

BASELINE METROPOLITAN DISTRICT NOS. 1-9www.baselinemetrodistricts.orgNOTICE OF REGULAR MEETING AND AGENDA**BASELINE METROPOLITAN DISTRICT NOS. 1, 2, 4-9**

<u>Board of Directors</u>	<u>Office:</u>	<u>Term Expiration</u>
Kim Perry	President & Chairperson	May 2025
Kyle Harris	Vice President	May 2025 (Nos. 1, 2 & 4/May 2023 Nos. 5-9)
Josh Kane	Secretary	May 2023
Tim DePeder	Assistant Secretary	May 2023
Karen McShea	Treasurer	May 2025

BASELINE METROPOLITAN DISTRICT NO. 3

<u>Board of Directors</u>	<u>Office:</u>	<u>Term Expiration</u>
Kim Perry	President & Chairperson	May 2025
Kyle Harris	Vice President	May 2025
Josh Kane	Secretary	May 2023
Tim DePeder	Assistant Secretary	May 2023
Susan Brunkhardt	Secretary/Treasurer	May 2025

DATE: January 5th, 2023 (Thursday)
TIME: 1:00 p.m.
PLACE: MS Teams and Teleconference Only

[Click here to join the meeting](#) (Please press the control key and click to access hyperlink)
<https://tinyurl.com/yhmev95b> (This link can be copied into your web browser)
720-721-3140; Conference ID: 894 678 356# (If joining the meeting by phone)

I. ADMINISTRATIVE ITEMS

- A. Call to Order.
- B. Declaration of Quorum/Director Disclosure of any Potential Conflicts of Interest.
- C. Approval of Agenda. **(Pages 1-2)**
- D. Public Comment. Comments are limited to three (3) minutes per speaker.

II. CONSENT AGENDA

- A. Approval of Minutes – December 1, 2022 Regular Meeting Minutes. **(Pages 3-6)**
- B. Ratification of Payables. **(Pages 7-18)**
- C. Ratification of Contract Modifications. **(Pages 19-24)**

III. CAPITAL INFRASTRUCTURE ITEMS

- A. District Capital Infrastructure Report. **(Pages 25-28)**
- B. District Project Manager Update.
- C. Capital Fund Summary and Capital Needs Assessment Review.
(To Be Distributed Under Separate Cover)
- D. Budget Approval and Contracting.

Baseline Metropolitan Districts Nos. 1-9

January 5, 2023

Page 2

- i. Consider Approval of Project Budgets and Amended Project Budget.
(Pages 29-30)
 - a. Flex Phase 3 Offsites (CFS #17)
 - i. Consider Approval of Amended Project Budget \$1,350,599.42.
- ii. Consider Approval of Works Orders and Change Orders with MRES for District Project Management Services.

IV. FINANCIAL ITEMS

- A. Finance Manager's Report.
- B. Consideration and approval of MRES for financial services related to bond issuances.
- C. Bond Update.

V. LEGAL ITEMS

- A. Consider Approval of Quit Claim Deed with NP Development, Inc. for Director Parcels. **(Pages 31-36)**

VI. DISTRICT MANAGER ITEMS

- A. Manager's Report. **(Pages 37-38)**

VII. OTHER MATTERS

VIII. EXECUTIVE SESSION, pursuant to Colorado Open Meeting Law §24-6-402(4)(b) to consult with or receive advice from attorney regarding specific legal items, if necessary.

IX. ADJOURNMENT

The next Regular Meeting is scheduled for February 2, 2023

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED
REGULAR MEETING OF
THE BOARD OF DIRECTORS OF
BASELINE METROPOLITAN DISTRICT NOS. 1-9

HELD
December 1, 2022

The Boards of Directors of the Baseline Metropolitan District Nos. 1-9 held a coordinated regular meeting, open to the public, via MS Teams at 1:00 p.m. on Thursday, December 1, 2022.

ATTENDANCE: Directors in Attendance: (District Nos. 1,2,4-9)
Kim Perry, President & Chairperson
Kyle Harris, Vice President
Josh Kane, Secretary
Karen McShea, Treasurer

Directors in Attendance: (District No. 3)
Kim Perry, President & Chairperson
Kyle Harris, Vice President
Josh Kane, Secretary
Susan Brunkhardt, Secretary/Treasurer

Directors Absent, but Excused:
Tim DePeder, Assistant Secretary

Also, in Attendance Were:
Alan Pogue; Icenogle Seaver Pogue, P.C.
Griffin Barlow, Jim Niemczyk, Christina Rotella, Mike McBride,
Samantha Romero, and Amanda Dwight; McWhinney
Andrew Kunkel, Shannon Randazzo, Jordan Wood, Kirsten Starman, Irene
Buenavista, Brendan Campbell, Nic Ortiz, and Shannon McEvoy; Pinnacle
Consulting Group, Inc.

CALL TO ORDER The meeting was called to order at 1:04 p.m. by Director Perry, President of
the Boards, noting that a quorum was present. The Directors in attendance
confirmed their qualifications to serve.

RECORD OF PROCEEDINGS

COMBINED MEETING

The Districts met in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Baseline Metropolitan District No. 1, with concurrence by Baseline Metropolitan Districts Nos. 2, 3, 4, 5, 6, 7, 8, and 9.

CONFLICT OF INTEREST DISCLOSURE

Mr. Pogue noted that notices of potential conflicts of interest for Board Members employed by McWhinney Real Estate Services, Inc. were filed with the Colorado Secretary of State at least 72 hours in advance of the meeting, disclosing that potential conflicts of interest may exist, as some Board Members are employees of McWhinney Real Estate Services, Inc. which is associated with the primary landowner and developer of land within the Districts. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

APPROVAL OF AGENDA

The Boards considered the agenda. Following review and discussion, and upon motion duly made by Director Harris, seconded by Director McShea and, upon vote, it was unanimously

RESOLVED to approve the agenda as presented.

PUBLIC COMMENT

There were no members of the public present.

CONSENT AGENDA

The Boards considered the following items on the consent agenda:

- A. Approval of Minutes – November 3, 2022, Regular Meeting Minutes.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.

Following review and discussion, and upon motion duly made by Director Harris, seconded by Director Kane and, upon vote, it was unanimously

RECORD OF PROCEEDINGS

RESOLVED to approve the consent agenda, as presented.

CAPITAL
INFRASTRUCTURE
ITEMS

Capital Infrastructure Report: Ms. Starman reviewed the District Capital Infrastructure Report with the Boards. She reported the public utilities scope associated with 160th Avenue and Sheridan Parkway Phase 2 were currently being publicly bid with a bid opening scheduled for December 14, 2022. A bid result summary and recommendation will be presented to the Board at the March 2, 2023 board meeting.

District Project Manager Update: Mr. Niemczyk presented the District Project Manager Update with the Boards and answered questions.

Capital Fund Summary and Capital Needs Assessment: Mr. Niemczyk reviewed the Capital Fund Summary and Capital Needs Assessment with the Boards and answered questions.

Parkside West Phase 3 (CFS #18): Mr. Niemczyk and Mr. McBride reviewed with the Board the Parkside West Phase 3 project budget and MRES Project Management Fee memo. Mr. Niemczyk requested the Board approve a project budget in the amount of \$950,000. Additionally, Mr. McBride requested approval of MRES Project Management services for a not to exceed amount of \$342,691. Following review and discussion, and upon a motion duly made by Director Harris, seconded by Director McShea and upon vote, unanimously carried it was

RESOLVED to approve a project budget for Parkside West Phase 3 in the amount of \$950,000 and the MRES Project Management Fee not to exceed the amount of \$342,691.

Parkside West Phase 2 (CFS #21): Mr. Niemczyk reviewed with the Board a Master Services Agreement and Work Order 2022-01 with ECI Site Construction Management for pre-construction and project budgeting services in the amount of \$14,160.00 and answered questions. Following review and discussion, and upon a motion duly made by Director Kane, seconded by Director Harris and upon vote, unanimously carried it was

RESOLVED to approve a Master Services Agreement and Work Order 2022-01 with ECI Site Construction Management for pre-construction and project budgeting services in the amount of \$14,160.00.

RECORD OF PROCEEDINGS

Ms. Dwight reviewed with the Board the MRES Project Management Fee memo in the not to exceed amount of \$375,460.26 and answered questions. Following review and discussion, and upon a motion duly made by Director McShea, seconded by Director Harris, and upon vote unanimously carried it was

RESOLVED to approve the MRES Project Management Fee in the not to exceed amount of \$375,460.26.

