

## RECORD OF PROCEEDINGS

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### MINUTES OF THE COORDINATED REGULAR MEETING OF SOUTHSHORE METROPOLITAN DISTRICT NOS. 1 AND 2 HELD AUGUST 10, 2021

A Coordinated Regular Meeting of the Boards of Directors of the Southshore Metropolitan District No. 1 (“**District No. 1**”) and Southshore Metropolitan District No. 2 (“**District No. 2**” and collectively with District No. 1, the “**Districts**”) was held on August 10, 2021 at 3:00 p.m. Due to public health concerns, the Meeting was held by virtual attendance on Zoom at <https://us02web.zoom.us/j/86943680229>, (669) 900-9128 or (346) 248-7799 or (646) 558-8656 or (253) 215-8782 or (301) 715-8592 or (312) 626-6799.

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#### ATTENDANCE

#### Directors in Attendance were:

Jerry B. Richmond, III, Chairman, **District Nos. 1 and 2**

Aaron L. Clutter, Vice President/Assistant Secretary/Treasurer,

#### **District No. 1**

Kevin Stadler, Vice President/Secretary, **District Nos. 1 and 2**

Ryan Zent, Vice President/Assistant Secretary/Treasurer,

#### **District No. 2**

Nathan Kennedy, Vice President/Assistant Secretary/Treasurer,

**District No. 2** *\*arrival where noted*

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#### Absent (excused):

Kurtis W. Williams, Vice President/Assistant Secretary/Treasurer,

#### **District No. 1**

Nathan Fogg, Vice President/Treasurer, **District No. 2**

P. Joseph Knopinski, Vice President/Secretary/Treasurer, **District**

**No. 1**

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Cathy Hamilton of Simmons & Wheeler

David A. Greher of Collins Cockrel & Cole (“CCC”)

Sarah H. Luetjen of CCC

Various members of the public

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CONFLICTS OF INTEREST

Director Knopinski disclosed that he provides consulting services to Southshore Recovery Acquisition, LLC (“**SSRA, LLC**”), which has significant ownership and/or investment interests in the property within the Districts

None of the other Directors have advised of any potential current conflict of interest for this meeting. A statements of related interests has previously been filed with the Board and Secretary of State for Director Knopinski. All disclosures of potential conflict of interest statements previously filed are deemed continuing for all purposes and are incorporated into the record of the meeting.

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NOTICE

Mr. Greher stated that Notice had been properly posted at least 24-hours prior to the meeting on the Districts’ website. Mr. Greher confirmed that such Notice was also placed at the entrance of the Lakehouse, Lighthouse and sent to the City of Aurora Clerk. The certification of posting is attached hereto. The notice also included the agenda items.

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JULY 13, 2021 MINUTES

The Boards of District Nos. 1 and 2 considered the Minutes of the July 13, 2021 Coordinated Regular Board meeting. After discussion and upon motion duly made, seconded and unanimously carried, the Minutes of District Nos. 1 and 2 Joint Board meeting were approved as revised.

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PUBLIC COMMENT

None.

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STATUS REPORT

Chairman Richmond updated the Board on current activities and discussed the following:

Chairman Richmond noted that there was a control board surge in the operation of the elevator. The backorder of the replacement parts is the only thing holding up this change order. There are builder work permits being pulled for Filing 19. Erosion contract continues to be a major issue. The operation of the Lakehouse is going well. Chairman Richmond then noted that he would like District No. 1 to transition to a resident controlled Board by the end of the year. He will provide a

status update at the September meeting.

*\*Director Kennedy then arrived.*

ACCOUNTANTS  
REPORT

Ms. Wheeler presented a list of checks to ratify and invoices to be approved.

Following discussion, motions were made, seconded and unanimously carried, the Board of District No. 1 (a) approved and confirmed the disbursements as presented and (b) approved the checks.

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REQUISITION  
NO. 9

Ms. Hamilton presented to the Board of District No. 1 Requisition No. 9, for payment under the Series 2020A-1, Series 2020A-2, and Series 2020B Subordinate Bonds, in the aggregate amount of \$139,895.60 payable to the following parties in the corresponding amounts:

- Environmental Landworks Company, Inc. - \$45,665.65
- Environmental Landworks Company, Inc. - \$77,907.98
- Environmental Landworks Company, Inc. - \$8,706.97
- Earnweald Consulting Services, LLC - \$5,980.00
- CMS Environmental Solutions, LLC - \$1,635.00

Following discussion, a motion was made and seconded, and the Board of District No. 1 approved the Requisition as presented.

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RESOLUTION  
ACCEPTING  
ENGINEER  
REPORT AND  
REQUESTING  
REQUISITION  
No.9

Following discussion, a motion was made, seconded and unanimously carried, the Board ratified the Resolution of District No. 1 Requesting District No. 2 to Approve Requisitions, a copy of which is attached hereto and incorporated herein by this reference.

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REQUISITION  
REQUESTS FOR

Following discussion, a motion was made, seconded and unanimously carried, the Board of District No. 2 approved the Resolution of

DISTRICT NO. 1

District No. 2 Requesting District No. 1 to Approve Requisition No. 8, in the amount of approximately \$139,895.60 upon final review of invoices by Director Stadler.

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REQUISITION  
NO. 16

Mr. Simmons presented to the Board of District No. 1 Requisition No. 16, for payment under the Series 2020A-1, Series 2020A-2, and Series 2020B Bonds, in the amount of \$13,116.00 payable to Waner Construction Company.

Following discussion, a motion was made and seconded, and the Board of District No. 1 approved the Requisition as presented.

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RESOLUTION  
ACCEPTING  
ENGINEER  
REPORT AND  
REQUESTING  
REQUISITION  
NO. 16

Following discussion, a motion was made, seconded and unanimously carried, the Board ratified the Resolution of District No. 1 Requesting District No. 2 to Approve Requisitions, a copy of which is attached hereto and incorporated herein by this reference.

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REQUISITION  
REQUESTS FOR  
DISTRICT NO. 1

Following discussion, a motion was made, seconded and unanimously carried, the Board of District No. 2 approved the Resolution of District No. 2 Requesting District No. 1 to Approve Requisition No. 16, in the amount of approximately \$13,116.00, upon final review of invoices by Director Stadler.

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EXECUTIVE  
SESSION

The Boards of District No. 1 and District No. 2 moved that the regular meeting of the Boards be temporarily adjourned and that each Board reconvene in Executive Session pursuant to Sections 24-6-402(4)(b), C.R.S., to confer with District Counsel to obtain legal advice regarding the Districts' budget, improvements, inclusions, District fees, Service Plan implementation, Aurora Water reimbursements and related issues. The Board temporarily adjourned the regular meeting at 3:37 p.m. and reconvened in Executive Session.

The Board then reconvened in regular session at 4:17 p.m.



OTHER  
MATTERS

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None.

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ADJOURNMENT

There being no other matters to come before the Board, the meeting was adjourned.

Respectively submitted,

  
\_\_\_\_\_  
David A. Greher, Secretary for the meeting

APPROVED

DocuSigned by:

*Jerry Richmond*

BC051125E12A465...

Jerry B. Richmond, III

DocuSigned by:

*Aaron Clutter*

A3783376F5654F8...

Aaron L. Clutter

DocuSigned by:

*Kevin Stadler*

5895B8A2D15A45B...

Kevin Stadler

DocuSigned by:

*Ryan Zent*

855E00F1BE314B0...

Ryan Zent


DocuSigned by:

*Nathan Kennedy*

46D7CA18F2A54B4...

Nathan Kennedy

Pursuant to Section 24-6-402(2)(d.5)(I)(B), C.R.S., I hereby attest that I am the attorney of the Districts, that I was in attendance during the Joint Executive Session of the Boards of the Districts convened on August 10, 2021, and that the discussion during the Executive Session constituted a privileged attorney-client communication for which no record is required to be kept by law.

  
\_\_\_\_\_  
David A. Greher, General Counsel

**AGENDA**  
**OF THE COORDINATED**  
**REGULAR MEETING OF**  
**SOUTHSHORE METROPOLITAN DISTRICT NO. 1**  
**AND**  
**SOUTHSHORE METROPOLITAN DISTRICT NO. 2**

Time: Tuesday, August 10, 2021, 3:00 p.m.

Location:

*Due to the risk posed by COVID 19, this meeting will be held via Zoom and may be joined using the following link:*

<https://us02web.zoom.us/j/86943680229>

Or join by phone:

Dial (for higher quality, dial a number based on your current location):

US: +1 312 626 6799 or +1 646 558 8656 or +1 301 715 8592 or +1 253 215 8782 or +1  
346 248 7799 or +1 669 900 9128

Webinar ID: 869 4368 0229

**AGENDA**

1. Disclosures of any potential conflicts of interest.
2. Approval of Minutes of July 13, 2021 Regular Meeting. **(District Nos. 1 and 2)**
3. Public Comment.
4. Status report by Board Chairman. **(District Nos. 1 and 2)**
5. Accountant's Report and review of financials and claims payable. **(District Nos. 1 and 2)**
6. Review and approve 2020 audited financial statements. **(District Nos. 1 and 2)**
7. Accountant's Report and review and consideration of District construction and operating expenditures including one or more construction requisition requests in the aggregate approximate amount of \$133,915.30. **(District No. 1)**
8. Resolutions Accepting Engineer's Report and Requesting Requisition of Funds. **(District No. 1)**
9. Review Requisition requests from District No. 1 and adopt Resolutions accepting Request to Requisition of Funds. **(District No. 2)**

10. Executive Session under Section 24-6-402(4)(b), C.R.S., to confer with District Counsel to obtain legal advice regarding the Districts' budget, improvements, inclusions, District fees, Service Plan implementation, Aurora Water reimbursements and related issues. **(District Nos. 1 and 2)**
11. Possible action on matters discussed in Executive Session. **(District Nos. 1 and 2)**
12. Any other matter that may come before the Board.

This meeting is open to the public.

SOUTHSHORE METROPOLITAN DISTRICT NO. 1

SOUTHSHORE METROPOLITAN DISTRICT NO. 2

By /s/ Jerry B. Richmond, III  
Jerry B. Richmond, III, Chairman

I hereby certify that a copy of the foregoing Agenda of Regular Meeting of Southshore Metropolitan District No. 1 and Regular Meeting of Southshore Metropolitan District No. 2 was, by me personally, posted on the Districts' website at least 24 hours prior to the meeting.

A handwritten signature in black ink, appearing to be "K. R. B.", is positioned above a horizontal line.

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## **SOUTHSHORE METROPOLITAN DISTRICT NO. 1**

### **A RESOLUTION ACCEPTING ENGINEER'S REPORT AND REQUESTING REQUISITION OF FUNDS**

WHEREAS, the Southshore Metropolitan District No. 1 (the "**District**") is a quasi-municipal corporation and political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Title 32, Article 1, C.R.S.; and

WHEREAS, under the Consolidated Service Plan of the District and Southshore Metropolitan District No. 2 ("**District No. 2**" and together with the District, the "**Districts**") approved by the City of Aurora in 2002, the Districts are authorized to finance the construction of public improvements (the "**Public Improvements**") for the use and benefit of an approximately 813-acre master-planned residential community known as Southshore (the "**Development**"); and

WHEREAS, pursuant to an Amended and Restated Intergovernmental Agreement (the "**IGA**") dated as of May 11, 2007, District No. 2 has agreed to finance the Public Improvements to be constructed and owned by the District; and

WHEREAS, District No. 2 has issued its \$30,090,000 Taxable General Obligation Limited Tax (Convertible to Unlimited Tax) Refunding Bonds, Series 2020A-1 (the "**Series 2020A-1 Bonds**"), its \$12,780,000 General Obligation Limited Tax (Convertible to Unlimited Tax) Improvement Bonds, Series 2020A-2 (the "**Series 2020A-2 Bonds**" and together with the Series 2020A-1 Bonds, the "**Series 2020A Bonds**") under the Indenture of Trust (Senior) dated as of April 8, 2020 (the "**Senior Indenture**" with UMB Bank, n.a. as senior trustee (the "**Trustee**"), and its \$19,175,000 Subordinate Limited Tax General Obligation Refunding and Improvement Bonds, Series 2020B (the "**Series 2020B Bonds**" and together with the Series 2020A Bonds, the "**Bonds**") under the Indenture of Trust (Subordinate) dated as of April 8, 2020 (the "**Subordinate Indenture**" and together with the Senior Indenture, the "**Indentures**") with the Trustee, as subordinate trustee; and

WHEREAS, net proceeds of the Bonds were deposited into the "**Construction Fund**" held under the each of the respective Indentures; and

WHEREAS, the District has entered into an Agreement for Professional Consulting Services (the "**Engineering Agreement**"), dated as of May 1, 2015 with JR Engineering, LLC ("**JR Engineering**") under which JR Engineering has agreed to provide construction management services, including bidding services, management, observation and close-out services, and construction staking and testing, associated with the Public Improvements being constructed with proceeds of the Bonds; and

WHEREAS, the District has entered into multiple construction contracts to build the Public Improvements, including with Broomfield Sign Company, Inc., Environmental Landworks Company, Inc., Waner Construction Company, and A.G. Wassenar, Inc. (collectively, with the Engineering Agreement, the “**Construction Contracts**”); and

WHEREAS, the Board of Directors (the “**Board**”) of the District hereby finds and determines that it is appropriate and necessary to the function and operation of the District, as contractor under the Construction Contracts, for the Board to consider at its regular monthly meetings the reports of JR Engineering approving requisition of funds from the Construction Funds held under the respective Indentures.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Southshore Metropolitan District No. 1 as follows:

1. **Recitals.** The Recitals to this Resolution are adopted as the findings of the Board and incorporated herein by reference.
2. **Approval of Requisition No. 9.** Requisition No. 9 (attached hereto as **Exhibit A**), and recommended for payment by TRIO Inc., Hudick Excavating, Inc., Environmental Landworks Company, Inc., Waner Construction Company, and Advanced Exercise in its report (attached hereto as **Exhibit B**), for a total amount of \$139,895.60 for payment on the Construction Contracts. The District requests that the “**District Representative**” (as defined in the Subordinate Indenture) sign the Requisition and submit to the Trustee for payment to the parties identified on such requisition.
3. **Severability.** If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.
4. **Ratification and Related Authorization.** All acts, order, resolutions, ordinances or parts thereof, of the District, in conflict with this Resolution are hereby repealed, except that this repealer shall not be construed so as to revive any act, order, resolution or ordinance, or part thereof, heretofore repealed. Each of the District’s directors, officers and agents is hereby authorized and directed to execute and deliver such other subsequent filings, documents and certificates, and to take such other action as may be necessary or appropriate in order to effectuate the purposes of this Resolution.
5. **Effective Date.** This Resolution shall take effect and be enforced immediately upon its approval by the Board.




Southshore Metropolitan District No. 1  
Resolution Requesting Requisitions – August 10, 2021  
Page 3

ADOPTED this 10<sup>th</sup> day of August, 2021.

Southshore Metropolitan District No. 1

By   
BC951125E12A465...  
Chairman

Attest:

  
5895B8A2D15A45B...  
Secretary

**EXHIBIT A**

**Requisition No. 9**

**SOUTHSHORE METROPOLITAN DISTRICT NO. 2  
INDENTURE OF TRUST (SUBORDINATE)  
DATED APRIL 8, 2020**

The undersigned District Representative (capitalized terms used herein shall have the meanings ascribed thereto by the above Indenture) hereby makes a requisition from the Construction Fund held by UMB Bank, n.a., as trustee under the Indenture, and in support thereof states:

1. The amount to be paid or reimbursed pursuant hereto is \$ 139,895.60 .
2. The name and address of the person, firm, or corporation to whom payment is due or has been made is as follows:

<b>Earnweald Consulting Services, LLC</b> 7843 Ponderosa Lane Parker, CO 80138 \$5,980.00	<b>CMS Environmental Solutions, LLC</b> 1778 S. Broadway Denver, CO 80210 \$1,635.00	<b>Environmental Landworks Company, Inc.</b> 17173 Mount Vernon Road Golden, Colorado 80401 \$45,665.65
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<b>Environmental Landworks Company, Inc.</b> 17173 Mount Vernon Road Golden, Colorado 80401 \$77,907.98	<b>Environmental Landworks Company, Inc.</b> 17173 Mount Vernon Road Golden, Colorado 80401 \$8,706.97
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3. Payment is due to the above person for (describe nature of the obligation)  
Construction for Southshore Clubhouse .

