

BERKLEY SHORES METROPOLITAN DISTRICT

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
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NOTICE OF SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Paul Malone	President	2022/May 2022
Philip Clow	Treasurer	2023/May 2023
Natalie Satt	Secretary	2022/May 2022
Michael Martines	Assistant Secretary	2022/May 2022
Victoria Almagno	Assistant Secretary	2023/May 2023

DATE: **January 11, 2021 (Monday)**

TIME: **10:00 A.M.**

LOCATION: DUE TO CONCERNS REGARDING THE SPREAD OF THE CORONA VIRUS (COVID-19) AND THE BENEFITS TO THE CONTROL OF THE SPREAD OF THE VIRUS BY LIMITING IN-PERSON CONTACT, THIS DISTRICT BOARD MEETING WILL BE HELD BY CONFERENCE CALL WITHOUT ANY INDIVIDUALS (NEITHER DISTRICT REPRESENTATIVES NOR THE GENERAL PUBLIC) ATTENDING IN PERSON. IF YOU WOULD LIKE TO ATTEND THIS MEETING PLEASE CALL IN TO THE CONFERENCE BRIDGE AT **1-877-250-3814** AND WHEN PROMPTED, DIAL IN THE PASSCODE OF **5592663**.

I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest and confirm quorum.

B. Approve Agenda, confirm location of the meeting and posting of meeting notices and designate 24-hour posting location.

II. PUBLIC COMMENT

A. _____

III. LEGAL MATTERS

- A. Review and consider acceptance of Cost Verification Report from Ranger Engineering, LLC dated January 4, 2021 in the amount of \$1,276,219.34 (enclosure).
-

- B. Consider approval of reimbursement to HDC 6300 Lowell Boulevard, LLLP under Facilities Funding and Acquisition Agreement in amount of costs verified by Ranger Engineering, LLC.
-

- C. Authorize and approve requisition of funds pursuant to the 2020 Bonds, and authorize necessary actions in conjunction therewith.
-

- D. Ratify approval of First Amendment to Operation Funding Agreement with HDC 6300 Lowell Boulevard, LLLP (enclosure).
-

- E. Review Rules and Regulations, Policies and Procedures of the District and Authorize necessary actions in connection therewith.
-

IV. OTHER MATTERS

- A. Review proposals for general counsel services and approve engagement for service and process for transition of general counsel (to be distributed).
-

- V. ADJOURNMENT: **THE NEXT REGULAR MEETING IS SCHEDULED FOR JUNE 7, 2021.**



ENGINEER'S REPORT AND CERTIFICATION #02

BERKLEY SHORES METROPOLITAN DISTRICT

PREPARED FOR:

Berkley Shores Metropolitan District
c/o McGeady Becher P.C.
450 E. 17th Ave., Ste. 400
Denver, CO 80203

PREPARED BY:

Ranger Engineering, LLC
2590 Cody Ct.
Lakewood, CO 80215

DATE PREPARED:

January 4, 2021

TABLE OF CONTENTS

Engineer's Report

Introduction.....	3
Public Improvements as Authorized by the Service Plan.....	3
Scope of Certification	3
General Methodology	4
Phase I – Authorization to Proceed and Document Gathering.....	4
Phase II – Site Visits and Meetings.....	4
Phase III – Review of Documentation	4
Phase IV – Verification of Construction Quantities.....	5
Phase V – Verification of Construction Unit Costs and Indirect Costs.....	5
Phase VI – Verification of Payment for Public Costs	5
Phase VII – Determination of Costs Eligible for Reimbursement.....	5
Project Notes.....	5

Engineer's Certification

Engineer's Certification	6
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Appendices

Appendix A – Documents Reviewed	7
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Tables

Table I Summary of Costs to Date	3
Table II Summary of Costs	8
Table III Construction Costs Summary by Category	9
Table IV Soft and Indirect Costs Summary by Category	10
Table V Construction Costs Detail	11
Table VI Soft and Indirect Costs Detail	12

ENGINEER’S REPORT

Introduction

Ranger Engineering, LLC (“Ranger”) was retained by Berkley Shores Metropolitan District (“District”) as an Independent Consulting Engineer to certify costs associated with constructed Public Improvements associated with the District.

The District is located within Adams County, Colorado (“County”). The development area is approximately 10 acres. This certification considers soft & indirect and construction costs within and without the District boundaries.

The attached Engineer’s Certification states that the Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in this Engineer’s Report, for soft and indirect as well as hard costs from approximately September 2020 to December 2020, are valued at **\$1,276,219.34**. Table I summarizes costs of public improvements to date.

Table I – Cost Certified to Date				
Cert No.	Date	Costs Paid This Period	District Eligible Costs this Period	Total Eligible Costs to Date
01	9/4/2020	\$1,884,903.55	\$493,879.41	\$493,879.41
02 Adj	1/4/2021	\$0.00	-\$927.87	\$492,951.54
02	1/4/2021	\$2,713,547.87	\$1,277,147.21	\$1,770,098.75
Totals		\$4,598,451.42	\$1,770,098.75	

Table II summarizes the cost breakdown of the construction and soft & indirect costs. Tables III and IV provide category breakdowns of construction and soft & indirect costs reviewed for this certification. Table V provides a detailed breakdown of the eligible hard costs per the Service Plan categories. Table VI provides a detailed breakdown of the eligible soft & indirect costs per the Service Plan categories.

Public Improvements as Authorized by the Service Plan

Ranger reviewed the Service Plan for the Berkley Shores Metropolitan District (“Service Plan”). Prepared by McGeady Becher, P.C.

Section I.A of the Service Plan states:

It is intended that the District will provide a part or all of the Public Improvements for the use and benefit of all anticipated inhabitants and taxpayers of the District. The purpose of the District will be to finance, construct, operate and maintain the Public Improvements.

Section I. B of the Service Plan States:

There are currently no other governmental entities, including the County, located in the immediate vicinity of the District that consider it desirable, feasible or practical to undertake the planning, design, acquisition, construction, installation, financing, operation and maintenance of the Public Improvements needed for the Project. Formation of the District is therefore necessary

in order for the Public Improvements required for the Project to be provided in the most economic manner possible.

Section V. A of the Service Plan states:

The District shall have the power to provide for the design, acquisition, construction, installation, maintenance, and financing of certain water, sanitation, storm drainage, street, park and recreation, and mosquito control improvements and services within and without the boundaries of the District (“Public Improvements”).

Section VI states the debt issuance limit of the district is Eight Million Three Hundred Thousand Dollars (\$8,300,000). Exhibit D of the Service Plan shows a site plan and a description of the Public Improvements. Ranger has determined that the constructed improvements and associated soft and indirect construction costs (Public Improvements) under consideration in this report and certification for reimbursement by the District are indeed authorized by the Service Plan.

Scope of Certification

The Service Plan has identified cost categories eligible for reimbursement. The cost categories reviewed for this report are water, sanitation, streets, safety protection, and parks and recreation. For a breakdown of district eligible costs, refer to Tables III and IV. Operations costs are not considered eligible for reimbursement

General Methodology

Ranger employed a phased approach toward the preparation of this Engineer’s Report and Certification of Public Costs (Engineer’s Certification).