FINANCIAL ITEMS. Finance Manager’s Report: Ms. Buenavista presented the Financial Report and discussed with the Board and answered questions.

Bond Update: Ms. Buenavista reported there was no Bond Update to report.

LEGAL ITEMS There were no legal items discussed during the meeting.

DISTRICT
MANAGER ITEMS There were no District Manager Items discussed during the meeting.

OTHER MATTERS There were no Other Matters brought before the Board.

EXECUTIVE
SESSION There was no need for an Executive Session at the meeting.

ADJOURNMENT There being no further business to come before the Boards, the meeting was adjourned at 1:42 p.m.

Respectfully submitted,

Jordan Wood
Recording Secretary for the Meeting

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield- xx2457	1-11005 - Checking - First Bank	
Bill	172142457 10.22	10/31/2022		1-51400 - Utilities	13.91
TOTAL					13.91
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	22233200 10.22	10/31/2022		1-51400 - Utilities	99.86
TOTAL					99.86
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	22283900 10.22	10/31/2022		1-51400 - Utilities	31.56
TOTAL					31.56
Bill Pmt -Check	Bill.com	11/30/2022	Prairie Mountain Media	1072 - Bill.com Money Out Clearing	
Bill	1927686	10/31/2022		1-51120 - Office and Other	61.60
TOTAL					61.60
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	23083100 10.22	10/31/2022		1-51400 - Utilities	8.91
TOTAL					8.91
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield-xx9884	1-11005 - Checking - First Bank	
Bill	172139884 10.22	10/31/2022		1-51400 - Utilities	497.43
TOTAL					497.43
Bill Pmt -Check	Bill.com	11/30/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23481	10/31/2022		1-51120 - Office and Other	417.45
				1-51040 - District Management	19,142.50
				1-51000 - Accounting	11,635.00
				1-51045 - Facilities Management	6,500.00
TOTAL					37,694.95
Bill Pmt -Check	Bill.com	11/30/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23431	10/31/2022		3-51040 - Capital-General District Mgmt	6,265.00
TOTAL					6,265.00
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield- xx6828	1-11005 - Checking - First Bank	
Bill	172136828 10.22	10/31/2022		1-51400 - Utilities	55.59
TOTAL					55.59
Bill Pmt -Check	Bill.com	11/30/2022	Utility Notification Center of Colorado	1072 - Bill.com Money Out Clearing	
Bill	222100187	10/31/2022		1-51400 - Utilities	215.80
TOTAL					215.80

Baseline Metropolitan District No. 1

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	Bill.com	11/30/2022	Icenogle Seaver Pogue, P.C.	1072 - Bill.com Money Out Clearing	
Bill	22458	10/31/2022		1-51110 · Legal	6,777.50
TOTAL					<u>6,777.50</u>
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield-xx7935	1-11005 · Checking - First Bank	
Bill	172137935 10.22	10/31/2022		1-51400 · Utilities	477.27
TOTAL					<u>477.27</u>
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield-xx7875	1-11005 · Checking - First Bank	
Bill	172137875 10.22	10/31/2022		1-51400 · Utilities	310.95
TOTAL					<u>310.95</u>
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield-xx4024	1-11005 · Checking - First Bank	
Bill	172144024 10.22	10/31/2022		1-51400 · Utilities	125.09
TOTAL					<u>125.09</u>
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 · Checking - First Bank	
Bill	18297000 10.22	10/31/2022		1-51400 · Utilities	22.76
TOTAL					<u>22.76</u>
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield-xx9419	1-11005 · Checking - First Bank	
Bill	172119419 10.22	10/31/2022		1-51400 · Utilities	1,124.08
TOTAL					<u>1,124.08</u>
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield- xx9342	1-11005 · Checking - First Bank	
Bill	172139342 10.22	10/31/2022		1-51400 · Utilities	579.75
TOTAL					<u>579.75</u>
Bill Pmt -Check	Bill.com	11/30/2022	Ecological Resource Consultants, Inc.	1072 - Bill.com Money Out Clearing	
Bill	13207	10/31/2022		3-51060 · Capital-General Engineering	6,321.20
TOTAL					<u>6,321.20</u>
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield- xx3580	1-11005 · Checking - First Bank	
Bill	172143580 10.22	10/31/2022		1-51400 · Utilities	357.99
TOTAL					<u>357.99</u>
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 · Checking - First Bank	
Bill	23093800 10.22	10/31/2022		1-51400 · Utilities	31.19
TOTAL					<u>31.19</u>
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 · Checking - First Bank	
Bill	21823400 10.22	10/31/2022		1-51400 · Utilities	31.31
TOTAL					<u>31.31</u>

Baseline Metropolitan District No. 1

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield- xx7295	1-11005 - Checking - First Bank	
Bill	172137295 10.22	10/31/2022		1-51400 - Utilities	174.87
TOTAL					<u>174.87</u>
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield-xx8457	1-11005 - Checking - First Bank	
Bill	172138457 10.22	10/31/2022		1-51400 - Utilities	239.46
TOTAL					<u>239.46</u>
Bill Pmt -Check	Bill.com	11/30/2022	PASE Contracting, Inc	1072 - Bill.com Money Out Clearing	
Bill	36529	09/30/2022		3-51060 - Capital-General Engineering	3,007.75
TOTAL					<u>3,007.75</u>
Bill Pmt -Check	Bill.com	11/30/2022	Matrix Design Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	38090	10/31/2022		3-51060 - Capital-General Engineering	1,275.00
TOTAL					<u>1,275.00</u>
Bill Pmt -Check	N/A	11/30/2022	City and County of Broomfield- xx6748	1-11005 - Checking - First Bank	
Bill	172116748 10.22	10/31/2022		1-51400 - Utilities	835.12
TOTAL					<u>835.12</u>
Bill Pmt -Check	Bill.com	11/30/2022	HOA Expert LLC	1072 - Bill.com Money Out Clearing	
Bill	000280	10/26/2022		1-51120 - Office and Other	125.00
TOTAL					<u>125.00</u>
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	19336600 10.22	10/31/2022		1-51400 - Utilities	22.28
TOTAL					<u>22.28</u>
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	22028601 10.22	10/31/2022		1-51400 - Utilities	31.28
TOTAL					<u>31.28</u>
Bill Pmt -Check	N/A	11/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	17971400 10.22	10/31/2022		1-51400 - Utilities	22.28
TOTAL					<u>22.28</u>
Bill Pmt -Check	2593	11/30/2022	City and County of Broomfield	1-11005 - Checking - First Bank	
Bill	082522 Bal	11/18/2022		3-55405 - Permits, Fees and Other	70.00
TOTAL					<u>70.00</u>

Baseline Metropolitan District No. 1

10

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Liability Check		12/06/2022	QuickBooks Payroll Service	1-11005 · Checking - First Bank	
				66000 · Payroll Expenses	1.75
			QuickBooks Payroll Service	1-22110 · Direct Deposit Liabilities	184.70
TOTAL					<u>186.45</u>
Paycheck	ACH	12/07/2022	Karen McShea	1-11005 · Checking - First Bank	
				1-51030 · Directors Fees	100.00
				1-51030 · Directors Fees	100.00
				1-51030 · Directors Fees	12.40
				1-24000 · Payroll Liabilities	12.40
				1-24000 · Payroll Liabilities	12.40
				1-51030 · Directors Fees	2.90
				1-24000 · Payroll Liabilities	2.90
				1-24000 · Payroll Liabilities	2.90
				1-22110 · Direct Deposit Liabilities	184.70
TOTAL					<u>430.60</u>
Liability Check		12/20/2022	QuickBooks Payroll Service	1-11005 · Checking - First Bank	
				66000 · Payroll Expenses	8.75
			QuickBooks Payroll Service	1-22110 · Direct Deposit Liabilities	461.75
TOTAL					<u>470.50</u>
Paycheck	ACH	12/21/2022	Karen McShea	1-11005 · Checking - First Bank	
				1-51030 · Directors Fees	100.00
				1-51030 · Directors Fees	6.20
				1-24000 · Payroll Liabilities	6.20
				1-24000 · Payroll Liabilities	6.20
				1-51030 · Directors Fees	1.45
				1-24000 · Payroll Liabilities	1.45
				1-24000 · Payroll Liabilities	1.45
				1-22110 · Direct Deposit Liabilities	92.35
TOTAL					<u>215.30</u>
Paycheck	ACH	12/21/2022	Susan J Brunkhardt	1-11005 · Checking - First Bank	
				1-51030 · Directors Fees	100.00
				1-51030 · Directors Fees	6.20
				1-24000 · Payroll Liabilities	6.20
				1-24000 · Payroll Liabilities	6.20
				1-51030 · Directors Fees	1.45
				1-24000 · Payroll Liabilities	1.45
				1-24000 · Payroll Liabilities	1.45
				66000 · Payroll Expenses	4.20
				1-24000 · Payroll Liabilities	4.20
				1-22110 · Direct Deposit Liabilities	92.35
TOTAL					<u>223.70</u>