4. The above payment obligations have been or will be properly incurred, are or will be a proper charge against the Construction Fund and have not been the basis of any previous withdrawal. The disbursement requested herein will be used solely for the payment of Project Costs.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August 2021.

*Kevin J. Stadler*

Kevin J. Stadler (Oct 13, 2021 08:41 MDT)

\_\_\_\_\_  
District Representative

# Earnweald Consulting Services, LLC

7843 Ponderosa Ln  
Parker, CO 80138

Cell: 303-887-4047

djrlichter9@gmail.com

Bill To: Southshore Metropolitan District No. 1  
Address: 7200 S Alton Way, Suite C-400  
Centennial, CO 80112

Invoice #: SSMD1-2021-25  
Invoice Date: 07/31/2021

## INVOICE FOR: SouthShore Metro District #1

Date of Services	Description of Services Performed	Hours	Hourly Rate (\$130)
			\$ -
7/1/2021	Coordination with Waner and ELCI for upcoming pay applications, send out approved change orders. Follow up with ELCI and Powell on erosion control items and sweeping on trails.	2.5	\$ 325.00
7/2/2021	Coordination with Rafe Messer for Landscaping of Pocket Parks in Filing 19, coordination with Powell, CMS and Deb Anderson on erosion control.	1.5	\$ 195.00
7/6/2021	Review pay applications for ELCI, CMS, and Waner, coordination comments and revisions, update project budget tracker spreadsheet. Onsite review of damages from rain over the weekend, coordinate repairs with Powell.	4.5	\$ 585.00
7/7/2021	Finish review of pay applications, update budget tracker spreadsheet, prepare recommendations of payment, start on update of monthly district progress report. Coordination with Trent from JR Engineering and Jon Waanders from AG Wassenaar for unpaid AGW Invoice, include in this months district package for payment. Coordination with Mark Armstrong from Taylor Morrison for runoff following through a Filing 16 homeowners property, set up meeting to review. Coordination with ESCO for completion of concrete trails.	4.5	\$ 585.00
7/8/2021	Follow up with District Accountant for past due payments for HEI and ESCO. Coordination with Xcel Energy to shut off power to pond C pumps in order to set up temp pumping system, coordinate timing with ELCI and ELCI's electrician. Finalize monthly District Progress Report	2.5	\$ 325.00
7/9/2021	Attend onsite meeting with Mark Armstrong to review runoff onto homeowners lot in Filing 16, it appears that the swale on the district open space needs repairs. Check on status of erosion control BMP's, check on progress of Rec Center punch list items, touch base with Ryan Drumm from Waner.	2.5	\$ 325.00
7/12/2021	Coordination with Rafe Messer from Richmond Homes for District work in Filing 19, coordination with ELCI to update their Filing 19 landscaping proposal, summarize costs to complete for Southshore and send to Jerry for review, coordination with Mark Armstrong and Jerry for repairs to a district swale on the back side of Taylor Morrison lots in Filing 16, follow up with Ryan Drumm from Waner for punch list items at the Rec Center and status of the elevator. Follow up with Isaac and ESCO for punchlist items from Trail walk.	3.5	\$ 455.00
7/13/2021	Follow up with Mark Armstrong on tract/swale repairs, coordination with Jeff White from Martin and Martin for the original estimate for construction costs for improvements to Mead Gulch. Attend Monthly District Board meeting. Follow up with Powell on erosion control items.	2.5	\$ 325.00
7/14/2021	Follow up with Powell on Erosion Control, ELCI on Landscaping, ESCO for punchlist items, and Waner on Punchlist items. Follow up with HEI on proposal for Filing 19 District work.	1.5	\$ 195.00
7/15/2021	Follow up with Xcel Energy to turn power back on after ELCI completed the hook ups for the temporary pump for irrigation in Pond C. Follow up with CMS and Powell on erosion control items.	1.0	\$ 130.00
7/16/2021	Follow up with Isaac on punch lists for ESCO, set up meeting with Taylor Morrison, ELCI and Norris to review swale by Filing 16 park. Follow up with ELCI on irrigation pumping numbers for the past 5-7 years for the City of Aurora.	1.5	\$ 195.00



## Recommendation of Payment

### Southshore Metropolitan District No. 1

Project: Southshore Improvements

Engineer's Project No. 15730.10

CONTRACTOR: CMS Environmental Solutions

Contract For: TECS, Southshore Filing 10, 11, 12, 13, 14, & 18 Application Date: August 1, 2021

For Period : July 1, 2021

Ending: July 31, 2021

Attached hereto is the CONSULTANT's Invoice for Payment for Work accomplished under the CONSULTANT's Proposal through the date indicated above. The Invoice meets the requirements of the Proposal.

In accordance with the Proposal, and based on periodic on-site observation of the Work in progress, the undersigned recommends payment to the CONSULTANT of the amount due as shown below.

By: 

Dated: August 3, 2021

#### STATEMENT OF WORK

Filing No.	Cost	Description of Work
Filing 13		No New Invoice
TOTAL \$	-	
Trail F10 Prky		No New Invoice
TOTAL \$	-	
Trail F10 Trail	\$ 250.00	Monthly Inspections, Storm Events (July 2021)
TOTAL \$	250.00	
Filing 14 TRL Ext Transfer	\$ 195.00	Filing 14 Trail Extension Transfer from ESCO to District
TOTAL \$	195.00	
Filing 14 Trail Ext	\$ 595.00	Monthly Inspections, Storm Events (July 2021)
TOTAL \$	595.00	
Filing 18	\$ 595.00	Monthly Inspections, Storm Events (July 2021)
TOTAL \$	595.00	
Previous Payments	\$	137,075.50
Work Completed to Date	\$	138,710.50

**Recommended Amount Due This Payment \$ 1,635.00**



**CMS Environmental Solutions, LLC**

1778 S. Broadway  
Denver, CO 80210  
+1 7203550921  
accounting@cmsenviro.com  
www.cmsenviro.com

# INVOICE

**BILL TO**

Southshore Metro District No. 1  
7200 S. Alton Way  
Suite C-400  
Centennial, CO 80112

**INVOICE #** 122044

**DATE** 07/01/2021

**DUE DATE** 07/31/2021

**TERMS** Net 30

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**P.O. NUMBER**

Southshore 14 Trail Extension

DESCRIPTION	QTY	RATE	AMOUNT
<b>Notice of Transfer</b> State stormwater permit transfer removing ESCO (TRANS)	1	195.00	195.00

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BALANCE DUE

**\$195.00**



**CMS Environmental Solutions, LLC**

1778 S. Broadway  
Denver, CO 80210  
+1 7203550921  
accounting@cmsenviro.com  
www.cmsenviro.com

# INVOICE

**BILL TO**

Southshore Metro District No. 1  
7200 S. Alton Way, Suite C-400  
Centennial, CO 80112

**INVOICE #** 122587

**DATE** 08/01/2021

**DUE DATE** 08/31/2021

**TERMS** Net 30

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**P.O. NUMBER**

Southshore F10 Trail Improvemen

DESCRIPTION	QTY	RATE	AMOUNT
<b>Monthly plus post storms</b> Monthly plus post storm inspections for the previous month	1	250.00	250.00

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BALANCE DUE

**\$250.00**





**CMS Environmental Solutions, LLC**

1778 S. Broadway  
Denver, CO 80210  
+1 7203550921  
accounting@cmsenviro.com  
www.cmsenviro.com

# INVOICE

**BILL TO**

Southshore Metro District No. 1  
7200 S. Alton Way  
Suite C-400  
Centennial, CO 80112

**INVOICE #** 123016

**DATE** 08/01/2021

**DUE DATE** 08/31/2021

**TERMS** Net 30

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**P.O. NUMBER**

Southshore 14 Trail Extension

DESCRIPTION	QTY	RATE	AMOUNT
<b>Weekly + Post-Storm Inspections</b> Weekly inspection services including unlimited post-storm inspections for the previous month	1	595.00	595.00

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BALANCE DUE

**\$595.00**



**CMS Environmental Solutions, LLC**

1778 S. Broadway  
Denver, CO 80210  
+1 7203550921  
accounting@cmsenviro.com  
www.cmsenviro.com

# INVOICE

**BILL TO**

Southshore Metro District No. 1  
7200 S. Alton Way, Suite C-400  
Centennial, CO 80112

**INVOICE #** 123034

**DATE** 08/01/2021

**DUE DATE** 08/31/2021

**TERMS** Net 30

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**P.O. NUMBER**

Southshore F18 Poolhouse

DESCRIPTION	QTY	RATE	AMOUNT
<b>Weekly + Post-Storm Inspections</b> Weekly inspection services including unlimited post-storm inspections for the previous month	1	595.00	595.00

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BALANCE DUE

**\$595.00**

**Recommendation of Payment**  
**Southshore Metropolitan District No. 1**

Engineer's Project No. 15730.10

Pay Application No. 16

Project: Southshore Filing 14 Improvements

CONTRACTOR: Environmental Landworks Company, Inc.

Contract For: Landscape & Irrigation

Contract Date: September 13, 2019

Application Date: August 1, 2021


For Period: July 1, 2021

Ending: July 31, 2021

Attached hereto is the CONTRACTOR's Application for Payment for Work accomplished under the Contract through the date indicated above. The Application meets the requirements of the Contract Documents and includes the CONTRACTOR's Certificate stating that all previous payments to him under the Contract have been applied by him to discharge in full all of his obligations in connection with the Work covered by all prior Applications for Payments.

In accordance with the Contract, the undersigned recommends payment to the CONTRACTOR of the amount due as shown below.

Dated: August 4, 2021

By:   
 Douglas J Richter, PE

**STATEMENT OF WORK**

Original Contract Price	\$ 2,201,443.88	Work Completed to Date	\$ 2,197,623.46
Net Change Orders	<u>\$ 184,422.30</u>	Amount Retained	<u>\$ 109,881.17</u>
Current Contract Price	<u>\$ 2,385,866.18</u>	Subtotal	<u>\$ 2,087,742.29</u>
Work to be Done	<u>\$ 298,123.89</u>	Previous Payments	<u>\$ 2,042,076.64</u>

**Recommended Amount Due This Payment \$ 45,665.65**

**APPLICATION AND CERTIFICATE FOR PAYMENT**

TO OWNER: Southshore Metropolitan District No. 1  
7200 S. Alton Way, Suite C400  
Centennial, CO 80112

PROJECT: Southshore Improvements  
Filing 14

APPLICATION NO: 18  
PERIOD TO: 07/01/21  
07/31/21  
INVOICE DATE: 07/30/21

Distribution to:  
 OWNER  
 PROGRAM MANAGER  
 CONTRACTOR

Attn: Doug Richter

FROM CONTRACTOR: ELCI  
17173 Mt. Vernon Rd  
Golden, CO 80401

VA:

**CONTRACTOR'S APPLICATION FOR PAYMENT**

Application is made for payment, as shown below, in connection with the Contract

1. ORIGINAL CONTRACT SUM.....	\$ 2,201,443.88
2. Net change by Change Orders .....	\$ 184,422.30
3. CONTRACT SUM TO DATE (Line 1 +2).....	\$ 2,385,866.18
4. TOTAL COMPLETED & STORED TO DATE .....	\$ 2,197,623.46
<b>5. RETAINAGE:</b>	
a. 5% of Completed Work .....	\$ 109,891.17
b. of Stored Materials .....	\$ -
TOTAL RETAINAGE .....	\$ 109,891.17
6. TOTAL EARNED LESS RETAINAGE .....	\$ 2,087,742.29
(Line 4 less Line 5 Total)	
7. LESS PREVIOUS CERTIFICATES FOR PMT. (Line 6 from prior Certificate) .....	\$ 2,042,076.64
8. CURRENT PAYMENT DUE .....	\$ 45,665.65
9. BALANCE TO FINISH, INCL. RETAINAGE (Line 3 less Line 6)	\$ 298,123.69

CHANGE ORDER SUMMARY	
Total Changes approved previously	\$ 138,512.90
Total approved this month	\$ 46,409.40
TOTALS	\$ 184,922.30
NET CHANGES by Change Order	\$ 184,422.30

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is not due CONTRACTOR: *Shining Network Networks Company, Inc.*

By: *[Signature]* Date: 8/3/21  
State of Colorado  
County of Jefferson  
Subscribed and sworn to before me this 3 day of Aug 2021  
Notary Public: *[Signature]*  
My Commission expires: May 5, 2025

**PROGRAM MANAGER'S CERTIFICATE FOR PAYMENT**

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Program Manager certifies to the Owner that to the best of the Program Manager's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED..... \$ 45,665.65  
(Attach explanation if amount certified differs from the amount applied for.)

PROGRAM MANAGER / Emerald Consulting Services, LLC:  
By: *[Signature]* Date: 8/4/2021  
Douglas Richter, PE  
CONTRACT ADMINISTRATOR / SOUTHSORE METROPOLITAN DISTRICT NO. 1  
By: \_\_\_\_\_ Date: \_\_\_\_\_

MINDY M STEWART  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20214017717  
MY COMMISSION EXPIRES MAY 05, 2025















Item	Description	Unit	QTY	Unit Price	Total Price	Retainage	Net Price	Rate	Amount
24.A	Hayward Turntable- Model Spring Guide HT2000; Black Powder Coat color and install to within adjacent Annular Storage Pallet two rail 80' diameter perimeter bins. Reference detail: 6L24 in the Filing 17 Landscope Plans Set. Cost shall include any additional Amendment fees to complete the work.	LF	1	\$ 10,619.31	\$ 10,619.31	-	\$ -	0.00%	\$ 10,619.31
24.5	27' x 48' Boulder Landscape Retaining Wall, reference: Civil plans for Boulder detail	LF	27	\$ 40.64	\$ 1,097.28	-	\$ -	0.00%	\$ 1,097.28
24.8	MISCELLANEOUS								
24.8	SKYLING	LF	1	\$ 1,390.00	\$ 1,390.00	-	\$ 1,390.00	100.00%	\$ -
24.9	REINFORCED WIRE BRACING ACCORDING TO THE LANDSCAPE AND CIVIL	LF	1	\$ 2,001.00	\$ 2,001.00	-	\$ -	0.00%	\$ 2,001.00
25	CONCRETE								
25	REPAIR OF CRACKS IN CONCRETE	LF	1	\$ 5,900.00	\$ 5,900.00	-	\$ -	0.00%	\$ 5,900.00
25.1	REMOVE VEGETATION OF AIRBORN MAINTENANCE FROM THE DATE OF SETBACK ACCEPTANCE	LF	1	\$ 16,137.00	\$ 16,137.00	-	\$ -	0.00%	\$ 16,137.00
	SUB-TOTAL				\$ 83,888.79	-	\$ 1,390.00		\$ 82,228.79
	TOTAL ITEMS 14				\$ 2,671,541.46	\$ 34,168.28	\$ 2,637,373.18		\$ 2,637,373.18
	RETAINAGE (5%)				\$ (110,877.07)	\$ (110,877.07)	\$ -		\$ (110,877.07)
	CONTRACT TOTAL LESS RETAINAGE				\$ 2,091,371.89	\$ 32,438.87	\$ 2,123,810.76		\$ 2,123,810.76