Phase I – Authorization to Proceed and Document Gathering

Ranger engaged with the District to provide the Engineer’s Certification in March 2020. The initial construction documentation was provided by the District in June 2020.

Phase II – Site Visit and Meetings

Ranger performed site visits to document completion of the Public Improvements per contractor pay applications to date. The intent of a site visit was to verify general completion of pay application quantities in accordance with the approved construction drawings and does not guarantee quality or acceptance of Public Improvements. It is assumed that the County or another third party provided QA/QC and acceptance of the improvements. Redland is the Engineer of Record.

Phase III – Review of Documentation

Documentation was requested at the beginning of work. Requested documentation include the following:

- Executed Contracts and Bid Tabs
- Approved Construction Drawings
- Acceptable Proof of Payment (Cancelled checks and bank statements or lien waivers)

- Invoices and/or Pay Applications
- Jurisdictional acceptances of the Public Improvements
- Approved changes or amendments to contract documents
- Copies of any agreements that will impact District funding

See Appendix A for a complete listing of documents reviewed, as deemed necessary, by Ranger.

Phase IV – Verification of Construction Quantities

Construction quantity take-offs were performed from applicable construction drawings. These quantity take-offs were used in conjunction with Phase V below to certify reasonableness of construction costs, as well as to identify an overall District eligible percentage of costs related to the entire site, based on public versus private areas. Public areas included public Tracts and Right of Way. A public percentage for work within public areas per the plat and final development plan was identified as 53.4%. Redland scope of work was also reviewed to determine an overall eligible percentage for engineering design work as 82.7%.

Phase V – Verification of Construction Unit Costs and Indirect Costs

Construction Unit Costs and Indirect Costs were reviewed for market reasonableness. Ranger took into consideration the type of construction and the timeframe during which the construction occurred. Ranger determined that the costs incurred were within a reasonable range.

Phase VI – Verification of Payment for Public Costs

HDC 6300 Lowell Boulevard, LLLP (“Developer”) provided canceled checks or wire details and bank statements for each invoice or pay application reviewed and paid. Only costs with an approved form of proof of payment have been certified in this report. Costs associated with the private construction were determined not to be eligible as they did not relate to any Public Improvements. Prior to the formation of HDC 6300 Lowell Boulevard, LLLP, costs related to the Public Improvements were paid by Highland Development CO LLC.

Phase VII – Determination of Costs Eligible for Reimbursement

Ranger concluded the Engineer’s Certification by determining which improvements were eligible for District reimbursement and what percent of the costs for those improvements were reimbursable. Public Improvements that were deemed eligible for this report were associated with water, sanitation, streets, safety protection, and parks and recreation. Some costs were identified as Operations, but are not eligible under the current scope as only Capital costs are considered for reimbursement by the District.

Project Notes

It was determined that Cost Certification #01 over certified \$927.87. This overage in certified costs was corrected on Cost Certification #02.

ENGINEER'S CERTIFICATION

Collin Koranda, P.E. / Ranger Engineering, LLC (the "Independent Consulting Engineer"), states as follows:

1. The Independent Consulting Engineer is an engineer duly qualified and licensed in the State of Colorado with experience in the design, construction and certification of Public Improvements of similar type and function as those described in the above Engineer's Report.

2. The Independent Consulting Engineer has performed a site visit and reviewed applicable construction and legal documents related to the Public Improvements under consideration to state the conclusions set forth in this Engineer's Certification.

3. The Independent Consulting Engineer finds and determines that the constructed value of the Public Improvements considered in the attached Engineer's Report dated January 4, 2021, including soft and indirect, District funded, and hard costs, are valued at an estimated **\$1,276,219.34**. In the opinion of the Independent Consulting Engineer, the above stated estimated value for the Public Improvements is reasonable and consistent with costs of similar improvements constructed for similar purposes during the same timeframe in similar locales.

Sincerely,

Ranger Engineering, LLC

A handwritten signature in blue ink, appearing to read "Collin Koranda".

Collin Koranda, PE

APPENDIX A

Documents Reviewed

Construction Plans and Contracts

- Berkley Shores Civil Construction Documents Plan Set. Prepared by Redland. Approved 8/7/2020.
- Berkley Shores Plat. Prepared by Aztec Consultants, Inc. Dated 01/16/2019.
- Berkley Shores Final Development Plan. Prepared by Redland. Dated 6/25/2020.

Contractor Pay Applications

- . DIRC Berkley Shores – Pay Applications 1-4. Dated 8/31/2020 – 11/30/2020.

Service Plan & Agreements

- Service Plan for Berkley Shores Metropolitan District. Prepared by McGeady Becher P.C. Approved August 20, 2019.
- Facilities Funding and Acquisition Agreement between Berkley Shores Metropolitan District and HDC 6300 Lowell Boulevard, LLLP. Dated February 4, 2020.



Berkley Shores Metropolitan District
Summary of Costs
Table II

Type of Costs	Total Costs Paid	Costs This Period	Total District Eligible Costs	Eligible Costs This Period	Percent District This
Direct Construction Costs	\$ 1,255,458.82	\$ 1,255,458.82	\$ 832,044.68	\$ 832,044.68	66.3%
Soft & Indirect Costs	\$ 3,342,992.60	\$ 1,458,089.05	\$ 938,054.07	\$ 445,102.54	30.5%
Totals	\$ 4,598,451.42	\$ 2,713,547.87	\$ 1,770,098.75	\$ 1,277,147.21	47.1%



**Berkley Shores Metropolitan District
Construction Costs Summary By Category
Table III**

Category	Total Eligible Cost by Category	Category Percentage
Water	\$ 219,425.78	26.4%
Sanitation	\$ 611,745.92	73.5%
Streets	\$ 872.98	0.1%
Safety Protection	\$ -	0.0%
Parks and Recreation	\$ -	0.0%
	\$ 832,044.68	100.0%

Category	Eligible Cost by Category This Period	Category Percentage
Water	\$ 219,425.78	26.4%
Sanitation	\$ 611,745.92	73.5%
Streets	\$ 872.98	0.1%
Safety Protection	\$ -	0.0%
Parks and Recreation	\$ -	0.0%
	\$ 832,044.68	100.0%



**Berkley Shores Metropolitan District
Soft & Indirect Costs Summary By Category
Table IV**

Category	Total Eligible Soft Costs		Category Percentage
Water	\$	515,238.47	54.9%
Sanitation	\$	234,242.63	25.0%
Streets	\$	84,348.98	9.0%
Safety Protection	\$	-	0.0%
Parks and Recreation	\$	104,223.99	11.1%
	\$	938,054.07	100.0%

Category	Eligible Soft Costs This Period		Category Percentage
Water	\$	281,550.63	63.3%
Sanitation	\$	118,509.74	26.6%
Streets	\$	34,979.68	7.9%
Safety Protection	\$	-	0.0%
Parks and Recreation	\$	10,062.48	2.3%
	\$	445,102.54	100.0%