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Paycheck	ACH	12/21/2022	Kyle E Harris	1-11005 · Checking - First Bank	
				1-51030 · Directors Fees	100.00
				1-51030 · Directors Fees	6.20
				1-24000 · Payroll Liabilities	6.20
				1-24000 · Payroll Liabilities	6.20
				1-51030 · Directors Fees	1.45
				1-24000 · Payroll Liabilities	1.45
				1-24000 · Payroll Liabilities	1.45
				1-22110 · Direct Deposit Liabilities	92.35
TOTAL					215.30
Paycheck	ACH	12/21/2022	Kim L Perry	1-11005 · Checking - First Bank	
				1-51030 · Directors Fees	100.00
				1-51030 · Directors Fees	6.20
				1-24000 · Payroll Liabilities	6.20
				1-24000 · Payroll Liabilities	6.20
				1-51030 · Directors Fees	1.45
				1-24000 · Payroll Liabilities	1.45
				1-24000 · Payroll Liabilities	1.45
				1-22110 · Direct Deposit Liabilities	92.35
TOTAL					215.30
Paycheck	ACH	12/21/2022	Joshua Kane	1-11005 · Checking - First Bank	
				1-51030 · Directors Fees	100.00
				1-51030 · Directors Fees	6.20
				1-24000 · Payroll Liabilities	6.20
				1-24000 · Payroll Liabilities	6.20
				1-51030 · Directors Fees	1.45
				1-24000 · Payroll Liabilities	1.45
				1-24000 · Payroll Liabilities	1.45
				1-22110 · Direct Deposit Liabilities	92.35
TOTAL					215.30
Bill Pmt -Check	Bill.com	12/23/2022	OLM, Inc.	1072 · Bill.com Money Out Clearing	
Bill	40327	10/24/2022		1-52103 · Manicured Landscaping Inspectio	1,407.00
TOTAL					1,407.00
Bill Pmt -Check	Bill.com	12/23/2022	Environmental Designs, Inc	1072 · Bill.com Money Out Clearing	
Bill	158581	10/21/2022		1-52904 · Irrigation Repair & Upgrade	369.03
TOTAL					369.03
Bill Pmt -Check	Bill.com	12/23/2022	Environmental Designs, Inc	1072 · Bill.com Money Out Clearing	
Bill	158489	10/20/2022		1-52301 · Mowing and Weed Control	780.00
TOTAL					780.00

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	Bill.com	12/23/2022	Environmental Designs, Inc	1072 - Bill.com Money Out Clearing	
Bill	158642	10/27/2022		1-52301 · Mowing and Weed Control	448.71
TOTAL					<u>448.71</u>
Bill Pmt -Check	Bill.com	12/23/2022	Environmental Designs, Inc	1072 - Bill.com Money Out Clearing	
Bill	158561	10/21/2022		1-52904 · Irrigation Repair & Upgrade	317.80
TOTAL					<u>317.80</u>
Bill Pmt -Check	Bill.com	12/23/2022	Environmental Designs, Inc	1072 - Bill.com Money Out Clearing	
Bill	157845	09/30/2022		1-52101 · Manicured Landscaping O&M	1,148.27
TOTAL					<u>1,148.27</u>
Bill Pmt -Check	Bill.com	12/23/2022	High Plains Environmental Center	1072 - Bill.com Money Out Clearing	
Bill	2441	10/01/2022		1-52107 · Native Area O&M	1,200.42
TOTAL					<u>1,200.42</u>
Bill Pmt -Check	Bill.com	12/27/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23581	11/30/2022		3-55553 · Project Administration	2,240.00
TOTAL					<u>2,240.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Matrix Design Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	38257	11/30/2022		3-51060 · Capital-General Engineering	1,275.00
TOTAL					<u>1,275.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23587	11/30/2022		3-55353 · Project Administration	1,330.00
TOTAL					<u>1,330.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Prairie Mountain Media	1072 - Bill.com Money Out Clearing	
Bill	1935318	11/30/2022		3-55345 · Permits, Fees and Other	207.68
TOTAL					<u>207.68</u>
Bill Pmt -Check	Bill.com	12/27/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23582	11/30/2022		3-51040 · Capital-General District Mgmt	1,645.00
TOTAL					<u>1,645.00</u>

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	Bill.com	12/27/2022	Matrix Design Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	38255	11/30/2022		3-55404 · Engineering	2,000.00
TOTAL					<u>2,000.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Harris Kocher Smith	1072 - Bill.com Money Out Clearing	
Bill	211246.11	11/03/2022		3-55374 · Engineering	18,013.00
TOTAL					<u>18,013.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	CMS Environmental Solutions, LLC	1072 - Bill.com Money Out Clearing	
Bill	143173	10/31/2022		3-51060 · Capital-General Engineering	395.00
TOTAL					<u>395.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23586	11/30/2022		3-55333 · Project Administration	1,400.00
TOTAL					<u>1,400.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	CMS Environmental Solutions, LLC	1072 - Bill.com Money Out Clearing	
Bill	143303	10/31/2022		3-51060 · Capital-General Engineering	190.00
TOTAL					<u>190.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Harris Kocher Smith	1072 - Bill.com Money Out Clearing	
Bill	210229.22	11/30/2022		3-55314 · Engineering	8,094.37
TOTAL					<u>8,094.37</u>
Bill Pmt -Check	Bill.com	12/27/2022	High Plains Environmental Center	1072 - Bill.com Money Out Clearing	
Bill	2467	11/01/2022		1-52107 · Native Area O&M	1,200.42
TOTAL					<u>1,200.42</u>
Bill Pmt -Check	Bill.com	12/27/2022	Norris Design, Inc	1072 - Bill.com Money Out Clearing	
Bill	01-76926	10/31/2022		3-55314 · Engineering	2,998.25
TOTAL					<u>2,998.25</u>
Bill Pmt -Check	Bill.com	12/27/2022	Matrix Design Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	38210	10/31/2022		3-55344 · Engineering	1,265.00
TOTAL					<u>1,265.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23589	11/30/2022		3-55143 · Project Administration	1,120.00
TOTAL					<u>1,120.00</u>

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	Bill.com	12/27/2022	CMS Environmental Solutions, LLC	1072 - Bill.com Money Out Clearing	
Bill	143304	10/31/2022		3-51060 · Capital-General Engineering	237.50
TOTAL					<u>237.50</u>
Bill Pmt -Check	Bill.com	12/27/2022	Norris Design, Inc	1072 - Bill.com Money Out Clearing	
Bill	01-77202	10/31/2022		3-55374 · Engineering	10,026.70
TOTAL					<u>10,026.70</u>
Bill Pmt -Check	Bill.com	12/27/2022	Matrix Design Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	38261	10/31/2022		3-55344 · Engineering	6,975.00
TOTAL					<u>6,975.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Wenk Associates, Inc.	1072 - Bill.com Money Out Clearing	
Bill	0000500926	11/30/2022		3-55234 · Engineering	1,584.40
TOTAL					<u>1,584.40</u>
Bill Pmt -Check	Bill.com	12/27/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23580	11/30/2022		3-55403 · Project Administration	1,050.00
TOTAL					<u>1,050.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	CMS Environmental Solutions, LLC	1072 - Bill.com Money Out Clearing	
Bill	143172	09/30/2022		3-51060 · Capital-General Engineering	562.50
TOTAL					<u>562.50</u>
Bill Pmt -Check	Bill.com	12/27/2022	Matrix Design Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	38211	10/31/2022		3-55554 · Engineering	36,300.00
TOTAL					<u>36,300.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23590	11/30/2022		3-55343 · Project Administration	3,290.00
TOTAL					<u>3,290.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	CMS Environmental Solutions, LLC	1072 - Bill.com Money Out Clearing	
Bill	140112	08/31/2022		3-51060 · Capital-General Engineering	395.00
TOTAL					<u>395.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23588	11/30/2022		3-55263 · Project Administration	1,050.00
TOTAL					<u>1,050.00</u>