Item	Description	Unit	QTY	Unit Price	Total Price	Retainage	Net Price	Rate	Amount
CO #1	Rebar Irrigation and Electrical at 25' Back of curb	LF	1	\$ 9,265.61	\$ 9,265.61	-	\$ -	0.00%	\$ 9,265.61
CO #2	Provide labor and materials for Irrigation testing	LF	1	\$ 25,010.88	\$ 25,010.88	-	\$ -	0.00%	\$ 25,010.88
CO #3	Repair Electrical Damage to power lead to pump stations	LF	1	\$ 2,162.00	\$ 2,162.00	-	\$ -	0.00%	\$ 2,162.00
CO #4	Propose 10' High substrate playground surfacing (milling)	LF	1	\$ 89,201.81	\$ 89,201.81	-	\$ -	0.00%	\$ 89,201.81
CO #5	Site/structure Grading	LF	1	\$ 7,500.00	\$ 7,500.00	-	\$ -	0.00%	\$ 7,500.00
CO #6	Remove 80' x 100' and install Erosion Control Measures	LF	1	\$ 4,772.50	\$ 4,772.50	-	\$ -	0.00%	\$ 4,772.50
CO #7	Transfer Pump System for Irrigation from 200' C	LF	1	\$ 46,409.40	\$ 46,409.40	-	\$ -	0.00%	\$ 46,409.40
	CHANGE ORDER TOTAL				\$ 194,422.20	\$ 15,822.82	\$ 178,599.38		\$ 178,599.38
	RETAINAGE (5%)				\$ (6,886.65)	\$ (6,886.65)	\$ -		\$ (6,886.65)
	PROJECT TOTAL LESS RETAINAGE				\$ 187,702.63	\$ 13,225.68	\$ 200,928.31		\$ 200,928.31
	PROJECT TOTAL				\$ 2,149,584.39	\$ 48,989.10	\$ 2,198,573.49		\$ 2,198,573.49
	RETAINAGE (5%)				\$ (107,477.72)	\$ (107,477.72)	\$ -		\$ (107,477.72)
	PROJECT TOTAL LESS RETAINAGE				\$ 2,042,105.67	\$ 45,985.65	\$ 2,088,091.32		\$ 2,088,091.32
	PROJECT TOTAL				\$ 2,088,091.32	\$ 45,985.65	\$ 2,134,076.97		\$ 2,134,076.97
	RETAINAGE (5%)				\$ (7,988.70)	\$ (7,988.70)	\$ -		\$ (7,988.70)
	PROJECT TOTAL LESS RETAINAGE				\$ 2,076,108.27	\$ 32,438.87	\$ 2,108,547.14		\$ 2,108,547.14
	PROJECT TOTAL				\$ 2,076,108.27	\$ 32,438.87	\$ 2,108,547.14		\$ 2,108,547.14

Item	Description	Unit	QTY	Unit Price	Total Price	Retainage	Net Price	Rate	Amount
	PROJECT TOTAL				\$ 2,108,547.14	\$ 45,985.65	\$ 2,154,532.79		\$ 2,154,532.79
	RETAINAGE (5%)				\$ (95,726.64)	\$ (95,726.64)	\$ -		\$ (95,726.64)
	PROJECT TOTAL LESS RETAINAGE				\$ 2,058,810.50	\$ 32,438.87	\$ 2,091,249.37		\$ 2,091,249.37
	PROJECT TOTAL				\$ 2,058,810.50	\$ 32,438.87	\$ 2,091,249.37		\$ 2,091,249.37

**Recommendation of Payment**  
**Southshore Metropolitan District No. 1**

Engineer's Project No. 15730.10

Pay Application No. 14

Project: Southshore Filing 16 – 17 Landscape Improvements

CONTRACTOR: Environmental Landworks Company, Inc.

Contract For: Landscape & Irrigation

Contract Date: May 8, 2020

Application Date: August 1, 2021

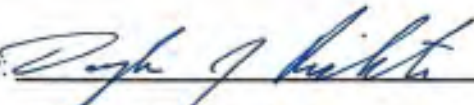
For Period: July 1, 2021

Ending: July 31, 2021

Attached hereto is the CONTRACTOR's Application for Payment for Work accomplished under the Contract through the date indicated above. The Application meets the requirements of the Contract Documents and includes the CONTRACTOR's Certificate stating that all previous payments to him under the Contract have been applied by him to discharge in full all of his obligations in connection with the Work covered by all prior Applications for Payments.

In accordance with the Contract, the undersigned recommends payment to the CONTRACTOR of the amount due as shown below.

Dated: August 4, 2021

By:   
 Douglas J Richter, PE

**STATEMENT OF WORK**

Original Contract Price	\$ 3,560,359.66	Work Completed to Date	\$ 2,564,593.30
Net Change Orders	<u>\$ 121,540.27</u>	Amount Retained	<u>\$ 128,229.67</u>
Current Contract Price	<u>\$ 3,681,899.93</u>	Subtotal	<u>\$ 2,436,363.64</u>
Work to be Done	<u>\$ 1,245,536.30</u>	Previous Payments	<u>\$ 2,358,455.66</u>

**Recommended Amount Due This Payment \$ 77,907.98**

**APPLICATION AND CERTIFICATE FOR PAYMENT**

TO OWNER: Southshore Metropolitan District No. 1  
7200 S. Alton Way, Suite C400  
Centennial, CO 80112

PROJECT: Southshore Improvements  
Filing 15-17

APPLICATION NO: 14  
PERIOD TO: 07/01/21  
INVOICE DATE: 07/30/21

Distribution to:  
 OWNER  
 PROGRAM MANAGER  
 CONTRACTOR

Attn: Doug Richter

FROM CONTRACTOR: ELCI  
17173 Mt Vernon Rd  
Golden, CO 80401

VA:

**CONTRACTOR'S APPLICATION FOR PAYMENT**

Application is made for payment, as shown below, in accordance with the Contract.

1. ORIGINAL CONTRACT SUM .....	\$ 3,550,358.66
2. Net change by Change Orders .....	\$121,540.27
3. CONTRACT SUM TO DATE (Line 1 +2) .....	\$ 3,671,898.93
4. TOTAL COMPLETED & STORED TO DATE .....	\$ 2,554,093.30
<b>5. RETAINAGE:</b>	
a. 5% of Completed Work .....	\$ 128,229.67
b. of Stored Materials .....	\$ -
TOTAL RETAINAGE .....	\$ 128,229.67
6. TOTAL EARNED LESS RETAINAGE .....	\$ 2,436,363.64
(Line 4 less Line 5 Total)	
7. LESS PREVIOUS CERTIFICATES FOR PMT. .....	\$ 2,358,455.66
(Line 6 from prior Certificate)	
8. CURRENT PAYMENT DUE .....	\$ 77,907.98
9. BALANCE TO FINISH, INCL. RETAINAGE .....	
(Line 3 less Line 6)	\$ 1,245,536.30

CHANGE ORDER SUMMARY	
Total Changes approved previously	\$121,540.27
Total approved this month	
TOTALS	\$ 121,540.27
NET CHANGES by Change Order	\$ 121,540.27

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due CONTRACTOR Environmental Worldwide Company, Inc.

By: [Signature]  
State of Colorado  
County of Jackson  
Subscribed and sworn to before me this 3 day of Aug 2021

Date: 8/3/21

Notary Public: [Signature]  
My Commission expires: May 5, 2025

**PROGRAM MANAGER'S CERTIFICATE FOR PAYMENT**

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Program Manager certifies to the Owner that to the best of the Program Manager's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED .....

\$	<u>77,907.98</u>
----	------------------

(Attach explanation if amount certified differs from the amount applied for.)

PROGRAM MANAGER / Fairwinds Consulting Services, LLC:

By: [Signature]  
Douglas J Richter, PE  
CONTRACT ADMINISTRATOR / SOUTHSORE METROPOLITAN DISTRICT NO. 1:

Date: 8/4/2021

By: \_\_\_\_\_ Date: \_\_\_\_\_

MINDY M STEWART  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20214017717  
MY COMMISSION EXPIRES MAY 05, 2025











QUALITIES - QUARTER BOUND WITH NO HABS ANNUAL CONTRACTOR TO PROVIDE PERIODS FOR APPROVAL OR CANCELLATION WITH APPROPRIATE AMOUNTS TO BE SET TYPICAL AS ESTIMATED APPROXIMATE SIZES AND QUANTITIES INCLUDE:

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20 EA \$20.87

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SCOPED	1	15	\$38,778.00	\$16,776.00	-	\$ -	\$ -	\$ -	3.00%	\$ 18,778.00
ADJUSTMENT	1	15	\$35,707.00	\$35,707.00	0.42	\$ 14,706.80	\$ -	0.40	42.00%	\$ 22,000.20
CME YEAR MAINTENANCE FROM THE DATE OF INITIAL ACCEPTANCE	1	15	\$87,718.00	\$97,718.00	-	\$ -	\$ -	-	3.00%	\$ 97,718.00
				\$183,203.00		\$14,706.80	\$93.88			\$183,202.28
<b>SUBTOTAL FILING 17</b>				\$1,256,061.84		\$221,559.71	\$64,679.69		22.16%	\$1,399,612.13
<b>TOTAL FILING 16-17</b>				\$ 3,660,359.66		\$ 2,397,200.99	\$ 82,008.40		60.53%	\$ 1,061,150.27
RETAINAGE (5%)						\$ (116,860.05)	\$ (4,102.42)			\$ (123,962.47)
<b>CONTRACT TOTAL LESS RETAINAGE</b>				\$ 3,660,359.66		\$ 2,277,340.94	\$ 77,907.98		65.15%	\$ 1,391,187.27

CHANGE ORDERS										
CO #1	1	15	\$5,800.00	\$6,800.00	1.00	\$ 6,800.00	\$ -	1.00	100.00%	\$ -
CO #2	1	15	\$2,300.00	\$2,300.00	1.00	\$ 2,300.00	\$ -	1.00	100.00%	\$ -
CO #3	1	15	\$881.38	\$881.38	1.00	\$ 881.38	\$ -	1.00	100.00%	\$ -
CO #4	1	15	\$12,156.06	\$12,156.06	1.00	\$ 12,156.06	\$ -	1.00	100.00%	\$ -
CO #5	1	15	\$33,083.32	\$33,083.32	1.00	\$ 33,083.32	\$ -	1.00	100.00%	\$ -
CO #6	1	15	\$15,007.50	\$15,007.50	1.00	\$ 15,007.50	\$ -	1.00	100.00%	\$ -
CO #7	1	15	\$3,891.25	\$3,891.25	1.00	\$ 3,891.25	\$ -	1.00	100.00%	\$ -
CO #8	1	15	\$2,582.90	\$2,582.90	1.00	\$ 2,582.90	\$ -	1.00	100.00%	\$ -
CO #11	1	15	\$2,600.00	\$2,600.00	1.00	\$ 2,600.00	\$ -	1.00	100.00%	\$ -
CO #12	1	15	\$38,156.38	\$38,156.38	-	\$ -	\$ -	-	0.00%	\$ 38,156.38
CO #14	1	15	\$3,231.50	\$3,231.50	1.00	\$ 3,231.50	\$ -	1.00	100.00%	\$ -
CO #15	1	15	\$2,640.00	\$2,640.00	1.00	\$ 2,640.00	\$ -	1.00	100.00%	\$ -
<b>CHANGE ORDER TOTAL</b>				\$121,546.27		\$ 85,283.81	\$ -	\$ 85,283.81		\$ 36,156.38
RETAINAGE (5%)						\$ (4,260.20)	\$ -	\$ (4,260.20)		\$ -160.814
<b>PROJECT TOTAL LESS RETAINAGE</b>						\$ 81,114.71	\$ -	\$ 81,114.71		\$ 34,248.54
<b>PROJECT TOTAL</b>				\$3,681,899.93		\$ 2,482,584.90	\$ 83,006.40	\$ 2,564,591.30		\$ 1,117,308.63
RETAINAGE (5%)						\$ (124,128.28)	\$ (4,100.42)	\$ (128,228.67)		
<b>PROJECT TOTAL LESS RETAINAGE</b>				\$ 3,681,899.93		\$ 2,358,456.62	\$ 77,907.98	\$ 2,436,364.64		\$ 1,117,308.63
Remaining in Contract										\$ 1,248,536.38
<b>PROJECT TOTAL</b>				#REF!		#REF!	#REF!	#REF!		#REF!
RETAINAGE (5%)				#REF!		#REF!	#REF!	#REF!		#REF!
<b>PROJECT TOTAL LESS RETAINAGE</b>				#REF!		#REF!	#REF!	#REF!		#REF!

**Recommendation of Payment**  
**Southshore Metropolitan District No. 1**

Engineer's Project No. 15730.10

Pay Application No. 11

Project: Southshore Filing 18 Landscape Improvements

CONTRACTOR: Environmental Landworks Company, Inc.

Contract For: Landscape & Irrigation

Contract Date: May, 2020

Application Date: July 30, 2021

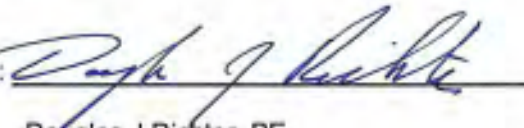
For Period: July 1, 2021

Ending: July 31, 2021

Attached hereto is the CONTRACTOR's Application for Payment for Work accomplished under the Contract through the date indicated above. The Application meets the requirements of the Contract Documents and includes the CONTRACTOR's Certificate stating that all previous payments to him under the Contract have been applied by him to discharge in full all of his obligations in connection with the Work covered by all prior Applications for Payments.

In accordance with the Contract, the undersigned recommends payment to the CONTRACTOR of the amount due as shown below.

Dated: August 3, 2021

By:   
 Douglas J Richter, PE

**STATEMENT OF WORK**

Original Contract Price	\$	1,323,345.76	Work Completed to Date	\$	1,294,853.55
Net Change Orders	\$	15,679.19	Amount Retained	\$	64,742.68
Current Contract Price	\$	1,339,024.95	Subtotal	\$	1,230,110.87
Work to be Done	\$	108,914.08	Previous Payments	\$	1,221,404.20

**Recommended Amount Due This Payment \$ 8,706.67**

## APPLICATION AND CERTIFICATE FOR PAYMENT

TO OWNER: Southshore Metropolitan District No. 1  
7200 S. Alton Way, Suite C400  
Centennial, CO 80112

PROJECT: Southshore Improvements  
Filling 18 - Recreation Center

APPLICATION NO: 11  
PERIOD TO: 07/01/21  
07/31/21  
INVOICE DATE: 07/30/21

Distribution to:  
 OWNER  
 PROGRAM MANAGER  
 CONTRACTOR

Attr: Doug Richter

FROM CONTRACTOR: ELCI  
17173 Mount Vernon Road  
Golden, Colorado 80401

### CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract:

1. ORIGINAL CONTRACT SUM.....	\$ 1,323,345.76
2. Net change by Change Orders .....	\$ 15,879.19
3. CONTRACT SUM TO DATE (Line 1 +2).....	\$ 1,339,024.95
4. TOTAL COMPLETED & STORED TO DATE	\$ 1,294,853.55
5. RETAINAGE:	
a. 5% of Completed Work	\$ 64,742.88
b. of Stored Materials	\$ -
TOTAL RETAINAGE .....	\$ 64,742.88
6. TOTAL EARNED LESS RETAINAGE .....	\$ 1,230,110.87
<small>(Line 4 less Line 5 Total)</small>	
7. LESS PREVIOUS CERTIFICATES FOR PMT.	\$ 1,221,404.20
<small>(Line 6 from prior Certificate)</small>	
8. CURRENT PAYMENT DUE .....	\$ 8,706.67
9. BALANCE TO FINISH, INCL. RETAINAGE	
<small>(Line 3 less Line 6)</small>	
	\$ 108,914.08

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.  
CONTRACTOR: Environmental Landworks Company, Inc.

By: *[Signature]*

Date: 8/2/21

State of: \_\_\_\_\_  
County of: \_\_\_\_\_  
Subscribed and sworn to before me this 3 day of Aug 2021

MINDY M STEWART  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20214017717  
MY COMMISSION EXPIRES MAY 05, 2025

Notary Public: *[Signature]*  
My Commission expires: May 5, 2025

### PROGRAM MANAGER'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Program Manager certifies to the Owner that to the best of the Program Manager's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED..... \$ 8,706.67  
*(Attach explanation if amount certified differs from the amount applied for.)*

PROGRAM MANAGER:

By: *[Signature]*  
Doug J Richter, PE

Date: 8/3/2021

CONTRACT ADMINISTRATOR / SOUTHSORE METROPOLITAN DISTRICT NO. 1:

By: \_\_\_\_\_ Date: \_\_\_\_\_

CHANGE ORDER SUMMARY	
Total Changes approved previously	\$ 6,514.27
Total approved this month	\$ 9,164.92
<b>TOTALS</b>	<b>\$ 15,679.19</b>
NET CHANGES by Change Order	\$ 15,679.19














# Southshore - Series 2020 Sub Bonds - Req. 9

Final Audit Report

2021-10-13

Created:	2021-10-13
By:	Cathy Hamilton (cathy@simmonswheeler.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAA3wNiMqE79IsxSG-g4kJh8dPNHab8dHhz

## "Southshore - Series 2020 Sub Bonds - Req. 9" History

-  Document created by Cathy Hamilton (cathy@simmonswheeler.com)  
2021-10-13 - 1:23:21 PM GMT- IP address: 72.42.69.60
-  Document emailed to Kevin J. Stadler (klstadler@yahoo.com) for signature  
2021-10-13 - 1:23:51 PM GMT
-  Email viewed by Kevin J. Stadler (klstadler@yahoo.com)  
2021-10-13 - 2:40:45 PM GMT- IP address: 69.147.93.14
-  Document e-signed by Kevin J. Stadler (klstadler@yahoo.com)  
Signature Date: 2021-10-13 - 2:41:11 PM GMT - Time Source: server- IP address: 70.59.0.164
-  Agreement completed.  
2021-10-13 - 2:41:11 PM GMT



**EXHIBIT B**

**CONSTRUCTION  
PROGRESS REPORT**

**FOR**

**SOUTHSHORE METROPOLITAN DISTRICT NO. 1**

**August 4, 2021**

**SOUTHSHORE IMPROVEMENTS PROJECT**

**Prepared For:**

Southshore Metro District No. 1  
7200 S. Alton Way, Suite C400  
Centennial, CO 80112

**Prepared By:**

Earnweald Consulting Services, LLC  
7843 Ponderosa Lane  
Parker, CO 80138

## Southshore Improvements Project

- **Report Period:** May 1, 2021 through May 31, 2021
- **Notice of Award:**
  - HEI CIVIL: April 25, 2019
- **Construction Start:**
  - HEI CIVIL: June 5, 2019
- **Delays:** N/A
- **Work Performed To-Date:**

### HEI CIVIL

**Filing 14** - HEI Civil has completed the first and second phase of Southshore Parkway to include curb, gutter, and paving from the east side of the school site to Ottawa Ave. All the curb and gutter and asphalt has been placed and striping has been completed.