**Berkley Shores Metropolitan District
Construction Costs Detail
Table V**

Contract Values					Payments Made				Eligibility					Submitted Invoices				
Work Description	Quantity	Unit	Cost	Value	Amount Invoiced	Percent Invoiced	Retainage	Amount Less Retainage	District Type	Percent Eligible	Total Eligible	Eligible This Period	Costs This Period	Current				
DIRC - Berkley Shores	Quantity	Unit	Cost	Value	Amount Invoiced	Percent Invoiced	Retainage	Amount Less Retainage	District Type	Percent Eligible	Total Eligible	Eligible This Period	Costs This Period	Pay App Date	1 8/31/2020	2 9/30/2020	3 10/31/2020	4 11/30/2020
General Conditions	1	LS	\$ 436,000.00	\$ 436,000.00	\$ 114,066.06	26%	\$ -	\$ 114,066.06	Multiple	67%	\$ 76,066.45	\$ 76,066.45	\$ 114,066.06	\$	24,239.07	\$ 29,048.32	\$ 29,572.30	\$ 31,206.37
Engineering & Surveying	1	LS	\$ 80,750.00	\$ 80,750.00	\$ 24,100.00	30%	\$ -	\$ 24,100.00	Multiple	74%	\$ 17,905.02	\$ 17,905.02	\$ 24,100.00	\$	2,000.00	\$ 2,600.00	\$ 13,700.00	\$ 5,800.00
Tree Removal (Pond)	1	LS	\$ 15,000.00	\$ 15,000.00	\$ -	0%	\$ -	\$ -	Sanitation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Stump Removal (Pond)	1	LS	\$ 10,000.00	\$ 10,000.00	\$ 9,431.00	94%	\$ -	\$ 9,431.00	Sanitation	100%	\$ 9,431.00	\$ 9,431.00	\$ 9,431.00	\$	-	\$ -	\$ -	\$ 9,431.00
Grading	1	LS	\$ 442,427.00	\$ 442,427.00	\$ 128,171.21	29%	\$ -	\$ 128,171.21	Multiple	53%	\$ 68,472.82	\$ 68,472.82	\$ 128,171.21	\$	1,601.16	\$ 115,759.83	\$ 4,067.82	\$ 6,742.40
Erosion & Sedimentation Control	1	LS	\$ 52,246.00	\$ 52,246.00	\$ 7,802.38	15%	\$ -	\$ 7,802.38	Multiple	53%	\$ 4,168.26	\$ 4,168.26	\$ 7,802.38	\$	7,699.26	\$ -	\$ -	\$ 103.12
Underground Utilities	1	LS	\$ 148,220.00	\$ 148,220.00	\$ 22,631.18	15%	\$ -	\$ 22,631.18	Multiple	100%	\$ 22,631.18	\$ 22,631.18	\$ 22,631.18	\$	-	\$ -	\$ 22,631.18	\$ -
Water Distribution	1	LS	\$ 515,841.00	\$ 515,841.00	\$ 161,136.42	31%	\$ -	\$ 161,136.42	Water	100%	\$ 161,136.42	\$ 161,136.42	\$ 161,136.42	\$	-	\$ -	\$ -	\$ 161,136.42
Sanitary Sewerage	1	LS	\$ 425,881.00	\$ 425,881.00	\$ 439,807.68	103%	\$ -	\$ 439,807.68	Sanitation	100%	\$ 439,807.68	\$ 439,807.68	\$ 439,807.68	\$	-	\$ -	\$ 165,836.45	\$ 273,971.23
Site Electric	1	LS	\$ 51,625.00	\$ 51,625.00	\$ 1,200.00	2%	\$ -	\$ 1,200.00	Streets	53%	\$ 641.08	\$ 641.08	\$ 1,200.00	\$	-	\$ -	\$ -	\$ 1,200.00
Sleeving	1	LS	\$ 48,786.00	\$ 48,786.00	\$ -	0%	\$ -	\$ -	Streets	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Storm Drainage	1	LS	\$ 152,860.00	\$ 152,860.00	\$ -	0%	\$ -	\$ -	Sanitation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Pond - Storm Detention	1	LS	\$ 61,969.00	\$ 61,969.00	\$ -	0%	\$ -	\$ -	Sanitation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Asphalt Pavement	1	LS	\$ 325,804.00	\$ 325,804.00	\$ -	0%	\$ -	\$ -	Streets	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Concrete Pavement	1	LS	\$ 366,133.00	\$ 366,133.00	\$ -	0%	\$ -	\$ -	Streets	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Joint Control Caulking	1	LS	\$ 1,800.00	\$ 1,800.00	\$ -	0%	\$ -	\$ -	Streets	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Pavement Marking & Accessories	1	LS	\$ 30,865.00	\$ 30,865.00	\$ -	0%	\$ -	\$ -	Safety Protection	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Fences & Gates	1	LS	\$ 17,100.00	\$ 17,100.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Retaining Walls	1	LS	\$ 70,000.00	\$ 70,000.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Play Field Equipment & Structures	1	LS	\$ 30,308.00	\$ 30,308.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Traffic Control/ROW Permits	1	LS	\$ 10,000.00	\$ 10,000.00	\$ -	0%	\$ -	\$ -	Safety Protection	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Landscaping	1	LS	\$ 315,700.00	\$ 315,700.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Landscaping/Stabilization (Pond)	1	LS	\$ 25,000.00	\$ 25,000.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Concrete- Footers & Walls (Bldg 1 & 11)	1	LS	\$ 110,884.00	\$ 110,884.00	\$ 54,283.00	49%	\$ -	\$ 54,283.00	Non-District	0%	\$ -	\$ -	\$ 54,283.00	\$	-	\$ -	\$ -	\$ 54,283.00
