,000	10,525	14,475
Miscellaneous	-	164	(164)
Management	10,000	4,044	5,956
Treasurer's Fees	268	35	233
Contingency	10,509	-	10,509
Emergency Reserve	1,673	-	1,673
	<u>67,950</u>	<u>21,647</u>	<u>46,303</u>
Excess (deficiency) of revenues over expenditures	-	-	-
Fund balance - beginning	<u>-</u>	<u>-</u>	<u>-</u>
Fund balance - ending	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

Mountain Brook Metropolitan District
Statement of Revenues, Expenditures and Changes in Fund Balance
Governmental Funds
Budget and Actual
For the Six Months Ended June 30, 2022
Capital Fund

See Accountant's Compilation Report

	<u>Annual Budget</u>	<u>Actual</u>	Variance Favorable (Unfavorable)
Revenues			
Interest income	\$ -	\$ 19,107	\$ 19,107
Bond Proceeds	90,000	-	(90,000)
Bond Proceeds subordinate	-	-	-
	<u>90,000</u>	<u>19,107</u>	<u>(70,893)</u>
Expenditures			
Transfer to Debt Svc	-	-	-
Capital Projects	<u>9,000,000</u>	<u>128,107</u>	<u>8,871,893</u>
	<u>9,000,000</u>	<u>128,107</u>	<u>8,871,893</u>
Excess (deficiency) of revenues over expenditures	(8,910,000)	(109,000)	8,801,000
Fund balance - beginning	<u>8,910,000</u>	<u>8,550,565</u>	<u>(359,435)</u>
Fund balance - ending	<u>\$ -</u>	<u>\$ 8,441,565</u>	<u>\$ 8,441,565</u>

Mountain Brook Metropolitan District
Statement of Revenues, Expenditures and Changes in Fund Balance
Governmental Funds
Budget and Actual
For the Six Months Ended June 30, 2022
Debt Service Fund

See Accountant's Compilation Report

	Annual <u>Budget</u>	<u>Actual</u>	Variance Favorable <u>(Unfavorable)</u>
Revenues			
Property taxes	\$ -	\$ -	\$ -
Specific ownership taxes	-	-	-
Interest income	-	5,792	5,792
	<u>-</u>	<u>5,792</u>	<u>5,792</u>
Expenditures			
Interest Expense	529,813	250,193	279,620
Treasurer's Fees	-	-	-
Trustee/Paying Agent Fees	4,500	6,000	(1,500)
	<u>534,313</u>	<u>256,193</u>	<u>278,120</u>
Excess (deficiency) of revenues over expenditures	(534,313)	(250,401)	283,912
Fund balance - beginning	<u>2,589,852</u>	<u>2,671,489</u>	<u>81,637</u>
Fund balance - ending	<u><u>\$ 2,055,539</u></u>	<u><u>\$ 2,421,088</u></u>	<u><u>\$ 365,549</u></u>