HEI Civil has completed approximately 3,100 LF of 12 water main (100% of the contracted amount). HEI has also completed all of the storm sewer including 519 LF of 66", 135 LF of 60", 1213 LF of 54", 568 LF of 48" RCP, 444 LF of 42" RCP, 769 LF of 30" RCP, and 740 LF of 24" with associated manholes as well as the remainder of the small diameter pipes (100% of the contracted amount).

HEI has completed the construction of the Pump House, and the pump has been started, is operational, has been commissioned, and is now being shut down and winterized for the season. HEI has also completed 100% of the HDPE force main for the Aurora Reservoir By-Pass System, the wet well has been completed.

All the pond improvements, including the outlet structure for Pond B, and miscellaneous rip rap for Pond B and Pond C has been completed. The Rip-Rap rundown upstream of Pond C has been completed.

HEI has completed the wiring and concrete light pole base and the street light installation is complete. HEI is currently waiting for XCEL for the meter and to "Turn On" power to the lights.

HEI has completed all punchlist items for the City of Aurora which has accepted the Southshore Parkway Improvements for probationary acceptance.

Overall HEI Civil is approximately 100% complete with the total contracted scope of work. The only items remaining are completion of final walks and for the district to release retainage.

With HEI being 100% completed with their contracted scope of work and receiving probationary acceptance, I have approved the reduction of retention from 10% to 5% waiting on the power for the streetlights and completion of final walks.

HEI has completed additional punch list items and the only remaining item is a small correction to a Rip Rap outfall in Pond C. Due to the recent rains, the site is currently not accessible. HEI will complete the correction as soon as weather permits. All other work has been completed.

HEI has not completed any additional work since the last report.

## **Environmental Landworks – Filing 14**

- **Notice of Award:**
  - ELCI: September 13, 2019
- **Construction Start:**
  - ELCI: March 2, 2019
- **Delays:** N/A

**Filing 14** – Environmental Landworks has continued installation of the irrigation system per the contract which was awarded to them in September of 2019. They currently have 2-3 crews working onsite and are working from the south end of Southshore Parkway north, as well as they have a second crew working on the mainline HDPE raw water main line and pump station. ELCI is scheduled to have all work complete by the fall of 2020.

ELCI has completed installation of the mainline and laterals in phases 1 and 2, with the exception of the areas adjacent to the walks that are to be built by the builders. They have completed the installation of the irrigation in the park. They have also completed soil preparation and amendments in the phase 1 and phase 2 tree lawns and at the park.

ELCI has completed the installation of all irrigation controllers and has powered up the system. Lighted masonry bollards are complete and powered up. Electrical wire and conduit run to all lighted pedestrian bollards. The wet well for the pump has been installed and the electrical system for the pump has been energized. They were not able to get the irrigation pump started up this season due to the water levels in pond C, but have all the equipment in place and plan on having it ready to go prior to the planting season in the Spring of 2021. Planting has continued and is ongoing, with trees and shrubs being installed on Southshore Parkway and in open space areas.

ELCI has planted trees along Southshore Parkway and has completed the plantings in the pedestrian crossing median at entry to Filing 14 park and Filing 16 trail. Sod has been installed in tree lawn along Southshore Pkwy and additional seeding has occurred throughout the filing.

ELCI had a crew of 12 on the Filing throughout December. Sod has been installed throughout the Filing and in the neighborhood park.

ELCI has completed the erection of the Filing 14 Play structure, final walks were completed with the Metro Districts Landscape construction manager (Norris Design) and accepted by the District, therefore ELCI has started the 1-year maintenance period on the plantings which were accepted. Overall ELCI is 88% completed with the Filing 14 contracted work.

Due to the recent snowstorms, no significant work was performed on Filing 14 during the month of March, and ELCI did not submit a pay application for March.

As spring has arrived, ELCI has continued minor irrigation tie ins and maintenance items, as well as completed the Poured in Place surface for the Filing 14 park. The majority of the Filing 14 work is complete and ELCI is planning on getting this contract closed out (other than the maintenance items) over the next couple of months.

In May 2021, ELCI has completed the planting of the majority of the remaining trees, shrubs, and sod. The 1-year maintenance period for plantings which were accepted in 2020 has continued, which those plantings have “taken” extremely well with all the moisture we have received in April and May. Overall, ELCI is approximately 98% complete with the Filing 14 scope of work.

ELCI is working with Norris Design on Final Punch list items and has started the maintenance work for areas that have been accepted.

ELCI has continued to work on punchlist and maintenance items. In addition, ELCI has installed a temporary pump for irrigation from pump C, as well as to assist in draining pond C, such that the pond can be mucked out and cleaned up in order to obtain final acceptance from the City of Aurora.

### **Environmental Landworks – Filing 16-17**

- **Notice of Award:**
  - ELCI: April 2020
- **Construction Start:**
  - ELCI: May 2020
- **Delays:** N/A
- **Filing 16-17** – Environmental Landworks has completed the installation of the irrigation system per the contract which was awarded to them in April of 2020. ELCI is working in open space areas as they become available and in conjunction with the mainline which was installed with the Filing 14 work.

ELCI is continuing irrigation, soil prep, and seeding, with a crew of approximately 20 workers on the Filing 16-17 area in addition to the Filing 14 crews. They have continued to install landscape plantings in areas as they become available. All Filing 16 site furnishings have been ordered and many have been installed. The play structures have been installed in the Filing 16 Park area, as well as crusher fines and fencing.

ELCI has established a temporary nursery along Southshore Pkwy. All shipments have been completed for the season, some of the plantings will remain in the nursery until spring, but ELCI is continuing to plant material as weather permits. Planting has continued in all of the open spaces throughout Filing 16. Irrigation and seeding are nearing completion in Filing 16. Irrigation continues in Filing 17 as areas become available. Soil amendment has been completed in several areas of Filing 16 that are to receive sod.

ELCI had a crew of 22-26 working in Filing 16 throughout December. Extensive planting has been completed throughout the Filing, with work concentrating around the dog park area and at the intersections on Southshore Parkway. Sod was installed at the dog park. The majority of the remaining seed has been installed in the open areas. Boulders are complete. The shade shelter at the dog park has been installed and is complete.

ELCI continued to work on Filing 16 through January and has completed the majority of the site plantings and site furnishings for the Filing 16 scope of work, ELCI and Norris Design have completed their acceptance walks for the Filing 16 plantings and therefore ELCI has started the maintenance work for the plantings which have been accepted. Overall, the Filing 16 work is approximately 89% complete

and the Filing 17 scope of work is approximately 12% complete. Toll Brothers is continuing infrastructure work in Filing 17 which will open more areas for ELCI to gear up and be ready to continue Filing 17 work in the near future.

Due to the recent snowstorms, no significant work was performed on Filing 16-17 this month, and ELCI did not submit a pay application for March.

ELCI has completed the Gabled Shelter in the Filing 16 Park Area and maintenance items for the portions of landscaping which was accepted in the fall of 2020. ELCI has also started to gear up for the Filing 17 work that was not completed last year, including work on the irrigation system. Additional landscape plantings are anticipated to start again in May 2021.

In May 2021, ELCI has completed the planting of the majority of the remaining trees, shrubs, and sod within the Filing 16 area. The 1-year maintenance period for plantings which were accepted in 2020, has continued, which those planting have “taken” extremely well with all the moisture we have received in April and May. Overall, ELCI is approximately 94% complete with the Filing 16 scope of work.

ELCI has continued with planting of trees and shrubs in the Filing 16 area and is close to complete (98%) with the Filing 16 scope of work and is planning on walking this scope of work with Norris Design to create punch list items and to gain initial acceptance.

ELCI is close to completing the irrigation system for Filing 17 and has started some of the landscape plantings as areas have become available. ELCI is planning to ramp up production on this area during the month of June and July. Due to weather and the focus on the Rec Center grand opening. Overall, the Filing 17 scope of work is approximately 65% complete.

ELCI completed minimal work on Filing 17 during the month of June as their focus was on completing the final plantings in Filing 16. Now that Filing 16 is near completion, more focus and efforts will be spent on Filing 17.

Per above, ELCI has installed a temporary pump in pond C for irrigation, which was necessary to have in place in order to start on the plantings for Filing 17. Now that the temp pump is in place, the irrigation system can be completed and ELCI can move forward with plantings on Filing 17. In addition to completing the irrigation system, ELCI installed the Gabled Shade Structure for the “Overlook” park in Filing 17.

### **Environmental Landworks – Filing 18 (Rec Center)**

- **Notice of Award:**
  - ELCI: April 2020
- **Construction Start:**
  - ELCI: July 2020
- **Delays:** N/A
- **Filing 18** – Environmental Landworks is installing sleeves on the site as construction progress requires. They completed the soil preparation, amendment, and seeding on the large slope on the north edge of the filing, to comply with the direction of Aurora Stormwater Discharge Compliance Regulations.

Environmental Landworks is also helping to supplement the regular erosion control contractor to perform erosion control repairs as required by the City of Aurora erosion control inspector.

ELCI has complete the majority of the concrete trails around the north and east sides of the Rec Center.

ELCI has continued installation of the Concrete trail and concrete flatwork on the east side of the Rec Center for the playground area. ELCI will continue to work with Waner as needed to provide irrigation sleeves to planter bed areas within the Rec Center area, such as planters within the MSE Block retaining wall area, pool area, and parking lot islands.

Due to the mild weather in January and February, ELCI has continued to complete concrete and irrigation work, as well as were able to continue installation of the site furnishings. ELCI has completed the erection of the play structure on the east side of the rec center property as well as completed the majority of the site furnishings.

ELCI was able to make significant progress on landscape elements not requiring irrigation such as native seed mix, prep for planting beds, cobble rock swales and placing onsite boulders. The plant material has been ordered and is scheduled to start being planted the week of April 19<sup>th</sup> and will take 3-4 weeks to complete the installation. The majority of the concrete flatwork has been completed, but with the recent snowstorms, ELCI was not able to get everything completed in March. The remainder will be completed later this month or early May. All of the site furnishings are onsite, and the majority are in place, the remainder will be installed later this month or early May.

ELCI is on schedule to have their work completed prior to the Grand Opening of the Rec Center in late May.

Due to a significant amount of rain and adverse conditions during the month of April, ELCI was not able to start on the landscape plantings for the Rec Center as early as originally planned but has still made significant progress over the last couple of weeks. ELCI has completed the irrigation system and has planted approximately 60 trees to date. The remainder of the tress and shrubs will be planted during the first couple weeks of May. The playground area, site amenities, and site furnishings are complete with some minor clean-up and punch list items to be completed prior to the grand opening. ELCI is still on schedule to have all of their work completed for the grand opening of Memorial Day weekend.

ELCI had a very busy and successful last couple weeks in May, there was again a significant amount of rain and moisture at the beginning of the month which pushed a large amount of their Filing 18 scope of work into the last couple weeks of May in order to have the work completed by the Memorial Day Weekend. All of their work inside of the pool area fence was completed and the majority of the overall scope is complete. ELCI still has a small area of SOD to complete as well as some native seeding which will be completed in early June. Overall ELCI was very successful in preparing for the Rec Center opening and overall are 95% complete with their Filing 18 scope of work.

ELCI has completed their scope of work for the Filing 18 Rec Center and is working on addressing the final punch list items with Norris Design to gain initial acceptance.

ELCI is continuing to work with Norris Design on completing the final punch list items. It is anticipated all punch list items will be completed by the end of August. In addition to addressing the punch list items, ELCI has assisted to address some of the maintenance of the erosion control BMP's as identified by the City of Aurora, namely cleaning the mud out of the check dams in the drainage swale on the north side of the rec center.

- **ESCO**
- **Notice of Award:**
  - ESCO: February 25, 2020
- **Construction Start:**
  - ESCO: March 23, 2019
- **Delays: N/A**

ESCO has made good progress on the trail work and has completed the first phase of construction from the east boundary of the Rec Center property, east to Southshore Parkway. ESCO then continued to work to the east and has completed a section of Trail adjacent to Pond B and a small section Adjacent to Pond C.

ESCO has completed all of the trail in the Phase 2 area from the Rec Center north all the way to Southshore Parkway as well as in open space areas within Filing 16. ESCO has also completed the trail tie ins to Filing 12 to the north and west of Filing 16.

ESCO has completed 100% of their scope of work and are currently working on final clean-up and punchlist items. They also need to complete final acceptance walks with the City of Aurora for acceptance of the sidewalks withing Southshore Parkway Right of Way and trails within City of Aurora property. ESCO is currently planning to have the final walks and punchlist items complete in January if weather permits.

ESCO has continued to work on punch list items throughout February and has the majority of the punchlist items complete. Due to construction in Filing 17 by Toll Brothers, ESCO was not able to access the trail adjacent to Pond C and therefore was not able to complete their punchlist items in that area. Toll is close to being complete with work in this area, therefore ESCO should be able to access this area and complete their punchlist items in March (weather permitting).

ESCO was able to get a window of access to the Trail adjacent to Pond C and complete a few punch list items, and therefore have completed the scope of work for the Phase 2 contract. ESCO is currently setting up the Final walks with the City of Aurora Parks department to complete a final walk and address any remaining punch list items before the District should release their retention.

Due to the rains and adverse weather conditions, ESCO was not able to schedule the final walks with the City of Aurora Parks department or complete their final punch list items. Weather permitting, these will be scheduled and completed in May.

Due to weather, ESCO did not complete any work during the month of May.

ESCO has completed another walk with the City of Aurora Parks department for the Pond C trail Extension work, additional grading to create more of a shoulder on the downhill side of the walk was requested. ESCO also completed another walk with the District and Norris Design on the remainder of the trails to verify if punch list items had been addressed. Approximately 80% of the punchlist items have been address and the remainder are planned to be addressed during the month of July.

ESCO is currently working on getting the punch list items addressed, during July, they completed approximately 50% of the necessary grading for the shoulder work listed above. It is anticipated, additional grading and punch list items will be completed during the month of August.



## Waner Construction Company – Recreation Center

- **Notice of Award:**
  - Waner: April 29, 2020
- **Construction Start:**
  - Waner: May 20, 2020
- **Delays:** N/A

Waner Construction Company mobilized to the Rec Center site in May and has an onsite construction office set up. They have worked closely with the City of Aurora for all of the City and State Erosion Control and Stormwater discharge permits which were necessary to break ground for the Rec Center. Once all permits and paperwork were in order, Waner was able to break ground and start work on the underground utilities such as the storm drain, watermain, and sanitary sewer systems.

Waner has completed the installation of the underground utilities, including the underground electric, as well as completed the majority of the onsite curb and gutter and completed the bottom lift of asphalt paving for the main entrance and parking lot.

Waner has completed all of the concrete pours for the main rec center foundation and as well as the smaller foundations for the snack shack and trash enclosure.