Monument Sign Masonry	1	LS	\$ 15,000.00	\$ 15,000.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Metal Fabrications	1	LS	\$ 20,741.00	\$ 20,741.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Metal Fence	1	LS	\$ 59,374.00	\$ 59,374.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Handrails & Railings - Exterior	1	LS	\$ 15,275.00	\$ 15,275.00	\$ -	0%	\$ -	\$ -	Parks and Recreation	100%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Rough Carpentry Labor	1	LS	\$ 163,401.00	\$ 163,401.00	\$ 47,618.62	29%	\$ -	\$ 47,618.62	Non-District	0%	\$ -	\$ -	\$ 47,618.62	\$	-	\$ -	\$ -	\$ 47,618.62
Rough Carpentry Material	1	LS	\$ 218,035.00	\$ 218,035.00	\$ 145,078.35	67%	\$ -	\$ 145,078.35	Non-District	0%	\$ -	\$ -	\$ 145,078.35	\$	-	\$ -	\$ -	\$ 145,078.35
Finish Carpentry - labor	1	LS	\$ 37,321.00	\$ 37,321.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Dampproofing & Waterproofing	1	LS	\$ 5,765.00	\$ 5,765.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Thermal Protection	1	LS	\$ 23,712.00	\$ 23,712.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Shingles, Roof Tiles & Roof Coverings	1	LS	\$ 28,535.00	\$ 28,535.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Exterior Doors	1	LS	\$ 7,775.00	\$ 7,775.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Overhead Doors	1	LS	\$ 11,430.00	\$ 11,430.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Windows	1	LS	\$ 12,749.00	\$ 12,749.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Shower Doors	1	LS	\$ 6,453.00	\$ 6,453.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Drywall - Labor	1	LS	\$ 72,250.00	\$ 72,250.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
General Flooring	1	LS	\$ 51,159.00	\$ 51,159.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Paints & Coatings	1	LS	\$ 36,750.00	\$ 36,750.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Mailboxes	1	LS	\$ 16,662.00	\$ 16,662.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Appliances	1	LS	\$ 10,038.00	\$ 10,038.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Solid Surface Tops	1	LS	\$ 19,165.00	\$ 19,165.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Cabinet Material	1	LS	\$ 33,060.00	\$ 33,060.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Cabinet Installation	1	LS	\$ 9,023.00	\$ 9,023.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Fire Protection	1	LS	\$ 23,950.00	\$ 23,950.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Plumbing	1	LS	\$ 94,183.00	\$ 94,183.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Plumbing Fixtures	1	LS	\$ 13,063.00	\$ 13,063.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
HVAC	1	LS	\$ 58,231.00	\$ 58,231.00	\$ -	0%	\$ -	\$ -	Non-District	0%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
Electrical (Turnkey)	1	LS	\$ 84,020.00	\$ 84,020.00	\$ 7,136.00	8%	\$ -	\$ 7,136.00	Non-District	0%	\$ -	\$ -	\$ 7,136.00	\$	-	\$ -	\$ -	\$ 7,136.00
Lighting Fixtures	1	LS	\$ 12,209.00	\$ 12,209.00	\$ 33,500.42	274%	\$ -	\$ 33,500.42	Non-District	0%	\$ -	\$ -	\$ 33,500.42	\$	2,843.16	\$ 11,792.65	\$ 18,864.61	\$ -
Fee	1	LS	\$ 404,133.00	\$ 404,133.00	\$ 59,496.50	15%	\$ -	\$ 59,496.50	Multiple	53%	\$ 31,784.77	\$ 31,784.77	\$ 59,496.50	\$	-	\$ -	\$ -	\$ 59,496.50
Contingency - Contractor	1	LS	\$ 147,136.00	\$ 147,136.00	\$ -	0%	\$ -	\$ -	Multiple	67%	\$ -	\$ -	\$ -	\$	-	\$ -	\$ -	\$ -
			\$ 5,455,797.00	\$ 5,455,797.00	\$ 1,255,458.82		\$ -	\$ 1,255,458.82			\$ 832,044.68	\$ 832,044.68	\$ 1,255,458.82	Subtotal	\$ 38,382.65	\$ 159,200.80	\$ 254,672.36	\$ 803,203.01
														Less Ret	\$ 38,382.65	\$ 159,200.80	\$ 254,672.36	\$ 803,203.01
														POP	ULW	ULW	WIRE	WIRE
														Date	9/18/2020	10/15/2020	11/30/2020	12/11/2020
														Amount	\$ 38,382.65	\$ 159,200.80	\$ 254,678.36	\$ 803,203.01
Total Construction Costs			\$ 5,455,797.00	\$ 5,455,797.00	\$ 1,255,458.82	23%	\$ -	\$ 1,255,458.82			\$ 832,044.68	\$ 832,044.68	\$ 1,255,458.82		\$ 38,382.65	\$ 159,200.80	\$ 254,672.36	\$ 803,203.01