Baseline Metropolitan District No. 1

15

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	Bill.com	12/27/2022	CMS Environmental Solutions, LLC	1072 - Bill.com Money Out Clearing	
Bill	142678	10/31/2022		3-51060 · Capital-General Engineering	395.00
TOTAL					<u>395.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	CMS Environmental Solutions, LLC	1072 - Bill.com Money Out Clearing	
Bill	141190	10/31/2022		3-51060 · Capital-General Engineering	395.00
TOTAL					<u>395.00</u>
Bill Pmt -Check	Bill.com	12/27/2022	Norris Design, Inc	1072 - Bill.com Money Out Clearing	
Bill	01-75132	07/31/2022		3-55374 · Engineering	21,091.45
TOTAL					<u>21,091.45</u>
Bill Pmt -Check	Bill.com	12/27/2022	Kimley-Horn and Associates, Inc.	1072 - Bill.com Money Out Clearing	
Bill	196570000-1022	10/31/2022		3-55424 · Engineering	26,892.50
TOTAL					<u>26,892.50</u>
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	17971400 11.22	11/30/2022		1-51400 · Utilities	22.28
TOTAL					<u>22.28</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield-xx9419	1-11005 - Checking - First Bank	
Bill	172119419 11.22	11/24/2022		1-51400 · Utilities	89.20
TOTAL					<u>89.20</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield- xx9342	1-11005 - Checking - First Bank	
Bill	172139342 11.22	11/24/2022		1-51400 · Utilities	55.59
TOTAL					<u>55.59</u>
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	22233200 11.22	11/30/2022		1-51400 · Utilities	22.30
TOTAL					<u>22.30</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield- xx7295	1-11005 - Checking - First Bank	
Bill	172137295 11.22	11/24/2022		1-51400 · Utilities	55.59
TOTAL					<u>55.59</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield- xx6748	1-11005 - Checking - First Bank	
Bill	172116748 11.22	11/24/2022		1-51400 · Utilities	55.60
TOTAL					<u>55.60</u>

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	22028601 11.22	11/30/2022		1-51400 - Utilities	31.77
TOTAL					<u>31.77</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield-xx7935	1-11005 - Checking - First Bank	
Bill	172137935 11.22	11/24/2022		1-51400 - Utilities	569.67
TOTAL					<u>569.67</u>
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	18297000 11.22	11/30/2022		1-51400 - Utilities	22.66
TOTAL					<u>22.66</u>
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	19336600 11.22	11/30/2022		1-51400 - Utilities	22.28
TOTAL					<u>22.28</u>
Bill Pmt -Check	Bill.com	12/30/2022	Icenogle Seaver Pogue, P.C.	1072 - Bill.com Money Out Clearing	
Bill	22692	11/30/2022		1-51110 - Legal	2,258.00
				1-51050 - Elections	5.10
TOTAL					<u>2,263.10</u>
Bill Pmt -Check	Bill.com	12/30/2022	Utility Notification Center of Colorado	1072 - Bill.com Money Out Clearing	
Bill	222110184	11/30/2022		1-51400 - Utilities	172.90
TOTAL					<u>172.90</u>
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	22283900 11.22	11/30/2022		1-51400 - Utilities	31.42
TOTAL					<u>31.42</u>
Bill Pmt -Check	Bill.com	12/30/2022	Pinnacle Consulting Group, Inc	1072 - Bill.com Money Out Clearing	
Bill	23628	11/30/2022		1-51045 - Facilities Management	5,492.50
				1-51000 - Accounting	14,722.50
				1-51040 - District Management	11,895.00
				1-51120 - Office and Other	139.38
TOTAL					<u>32,249.38</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield- xx6828	1-11005 - Checking - First Bank	
Bill	172136828 11.22	11/24/2022		1-51400 - Utilities	55.59
TOTAL					<u>55.59</u>

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield- xx2457	1-11005 - Checking - First Bank	
Bill	172142457 11.22	11/24/2022		1-51400 - Utilities	13.91
TOTAL					<u>13.91</u>
Bill Pmt -Check	N/A	12/30/2022	Bill.com	1-11005 - Checking - First Bank	
Bill	22127521023 11.22	11/30/2022		1-51120 - Office and Other	181.46
TOTAL					<u>181.46</u>
Bill Pmt -Check	Bill.com	12/30/2022	Environmental Designs, Inc	1072 - Bill.com Money Out Clearing	
Bill	160160 11.22	11/29/2022		1-52201 - Snow Removal	735.00
TOTAL					<u>735.00</u>
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	21823400 11.22	11/30/2022		1-51400 - Utilities	31.30
TOTAL					<u>31.30</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield-xx8457	1-11005 - Checking - First Bank	
Bill	172138457 11.22	11/24/2022		1-51400 - Utilities	27.78
TOTAL					<u>27.78</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield- xx3580	1-11005 - Checking - First Bank	
Bill	172143580 11.22	11/24/2022		1-51400 - Utilities	119.43
TOTAL					<u>119.43</u>
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	23093800 11.22	11/30/2022		1-51400 - Utilities	22.28
TOTAL					<u>22.28</u>
Bill Pmt -Check	N/A	12/30/2022	United Power	1-11005 - Checking - First Bank	
Bill	23083100 11.22	11/30/2022		1-51400 - Utilities	22.28
TOTAL					<u>22.28</u>
Bill Pmt -Check	Bill.com	12/30/2022	Environmental Designs, Inc	1072 - Bill.com Money Out Clearing	
Bill	158873 11.22	11/01/2022		1-52101 - Manicured Landscaping O&M	1,149.02
TOTAL					<u>1,149.02</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield-xx7875	1-11005 - Checking - First Bank	
Bill	172137875 11.22	11/24/2022		1-51400 - Utilities	218.55
TOTAL					<u>218.55</u>

Check Detail

November 29 through December 30, 2022

Type	Num	Date	Name	Account	Paid Amount
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield-xx9884	1-11005 - Checking - First Bank	
Bill	172139884 11.22	11/24/2022		1-51400 - Utilities	430.23
TOTAL					<u>430.23</u>
Bill Pmt -Check	N/A	12/30/2022	City and County of Broomfield-xx4024	1-11005 - Checking - First Bank	
Bill	172144024 11.22	11/24/2022		1-51400 - Utilities	125.09
TOTAL					<u>125.09</u>
Total					<u><u>267,164.85</u></u>

Contract Modifications for Board Ratification

Baseline Metropolitan District No. 1 (North Park)

CENTER STREET DISTRICT (BASELINE-CSD)

<i>Contractor:</i> Kimley-Horn and Associates, Inc.	<i>Modification Date:</i> 12/15/2022	<i>Modification Amount:</i> \$6,500.00	<i>Contract #:</i> Cnt-01209
<i>Modification Description:</i> CO1 to WO 2022-01	<i>Payment Method:</i> Time & Materials	<i>District Signed Date:</i> 12/16/2022	
<i>Modification Scope:</i> Additional design surveying services			<i>Contractor Signed Date:</i> 12/20/2022

Baseline East Sheridan Residential (BASELINE-ESR)

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 11/4 /2022	<i>Modification Amount:</i> \$48,079.97	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #17	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 11/22/2022	
<i>Modification Scope:</i> Additional hauling of 4,855CY of dirt due to overlot grading contractor leaving an excess amount of fill on roadways per Scope Change			<i>Contractor Signed Date:</i> 11/29/2022

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 11/4 /2022	<i>Modification Amount:</i> \$17,324.63	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #22	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 11/22/2022	
<i>Modification Scope:</i> Additional four temporary water blowoff valves for water testing per CCOB and Scope Change			<i>Contractor Signed Date:</i> 11/29/2022

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 11/4 /2022	<i>Modification Amount:</i> (\$66,469.80)	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #23	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 11/22/2022	
<i>Modification Scope:</i> Deduct for 4-inch sanitary sewer cleanouts per Scope Change			<i>Contractor Signed Date:</i> 11/29/2022

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/1 /2022	<i>Modification Amount:</i> \$24,741.36	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #24	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 12/4 /2022	
<i>Modification Scope:</i> Additional conduit sleeving per sleeving plan dated 8/26/22 and material price adjustment for conduit sleeving from CO #1 per Scope Change			<i>Contractor Signed Date:</i> 12/5 /2022