Waner has completed the “Shot crete” for both the activity pool and the lap pool and has started on the tile work of the activity pool. Waner has completed the perimeter plumbing around both pools. All of the steel erection for the club house has been completed, the concrete deck of the main level has been poured, and they completed the wood framing of the main level and are also working on the metal stud framing in the lower level. Waner has also completed the majority of the window installation and roofing.

Waner has completed the MSE wall on the north side of the Rec Center.

Waner has continued with electrical and plumbing work inside of the Rec Center and the majority of this work has been completed. Waner has continued installing the HVAC system, has continued on the fire sprinkler system, and also continued with installation of the insulation and the majority of this work has been completed as well.

The Snack shack has been framed and windows installed.

Waner has continued hanging and finishing drywall, as well has completed the majority of the drywall work as well as completed the first coat of paint. Painting, tile and millwork has continued in both the lower and upper levels and is getting close to completion.

Waner has also completed the stone veneer column wraps on the exterior of the building, and is currently working on the wood stair framing, exterior soffit on the deck and patio, and window casing on the upper level. The fencing around the pool area has also been completed.

With the mild weather in December and January, Waner has been able to continue with concrete work and has completed the concrete pours for the pool deck around the activity pool. With the mild weather still being forecasted into January, Waner is planning on continuing sub grade prep and pouring the concrete deck around the 8-lane lap pool in early to mid-January.

As forecasted, the mild weather continued throughout February, which has allowed Waner to make significant progress on additional concrete pours completing the concrete apron around the activity pool and the lap pool, plus the majority of the sidewalks and miscellaneous flatwork. With the continued mild weather, the concrete work should be complete by the end of March.

Waner is close to finishing all of the pool equipment and preparing to install the final plaster finish of the pool prior to filling the pool which will happen in early May.

Waner is approximately 90% complete with their overall construction scope. The majority of their tasks are complete, and they are mainly focusing on the finishing touches and clean-up. The rain and adverse conditions during April has slowed some of the remaining outside work such as the top lift of asphalt in the parking lot and main entrance, power washing of the pool floor and walls prior to placing plaster, and the poured in place surfacing for the climbing boulder, but those are all scheduled to be completed as soon as the weather permits.

Waner is working on the final flooring and painting on the interior of the of the building and has their final walks and permit inspections with the City of Aurora schedule for the next couple of weeks.

Waner will be working on final finishing elements throughout April and early May, and will be working on Final inspections with the City and punchlist items in May as well. Waner is still on schedule to be ready for the Grand Opening by Memorial Day 2021.

Waner made amazing progress during the Month of May and in preparation for opening the Rec Center on Memorial Day weekend. Waner had dozens of workers and sub-contractors working late and, on the weekends, to get the finishing touches completed and had a very successful Grand Opening!! The only item left for completion is the elevator, which could not be completed due to lack of a communication system (Comcast really dropped the ball on us, and was finally installing service on Friday, May 28<sup>th</sup>). Overall, Waner is 99% complete with their scope of work and would be 100% complete had comcast not dropped the ball and they would have been able to complete the final testing elements for elevator service. Waner will continue to work on the elevator and final punch list items in June.

Waner has completed their scope of work for the Filing 18 Rec Center and there was a very successful Grand Opening on Memorial Day Week. The Recreation Center has since seemed to be a huge success and see numerous visitors on a daily basis!!

Waner has been working with KGA and Norris Design on addressing the punch list items on the rec center. It is anticipated the final walks will be completed during the month of August.



Monument sign with address lettering added



Rock seat wall at the Filing 16 neighborhood park





Filing 17 Gabled Shade Structure at Overlook Park



Grading and erosion control work around Pond C

## **SOUTHSHORE METROPOLITAN DISTRICT NO. 2**

### **A RESOLUTION ACCEPTING REQUESTS TO REQUISITION OF FUNDS**

WHEREAS, the Southshore Metropolitan District No. 2 (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Title 32, Article 1, C.R.S.; and

WHEREAS, under the Consolidated Service Plan of the District and Southshore Metropolitan District No. 1 (“**District No. 1**” and together with the District, the “**Districts**”) approved by the City of Aurora in 2002, the Districts are authorized to finance the construction of public improvements (the “**Public Improvements**”) for the use and benefit of an approximately 813-acre master-planned residential community known as Southshore (the “**Development**”); and

WHEREAS, pursuant to an Amended and Restated Intergovernmental Agreement (the “**IGA**”) dated as of May 11, 2007, the District agreed to finance the Public Improvements to be constructed and owned by District No. 1; and

WHEREAS, the District has issued its \$30,090,000 Taxable General Obligation Limited Tax (Convertible to Unlimited Tax) Refunding Bonds, Series 2020A-1 (the “**Series 2020A-1 Bonds**”), its \$12,780,000 General Obligation Limited Tax (Convertible to Unlimited Tax) Improvement Bonds, Series 2020A-2 (the “**Series 2020A-2 Bonds**” and together with the Series 2020A-1 Bonds, the “**Series 2020A Bonds**”) under the Indenture of Trust (Senior) dated as of April 8, 2020 (the “**Senior Indenture**” with UMB Bank, n.a. as senior trustee (the “**Trustee**”), and its \$19,175,000 Subordinate Limited Tax General Obligation Refunding and Improvement Bonds, Series 2020B (the “**Series 2020B Bonds**” and together with the Series 2020A Bonds, the “**Bonds**”) under the Indenture of Trust (Subordinate) dated as of April 8, 2020 (the “**Subordinate Indenture**” and together with the Senior Indenture, the “**Indentures**”) with the Trustee, as subordinate trustee; and

WHEREAS, net proceeds of the Bonds were deposited into the “**Construction Fund**” held under the each of the respective Indentures; and

WHEREAS, District No. 1 has entered into an Agreement for Professional Consulting Services (the “**Engineering Agreement**”), dated as of May 1, 2015 with JR Engineering, LLC (“**JR Engineering**”) under which JR Engineering has agreed to provide construction management services, including bidding services, management, observation and close-out services, and construction staking and testing, associated with the Public Improvements being constructed with proceeds of the Bonds; and

WHEREAS, District No. 1 has entered into multiple construction contracts to build the Public Improvements, including with Scott Contracting, Inc., Custom Fence &

Southshore Metropolitan District No. 2  
Resolution Ratifying Requisitions – August 10, 2021  
Page 2

Supply, Inc. Environmental Landworks Company, Inc. and Waner Construction Company (collectively, with the Engineering Agreement, the “**Construction Contracts**”); and

WHEREAS, the Board of Directors of District No. 1, as party to the Construction Contracts, has prior to the date hereof considered and approved Requisition No. 9 (the “**Requisition**”), attached hereto as Exhibit A, for the disbursement of amounts from the Construction Fund for payment of amounts owed under the Construction Contracts in the total amount of \$139,895.60; and

WHEREAS, on or before the date hereof, the Chairman and President of the Board (as “**District Representative**” as defined by in the Subordinate Indenture) has submitted the Requisition to the Trustee; and

WHEREAS, the Board of Directors (the “**Board**”) of the District hereby finds and determines that it is appropriate to ratify, confirm and approve the submittal of the Requisition by the President to the Trustee.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Southshore Metropolitan District No. 2 as follows:

1. **Recitals.** The Recitals to this Resolution are adopted as the findings of the Board and incorporated herein by reference.
2. **Ratification of Requisition and Related Actions.** The Requisition as submitted by the District Representative to the Trustee for payment as described above are hereby ratified, approved and confirmed in all respects. All acts, order, resolutions, ordinances or parts thereof, of the District, in conflict with this Resolution are hereby repealed, except that this repealer shall not be construed so as to revive any act, order, resolution or ordinance, or part thereof, heretofore repealed. Each of the District’s directors, officers and agents is hereby authorized and directed to execute and deliver such other subsequent filings, documents and certificates, and to take such other action as may be necessary or appropriate in order to effectuate the purposes of this Resolution.
3. **Severability.** If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.
4. **Effective Date.** This Resolution shall take effect and be enforced immediately upon its approval by the Board.

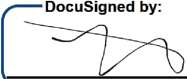
Southshore Metropolitan District No. 2  
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ADOPTED this 10<sup>th</sup> day of August, 2021.

Southshore Metropolitan District No. 2

By   
BCQ5T125E12A465...  
Chairman

Attest:

  
5895B8A2D15A45B...  
Secretary

## **EXHIBIT A**



**Requisition No. 9**

**SOUTHSHORE METROPOLITAN DISTRICT NO. 2  
INDENTURE OF TRUST (SUBORDINATE)  
DATED APRIL 8, 2020**

The undersigned District Representative (capitalized terms used herein shall have the meanings ascribed thereto by the above Indenture) hereby makes a requisition from the Construction Fund held by UMB Bank, n.a., as trustee under the Indenture, and in support thereof states:

1. The amount to be paid or reimbursed pursuant hereto is \$ 139,895.60 .
2. The name and address of the person, firm, or corporation to whom payment is due or has been made is as follows:

Earnweald Consulting Services, LLC  
7843 Ponderosa Lane  
Parker, CO 80138  
\$5,980.00

CMS Environmental Solutions, LLC  
1778 S. Broadway  
Denver, CO 80210  
\$1,635.00

Environmental Landworks Company, Inc.  
17173 Mount Vernon Road  
Golden, Colorado 80401  
\$45,665.65

Environmental Landworks Company, Inc.  
17173 Mount Vernon Road  
Golden, Colorado 80401  
\$77,907.98

Environmental Landworks Company, Inc.  
17173 Mount Vernon Road  
Golden, Colorado 80401  
\$8,706.97

3. Payment is due to the above person for (describe nature of the obligation)  
Construction for Southshore Clubhouse .

4. The above payment obligations have been or will be properly incurred, are or will be a proper charge against the Construction Fund and have not been the basis of any previous withdrawal. The disbursement requested herein will be used solely for the payment of Project Costs.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August 2021.

*Kevin J. Stadler*

Kevin J. Stadler (Oct 13, 2021 08:41 MDT)

\_\_\_\_\_  
District Representative

# Earnweald Consulting Services, LLC

7843 Ponderosa Ln  
Parker, CO 80138

Cell: 303-887-4047

djrlichter9@gmail.com

Bill To: Southshore Metropolitan District No. 1  
Address: 7200 S Alton Way, Suite C-400  
Centennial, CO 80112

Invoice #: SSMD1-2021-25  
Invoice Date: 07/31/2021

## INVOICE FOR: SouthShore Metro District #1

Date of Services	Description of Services Performed	Hours	Hourly Rate (\$130)
			\$ -
7/1/2021	Coordination with Waner and ELCI for upcoming pay applications, send out approved change orders. Follow up with ELCI and Powell on erosion control items and sweeping on trails.	2.5	\$ 325.00
7/2/2021	Coordination with Rafe Messer for Landscaping of Pocket Parks in Filing 19, coordination with Powell, CMS and Deb Anderson on erosion control.	1.5	\$ 195.00
7/6/2021	Review pay applications for ELCI, CMS, and Waner, coordination comments and revisions, update project budget tracker spreadsheet. Onsite review of damages from rain over the weekend, coordinate repairs with Powell.	4.5	\$ 585.00
7/7/2021	Finish review of pay applications, update budget tracker spreadsheet, prepare recommendations of payment, start on update of monthly district progress report. Coordination with Trent from JR Engineering and Jon Waanders from AG Wassenaar for unpaid AGW Invoice, include in this months district package for payment. Coordination with Mark Armstrong from Taylor Morrison for runoff following through a Filing 16 homeowners property, set up meeting to review. Coordination with ESCO for completion of concrete trails.	4.5	\$ 585.00
7/8/2021	Follow up with District Accountant for past due payments for HEI and ESCO. Coordination with Xcel Energy to shut off power to pond C pumps in order to set up temp pumping system, coordinate timing with ELCI and ELCI's electrician. Finalize monthly District Progress Report	2.5	\$ 325.00
7/9/2021	Attend onsite meeting with Mark Armstrong to review runoff onto homeowners lot in Filing 16, it appears that the swale on the district open space needs repairs. Check on status of erosion control BMP's, check on progress of Rec Center punch list items, touch base with Ryan Drumm from Waner.	2.5	\$ 325.00
7/12/2021	Coordination with Rafe Messer from Richmond Homes for District work in Filing 19, coordination with ELCI to update their Filing 19 landscaping proposal, summarize costs to complete for Southshore and send to Jerry for review, coordination with Mark Armstrong and Jerry for repairs to a district swale on the back side of Taylor Morrison lots in Filing 16, follow up with Ryan Drumm from Waner for punch list items at the Rec Center and status of the elevator. Follow up with Isaac and ESCO for punchlist items from Trail walk.	3.5	\$ 455.00
7/13/2021	Follow up with Mark Armstrong on tract/swale repairs, coordination with Jeff White from Martin and Martin for the original estimate for construction costs for improvements to Mead Gulch. Attend Monthly District Board meeting. Follow up with Powell on erosion control items.	2.5	\$ 325.00
7/14/2021	Follow up with Powell on Erosion Control, ELCI on Landscaping, ESCO for punchlist items, and Waner on Punchlist items. Follow up with HEI on proposal for Filing 19 District work.	1.5	\$ 195.00
7/15/2021	Follow up with Xcel Energy to turn power back on after ELCI completed the hook ups for the temporary pump for irrigation in Pond C. Follow up with CMS and Powell on erosion control items.	1.0	\$ 130.00
7/16/2021	Follow up with Isaac on punch lists for ESCO, set up meeting with Taylor Morrison, ELCI and Norris to review swale by Filing 16 park. Follow up with ELCI on irrigation pumping numbers for the past 5-7 years for the City of Aurora.	1.5	\$ 195.00



## Recommendation of Payment

### Southshore Metropolitan District No. 1

Project: Southshore Improvements

Engineer's Project No. 15730.10

CONTRACTOR: CMS Environmental Solutions

Contract For: TECS, Southshore Filing 10, 11, 12, 13, 14, & 18 Application Date: August 1, 2021

For Period : July 1, 2021

Ending: July 31, 2021

Attached hereto is the CONSULTANT's Invoice for Payment for Work accomplished under the CONSULTANT's Proposal through the date indicated above. The Invoice meets the requirements of the Proposal.

In accordance with the Proposal, and based on periodic on-site observation of the Work in progress, the undersigned recommends payment to the CONSULTANT of the amount due as shown below.

By: 

Dated: August 3, 2021

#### STATEMENT OF WORK

Filing No.	Cost	Description of Work
Filing 13		No New Invoice
TOTAL \$	-	
Trail F10 Prky		No New Invoice
TOTAL \$	-	
Trail F10 Trail	\$ 250.00	Monthly Inspections, Storm Events (July 2021)
TOTAL \$	250.00	
Filing 14 TRL Ext Transfer	\$ 195.00	Filing 14 Trail Extension Transfer from ESCO to District
TOTAL \$	195.00	
Filing 14 Trail Ext	\$ 595.00	Monthly Inspections, Storm Events (July 2021)
TOTAL \$	595.00	
Filing 18	\$ 595.00	Monthly Inspections, Storm Events (July 2021)
TOTAL \$	595.00	
Previous Payments	\$	137,075.50
Work Completed to Date	\$	138,710.50

**Recommended Amount Due This Payment \$ 1,635.00**



**CMS Environmental Solutions, LLC**

1778 S. Broadway  
Denver, CO 80210  
+1 7203550921  
accounting@cmsenviro.com  
www.cmsenviro.com

# INVOICE

**BILL TO**

Southshore Metro District No. 1  
7200 S. Alton Way  
Suite C-400  
Centennial, CO 80112

**INVOICE #** 122044

**DATE** 07/01/2021

**DUE DATE** 07/31/2021

**TERMS** Net 30

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**P.O. NUMBER**

Southshore 14 Trail Extension

DESCRIPTION	QTY	RATE	AMOUNT
<b>Notice of Transfer</b> State stormwater permit transfer removing ESCO (TRANS)	1	195.00	195.00

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BALANCE DUE

**\$195.00**



**CMS Environmental Solutions, LLC**

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Denver, CO 80210  
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www.cmsenviro.com

# INVOICE

**BILL TO**

Southshore Metro District No. 1  
7200 S. Alton Way, Suite C-  
400  
Centennial, CO 80112

**INVOICE #** 122587

**DATE** 08/01/2021

**DUE DATE** 08/31/2021

**TERMS** Net 30

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**P.O. NUMBER**

Southshore F10 Trail Improvemen

DESCRIPTION	QTY	RATE	AMOUNT
<b>Monthly plus post storms</b> Monthly plus post storm inspections for the previous month	1	250.00	250.00

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BALANCE DUE

**\$250.00**



**CMS Environmental Solutions, LLC**

1778 S. Broadway  
Denver, CO 80210  
+1 7203550921  
accounting@cmsenviro.com  
www.cmsenviro.com

# INVOICE

**BILL TO**

Southshore Metro District No. 1  
7200 S. Alton Way  
Suite C-400  
Centennial, CO 80112

**INVOICE #** 123016

**DATE** 08/01/2021

**DUE DATE** 08/31/2021

**TERMS** Net 30

---

**P.O. NUMBER**

Southshore 14 Trail Extension

DESCRIPTION	QTY	RATE	AMOUNT
<b>Weekly + Post-Storm Inspections</b> Weekly inspection services including unlimited post-storm inspections for the previous month	1	595.00	595.00

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BALANCE DUE

**\$595.00**





**CMS Environmental Solutions, LLC**

1778 S. Broadway  
Denver, CO 80210  
+1 7203550921  
accounting@cmsenviro.com  
www.cmsenviro.com

# INVOICE

**BILL TO**

Southshore Metro District No. 1  
7200 S. Alton Way, Suite C-400  
Centennial, CO 80112

**INVOICE #** 123034  
**DATE** 08/01/2021  
**DUE DATE** 08/31/2021  
**TERMS** Net 30

**P.O. NUMBER**

Southshore F18 Poolhouse

---

DESCRIPTION	QTY	RATE	AMOUNT
<b>Weekly + Post-Storm Inspections</b> Weekly inspection services including unlimited post-storm inspections for the previous month	1	595.00	595.00
BALANCE DUE			<b>\$595.00</b>

**Recommendation of Payment**  
**Southshore Metropolitan District No. 1**

Engineer's Project No. 15730.10

Pay Application No. 16

Project: Southshore Filing 14 Improvements

CONTRACTOR: Environmental Landworks Company, Inc.