Berkley Shores Metropolitan District
Soft & Indirect Costs Detail
Table VI

Vendor	Work Description	Invoice Values			Payments Made						Certification	Category	Percent Eligible	Eligible This Period	Total Eligible
		Invoice Number	Invoice Date	Amount	Amount Paid	Check Number	Check Amount	Check Date	Clear Date	Account					
Abco Construction Services	Architectural Design	15775	8/6/20	\$ 3,300.00	\$ 3,300.00	1169	\$ 6,600.00	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Abco Construction Services	Architectural Design	15776	8/6/20	\$ 3,300.00	\$ 3,300.00	1169	\$ 6,600.00	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Subdivision Application	012519	1/25/19	\$ 12,500.00	\$ 12,500.00	1679	\$ 12,500.00	1/25/19		Highland Development Co LLC	2	Multiple	53%	\$ 6,677.87	\$6,677.87
Adams County	Property taxes	Property taxes	2019	\$ 163.94	\$ 163.94	EFT	\$ 5,628.76	7/30/20	8/3/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County		R0103067	7/31/20	\$ 2,980.31	\$ 2,980.31	EFT	\$ 2,980.31	9/24/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County		90768	9/23/20	\$ 324.95	\$ 324.95	EFT	\$ 324.95	9/23/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Building Permit	6305 King	10/13/20	\$ 4,056.95	\$ 4,056.95	EFT	\$ 4,056.95	10/15/20	10/15/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Building Permit	6315 King	10/13/20	\$ 4,056.95	\$ 4,056.95	EFT	\$ 4,056.95	10/15/20	10/15/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Building Permit	6325 King	10/13/20	\$ 4,016.95	\$ 4,016.95	EFT	\$ 4,016.95	10/15/20	10/15/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Building Permit	6335 King	10/13/20	\$ 4,016.95	\$ 4,016.95	EFT	\$ 4,016.95	10/15/20	10/15/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Building Permit	6345 King	10/13/20	\$ 4,056.95	\$ 4,056.95	EFT	\$ 4,056.95	10/15/20	10/15/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Building Permit	6355 King	10/13/20	\$ 4,056.95	\$ 4,056.95	EFT	\$ 4,056.95	10/15/20	10/15/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Building Permit	6295 King	10/20/20	\$ 5,422.95	\$ 5,422.95	EFT	\$ 5,422.95	10/20/20	10/20/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County	Parking Wall		10/23/20	\$ 159.95	\$ 159.95	EFT	\$ 159.95	10/23/20	10/27/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County Fire Protection		200825	8/25/20	\$ 5,519.00	\$ 5,519.00	1163	\$ 5,519.00	8/31/20	9/14/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adams County Fire Rescue		200825	8/25/20	\$ 1,000.00	\$ 1,000.00	1164	\$ 1,000.00	8/31/20	9/14/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adsero IP	Trademark Application	611490	6/30/20	\$ 420.00	\$ 420.00	1221	\$ 420.00	12/11/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Adsero IP	Trademark Application	611898	7/31/20	\$ 47.50	\$ 47.50	1192	\$ 47.50	10/12/20	10/27/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
AGCS Marine Insurance Company		471655	8/31/20	\$ 15,592.50	\$ 15,592.50	1189	\$ 15,592.50	9/16/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
AGCS Marine Insurance Company		488061	10/15/20	\$ 15,602.50	\$ 15,602.50	1205	\$ 15,602.50	11/4/20	11/13/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Berkley Shores Metropolitan District		201014	10/14/20	\$ 3,926.91	\$ 3,926.91	1206	\$ 16,087.00	11/16/20	11/23/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	100%	\$ 3,926.91	\$3,926.91
Berkley Shores Metropolitan District		201014	10/14/20	\$ 12,160.10	\$ 12,160.10	1206	\$ 16,087.00	11/16/20	11/23/20	HDC 6300 Lowell Boulevard, LLLP	2	Operations	0%	\$ -	\$0.00
Berkley Shores Metropolitan District		201113	11/13/20	\$ 3,904.60	\$ 3,904.60	1222	\$ 7,535.34	12/11/20	12/17/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	100%	\$ 3,904.60	\$3,904.60
Berkley Shores Metropolitan District		201113	11/13/20	\$ 3,630.74	\$ 3,630.74	1222	\$ 7,535.34	12/11/20	12/17/20	HDC 6300 Lowell Boulevard, LLLP	2	Operations	0%	\$ -	\$0.00
Bomareto	Abandon Wells	46323C	10/12/20	\$ 5,993.10	\$ 5,993.10	1207	\$ 5,993.10	11/16/20	11/24/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 3,201.69	\$3,201.69
Bryan Cave Leighton Paisner	Developer Legal (Drainage) (Trailbreak)	10955112	6/4/20	\$ 5,850.00	\$ 5,850.00	1170	\$ 11,310.00	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Sanitation	82%	\$ 4,810.00	\$4,810.00
Bryan Cave Leighton Paisner	Developer Legal (Drainage) (Trailbreak)	10963619	7/15/20	\$ 4,290.00	\$ 4,290.00	1170	\$ 11,310.00	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Sanitation	76%	\$ 3,250.00	\$3,250.00