Baseline Metropolitan District No. 1 (North Park)

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/1 /2022	<i>Modification Amount:</i> (\$86,853.13)	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #25	<i>Payment Method:</i> Lump Sum		<i>District Signed Date:</i> 12/4 /2022
<i>Modification Scope:</i> Deduct for concrete alleyways as the width was decreased by 2.5-feet on each side for utility installation per Scope Change			<i>Contractor Signed Date:</i> 12/5 /2022
<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/1 /2022	<i>Modification Amount:</i> \$29,570.30	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #26	<i>Payment Method:</i> Lump Sum		<i>District Signed Date:</i> 12/4 /2022
<i>Modification Scope:</i> Additional CCOB communication pull boxes and conduit sweeps per Scope Change			<i>Contractor Signed Date:</i> 12/5 /2022
<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/15/2022	<i>Modification Amount:</i> \$19,754.16	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #27	<i>Payment Method:</i> Lump Sum		<i>District Signed Date:</i> 12/19/2022
<i>Modification Scope:</i> Potholing existing utilities, modifications/re-build to existing storm sewer manhole bases at Alcott Way/Sheridan Parkway and 166th Avenue/Sheridan Parkway; modifications/re-build to existing Type-R Inlet base at 166th Avenue/Sheridan Parkway per CCOB and Scope Change			<i>Contractor Signed Date:</i> 12/20/2022
<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/15/2022	<i>Modification Amount:</i> \$7,005.37	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #28	<i>Payment Method:</i> Lump Sum		<i>District Signed Date:</i> 12/19/2022
<i>Modification Scope:</i> Public regulatory street sign modifications per Design Addendum No. 4 dated 3/23/22 per Scope Change			<i>Contractor Signed Date:</i> 12/20/2022
<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/15/2022	<i>Modification Amount:</i> \$10,987.72	<i>Contract #:</i> Cnt-01126
<i>Modification Description:</i> Change Order #29	<i>Payment Method:</i> Lump Sum		<i>District Signed Date:</i> 12/19/2022
<i>Modification Scope:</i> Concrete quantity adjustment for alleys including bond (\$13,537.72) and deduct for alley fire lane 6-inch striping (negative -\$2,550.00) per Scope Change. Net Change Order \$10,987.72			<i>Contractor Signed Date:</i> 12/20/2022

Baseline Metropolitan District No. 1 (North Park)

<i>Contractor:</i> Ground Engineering Consultants, Inc.	<i>Modification Date:</i> 11/28/2022	<i>Modification Amount:</i> \$500.00	<i>Contract #:</i> Cnt-00737
<i>Modification Description:</i> CO2 to WO 2021-01	<i>Payment Method:</i> Time & Materials	<i>District Signed Date:</i> 11/29/2022	
<i>Modification Scope:</i> Intersection pavement thickness letter			<i>Contractor Signed Date:</i>

<i>Contractor:</i> Ground Engineering Consultants, Inc.	<i>Modification Date:</i> 12/8 /2022	<i>Modification Amount:</i> \$9,920.00	<i>Contract #:</i> Cnt-00737
<i>Modification Description:</i> CO3 to WO 2021-01	<i>Payment Method:</i> Time & Materials	<i>District Signed Date:</i> 12/14/2022	
<i>Modification Scope:</i> Dry utility compaction testing services			<i>Contractor Signed Date:</i> 12/15/2022

Baseline East Sheridan Residential Phase 2 (BASELINE-ESRPH2)

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/2 /2022	<i>Modification Amount:</i> \$92,483.24	<i>Contract #:</i> Cnt-01194
<i>Modification Description:</i> Change Order #4	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 12/5 /2022	
<i>Modification Scope:</i> Additional sanitary sewer manholes, sanitary sewer pipe, and underdrains per final design as shown on Addendum No. 7 dated 9.29.22 per Scope Change			<i>Contractor Signed Date:</i> 12/5 /2022

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/1 /2022	<i>Modification Amount:</i> (\$60,515.00)	<i>Contract #:</i> Cnt-01194
<i>Modification Description:</i> Change Order #5	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 12/15/2022	
<i>Modification Scope:</i> Deduct for 4-inch sanitary sewer cleanouts per Scope Change			<i>Contractor Signed Date:</i> 12/16/2022

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/1 /2022	<i>Modification Amount:</i> (\$131,000.86)	<i>Contract #:</i> Cnt-01194
<i>Modification Description:</i> Change Order #6	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 12/3 /2022	
<i>Modification Scope:</i> Deduct for concrete alleyways as the width was decreased by 2.5-feet on each side for utility installation per Scope Change			<i>Contractor Signed Date:</i> 12/15/2022

Baseline Metropolitan District No. 1 (North Park)

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/6 /2022	<i>Modification Amount:</i> \$29,451.51	<i>Contract #:</i> Cnt-01194
<i>Modification Description:</i> Change Order #7	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 12/6 /2022	
<i>Modification Scope:</i> Additional sanitary sewer manhole/cut-off wall/rock excavation (\$10,593.62), additional survey staking/silt fence installation (\$3,567.91), additional earthwork for sanitary sewer main installation (\$3,805.12), additional stabilization of wet trench bottom (\$1,000.54), additional cathodic protection for steel casing pipe (\$6,436.32), placement of concrete collars around eight sanitary sewer manholes (\$4,048.00) for Flex 3 and 4 Industrial Buildings per Scope Change. Net Change Order \$29,451.51			<i>Contractor Signed Date:</i> 12/7 /2022

<i>Contractor:</i> Coyote Ridge Construction, LLC	<i>Modification Date:</i> 12/15/2022	<i>Modification Amount:</i> (\$3,822.98)	<i>Contract #:</i> Cnt-01194
<i>Modification Description:</i> Change Order #8	<i>Payment Method:</i> N/A (Placeholder)	<i>District Signed Date:</i> 12/19/2022	
<i>Modification Scope:</i> Deduct for alley fire lane 6-inch striping per Scope Change			<i>Contractor Signed Date:</i> 12/20/2022

Baseline O&M (BASELINE-OM)

<i>Contractor:</i> Environmental Designs, Inc.	<i>Modification Date:</i> 11/10/2022	<i>Modification Amount:</i> \$12,511.67	<i>Contract #:</i> Cnt-00746
<i>Modification Description:</i> WO 2022-11	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 12/7 /2022	
<i>Modification Scope:</i> Soft Trail Enhancement Services			<i>Contractor Signed Date:</i> 12/19/2022

<i>Contractor:</i> Environmental Designs, Inc.	<i>Modification Date:</i> 11/1 /2022	<i>Modification Amount:</i> \$2,690.02	<i>Contract #:</i> Cnt-00746
<i>Modification Description:</i> WO 2022-12	<i>Payment Method:</i> Lump Sum	<i>District Signed Date:</i> 11/16/2022	
<i>Modification Scope:</i> Site Clean Up Services			<i>Contractor Signed Date:</i> 11/17/2022

Baseline Metropolitan District No. 1 (North Park)

West Sheridan Residential Phase 2 (BASELINE-WSRPH2)

<i>Contractor:</i> DINS Inc.	<i>Modification Date:</i> 11/28/2022	<i>Modification Amount:</i> \$7,391.27	<i>Contract #:</i> Cnt-01190
<i>Modification Description:</i> WO 2022-05	<i>Payment Method:</i> Time & Materials		<i>District Signed Date:</i> 12/7 /2022
<i>Modification Scope:</i> Installation of sanitary sewer cleanout lids along sidewalks for West Sheridan Residential Phase 2			<i>Contractor Signed Date:</i> 12/8 /2022
<i>Contractor:</i> Flatirons, Inc.	<i>Modification Date:</i> 11/10/2022	<i>Modification Amount:</i> \$3,340.00	<i>Contract #:</i> Cnt-00738
<i>Modification Description:</i> CO6 to WO 2020-02	<i>Payment Method:</i> Time & Materials		<i>District Signed Date:</i> 11/29/2022
<i>Modification Scope:</i> Additional Construction Staking Services for gas electric, and sidewalks			<i>Contractor Signed Date:</i> 12/1 /2022
<i>Contractor:</i> Flatirons, Inc.	<i>Modification Date:</i> 11/11/2022	<i>Modification Amount:</i> \$1,744.00	<i>Contract #:</i> Cnt-00738
<i>Modification Description:</i> CO7 to WO 2020-02	<i>Payment Method:</i> Time & Materials		<i>District Signed Date:</i> 11/29/2022
<i>Modification Scope:</i> Additional Construction Staking Services for gas			<i>Contractor Signed Date:</i> 12/1 /2022
<i>Contractor:</i> Flatirons, Inc.	<i>Modification Date:</i> 11/11/2022	<i>Modification Amount:</i> \$1,085.00	<i>Contract #:</i> Cnt-00738
<i>Modification Description:</i> CO8 to WO 2020-02	<i>Payment Method:</i> Time & Materials		<i>District Signed Date:</i> 11/29/2022
<i>Modification Scope:</i> Additional constuction staking services for sidewalks			<i>Contractor Signed Date:</i> 12/1 /2022
<i>Contractor:</i> Hall-Contracting	<i>Modification Date:</i> 12/8 /2022	<i>Modification Amount:</i> \$6,000.00	<i>Contract #:</i> Cnt-01188
<i>Modification Description:</i> Change Order #2	<i>Payment Method:</i> N/A (Placeholder)		<i>District Signed Date:</i> 12/12/2022
<i>Modification Scope:</i> Relocate boulder pile from West Sheridan to off-site East Sheridan			<i>Contractor Signed Date:</i> 12/14/2022