Contract For: Landscape & Irrigation

Contract Date: September 13, 2019

Application Date: August 1, 2021

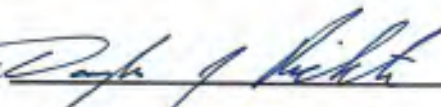
For Period: July 1, 2021

Ending: July 31, 2021

Attached hereto is the CONTRACTOR's Application for Payment for Work accomplished under the Contract through the date indicated above. The Application meets the requirements of the Contract Documents and includes the CONTRACTOR's Certificate stating that all previous payments to him under the Contract have been applied by him to discharge in full all of his obligations in connection with the Work covered by all prior Applications for Payments.

In accordance with the Contract, the undersigned recommends payment to the CONTRACTOR of the amount due as shown below.

Dated: August 4, 2021

By:   
 Douglas J Richter, PE

**STATEMENT OF WORK**

Original Contract Price	\$ 2,201,443.88	Work Completed to Date	\$ 2,197,623.46
Net Change Orders	<u>\$ 184,422.30</u>	Amount Retained	<u>\$ 109,881.17</u>
Current Contract Price	<u>\$ 2,385,866.18</u>	Subtotal	<u>\$ 2,087,742.29</u>
Work to be Done	<u>\$ 298,123.89</u>	Previous Payments	<u>\$ 2,042,076.64</u>

**Recommended Amount Due This Payment \$ 45,665.65**

**APPLICATION AND CERTIFICATE FOR PAYMENT**

TO OWNER: Southshore Metropolitan District No. 1  
7200 S. Alton Way, Suite C400  
Centennial, CO 80112

PROJECT: Southshore Improvements  
Filing 14

APPLICATION NO: 18  
PERIOD TO: 07/01/21  
07/31/21  
INVOICE DATE: 07/30/21

Distribution to:  
 OWNER  
 PROGRAM MANAGER  
 CONTRACTOR

Attn: Doug Richter

FROM CONTRACTOR: ELCI  
17173 Mt. Vernon Rd  
Golden, CO 80401

VA:

**CONTRACTOR'S APPLICATION FOR PAYMENT**

Application is made for payment, as shown below, in connection with the Contract

1. ORIGINAL CONTRACT SUM.....	\$ 2,201,443.88
2. Net change by Change Orders .....	\$ 184,422.30
3. CONTRACT SUM TO DATE (Line 1 +2).....	\$ 2,385,866.18
4. TOTAL COMPLETED & STORED TO DATE	\$ 2,197,623.46
<b>5. RETAINAGE:</b>	
a. 5% of Completed Work .....	\$ 109,891.17
b. of Stored Materials .....	\$ -
TOTAL RETAINAGE .....	\$ 109,891.17
6. TOTAL EARNED LESS RETAINAGE .....	\$ 2,087,742.29
(Line 4 less Line 5 Total)	
7. LESS PREVIOUS CERTIFICATES FOR PMT. (Line 6 from prior Certificate) .....	\$ 2,042,076.64
8. CURRENT PAYMENT DUE .....	\$ 45,665.65
9. BALANCE TO FINISH, INCL. RETAINAGE (Line 3 less Line 6)	\$ 258,123.69

CHANGE ORDER SUMMARY	
Total Changes approved previously	\$ 138,512.90
Total approved this month	\$ 46,409.40
TOTALS	\$ 184,922.30
NET CHANGES by Change Order	\$ 184,922.30

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is not due CONTRACTOR: *Shining Network Networks Company, Inc.*

By: *[Signature]* Date: 8/3/21  
State of Colorado  
County of Jefferson  
Subscribed and sworn to before me this 3 day of Aug 2021  
Notary Public: *[Signature]*  
My Commission expires: May 5, 2025

**PROGRAM MANAGER'S CERTIFICATE FOR PAYMENT**

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Program Manager certifies to the Owner that to the best of the Program Manager's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED..... \$ 45,665.65  
(Attach explanation if amount certified differs from the amount applied for.)

PROGRAM MANAGER / Emerald Consulting Services, LLC:  
By: *[Signature]* Date: 8/4/2021  
Douglas Richter, PE  
CONTRACT ADMINISTRATOR / SOUTHSORE METROPOLITAN DISTRICT NO. 1  
By: \_\_\_\_\_ Date: \_\_\_\_\_

MINDY M STEWART  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20214017717  
MY COMMISSION EXPIRES MAY 05, 2025

**CONTINUATION SHEET**

Application and Certification for Payment, certifying Contractor's signed certification is attached. In tabulations below, amounts are stated to the nearest dollar.

Bill Schedule B - Billing 14

Contract: Southshore Improvements Project

Application No.: 15  
 Application Date: 09/15/21  
 To: 09/29/21

ITEM NO.	DESCRIPTION	CONTRACT QUANTITY	UOM	UNIT PRICE	CONTRACT AMOUNT	PREVIOUS QUANTITY	AMOUNT PREVIOUS	QUANTITY THIS PERIOD	AMOUNT THIS PERIOD	TOTAL COMPLETE		% COMPLETE	BALANCE TO FINISH
										QUANTITY LTD	AMOUNT LTD		
1	INSTALLMENT TO SOUTHSHORE PLUMB H- PUMP 1												
1.1	Complete System System	1	LS	\$ 296,472.00	\$ 296,472.00	0.00	\$ -	1.00	\$ 296,472.00	1.00	\$ 296,472.00	100.00%	\$ -
1.2	COMPLETE ELECTRICAL SYSTEM	1	LS	\$ 4,750.00	\$ 4,750.00	1.00	\$ 4,750.00	1.00	\$ 4,750.00	1.00	\$ 4,750.00	100.00%	\$ -
1.3	LANDSCAPE IMPROVEMENTS MANICURED LAWN (200 SQT) - HEAT RESISTANT TROPIC BLOSSOMS HYDRANGEA MAX. INCLUDE TULIPS, PERENNIAL WILD CONTROL TYPE BLOSSOM, SOIL PREPARATION AND FINE GRADING SOIL PREPARATION SHALL INCLUDE COMPOST AT 40 CUBIC YARDS/1000 SF	90,390	SF	\$ 0.24	\$ 42,094.40	42,200.00	\$ 21,200.00	17,090.00	\$ 12,024.40	59,290.00	\$ 43,524.40	195.00%	\$ -
1.4	NON-IRRIGATED WATERSHEDS - INCLUDE TULIPS, PERENNIAL WILD CONTROL PREPARATION AND FINE GRADING SOIL PREPARATION SHALL INCLUDE COMPOST AT 40 CUBIC YARDS/1000 SF	600	SF	\$ 0.22	\$ 134.00	620.00	\$ 104.00	-	-	620.00	\$ 104.00	100.00%	\$ -
1.5	WOOD MULCH - DOUBLE SPREADED DONELLA HARD WASHINGTON WOOD MULCH - 100% NATURAL, AMENAL, TO THE GIRTH OF AT LEAST 3" NO DEFIBED ALUMINOSCOPE PLUM NOTES	200	SF	\$ 0.71	\$ 144.00	200.00	\$ 154.00	-	-	200.00	\$ 154.00	100.00%	\$ -
1.6	NO DEFIBED ALUMINOSCOPE PLUM NOTES HICK MULCH - 60% 2" HORIZON COARSE AND 20% 3" HORIZON COARSE. IN ALL PLANTING SETS (EXCEPT PERENNIAL BERRIES) TO THE GIRTH OF AT LEAST 3". WITH WOOD FRAMED (NO DEFIBED) ALUMINOSCOPE	200	SF	\$ 1.71	\$ 344.10	330.00	\$ 544.10	-	-	330.00	\$ 544.10	100.00%	\$ -
1.7	BLACK NOTES TOP SOIL - 4" 1/2" 1/2" (INCLUDING TYPE BERRIES)	70	LF	\$ 3.00	\$ 210.10	70.00	\$ 210.10	-	-	70.00	\$ 210.10	100.00%	\$ -
1.8	PERENNIAL BERRIES (DO NOT INCLUDE)												
1.9	PLANT MATERIAL												
2.1	ORCHID TREES												
2.1	Andromeda - 12" cal (S&B)	3	EA	\$ 492.00	\$ 1,476.00	3.00	\$ 1,282.54	-	-	3.00	\$ 1,282.54	100.00%	\$ -
2.2	Andromeda - 18" cal (S&B)	4	EA	\$ 692.00	\$ 2,768.00	6.00	\$ 4,155.54	-	-	6.00	\$ 4,155.54	100.00%	\$ -
2.3	Andromeda - 24" cal (S&B)	2	EA	\$ 987.00	\$ 1,974.00	2.00	\$ 1,762.02	-	-	2.00	\$ 1,762.02	100.00%	\$ -
2.4	Andromeda - 30" cal (S&B)	1	EA	\$ 1,934.30	\$ 1,934.30	1.00	\$ 1,004.30	-	-	1.00	\$ 1,004.30	100.00%	\$ -
2.5	Andromeda - 36" cal (S&B)	8	EA	\$ 303.75	\$ 2,430.00	8.00	\$ 2,218.74	-	-	8.00	\$ 2,218.74	100.00%	\$ -
2.6	Andromeda - 42" cal (S&B)	4	EA	\$ 503.81	\$ 2,015.24	4.00	\$ 2,919.65	-	-	4.00	\$ 2,919.65	100.00%	\$ -
2.7	Andromeda - 48" cal (S&B)	4	EA	\$ 614.23	\$ 2,456.92	4.00	\$ 3,216.82	-	-	4.00	\$ 3,216.82	100.00%	\$ -
2.8	Andromeda - 54" cal (S&B)	1	EA	\$ 1,020.57	\$ 1,020.57	2.00	\$ 2,150.34	-	-	2.00	\$ 2,150.34	100.00%	\$ -
2.9	Andromeda - 60" cal (S&B)	1	EA	\$ 626.37	\$ 626.37	1.00	\$ 820.07	-	-	1.00	\$ 820.07	100.00%	\$ -
3	EVERGREEN TREES												
3.1	Autumn Blaze Maple - 12" cal (S&B)	2	EA	\$ 492.21	\$ 984.42	2.00	\$ 990.42	-	-	2.00	\$ 990.42	100.00%	\$ -
3.2	Big Oak - 12" cal (S&B)	6	EA	\$ 482.30	\$ 2,893.80	6.00	\$ 2,871.20	-	-	6.00	\$ 2,871.20	100.00%	\$ -
3.3	Hydrangea - 24" cal (S&B)	7	EA	\$ 482.41	\$ 3,376.87	7.00	\$ 3,276.87	-	-	7.00	\$ 3,276.87	100.00%	\$ -
3.4	Acacia - 24" cal (S&B)	7	EA	\$ 520.40	\$ 3,642.80	7.00	\$ 3,699.20	-	-	7.00	\$ 3,699.20	100.00%	\$ -
3.5	Acacia - 30" cal (S&B)	2	EA	\$ 599.00	\$ 1,198.00	2.00	\$ 1,016.00	-	-	2.00	\$ 1,016.00	100.00%	\$ -
3.6	Acacia - 36" cal (S&B)	1	EA	\$ 504.10	\$ 504.10	1.00	\$ 504.10	-	-	1.00	\$ 504.10	100.00%	\$ -
3.7	Acacia - 42" cal (S&B)	4	EA	\$ 509.00	\$ 2,036.00	4.00	\$ 2,032.00	-	-	4.00	\$ 2,032.00	100.00%	\$ -
3.8	Acacia - 48" cal (S&B)	1	EA	\$ 482.40	\$ 482.40	1.00	\$ 482.40	-	-	1.00	\$ 482.40	100.00%	\$ -
3.9	Acacia - 54" cal (S&B)	3	EA	\$ 599.00	\$ 1,797.00	3.00	\$ 1,524.00	-	-	3.00	\$ 1,524.00	100.00%	\$ -
4	SHRUBS												
4.1	Hydrangea - 12" cal (S&B)	8	EA	\$ 692.25	\$ 5,538.00	8.00	\$ 3,961.00	-	-	8.00	\$ 3,961.00	100.00%	\$ -
4.2	Hydrangea - 18" cal (S&B)	2	EA	\$ 492.41	\$ 984.82	2.00	\$ 964.82	-	-	2.00	\$ 964.82	100.00%	\$ -
4.3	Hydrangea - 24" cal (S&B)	2	EA	\$ 492.41	\$ 984.82	2.00	\$ 3,876.87	-	-	2.00	\$ 3,876.87	100.00%	\$ -
4.4	Hydrangea - 30" cal (S&B)	2	EA	\$ 509.00	\$ 1,018.00	2.00	\$ 1,016.00	-	-	2.00	\$ 1,016.00	100.00%	\$ -
4.5	Hydrangea - 36" cal (S&B)	8	EA	\$ 482.41	\$ 3,859.28	8.00	\$ 3,829.28	-	-	8.00	\$ 3,829.28	100.00%	\$ -
4.6	OSYRIS TREES												
4.6	Osyris - 6" cal (S&B)	14	EA	\$ 386.30	\$ 5,408.20	14.00	\$ 5,549.04	-	-	14.00	\$ 5,549.04	100.00%	\$ -
4.7	Osyris - 8" cal (S&B)	19	EA	\$ 473.40	\$ 8,994.60	19.00	\$ 8,203.50	-	-	19.00	\$ 8,203.50	100.00%	\$ -
4.8	Osyris - 10" cal (S&B)	19	EA	\$ 416.40	\$ 7,911.60	18.00	\$ 7,581.56	-	-	18.00	\$ 7,581.56	100.00%	\$ -
4.9	Osyris - 12" cal (S&B)	3	EA	\$ 413.30	\$ 1,239.90	3.00	\$ 1,239.90	-	-	3.00	\$ 1,239.90	100.00%	\$ -
5	PERENNIALS												
5.1	Spring Snow Outcrop - 24" cal (S&B)	20	EA	\$ 380.00	\$ 7,600.00	20.00	\$ 7,779.80	-	-	20.00	\$ 7,779.80	100.00%	\$ -
5.2	Andromeda - 12" cal (S&B)	1	EA	\$ 20.22	\$ 20.22	1.00	\$ 28.22	-	-	1.00	\$ 28.22	100.00%	\$ -
5.3	Andromeda - 18" cal (S&B)	7	EA	\$ 42.04	\$ 294.28	7.00	\$ 284.29	-	-	7.00	\$ 284.29	100.00%	\$ -
5.4	Andromeda - 24" cal (S&B)	1	EA	\$ 65.14	\$ 65.14	3.00	\$ 186.42	-	-	3.00	\$ 186.42	100.00%	\$ -
5.5	Andromeda - 30" cal (S&B)	1	EA	\$ 186.42	\$ 186.42	1.00	\$ 186.42	-	-	1.00	\$ 186.42	100.00%	\$ -