Bryan Cave Leighton Paisner	Developer Legal	10968643	8/7/20	\$ 1,170.00	\$ 1,170.00	1170	\$ 11,310.00	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	100%	\$ 1,170.00	\$1,170.00
Bryan Cave Leighton Paisner	Developer Legal	10975389	9/9/20	\$ 650.00	\$ 650.00	1193	\$ 650.00	10/12/20	10/26/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Bryan Cave Leighton Paisner	Developer Legal	10982374	10/9/20	\$ 5,330.00	\$ 5,330.00	1208	\$ 6,110.00	11/16/20	11/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Bryan Cave Leighton Paisner	Developer Legal	10982374	10/9/20	\$ 780.00	\$ 780.00	1208	\$ 6,110.00	11/16/20	11/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	33%	\$ 260.00	\$260.00
Century Link	Dry Utilities	N697584	6/1/20	\$ 28,100.19	\$ 28,100.19	1171	\$ 28,100.19	9/11/20	10/7/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Colorado Modern Communication	Marketing	1280	6/1/20	\$ 940.00	\$ 940.00	1172	\$ 2,140.00	9/11/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Colorado Modern Communication	Marketing	1286	7/1/20	\$ 600.00	\$ 600.00	1172	\$ 2,140.00	9/11/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Colorado Modern Communication	Marketing	1292	8/1/20	\$ 600.00	\$ 600.00	1172	\$ 2,140.00	9/11/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Colorado Modern Communication	Marketing	1301	9/1/20	\$ 640.00	\$ 640.00	1194	\$ 640.00	10/12/20	10/26/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Colorado Modern Communication	Marketing	1304	10/1/20	\$ 600.00	\$ 600.00	1209	\$ 600.00	11/16/20	11/24/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Colorado Modern Communication	Marketing	1310	11/1/20	\$ 600.00	\$ 600.00	1223	\$ 600.00	12/11/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Crestview Water & Sanitation District	Stub In Agreements	Stub ins (Draw 3)	9/1/20	\$ 106,600.00	\$ 106,600.00	1173	\$ 128,100.00	9/11/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Water	100%	\$ 106,600.00	\$106,600.00
Crestview Water & Sanitation District	Stub In Agreement	Stub ins (Draw 3)	9/1/20	\$ 21,500.00	\$ 21,500.00	1173	\$ 128,100.00	9/11/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Sanitation	100%	\$ 21,500.00	\$21,500.00
Crestview Water & Sanitation District	Tap Fees	taps	9/1/20	\$ 30,193.08	\$ 30,193.08	1174	\$ 73,523.08	9/11/20	9/24/20	HDC 6300 Lowell Boulevard, LLLP	2	Water	100%	\$ 30,193.08	\$30,193.08
Crestview Water & Sanitation District	Tap Fees	taps	9/1/20	\$ 43,330.00	\$ 43,330.00	1174	\$ 73,523.08	9/11/20	9/24/20	HDC 6300 Lowell Boulevard, LLLP	2	Sanitation	100%	\$ 43,330.00	\$43,330.00
Crestview Water & Sanitation District	Stub In Agreement	Batch 2 stub ins	10/20/20	\$ 87,330.00	\$ 87,330.00	1210	\$ 106,830.00	11/16/20	11/23/20	HDC 6300 Lowell Boulevard, LLLP	2	Water	100%	\$ 87,330.00	\$87,330.00
Crestview Water & Sanitation District	Stub In Agreement	Batch 2 stub ins	10/20/20	\$ 19,500.00	\$ 19,500.00	1210	\$ 106,830.00	11/16/20	11/23/20	HDC 6300 Lowell Boulevard, LLLP	2	Sanitation	100%	\$ 19,500.00	\$19,500.00
Crestview Water & Sanitation District	CWSD Inspection	2020-11-12-DIRC	11/9/20	\$ 690.62	\$ 690.62	1219	\$ 690.62	12/3/20	12/8/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	100%	\$ 690.62	\$690.62
Crestview Water & Sanitation District	CWSD Inspection	2020-11-12-01DIRC	11/23/20	\$ 262.68	\$ 262.68	1232	\$ 755.21	12/22/20	12/29/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	100%	\$ 262.68	\$262.68
Crestview Water & Sanitation District	CWSD Inspection	2020-11-12-07DIRC	12/7/20	\$ 492.53	\$ 492.53	1232	\$ 755.21	12/22/20	12/29/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	100%	\$ 492.53	\$492.53
Denver Water	Inspection Fee	20678	5/19/20	\$ 7,683.00	\$ 7,683.00	1190	\$ 7,683.00	9/16/20	10/13/20	HDC 6300 Lowell Boulevard, LLLP	2	Water	100%	\$ 7,683.00	\$7,683.00
Denver Water	Meter Costs	6295 King	10/13/20	\$ 8,695.29	\$ 8,695.29	1211	\$ 49,923.63	11/16/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Denver Water	Meter Costs	6305 King	10/13/20	\$ 7,917.54	\$ 7,917.54	1211	\$ 49,923.63	11/16/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Denver Water	Meter Costs	6315 King	10/13/20	\$ 6,537.70	\$ 6,537.70	1211	\$ 49,923.63	11/16/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Denver Water	Meter Costs	6325 King	10/13/20	\$ 6,537.70	\$ 6,537.70	1211	\$ 49,923.63	11/16/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Denver Water	Meter Costs	6335 King	10/13/20	\$ 6,537.70	\$ 6,537.70	1211	\$ 49,923.63	11/16/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00