Baseline Metropolitan District No. 1 (North Park)

Contractor:

Hall-Contracting

Modification Date:

12/9 /2022

Modification Amount:

\$7,802.28

Contract #:

Cnt-01188

Modification Description:

Change Order #3

Payment Method:

Unit Price

District Signed Date:

12/12/2022

Modification Scope:

Additional grading and boulder setting per Scope Change

Contractor Signed Date:

12/14/2022



To: Baseline Metropolitan District Board of Directors
 From: Pinnacle Consulting Group, Inc.
 Subject: District Capital Infrastructure Project Report
 Board Meeting Date: January 5, 2023

BIDDING

1. Parkside West Phase 1 Public Landscaping (CFS #3)
 - A mandatory pre-bid meeting was held on Wednesday December 21, 2022 with six contractors in attendance. The public bid opening is scheduled for Friday January 13, 2023. Bid results and contractor recommendations will be presented at the February 2, 2023 board meeting.
2. Southlands Public Infrastructure (CFS #12)
 - The public bid opening was held on Monday August 15, 2022 with three contractors submitting a bid. Bid results and contractor recommendations will be presented at the March 2, 2023 board meeting.
3. 160th Avenue (CFS #14)
 - The public infrastructure was bid concurrently with Sheridan Parkway Phase 2. The public bid opening for the utility scope was held on Wednesday December 14, 2022 with nine contractors submitting a bid. Bid results and contractor recommendations will be presented at the March 2, 2023 board meeting.
4. Sheridan Parkway Phase 2 (CFS #15)
 - The public infrastructure was bid concurrently with 160th Avenue. The public bid opening for the utility scope was held on Wednesday December 14, 2022 with nine contractors submitting a bid. Bid results and contractor recommendations will be presented at the March 2, 2023 board meeting.

CONSTRUCTION

5. Parkside West Phase 1 Public Infrastructure Improvements (CFS #3)
 - CRC continues construction of sidewalks and roadway asphalt top lift and remains on track for final completion by June 2023.
6. Monumentation Phase 1 (CFS #7)
 - Installation of primary boundary marker/monument sign is complete. Final electrical service termination is complete and final acceptance anticipated by late March 2023.
7. West Sheridan Residential Phase 2 Public Landscaping Improvements (CFS #11)
 - Hall Contracting continues installation of irrigation lines, landscaping, and remains on track with final completion anticipated by late Spring 2023.

Loveland
 550 W. Eisenhower Blvd
 Loveland, CO 80537
 (970) 669.3611

Denver
 6950 E. Belleview Ave, Suite 200
 Greenwood Village, CO 80111
 (303) 333.4380



8. Southlands (CFS #12)
 - A fully executed construction contract for public grading has been issued to Coyote Ridge Construction. An anticipated start date is late Spring 2023.
9. Linear Park Phase 2 and Drainage (CFS #13)
 - A fully executed construction contract for public grading has been issued to Coyote Ridge Construction. An anticipated start date is late Spring 2023.
10. 160th Avenue (CFS #14)
 - A fully executed construction contract for public grading has been issued to Coyote Ridge Construction. An anticipated start date is late Spring 2023.
11. Sheridan Parkway Phase 2 (CFS #15)
 - A fully executed construction contract for public grading has been issued to Coyote Ridge Construction. An anticipated start date is late Spring 2023.
12. Monumentation Phase 2 (CFS #16)
 - Installation of all signs is complete. Final electrical service termination at each sign continues and remains on track with final completion anticipated by late March 2023.
13. Parkside West Phase 2 Public Infrastructure Improvements (CFS #21)
 - CRC continues with installation of sanitary sewer and water mains and remains on track for final completion anticipated by late October 2023.

WARRANTY

14. Sheridan Parkway Phase 1 Public Infrastructure Improvements (CFS #2)
 - City and County of Broomfield warranty period expires in March 2024. Final Acceptance is tentatively scheduled for late February 2024.
15. Sanitary Sewer Trunk Line (CFS #4)
 - City and County of Broomfield warranty period expires in May 2023. Final Acceptance is tentatively scheduled for April 2023.
16. Preble Creek Drainage (CFS #5)
 - City and County of Broomfield warranty period expires in July 2024. Final Acceptance is tentatively scheduled for June 2024.
17. Preble Creek Median Landscaping (CFS #8)
 - City and County of Broomfield warranty period expires in October 2023. Final Acceptance is tentatively scheduled for September 2023.
18. Southeast Industrial Offsite Roadway Public Infrastructure Improvements (CFS #10)
 - City and County of Broomfield warranty period expires in December 2023. Final Acceptance is tentatively scheduled for November 2023.
19. West Sheridan Residential Phase 2 Public Infrastructure Improvements (CFS #11)
 - City and County of Broomfield warranty period expires in March 2024. Final Acceptance is tentatively scheduled for February 2024.

Loveland
 550 W. Eisenhower Blvd
 Loveland, CO 80537
 (970) 669.3611

Denver
 6950 E. Belleview Ave, Suite 200
 Greenwood Village, CO 80111
 (303) 333.4380



20. Flex Industrial Phase 1 (Filing 2 Replat C Phase 1) Sanitary Sewer Service
 - City and County of Broomfield warranty period expires in January 2024. Final Acceptance is tentatively scheduled for December 2023.

21. Flex Industrial Phase 3 (Filing 2 Replat C Phase 3) Sanitary and Storm Sewer Improvements
 - City and County of Broomfield warranty period expires in December 2024. Final Acceptance is tentatively scheduled for November 2024.

Loveland
550 W. Eisenhower Blvd
Loveland, CO 80537
(970) 669.3611

Denver
6950 E. Belleview Ave, Suite 200
Greenwood Village, CO 80111
(303) 333.4380



Updated: November 18, 2022

BASILINE

Baseline Community Master Plan
Concept Plan

Scale 1"=400' / 1:4800



Disclaimer: Map is not to scale and is intended for informational and illustrative purposes only. Plans, uses, zoning, amenities, features, availability, acreage, sizes, dates, vehicle counts, listed owners/tenants, and other elements are subject to change by McWhinney Real Estate Services, Inc. or its affiliates without notice, and shall not be relied upon. September 2020.





December 15, 2022

Baseline Metropolitan District Board
C/O Pinnacle Consulting Group, Inc

Re: Requested Budget Increase, Flex Industrial Phase 3 Offsites

Dear Members of the Board:

Please find attached, in consideration of this memorandum and supporting materials, a recommended increase to the Flex Industrial Phase 3 Offsites for added storm sewer scope.

This budget amendment is necessary to support the issuance of Certificates of Occupancy for two industrial buildings, expected within the next six months.

As notes below, this scope was designed, but not forecast in active budgets; delays to the start of the Southlands project compels the addition of this scope of work to coincide with the NP 3/4 budget.

NP Flex 3/4 Sanitary Sewer

Original budget: \$650,576.00

Original scope: Install sanitary sewer connection to NP Flex Industrial buildings 3 and 4 along with a sanitary sewer extension to allow North Metro Fire District to connect to existing main. Reimbursement agreement with NMFd in the estimated amount of \$126,544.00 in place.

NP Flex 3/4 Storm Sewer

Additional funds requested: +700,023.42

Additional scope: Installation of storm sewer, forebay and maintenance path to existing storm stub at NP Flex Industrial site.