Item	Description	Unit	QTY	Unit Price	Total Price	Retainage	Net Price	Rate	Amount
24.A	Hayward Turntable- Model Spring Guide HT2000; Black Powder Coat color and weld to within adjacent Annular Storage Flange two rail 80' Accretive perimeter bins. Reference detail: 6L24 in the Piling IT Landings Plans E41 Set. Cost shall include any additional Amendment fees to complete the work.	LF	1	\$ 16,619.31	\$ 16,619.31		\$ 16,619.31	0.00%	\$ 16,619.31
24.5	27' x 48' Boulder Landscape Retaining Wall, reference: Bid plans for Boulder Wall	LF	27	\$ 40.64	\$ 1,097.28		\$ 1,097.28	0.00%	\$ 1,097.28
24.8	MISCELLANEOUS						\$ 1,380.00	100.00%	\$ -
24.9	REINFORCED WIRE BRACING ACCORDING TO THE LANDSCAPE AND CIVIL DRAWINGS	LF	1	\$ 2,001.00	\$ 2,001.00		\$ 2,001.00	0.00%	\$ 2,001.00
25	MISCELLANEOUS						\$ 5,960.00	0.00%	\$ 5,960.00
25.1	THREE MONTHS OF AIRBORN MAINTENANCE FROM THE DATE OF SETBACK ACCEPTANCE	LF	1	\$ 16,137.00	\$ 16,137.00		\$ 16,137.00	0.00%	\$ 16,137.00
	<b>SUB-TOTAL</b>				\$ 83,888.79		\$ 1,380.00		\$ 82,508.79
	<b>TOTAL ITEMS 14</b>				\$ 2,671,841.46	\$ 34,168.28	\$ 2,637,673.18		\$ 150,785.16
	<b>RETAINAGE (5%)</b>				\$ (110,877.07)	\$ (11,707.21)	\$ (99,169.86)		\$ (7,977.81)
	<b>CONTRACT TOTAL LESS RETAINAGE</b>				\$ 1,910,954.39	\$ 32,438.87	\$ 1,878,515.52		\$ 47,548.33

Item	Description	Unit	QTY	Unit Price	Total Price	Retainage	Net Price	Rate	Amount
CO #1	Rebar Installation and Electrical at 25' Back of Curb	LF	1.00	\$ 9,265.61	\$ 9,265.61		\$ 9,265.61	100%	\$ -
CO #2	Provide labor and materials for irrigation testing	LF	1.00	\$ 25,010.88	\$ 25,010.88		\$ 25,010.88	100%	\$ -
CO #3	Repair Electrical Damage to power lead to pump stations	LF	1.00	\$ 2,162.00	\$ 2,162.00		\$ 2,162.00	100%	\$ -
CO #4	Propose 10' High substrate playground surfacing (milling)	LF	1.00	\$ 89,301.81	\$ 89,301.81		\$ 89,301.81	100%	\$ -
CO #5	Site/soil Grading	LF	1.00	\$ 7,850.00	\$ 7,850.00		\$ 7,850.00	100%	\$ -
CO #6	Remove 60' x 100' and install Erosion Control Measures	LF	1.00	\$ 4,772.50	\$ 4,772.50		\$ 4,772.50	100%	\$ -
CO #7	Transfer Pump System for Irrigation from 200' C	LF	1.00	\$ 46,409.40	\$ 46,409.40		\$ 46,409.40	30%	\$ 32,486.58
	<b>CHANGE ORDER TOTAL</b>				\$ 198,422.20	\$ 15,872.62	\$ 182,549.58		\$ 32,486.58
	<b>RETAINAGE (5%)</b>				\$ (6,886.65)	\$ (995.14)	\$ (7,881.79)		\$ -
	<b>PROJECT TOTAL LESS RETAINAGE</b>				\$ 191,535.55	\$ 14,877.48	\$ 176,658.07		\$ 32,486.58
	<b>PROJECT TOTAL</b>				\$ 2,385,995.16	\$ 48,989.10	\$ 2,337,006.06		\$ 188,242.72
	<b>RETAINAGE (5%)</b>				\$ (116,293.51)	\$ (2,493.46)	\$ (113,796.05)		\$ (198,081.17)
	<b>PROJECT TOTAL LESS RETAINAGE</b>				\$ 2,269,701.65	\$ 46,495.65	\$ 2,223,206.00		\$ 288,153.89
	<b>PROJECT TOTAL</b>				\$ 2,269,701.65	\$ 46,495.65	\$ 2,223,206.00		\$ 288,153.89
	<b>RETAINAGE (5%)</b>				\$ 116,293.51	\$ 2,493.46	\$ 113,796.05		\$ (198,081.17)
	<b>PROJECT TOTAL LESS RETAINAGE</b>				\$ 2,153,408.14	\$ 43,999.19	\$ 2,109,408.95		\$ 288,153.89

**Recommendation of Payment**  
**Southshore Metropolitan District No. 1**

Engineer's Project No. 15730.10

Pay Application No. 14

Project: Southshore Filing 16 – 17 Landscape Improvements

CONTRACTOR: Environmental Landworks Company, Inc.

Contract For: Landscape & Irrigation

Contract Date: May 8, 2020

Application Date: August 1, 2021

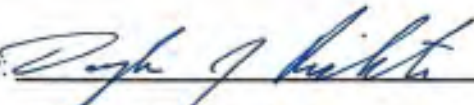
For Period: July 1, 2021

Ending: July 31, 2021

Attached hereto is the CONTRACTOR's Application for Payment for Work accomplished under the Contract through the date indicated above. The Application meets the requirements of the Contract Documents and includes the CONTRACTOR's Certificate stating that all previous payments to him under the Contract have been applied by him to discharge in full all of his obligations in connection with the Work covered by all prior Applications for Payments.

In accordance with the Contract, the undersigned recommends payment to the CONTRACTOR of the amount due as shown below.

Dated: August 4, 2021

By:   
 Douglas J Richter, PE

**STATEMENT OF WORK**

Original Contract Price	\$ 3,560,359.66	Work Completed to Date	\$ 2,564,593.30
Net Change Orders	<u>\$ 121,540.27</u>	Amount Retained	<u>\$ 128,229.67</u>
Current Contract Price	<u>\$ 3,681,899.93</u>	Subtotal	<u>\$ 2,436,363.64</u>
Work to be Done	<u>\$ 1,245,536.30</u>	Previous Payments	<u>\$ 2,358,455.66</u>

**Recommended Amount Due This Payment \$ 77,907.98**

**APPLICATION AND CERTIFICATE FOR PAYMENT**

TO OWNER: Southshore Metropolitan District No. 1  
7200 S. Alton Way, Suite C400  
Centennial, CO 80112

PROJECT: Southshore Improvements  
Filing 15-17

APPLICATION NO: 14  
PERIOD TO: 07/01/21  
INVOICE DATE: 07/30/21

Distribution to:  
 OWNER  
 PROGRAM MANAGER  
 CONTRACTOR

Attn: Doug Richter

FROM CONTRACTOR: ELCI  
17173 Mt Verman Rd  
Golden, CO 80401

VA:

**CONTRACTOR'S APPLICATION FOR PAYMENT**

Application is made for payment, as shown below, in accordance with the Contract.

1. ORIGINAL CONTRACT SUM .....	\$ 3,550,358.66
2. Net change by Change Orders .....	\$121,540.27
3. CONTRACT SUM TO DATE (Line 1 +2) .....	\$ 3,671,898.93
4. TOTAL COMPLETED & STORED TO DATE .....	\$ 2,554,093.30
<b>5. RETAINAGE:</b>	
a. 5% of Completed Work .....	\$ 128,229.67
b. of Stored Materials .....	\$ -
TOTAL RETAINAGE .....	\$ 128,229.67
6. TOTAL EARNED LESS RETAINAGE .....	\$ 2,436,363.64
(Line 4 less Line 5 Total)	
7. LESS PREVIOUS CERTIFICATES FOR PMT. .....	\$ 2,358,455.66
(Line 6 from prior Certificate)	
8. CURRENT PAYMENT DUE .....	\$ 77,907.98
9. BALANCE TO FINISH, INCL. RETAINAGE .....	
(Line 3 less Line 6)	\$ 1,245,536.30

CHANGE ORDER SUMMARY	
Total Changes approved previously	\$121,540.27
Total approved this month	
TOTALS	\$ 121,540.27
NET CHANGES by Change Order	\$ 121,540.27

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due CONTRACTOR Environmental Fieldworks Company, Inc.

By: [Signature]  
State of Colorado  
County of Jackson  
Subscribed and sworn to before me this 3 day of Aug 2021

Date: 8/3/21

Notary Public: [Signature]  
My Commission expires: May 5, 2025

**PROGRAM MANAGER'S CERTIFICATE FOR PAYMENT**

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Program Manager certifies to the Owner that to the best of the Program Manager's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED..... \$ 77,907.98  
(Attach explanation if amount certified differs from the amount applied for.)

PROGRAM MANAGER / Fairwinds Consulting Services, LLC:

By: [Signature]  
Douglas J Richter, PE  
CONTRACT ADMINISTRATOR / SOUTHSORE METROPOLITAN DISTRICT NO. 1:

Date: 8/4/2021

By: \_\_\_\_\_ Date: \_\_\_\_\_

MINDY M STEWART  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20214017717  
MY COMMISSION EXPIRES MAY 05, 2025



**CONTINUATION SHEET**

Application and Certification for Payment, containing Contractor's signed certification is attached. In tabulations below, amounts are stated to the nearest dollar.

Application No.: 14  
 6/7/10/11  
 Application Date: 6/7/10/11

Bid Schedule B - Filing 15-17

Contract: Southshore Improvements Project

ITEM NO.	DESCRIPTION	CONTRACT QUANTITY	UNIT	UNIT PRICE	CONTRACT AMOUNT	PREVIOUS QUANTITY	AMOUNT PREVIOUS THIS PERIOD	QUANTITY THIS PERIOD	AMOUNT THIS PERIOD	QUANTITY YTD	TOTAL COMPLETE AND STORED TO DATE	% COMPLETE	BALANCE TO FRESH
<b>SOUTHSHORE FILING 15 LANDSCAPE IMPROVEMENTS</b>													
<b>LANDSCAPE IMPROVEMENTS</b>													
14	MUNICIPAL TURF SOFT (MT) - HEAT RESISTANT TOWNSHIP/STATE MIX	94,200	SF	\$ 0.86	\$ 80,940.00	87,000.00	\$ 74,820.00	7,200.00	\$ 6,120.00	94,200.00	\$ 80,940.00	100.00%	\$ -
15	NON-IRRIGATED NATIVE SEED MIX - INCLUDE TALL GRASS, PINE, MARIY	1,100,300	SF	\$ 0.24	\$ 264,072.00	1,100,300.00	\$ 264,072.00	-	\$ -	1,100,300.00	\$ 264,072.00	100.00%	\$ -
16	ARTIFICIAL AND RESPIRATOR SEED MIX - NON-IRRIGATED INCLUDE TALLING, PINE, MARIY, RED CONTROL, SOIL, PREPARATION, AND FINE SPREADING SOIL PREPARATION SHALL INCLUDE COMPOST AT 24 CUBIC YARD/201.00 SF	20,500	SF	\$ 0.24	\$ 4,920.00	20,500.00	\$ 4,920.00	-	\$ -	20,500.00	\$ 4,920.00	100.00%	\$ -
17	PLANTING RED PINE MARIY WOOD CONTROL PINE EMERGENT, SOIL PREPARATION, AND FINE CHIPPING, SOIL PREPARATION SHALL INCLUDE COMPOST AT 24 CUBIC YARD/201.00 SF	57,000	SF	\$ 0.24	\$ 13,680.00	57,000.00	\$ 13,680.00	-	\$ -	57,000.00	\$ 13,680.00	100.00%	\$ -
18	WOOD MULCH - DOUBLE SHREDDING GORILLA HARK WASHINGTON GOMAR MULCH IN PLANTING BEDS TO THE DEPTH OF AT LEAST 2" AS DEFINED IN LANDSCAPE PLAN/SECTION	57,000	SF	\$ 1.91	\$ 108,540.00	57,000.00	\$ 108,540.00	-	\$ -	57,000.00	\$ 108,540.00	100.00%	\$ -
19	COMBIE - SEE BIDDING DOCUMENTS FOR SPECIFICATIONS AND MATERIALS LIST. CHECK REFER TO SECTION 27.05.00 - 27.05.01	8,300	SF	\$ 1.20	\$ 9,960.00	8,300.00	\$ 9,960.00	-	\$ -	8,300.00	\$ 9,960.00	100.00%	\$ -
20	BLACK SOIL TOP SOIL - 4" - 10" IN FILLING TYPE SOIL, SOIL PREPARATION SHALL INCLUDE COMPOST AT 24 CUBIC YARD/201.00 SF	27,000	SF	\$ 1.40	\$ 37,800.00	27,000.00	\$ 37,800.00	-	\$ -	27,000.00	\$ 37,800.00	100.00%	\$ -
21	SOIL - SEE BIDDING DOCUMENTS FOR SPECIFICATIONS AND MATERIALS LIST. CHECK REFER TO SECTION 27.05.00 - 27.05.01	8,800	LF	\$ 4.61	\$ 40,568.00	8,800.00	\$ 40,568.00	-	\$ -	8,800.00	\$ 40,568.00	100.00%	\$ -
22	SOILS - GRANITE, SOILS WITH HARD ANGLES - CONTRACTOR TO PROVIDE NOTES FOR APPROVAL OR COMMENTS WITH LANDSCAPE ARCHITECT TO SELECT TYPES AS SHOWN. APPROXIMATE QUANTITIES INCLUDE	41	EA	\$ 417.26	\$ 17,107.66	41.00	\$ 17,107.66	-	\$ -	41.00	\$ 17,107.66	100.00%	\$ -
23	TOP SOIL - 2"												
24	TOP SOIL - 4"												
25	TOP SOIL - 6"												
26	TOP SOIL - 8"												
27	TOP SOIL - 10"												
28	TOP SOIL - 12"												
29	TOP SOIL - 14"												
30	TOP SOIL - 16"												
31	TOP SOIL - 18"												
32	TOP SOIL - 20"												
33	TOP SOIL - 22"												
34	TOP SOIL - 24"												
35	TOP SOIL - 26"												
36	TOP SOIL - 28"												
37	TOP SOIL - 30"												
38	TOP SOIL - 32"												
39	TOP SOIL - 34"												
40	TOP SOIL - 36"												
41	TOP SOIL - 38"												
42	TOP SOIL - 40"												
43	TOP SOIL - 42"												
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81	TOP SOIL - 118"												
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83	TOP SOIL - 122"												
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90	TOP SOIL - 136"												
91	TOP SOIL - 138"												
92	TOP SOIL - 140"												
93	TOP SOIL - 142"												
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112	TOP SOIL - 180"												
113	TOP SOIL - 182"												
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129	TOP SOIL - 214"												
130	TOP SOIL - 216"												
131	TOP SOIL - 218"												
132	TOP SOIL - 220"												
133	TOP SOIL - 222"												
134	TOP SOIL - 224"												
135	TOP SOIL - 226"					</							











SCOPED	1	LS	\$18,778.00	\$18,778.00	-	\$ -	\$ -	\$ -	3.00%	\$ 18,778.00
ADJUSTMENT	1	LS	\$36,787.00	\$36,787.00	0.40	\$ 14,706.80	\$ -	0.40	43.26%	\$ 22,080.20
CME YEAR MAINTENANCE FROM THE DATE OF INITIAL ACCEPTANCE	1	LS	\$87,716.00	\$87,716.00	-	\$ -	\$ -	-	3.00%	\$ 87,716.00
			\$183,280.00	\$183,280.00		\$14,706.80	\$9,000.00			\$198,986.80
<b>SUBTOTAL FILING 17</b>				\$1,256,061.84		\$221,559.71	\$64,679.60		22.16%	\$1,399,612.13
<b>TOTAL FILING 16-17</b>				\$ 3,660,359.66		\$ 2,397,200.99	\$ 82,008.40		60.50%	\$ 1,061,150.27
RETAINAGE (5%)						\$ (116,860.05)	\$ (4,100.42)			\$ (120,960.47)
<b>CONTRACT TOTAL LESS RETAINAGE</b>				\$ 3,660,359.66		\$ 2,277,340.94	\$ 77,907.98		65.15%	\$ 1,941,189.27