**Berkley Shores Metropolitan District
Soft & Indirect Costs Detail
Table VI**

Vendor	Work Description	Invoice Values			Payments Made						Certification	Category	Percent Eligible	Eligible This Period	Total Eligible
		Invoice Number	Invoice Date	Amount	Amount Paid	Check Number	Check Amount	Check Date	Clear Date	Account					
Denver Water	Meter Costs	6345 King	10/13/20	\$ 6,537.70	\$ 6,537.70	1211	\$ 49,923.63	11/16/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Denver Water	Meter Costs	6355 King	10/13/20	\$ 7,160.00	\$ 7,160.00	1211	\$ 49,923.63	11/16/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Dirc	Preconstruction CM	32005	7/22/19	\$ 2,165.04	\$ 2,165.04	EFT	\$ 2,156.04	9/11/20	9/14/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 1,156.63	\$1,156.63
Dirc	Preconstruction CM	101000	5/29/20	\$ 8,937.82	\$ 8,937.82	EFT	\$ 8,937.82	9/11/20	9/14/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 4,774.85	\$4,774.85
Dirc	Preconstruction CM	116000	9/10/20	\$ 11,105.66	\$ 11,105.66	EFT	\$ 11,105.66	10/12/20	10/13/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 5,932.97	\$5,932.97
EI Engineering	Residential Compliance	605878	6/30/20	\$ 8,549.91	\$ 8,549.91	1175	\$ 9,212.11	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
EI Engineering	Residential Compliance	605879	6/30/20	\$ 662.20	\$ 662.20	1175	\$ 9,212.11	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
First Insurance Funding (paid to Alliant)	Developer Insurance	23399975	7/1/20	\$ 126,990.24	\$ 126,990.24	EFT	\$ 126,990.24	8/13/20	8/18/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
First Insurance Funding		200814	8/14/20	\$ 43,116.02	\$ 43,116.02	EFT	\$ 43,116.02	9/3/20	9/4/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
First Insurance Funding		200911	9/11/20	\$ 43,101.02	\$ 43,101.02	auto EFT	\$ 43,101.02	10/6/20	10/6/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
First Insurance Funding		201014	10/14/20	\$ 43,101.02	\$ 43,101.02	auto EFT	\$ 43,101.02	11/4/20	11/4/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
First Insurance Funding		201113	11/13/20	\$ 43,101.02	\$ 43,101.02	EFT	\$ 43,101.02	12/4/20	12/4/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
HDC	Development Fee	104000	6/1/20	\$ 25,000.00	\$ 25,000.00	EFT	\$ 25,000.00	9/11/20	9/14/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
HDC	Development Fee	109003	8/1/20	\$ 25,000.00	\$ 25,000.00	EFT	\$ 25,000.00	9/11/20	9/14/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
HDC	Development Fee	112001	9/1/20	\$ 25,000.00	\$ 25,000.00	EFT	\$ 25,000.00	10/12/20	10/13/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
HDC	Development Fee	120001	10/1/20	\$ 25,000.00	\$ 25,000.00	EFT	\$ 25,000.00	11/10/20	11/10/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
HDC	Development Fee	125000	11/1/20	\$ 25,000.00	\$ 25,000.00	EFT	\$ 25,000.00	12/11/20	12/11/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Hollingsworth Associates, Inc.	Subsurface Investigation	14477	6/3/20	\$ 200.00	\$ 200.00	1176	\$ 400.00	9/11/20	9/29/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 106.85	\$106.85
Hollingsworth Associates, Inc.	Subsurface Investigation	14765	9/11/20	\$ 360.00	\$ 360.00	1195	\$ 360.00	10/12/20	10/26/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 192.32	\$192.32
Hollingsworth Associates, Inc.	Subsurface Investigation	14787	9/22/20	\$ 560.00	\$ 560.00	1212	\$ 560.00	11/16/20	12/9/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 299.17	\$299.17
Hollingsworth Associates, Inc.	Subsurface Investigation	14934	11/5/20	\$ 280.00	\$ 280.00	1224	\$ 280.00	12/11/20	12/15/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 149.58	\$149.58
Hollingsworth Associates, Inc.	Subsurface Investigation	14684	8/15/20	\$ 200.00	\$ 200.00	1176	\$ 400.00	9/11/20	9/29/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 106.85	\$106.85
Jmax, LLC	Video & located Storm	962	2/26/20	\$ 300.00	\$ 300.00	1165	\$ 300.00	8/31/20	9/8/20	HDC 6300 Lowell Boulevard, LLLP	2	Sanitation	100%	\$ 300.00	\$300.00
KGA Studio Architects	Site Architecture	1590	6/5/20	\$ 6,313.70	\$ 6,313.70	1177	\$ 6,687.37	9/11/20	10/5/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
KGA Studio Architects	Site Architecture	1668	8/5/20	\$ 373.67	\$ 373.67	1177	\$ 6,687.37	9/11/20	10/5/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
KGA Studio Architects	Site Architecture	1723	9/5/20	\$ 1,553.62	\$ 1,553.62	1196	\$ 1,553.62	10/12/20	11/9/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
KGA Studio Architects	Site Architecture	1736	10/5/20	\$ 2,572.95	\$ 2,572.95	1225	\$ 8,840.08	12/11/20	12/18/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
KGA Studio Architects	Site Architecture	1820	11/5/20	\$ 6,267.13	\$ 6,267.13	1225	\$ 8,840.08	12/11/20	12/18/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Kristen Waas	Developer Supplies	200831	8/31/20	\$ 403.79	\$ 403.79	1166	\$ 403.79	9/8/20	9/14/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Kristen Waas	Developer Supplies	200930	9/30/20	\$ 375.09	\$ 375.09	1191	\$ 375.09	10/1/20	10/8/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Kristen Waas	Developer Supplies	201029	10/29/20	\$ 378.56	\$ 378.56	1203	\$ 378.56	10/29/20	10/30/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Kristen Waas	Developer Supplies	201130	11/30/20	\$ 383.65	\$ 383.65	1220	\$ 383.65	12/7/20	12/14/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Kristie Morris	Developer Supplies	200901	9/1/20	\$ 10.00	\$ 10.00	1168	\$ 10.00	9/9/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Manhart Ditch Company	Ditch Application Fee	200917	9/17/20	\$ 3,204.40	\$ 3,204.40	1197	\$ 3,204.40	10/12/20	11/12/20	HDC 6300 Lowell Boulevard, LLLP	2	Sanitation	100%	\$ 3,204.40	\$3,204.40
Mendoza Demolition Services	Site Demolition	IMDS0729HD	7/29/20	\$ 44,700.00	\$ 44,700.00	1179	\$ 44,700.00	9/11/20	9/29/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 23,880.05	\$23,880.05
Mendoza Used Brick, Inc.		IMUB1009DH	10/9/20	\$ 920.00	\$ 920.00	1213	\$ 920.00	11/16/20	11/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 491.49	\$491.49
Meyers Research	Market Study	CO558-20A	6/11/20	\$ (7,000.00)	\$ (7,000.00)	refund	\$ (7,000.00)	9/16/20	9/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	100%	\$ (7,000.00)	-\$7,000.00
Meyers Research	Market Study	CO558-20B	7/30/20	\$ 7,598.53	\$ 7,598.53	1180	\$ 7,598.53	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	100%	\$ 7,598.53	\$7,598.53
Natalie Satt		200901	9/1/20	\$ 71.33	\$ 71.33	1167	\$ 2,942.70	9/9/20	9/22/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	65%	\$ 46.46	\$46.46
Natalie Satt		200901	9/1/20	\$ 26.15	\$ 26.15	1167	\$ 2,942.70	9/9/20	9/22/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	65%	\$ 17.03	\$17.03
Natalie Satt		200901	9/1/20	\$ 124.29	\$ 124.29	1167	\$ 2,942.70	9/9/20	9/22/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	65%	\$ 80.95	\$80.95
Natalie Satt		200901	9/1/20	\$ 1,499.99	\$ 1,499.99	1167	\$ 2,942.70	9/9/20	9/22/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	65%	\$ 976.98	\$976.98
Natalie Satt		200901	9/1/20	\$ 1,220.94	\$ 1,220.94	1167	\$ 2,942.70	9/9/20	9/22/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	65%	\$ 795.23	\$795.23
Natalie Satt	SWQ Permit	201104	11/4/20	\$ 300.00	\$ 300.00	1218	\$ 717.99	11/19/20	11/20/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 160.27	\$160.27
Natalie Satt	Recording Fee	201104	11/4/20	\$ 417.99	\$ 417.99	1218	\$ 717.99	11/19/20	11/20/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	35%	\$ 147.47	\$147.47
OV Consulting	Traffic Impact Study	2317	8/14/20	\$ 305.00	\$ 305.00	1181	\$ 305.00	9/11/20	10/5/20	HDC 6300 Lowell Boulevard, LLLP	2	Streets	100%	\$ 305.00	\$305.00
Otten Johnson Robinson Neff & Ragonetti	Developer Legal	448089	8/18/20	\$ 2,310.00	\$ 2,310.00	1198	\$ 2,310.00	10/12/20	10/29/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Otten Johnson Robinson Neff & Ragonetti	Developer Legal	450105	10/16/20	\$ 157.50	\$ 157.50	1227	\$ 1,157.50	12/11/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Otten Johnson Robinson Neff & Ragonetti	Developer Legal	451343	11/18/20	\$ 1,000.00	\$ 1,000.00	1227	\$ 1,157.50	12/11/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Paladin Risk Management	Risk Assessment	9489	9/8/20	\$ 3,500.00	\$ 3,500.00	1199	\$ 3,500.00	10/12/20	10/27/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Philip Clow	Tree Trimming (A Touch of Class)	446472	12/10/20	\$ 2,000.00	\$ 2,000.00	1233	\$ 2,000.00	12/22/20	12/30/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Redland	Engineering and Survey	8224	6/13/20	\$ 5,950.00	\$ 5,950.00	1185	\$ 25,227.23	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 4,918.00	\$4,918.00
Redland	Engineering and Survey	8224	6/13/20	\$ 11,960.00	\$ 11,960.00	1185	\$ 25,227.23	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 9,885.59	\$9,885.59
Redland	Engineering and Survey	8346	7/25/20	\$ 7,317.23	\$ 7,317.23	1185	\$ 25,227.23	9/11/20	9/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 6,048.09	\$6,048.09