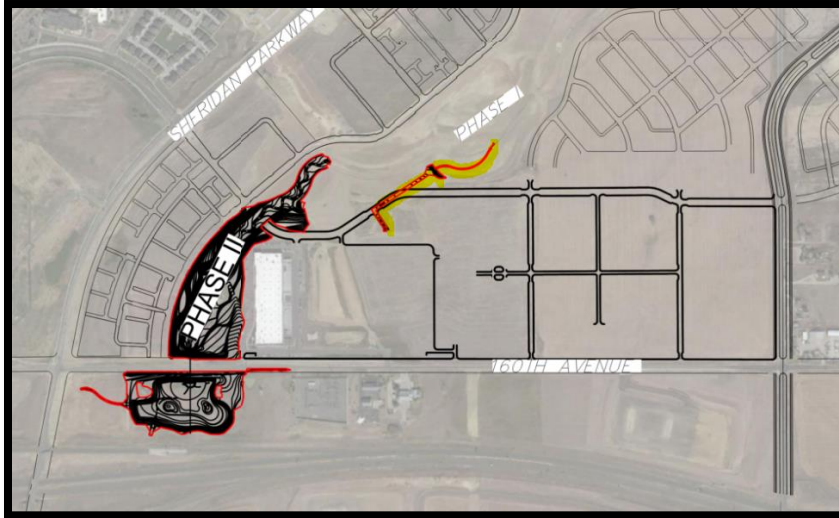
This storm sewer scope was not included in the Preble Creek Phase 2 project budget, as the design team was still investigating the option of a swale alternative. It has since been determined that the flow is too great for a swale to effectively work long term.

Revised budget request: \$1,350,599.42



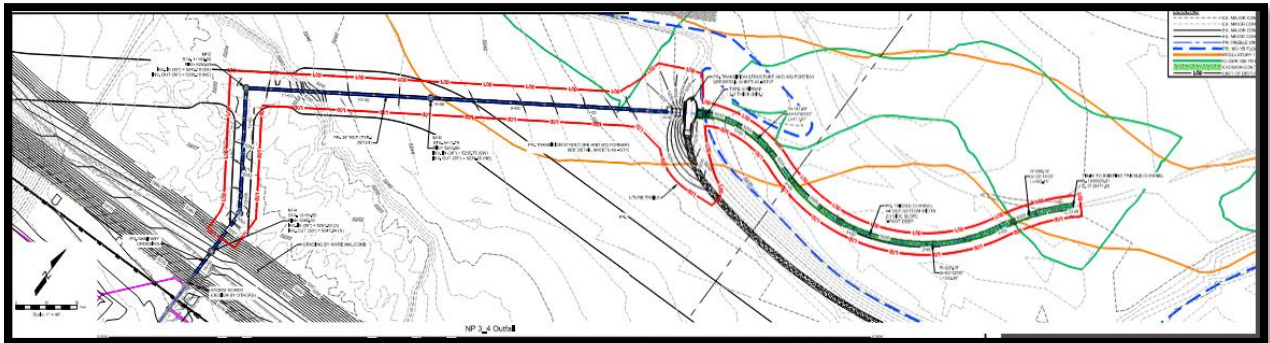
Construction documents: Preble Creek Phase 2

Area of additional storm scope highlighted below.



Snip of approved CD set (PP05/PP06)

This scope includes addition of 36" RCP to take storm flows from NP Flex Industrial site to a transitional structure and forebay.



Should you have any questions on the above, please feel free to contact me at your convenience.

Respectfully,

Amanda Dwight

Assistant Project Manager, McWhinney Real Estate Services

After recording, please return to:

Graham P.B. Boswell, Esq.
 Polsinelli, PC
 1401 Lawrence Street, Suite 2300
 Denver, Colorado 80202

NO DOCUMENTARY FEE REQUIRED

Quit Claim Deed

(Pursuant to C.R.S. § 38-30-116)

On this ____ day of December, 2022, **NP DEVELOPMENT, INC.**, a Colorado corporation (“Grantor”), whose address is 2725 Rocky Mountain Avenue, Suite 200, Loveland, CO 80538, for the consideration of Ten Dollars and other good and valuable consideration, in hand paid, hereby sells and quitclaims to **BASELINE METROPOLITAN DISTRICT NO. 1**, a quasi-municipal corporation and political subdivision of the State of Colorado (“Grantee”), whose address is c/o Pinnacle Consulting Group, Inc., District Manager, 550 W. Eisenhower Blvd., Loveland, CO 80537, located in the City and County of Broomfield, State of Colorado, being more particularly described in **Exhibit A** attached hereto and incorporated herein by this reference (the “Subject Property”);

EXCEPTING AND RESERVING unto Grantor, and Grantor’s successors and assigns, a perpetual, non-exclusive easement and right of access, in, on, over, under, and across the Subject Property:

1. to make, construct, install, maintain, operate, repair, remove and alter improvements on or under the Subject Property, including, without limitation, drainage, detention and retention improvements;
2. for pedestrian and vehicular access over and under the Subject Property for any purpose, including, without limitation, to make, construct, install, maintain, operate, repair, remove and alter improvements on or under other land;
3. for drainage and migration of water from or under other property and across and under the Subject Property; and
4. to alter drainage and water flow, to make, construct, install, maintain, operate, repair, remove and alter any bulkhead, wall, dam or other structure retaining water, and to remove trash and other debris therefrom.

ALSO EXCEPTING, notwithstanding any provision in this Quit Claim Deed or otherwise, neither all or any portion of the Mineral Rights (as such term is defined below), the Water Rights (as such term is defined below), nor the Wireless Communication Rights (as such term is defined below) are being granted, bargained, sold, or conveyed, or shall be deemed granted, bargained, sold, or conveyed to Grantee or any other party pursuant to this Quit Claim Deed; and, none of Grantor’s rights, title or interests in or to the Mineral Rights, the Water Rights, or the Wireless Communication Rights, if any, are being granted, bargained, sold, or conveyed, or shall be deemed granted, bargained, sold, or conveyed to Grantee or any other party pursuant to this Quit Claim

Deed, with all Grantor's rights, title and interests in or to the Mineral Rights, the Water Rights, or the Wireless Communication Rights, if any, being reserved by Grantor;

(a) "Mineral Rights" shall mean all right, title and interest in and to all minerals and mineral rights on, in, under or that may be produced from the Subject Property, including all gravel, sand, oil, gas and other liquid hydrocarbon substances, casinghead gas, coal, carbon dioxide, helium, geothermal resources, and all other naturally occurring elements, compounds and substances, whether similar or dissimilar, organic or inorganic, metallic or non-metallic, in whatever form and whether occurring, found, extracted or removed in solid, liquid or gaseous state, or in combination, association or solution with other mineral or non-mineral substances;

(b) "Water Rights" shall mean all right, title and interest in and to water and water rights, ditches and ditch rights, reservoirs and reservoir rights, streams and stream rights, water wells and well rights, whether tributary, non-tributary or not non-tributary, including, without limitation, all right, title and interest under C.R.S. § 37-90-137 on, underlying, appurtenant to or now or historically used on or in connection with the Subject Property, whether appropriated, conditionally appropriated or unappropriated, and whether adjudicated or unadjudicated, including, without limitation, all state engineer filings, well registration statements, well permits, decrees and pending water court applications, if any, and all water well equipment or other personalty or fixtures currently used for the supply, diversion, storage, treatment or distribution of water on or in connection with the Subject Property, and all water and ditch stock relating thereto; and

(c) "Wireless Communication Rights" shall mean all rights relating to the use of the Subject Property for wireless services and/or transmissions. The foregoing reservation shall prohibit the owner of the Subject Property from granting any rights to any wireless service providers to use all or any portion of the Subject Property or any improvements located thereon, or to place any equipment thereon, for the transmission of wireless signals or to retain any compensation paid by third parties for the use of such wireless communication rights.

Nothing herein shall be construed to make Grantor liable for damage resulting from flooding.

If Grantee constructs improvements on the Subject Property, then Grantor cannot remove the improvements constructed by Grantee. The rights herein reserved unto Grantor may be used by others as Grantor may designate from time to time by recording such designation along with any terms and/or conditions related thereto in the official real property records of the City and County of Broomfield, Colorado (each a "Designee").

The following terms apply to all Designees, but not Grantor:

- All improvements installed or constructed by any Designee shall comply with the provisions of the Community Documents (as such term is defined in that certain Declaration of Conditions, Covenants and Restrictions recorded in the official real property records of the Clerk and Recorder of the City and County of Broomfield at Reception No.