Berkley Shores Metropolitan District
Soft & Indirect Costs Detail
Table VI

Vendor	Work Description	Invoice Values			Payments Made						Certification	Category	Percent Eligible	Eligible This Period	Total Eligible
		Invoice Number	Invoice Date	Amount	Amount Paid	Check Number	Check Amount	Check Date	Clear Date	Account					
Redland	Engineering and Survey	8459	8/22/20	\$ 800.00	\$ 800.00	1200	\$ 1,916.50	10/12/20	10/26/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 661.24	\$661.24
Redland	Engineering and Survey	8459	8/22/20	\$ 1,116.50	\$ 1,116.50	1200	\$ 1,916.50	10/12/20	10/26/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 922.85	\$922.85
Redland	Engineering and Survey	8615	9/19/20	\$ 1,721.40	\$ 1,721.40	1214	\$ 1,721.40	11/16/20	11/27/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 1,422.83	\$1,422.83
Redland	Engineering and Survey	8656	10/17/20	\$ 950.00	\$ 950.00	1228	\$ 5,469.12	12/11/20	12/21/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 785.23	\$785.23
Redland	Engineering and Survey	8656	10/17/20	\$ 1,800.00	\$ 1,800.00	1228	\$ 5,469.12	12/11/20	12/21/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 1,487.80	\$1,487.80
Redland	Engineering and Survey	8724	11/7/20	\$ 2,719.12	\$ 2,719.12	1228	\$ 5,469.12	12/11/20	12/21/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	83%	\$ 2,247.50	\$2,247.50
State of Colorado	WQCD Permit Fee	WC201095251	6/10/20	\$ 1.00	\$ 1.00	EFT	\$ 1.00	7/27/20	7/28/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 0.53	\$0.53
State of Colorado		WC211105550	8/17/20	\$ 351.00	\$ 351.00	EFT	\$ 351.00	9/16/20	9/17/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 187.51	\$187.51
T2 Structural Engineering	Foundation Observation	7858	11/18/20	\$ 300.00	\$ 300.00	1229	\$ 600.00	12/11/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
T2 Structural Engineering	Foundation Observation	7859	11/18/20	\$ 300.00	\$ 300.00	1229	\$ 600.00	12/11/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Trailbreak Management, Inc.	Consulting Services	20191117	1/1/20	\$ 15,000.00	\$ 15,000.00	1058	\$ 15,000.00	2/5/20	2/11/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Trailbreak Management, Inc.	Consulting Services	202000603	6/1/20	\$ 15,000.00	\$ 15,000.00	1186	\$ 45,000.00	9/11/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Trailbreak Management, Inc.	Consulting Services	202000705	7/1/20	\$ 15,000.00	\$ 15,000.00	1186	\$ 45,000.00	9/11/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Trailbreak Management, Inc.	Consulting Services	20200719	8/1/20	\$ 15,000.00	\$ 15,000.00	1186	\$ 45,000.00	9/11/20	9/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Trailbreak Management, Inc.	Consulting Services	20200904	9/4/20	\$ 100,000.00	\$ 100,000.00	1204	\$ 100,000.00	11/4/20	11/6/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Trailbreak Management, Inc.	Consulting Services	20200741	10/1/20	\$ 15,000.00	\$ 15,000.00	1215	\$ 15,000.00	11/16/20	11/25/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Trailbreak Management, Inc.	Consulting Services	20200754	11/1/20	\$ 15,000.00	\$ 15,000.00	1230	\$ 15,000.00	12/11/20	12/15/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Trailbreak Partners		2019-6300.1	3/1/19	\$ 30,000.00	\$ 30,000.00	1735	\$ 109,034.27	4/5/19	4/8/19	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Tri-County Health		191120	11/20/19	\$ 150.00	\$ 150.00	1022	\$ 150.00	11/20/19	12/6/19	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Volume Nine	Marketing	11743	5/1/20	\$ 2,250.00	\$ 2,250.00	1187	\$ 7,350.00	9/11/20	10/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Volume Nine	Marketing	11785	6/1/20	\$ 1,700.00	\$ 1,700.00	1187	\$ 7,350.00	9/11/20	10/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Volume Nine	Marketing	11835	7/1/20	\$ 1,700.00	\$ 1,700.00	1187	\$ 7,350.00	9/11/20	10/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Volume Nine	Marketing	11889	8/1/20	\$ 1,700.00	\$ 1,700.00	1187	\$ 7,350.00	9/11/20	10/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Volume Nine	Marketing	11941	9/1/20	\$ 1,700.00	\$ 1,700.00	1202	\$ 1,700.00	10/12/20	11/9/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Volume Nine	Marketing	12002	10/1/20	\$ 1,700.00	\$ 1,700.00	1216	\$ 1,700.00	11/16/20	11/27/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Volume Nine	Marketing	12050	11/1/20	\$ 1,700.00	\$ 1,700.00	1231	\$ 1,700.00	12/11/20	12/17/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Wes Test	Materials Testing	12504	9/26/20	\$ 2,804.50	\$ 2,804.50	1217	\$ 2,804.50	11/16/20	11/27/20	HDC 6300 Lowell Boulevard, LLLP	2	Multiple	53%	\$ 1,498.25	\$1,498.25
Worboys Design	Marketing	1482	5/4/20	\$ 2,850.00	\$ 2,850.00	EFT	\$ 2,850.00	12/15/20	12/16/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Worboys Design	Marketing	1494	7/8/20	\$ 280.00	\$ 280.00	1188	\$ 280.00	9/11/20	10/6/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Xcel Energy	Street Lights	Streel Light Relocation	4/17/20	\$ 26,531.07	\$ 26,531.07	1182	\$ 26,531.07	9/11/20	9/22/20	HDC 6300 Lowell Boulevard, LLLP	2	Streets	100%	\$ 26,531.07	\$26,531.07
Xcel Energy	Gas Distribution	11749270	6/18/20	\$ 54,321.26	\$ 54,321.26	1183	\$ 54,321.26	9/11/20	9/22/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Xcel Energy	Gas Reinforcement	11749270	6/18/20	\$ 27,403.39	\$ 27,403.39	1184	\$ 27,403.39	9/11/20	9/22/20	HDC 6300 Lowell Boulevard, LLLP	2	Non-District	0%	\$ -	\$0.00
Xcel Energy	Electric Use	200713	7/13/20	\$ (572.13)	\$ (572.13)	n/a	\$ 572.13	7/13/20	7/29/20	Public Service Company of CO	2	Non-District	0%	\$ -	\$0.00
				\$ 3,342,992.60	\$3,342,992.60									\$ 445,102.54	\$938,054.07

FIRST AMENDMENT TO OPERATION FUNDING AGREEMENT

This **FIRST AMENDMENT TO OPERATION FUNDING AGREEMENT** (“**Amendment**”) is made and entered into this 2nd day of November, 2020, by and between **BERKLEY SHORES METROPOLITAN DISTRICT**, a quasi-municipal corporation and political subdivision of the State of Colorado (the “**District**”) and **HDC 6300 LOWELL BOULEVARD, LLLP**, a Colorado limited liability limited partnership (the “**Developer**”) (individually, each a “**Party**” and collectively the “**Parties**”).

RECITALS

A. The District and the Developer entered into that certain Operation Funding Agreement, dated February 24, 2020 and effective as of February 4, 2020, (the “**Agreement**”), whereby the Developer agreed to advance funds to the District for operations and maintenance expenses.

B. Pursuant to the Agreement, the obligation of the Developer to fund the Shortfall Amount is limited to an amount not to exceed \$50,000.

C. Pursuant to the Agreement, the obligation of the Developer to fund the Shortfall Amount expires on December 31, 2020.

D. The District anticipates that it will not have sufficient revenues to make payment of its operations and maintenance expenses through fiscal year 2021.

E. The District and the Developer desire to amend the provisions of the Agreement, pertaining to the term of the Agreement and Shortfall Amount.

NOW, THEREFORE, in consideration of the foregoing and the respective agreements of the Parties contained herein, the Parties agree as follows:

COVENANTS AND AGREEMENTS

1. All terms which are not defined herein shall have the same meaning as set forth in the Agreement.

2. Amendment to Section 1 of the Agreement. Section 1 of the Agreement is hereby deleted in its entirety, and substituted in lieu thereof shall be the following:

“1. Acknowledgement of Anticipated Shortfalls. The District anticipates a shortfall in revenues available for operations and maintenance expenses to be incurred for fiscal years 2020 and 2021 in an aggregate amount of Two Hundred and Twenty-Five Thousand Dollars (\$225,000.00) (the “**Shortfall Amount**”).”

3. Amendment to Section 8 of the Agreement. Section 8 of the Agreement is hereby deleted in its entirety, and substituted in lieu thereof shall be the following:

“8. Term/Repose. Any obligation of Developer to advance funds will expire upon amounts sufficient to pay expenses incurred in 2020 through 2021. Any obligation of District to reimburse Developer shall expire on December 31, 2021. In the event the District has not reimbursed the Developer for any Developer Advance(s) made pursuant to this Agreement on or before December 31, 2021, any amount of principal and accrued interest outstanding on such date shall be deemed to be forever discharged and satisfied in full.”

4. All references in the Agreement, to the phrase “fiscal year 2020” shall be deleted in their entirety and substituted in lieu thereof shall be the phrase: “fiscal years 2020 through 2021”.

5. Except as expressly set forth in this Amendment, all provisions of the Agreement remain unchanged and in full force and effect, valid and binding on the parties thereto.

SIGNATURE PAGE FOLLOWS

SIGNATURE PAGE TO FIRST AMENDMENT TO OPERATION FUNDING AGREEMENT

IN WITNESS WHEREOF, the Parties have executed this Amendment as of the day and year first set forth above.

BERKLEY SHORES METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado

By:  _____
President

Attest:

Natalie Satt

Secretary

HDC 6300 LOWELL BOULEVARD, LLLP,
a Colorado limited liability limited partnership

By:  _____
Title: Manager