2019002577, as the same has been and may be amended from time to time, the “**Declaration**”), which may require such improvements to be installed underground;

- Notwithstanding anything to the contrary contained herein, no sewers, electrical lines, water lines, telephone lines or other utility or service lines shall be installed or relocated on any portion of the Subject Property, except as approved by the Design Review Committee (as such term is defined in the Declaration); and
- Each Designee that is a utility or utility service company shall use its best efforts to make, construct, install, maintain, operate, repair, remove and alter its lines and systems without unreasonably disturbing the uses of Owners, the Baseline Community Association, Founder (as such terms are defined in the Declaration) and other utility and utility service companies.

TO HAVE AND TO HOLD, the same, together with all and singular appurtenances and privileges thereunto belonging, or in anywise thereunto appertaining, and all the estate, right, title and interest, and claim whatsoever, of the Grantor, either in law or in equity, to the proper use, benefit and behalf of the Grantee, and Grantee’s successors and assigns forever.

The rights herein reserved unto Grantor are personal to Grantor and shall not be deemed to run with any land.

[The remainder of this page is intentionally left blank. The signature pages follow.]

IN WITNESS WHEREOF, the Grantor has executed this deed on the date set forth below to be effective as of the first date set forth above.

NP DEVELOPMENT, INC.,
a Colorado corporation

By: _____
Bethany Johnson
EVP, General Counsel

STATE OF COLORADO)
) ss.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of December 2022, by Bethany Johnson, EVP, General Counsel of NP Development, Inc., a Colorado corporation.

WITNESS my hand and official seal.

My commission expires:_____

Notary Public

EXHIBIT A**The Property**

For purposes of this Exhibit A, the term “**Plat**” means the North Park Filing No. 6 Final Plat, recorded in the official real property records of the City and County of Broomfield, Colorado on February 28, 2019 at Reception No. 2019001878.

Legal Description of Tracts (all Tract designations are as set forth on the Plat)		
BBBB	CCCC	FFFF

For purposes of this Exhibit A, the term “**Replat A Plat**” means the North Park Filing No. 6, Replat A, recorded in the official real property records of the City and County of Broomfield, Colorado on November 2, 2020 at Reception No. 2020018355.

Legal Description of Tracts (all Tract designations are as set forth on the Replat A Plat)		
FF	AAAA	HHHH
LL	GGGG	III

For purposes of this Exhibit A, the term “**Replat B Plat**” means the North Park Filing No. 6, Replat B, recorded in the official real property records of the City and County of Broomfield, Colorado on April 7, 2021 at Reception No. 2021006883.

Legal Description of Tracts (all Tract designations are as set forth on the Replat B Plat)		
P	HH	EEEE
Q	II	JJJJ
DD	JJ	KKKK
EE	KK	LLLL
GG	DDDD	

For purposes of this Exhibit A, the term “**Replat D Plat**” means the North Park Filing No. 2, Replat D, recorded in the official real property records of the City and County of Broomfield, Colorado on February 19, 2021 at Reception No. 2021003287.

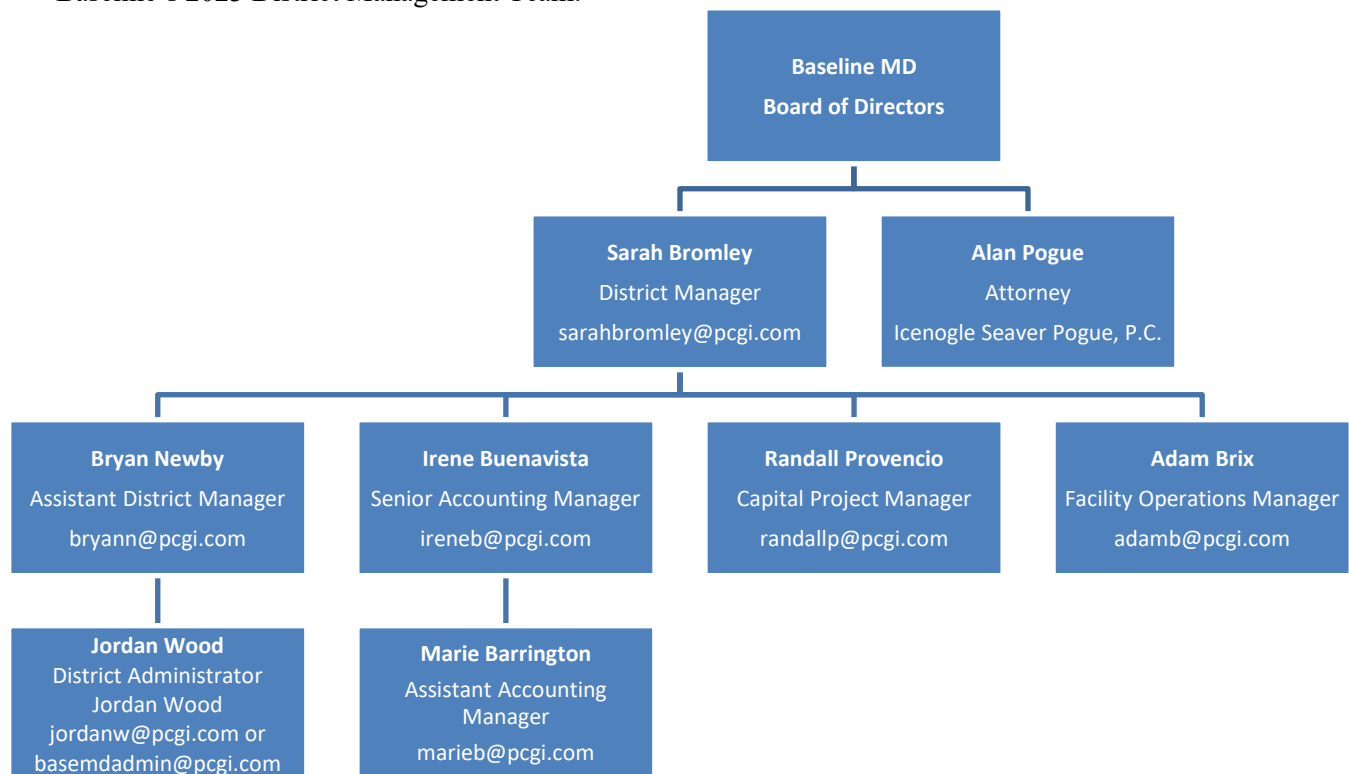
Legal Description of Tracts (all Tract designations are as set forth on the Replat D Plat)		
A through H	AQ	BJ through BN
J through N	AR	BP
P through Z	AV through AY	BQ
AA through AH	BC	BS
AJ through AO	BH	BT



To: Baseline Metropolitan District Board of Directors
 From: Pinnacle Consulting Group, Inc.
 Subject: Manager's Report
 Board Meeting Date: January 5, 2023

General District Matters

- Please contact Sarah Bromley, District Manager, at sarahbromley@pcgi.com for any District matters which include operations, Board of Directors relations, financial management, compliance, and constituent relations.
- Baseline's 2023 District Management Team:



- The District's management team performed routine matters since the December 1, 2022 Board meeting including administrative and compliance matters, processing of monthly payables and financial reports, monthly accounting, administration of contracts and managing daily operations.
- District Management attended the McWhinney Districts Conference Call on January 4, 2023.
- YTD Website Analytics:
 - 782 + Visits
 - 647 + Unique Visitors
 - 1.8K + Page Views

- Below is a list of compliance matters, due dates, and status for the District.

	COMPLIANCE MATTERS	RESPONSIBLE	DUE DATE	COMPLETION
1	Draft 2023 Budgets Distributed to Board of Directors	PCGI	10/14/22	Completed
2	Certify Mill Levy	PCGI	12/15/22	Completed
3	Map Filings	PCGI	12/31/22	Completed
4	Website Compliance	PCGI	12/31/22	Completed
5	Transparency Notices	PCGI	01/15/23	To Be Completed
6	Payables	PCGI/Board	Monthly	Sent to Board third week of the month
7	File Budget	PCGI	01/31/22	To Be Completed

Operations and Maintenance

- Storm structures at Basin Park have been cleaned by EDI.
- Began graffiti removal under Sheridan bridge. Significant progress has been made but additional treatments are needed and are being scheduled.
- PCGI is creating contracts with service contractors for 2023.
- PCGI continues to monitor winter services.