<b>CHANGE ORDERS</b>											
CO #1	1	LS	\$6,900.00	\$6,900.00	1.00	\$ 6,900.00	\$ -	1.00	100.00%	\$ -	
CO #2	1	LS	\$2,300.00	\$2,300.00	1.00	\$ 2,300.00	\$ -	1.00	100.00%	\$ -	
CO #3	1	LS	\$881.38	\$881.38	1.00	\$ 881.38	\$ -	1.00	100.00%	\$ -	
CO #4	1	LS	\$12,156.06	\$12,156.06	1.00	\$ 12,156.06	\$ -	1.00	100.00%	\$ -	
CO #5	1	LS	\$33,083.32	\$33,083.32	1.00	\$ 33,083.32	\$ -	1.00	100.00%	\$ -	
CO #6	1	LS	\$15,007.50	\$15,007.50	1.00	\$ 15,007.50	\$ -	1.00	100.00%	\$ -	
CO #7	1	LS	\$3,891.25	\$3,891.25	1.00	\$ 3,891.25	\$ -	1.00	100.00%	\$ -	
CO #8	1	LS	\$2,582.90	\$2,582.90	1.00	\$ 2,582.90	\$ -	1.00	100.00%	\$ -	
CO #11	1	LS	\$2,600.00	\$2,600.00	1.00	\$ 2,600.00	\$ -	1.00	100.00%	\$ -	
CO #12	1	LS	\$38,156.38	\$38,156.38	-	\$ -	\$ -	-	0.00%	\$ 38,156.38	
CO #14	1	LS	\$3,231.50	\$3,231.50	1.00	\$ 3,231.50	\$ -	1.00	100.00%	\$ -	
CO #15	1	LS	\$2,640.00	\$2,640.00	1.00	\$ 2,640.00	\$ -	1.00	100.00%	\$ -	

<b>CHANGE ORDER TOTAL</b>				\$121,646.27		\$ 85,283.81	\$ -	\$ 85,283.81		\$ 36,156.38
RETAINAGE (5%)						\$ (4,260.20)	\$ -	\$ (4,260.20)		\$ -160.814
<b>PROJECT TOTAL LESS RETAINAGE</b>						\$ 81,114.71	\$ -	\$ 81,114.71		\$ 34,248.54
<b>PROJECT TOTAL</b>				\$3,681,899.93		\$ 2,482,584.80	\$ 83,008.40	\$ 2,564,593.20		\$ 1,117,308.63
RETAINAGE (5%)						\$ (124,128.28)	\$ (4,100.42)	\$ (128,228.67)		
<b>PROJECT TOTAL LESS RETAINAGE</b>				\$ 3,681,899.93		\$ 2,358,456.52	\$ 77,907.98	\$ 2,436,364.54		\$ 1,117,308.63
Remaining in Contract										\$ 1,248,536.38
<b>PROJECT TOTAL</b>				#REF!		#REF!	#REF!	#REF!		#REF!
RETAINAGE (5%)				#REF!		#REF!	#REF!	#REF!		#REF!
<b>PROJECT TOTAL LESS RETAINAGE</b>				#REF!		#REF!	#REF!	#REF!		#REF!

**Recommendation of Payment**  
**Southshore Metropolitan District No. 1**

Engineer's Project No. 15730.10

Pay Application No. 11

Project: Southshore Filing 18 Landscape Improvements

CONTRACTOR: Environmental Landworks Company, Inc.

Contract For: Landscape & Irrigation

Contract Date: May, 2020

Application Date: July 30, 2021

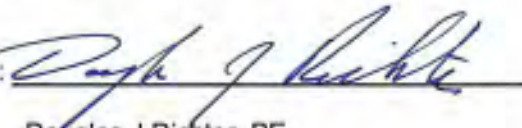
For Period: July 1, 2021

Ending: July 31, 2021

Attached hereto is the CONTRACTOR's Application for Payment for Work accomplished under the Contract through the date indicated above. The Application meets the requirements of the Contract Documents and includes the CONTRACTOR's Certificate stating that all previous payments to him under the Contract have been applied by him to discharge in full all of his obligations in connection with the Work covered by all prior Applications for Payments.

In accordance with the Contract, the undersigned recommends payment to the CONTRACTOR of the amount due as shown below.

Dated: August 3, 2021

By:   
Douglas J Richter, PE

**STATEMENT OF WORK**

Original Contract Price	\$ 1,323,345.76	Work Completed to Date	\$ 1,294,853.55
Net Change Orders	\$ 15,679.19	Amount Retained	\$ 64,742.68
Current Contract Price	\$ 1,339,024.95	Subtotal	\$ 1,230,110.87
Work to be Done	\$ 108,914.08	Previous Payments	\$ 1,221,404.20

**Recommended Amount Due This Payment \$ 8,706.67**



## APPLICATION AND CERTIFICATE FOR PAYMENT

TO OWNER: Southshore Metropolitan District No. 1  
7200 S. Alton Way, Suite C400  
Centennial, CO 80112

PROJECT: Southshore Improvements  
Filling 18 - Recreation Center

APPLICATION NO: 11  
PERIOD TO: 07/01/21  
07/31/21  
INVOICE DATE: 07/30/21

Distribution to:  
 OWNER  
 PROGRAM MANAGER  
 CONTRACTOR

Attr: Doug Richter

FROM CONTRACTOR: ELCI  
17173 Mount Vernon Road  
Golden, Colorado 80401

### CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract:

1. ORIGINAL CONTRACT SUM.....	\$ 1,323,345.76
2. Net change by Change Orders .....	\$ 15,879.19
3. CONTRACT SUM TO DATE (Line 1 +2).....	\$ 1,339,024.95
4. TOTAL COMPLETED & STORED TO DATE	\$ 1,294,853.55
5. RETAINAGE:	
a. 5% of Completed Work	\$ 64,742.88
b. of Stored Materials	\$ -
TOTAL RETAINAGE .....	\$ 64,742.88
6. TOTAL EARNED LESS RETAINAGE .....	\$ 1,230,110.87
<small>(Line 4 less Line 5 Total)</small>	
7. LESS PREVIOUS CERTIFICATES FOR PMT.	\$ 1,221,404.20
<small>(Line 6 from prior Certificate)</small>	
8. CURRENT PAYMENT DUE .....	\$ 8,706.67
9. BALANCE TO FINISH, INCL. RETAINAGE	
<small>(Line 3 less Line 6)</small>	\$ 108,914.08

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.  
CONTRACTOR: Environmental Landworks Company, Inc.

By: *[Signature]*

Date: 8/2/21

State of: \_\_\_\_\_  
County of: \_\_\_\_\_  
Subscribed and sworn to before me this 3 day of Aug 2021

MINDY M STEWART  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20214017717  
MY COMMISSION EXPIRES MAY 05, 2025

Notary Public: *[Signature]*  
My Commission expires: May 5, 2025

### PROGRAM MANAGER'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Program Manager certifies to the Owner that to the best of the Program Manager's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED..... \$ 8,706.67  
*(Attach explanation if amount certified differs from the amount applied for.)*

PROGRAM MANAGER:

By: *[Signature]*  
Doug J Richter, PE

Date: 8/3/2021

CONTRACT ADMINISTRATOR / SOUTHSORE METROPOLITAN DISTRICT NO. 1:

By: \_\_\_\_\_ Date: \_\_\_\_\_

CHANGE ORDER SUMMARY	
Total Changes approved previously	\$ 6,514.27
Total approved this month	\$ 9,164.92
<b>TOTALS</b>	<b>\$ 15,679.19</b>
NET CHANGES by Change Order	\$ 15,679.19







CONTRACT TOTAL LESS RETAINAGE

\$ 1,223,248.78      \$ 1,183,712.24      \$ 39,536.54      \$ 48,071.40

LINE	QTY	UNIT	PRICE	TOTAL	RETAINAGE	NET
001	1.00	EA	2,487.00	2,487.00	-	2,487.00
002	1.00	EA	3,211.00	3,211.00	-	3,211.00
003	1.00	EA	7,886.00	7,886.00	-	7,886.00
004	1.00	EA	1,000.00	1,000.00	-	1,000.00
005	1.00	EA	1,000.00	1,000.00	-	1,000.00
006	1.00	EA	1,000.00	1,000.00	-	1,000.00
007	1.00	EA	1,000.00	1,000.00	-	1,000.00
008	1.00	EA	1,000.00	1,000.00	-	1,000.00
009	1.00	EA	1,000.00	1,000.00	-	1,000.00
010	1.00	EA	1,000.00	1,000.00	-	1,000.00
011	1.00	EA	1,000.00	1,000.00	-	1,000.00
012	1.00	EA	1,000.00	1,000.00	-	1,000.00
013	1.00	EA	1,000.00	1,000.00	-	1,000.00
014	1.00	EA	1,000.00	1,000.00	-	1,000.00
015	1.00	EA	1,000.00	1,000.00	-	1,000.00
016	1.00	EA	1,000.00	1,000.00	-	1,000.00
017	1.00	EA	1,000.00	1,000.00	-	1,000.00
018	1.00	EA	1,000.00	1,000.00	-	1,000.00
019	1.00	EA	1,000.00	1,000.00	-	1,000.00
020	1.00	EA	1,000.00	1,000.00	-	1,000.00
021	1.00	EA	1,000.00	1,000.00	-	1,000.00
022	1.00	EA	1,000.00	1,000.00	-	1,000.00
023	1.00	EA	1,000.00	1,000.00	-	1,000.00
024	1.00	EA	1,000.00	1,000.00	-	1,000.00
025	1.00	EA	1,000.00	1,000.00	-	1,000.00
026	1.00	EA	1,000.00	1,000.00	-	1,000.00
027	1.00	EA	1,000.00	1,000.00	-	1,000.00
028	1.00	EA	1,000.00	1,000.00	-	1,000.00
029	1.00	EA	1,000.00	1,000.00	-	1,000.00
030	1.00	EA	1,000.00	1,000.00	-	1,000.00
031	1.00	EA	1,000.00	1,000.00	-	1,000.00
032	1.00	EA	1,000.00	1,000.00	-	1,000.00
033	1.00	EA	1,000.00	1,000.00	-	1,000.00
034	1.00	EA	1,000.00	1,000.00	-	1,000.00
035	1.00	EA	1,000.00	1,000.00	-	1,000.00
036	1.00	EA	1,000.00	1,000.00	-	1,000.00
037	1.00	EA	1,000.00	1,000.00	-	1,000.00
038	1.00	EA	1,000.00	1,000.00	-	1,000.00
039	1.00	EA	1,000.00	1,000.00	-	1,000.00
040	1.00	EA	1,000.00	1,000.00	-	1,000.00
041	1.00	EA	1,000.00	1,000.00	-	1,000.00
042	1.00	EA	1,000.00	1,000.00	-	1,000.00
043	1.00	EA	1,000.00	1,000.00	-	1,000.00
044	1.00	EA	1,000.00	1,000.00	-	1,000.00
045	1.00	EA	1,000.00	1,000.00	-	1,000.00
046	1.00	EA	1,000.00	1,000.00	-	1,000.00
047	1.00	EA	1,000.00	1,000.00	-	1,000.00
048	1.00	EA	1,000.00	1,000.00	-	1,000.00
049	1.00	EA	1,000.00	1,000.00	-	1,000.00
050	1.00	EA	1,000.00	1,000.00	-	1,000.00
051	1.00	EA	1,000.00	1,000.00	-	1,000.00
052	1.00	EA	1,000.00	1,000.00	-	1,000.00
053	1.00	EA	1,000.00	1,000.00	-	1,000.00
054	1.00	EA	1,000.00	1,000.00	-	1,000.00
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059	1.00	EA	1,000.00	1,000.00	-	1,000.00
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061	1.00	EA	1,000.00	1,000.00	-	1,000.00
062	1.00	EA	1,000.00	1,000.00	-	1,000.00
063	1.00	EA	1,000.00	1,000.00	-	1,000.00
064	1.00	EA	1,000.00	1,000.00	-	1,000.00
065	1.00	EA	1,000.00	1,000.00	-	1,000.00
066	1.00	EA	1,000.00	1,000.00	-	1,000.00
067	1.00	EA	1,000.00	1,000.00	-	1,000.00
068	1.00	EA	1,000.00	1,000.00	-	1,000.00
069	1.00	EA	1,000.00	1,000.00	-	1,000.00
070	1.00	EA	1,000.00	1,000.00	-	1,000.00
071	1.00	EA	1,000.00	1,000.00	-	1,000.00
072	1.00	EA	1,000.00	1,000.00	-	1,000.00
073	1.00	EA	1,000.00	1,000.00	-	1,000.00
074	1.00	EA	1,000.00	1,000.00	-	1,000.00
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077	1.00	EA	1,000.00	1,000.00	-	1,000.00
078	1.00	EA	1,000.00	1,000.00	-	1,000.00
079	1.00	EA	1,000.00	1,000.00	-	1,000.00
080	1.00	EA	1,000.00	1,000.00	-	1,000.00
081	1.00	EA	1,000.00	1,000.00	-	1,000.00
082	1.00	EA	1,000.00	1,000.00	-	1,000.00
083	1.00	EA	1,000.00	1,000.00	-	1,000.00
084	1.00	EA	1,000.00	1,000.00	-	1,000.00
085	1.00	EA	1,000.00	1,000.00	-	1,000.00
086	1.00	EA	1,000.00	1,000.00	-	1,000.00
087	1.00	EA	1,000.00	1,000.00	-	1,000.00
088	1.00	EA	1,000.00	1,000.00	-	1,000.00
089	1.00	EA	1,000.00	1,000.00	-	1,000.00
090	1.00	EA	1,000.00	1,000.00	-	1,000.00
091	1.00	EA	1,000.00	1,000.00	-	1,000.00
092	1.00	EA	1,000.00	1,000.00	-	1,000.00
093	1.00	EA	1,000.00	1,000.00	-	1,000.00
094	1.00	EA	1,000.00	1,000.00	-	1,000.00
095	1.00	EA	1,000.00	1,000.00	-	1,000.00
096	1.00	EA	1,000.00	1,000.00	-	1,000.00
097	1.00	EA	1,000.00	1,000.00	-	1,000.00
098	1.00	EA	1,000.00	1,000.00	-	1,000.00
099	1.00	EA	1,000.00	1,000.00	-	1,000.00
100	1.00	EA	1,000.00	1,000.00	-	1,000.00

CHANGE ORDER TOTAL      \$ 1,183,712.24

RETAINAGE (5%)      \$ 59,185.61

PROJECT TOTAL LESS RETAINAGE      \$ 1,124,526.63

RETAINAGE TOTAL      \$ 59,185.61

PROJECT TOTAL LESS RETAINAGE      \$ 1,065,341.02

RETAINAGE (5%)      \$ 53,267.05

PROJECT TOTAL LESS RETAINAGE      \$ 1,012,073.97

RETAINAGE (5%)      \$ 50,603.70

PROJECT TOTAL LESS RETAINAGE      \$ 961,470.27

RETAINAGE (5%)      \$ 48,071.40

PROJECT TOTAL LESS RETAINAGE      \$ 913,400.87

RETAINAGE (5%)      \$ 45,670.04

PROJECT TOTAL LESS RETAINAGE      \$ 867,730.83

RETAINAGE (5%)      \$ 43,386.54

PROJECT TOTAL LESS RETAINAGE      \$ 824,344.29

RETAINAGE (5%)      \$ 41,217.21

PROJECT TOTAL LESS RETAINAGE      \$ 783,127.08

RETAINAGE (5%)      \$ 39,156.36

PROJECT TOTAL LESS RETAINAGE      \$ 743,970.72

RETAINAGE (5%)      \$ 37,195.41

PROJECT TOTAL LESS RETAINAGE      \$ 704,775.31

RETAINAGE (5%)      \$ 35,338.76

PROJECT TOTAL LESS RETAINAGE      \$ 666,436.55

RETAINAGE (5%)      \$ 33,585.81

PROJECT TOTAL LESS RETAINAGE      \$ 628,850.74

RETAINAGE (5%)      \$ 31,932.86

PROJECT TOTAL LESS RETAINAGE      \$ 591,917.88

RETAINAGE (5%)      \$ 30,379.91

PROJECT TOTAL LESS RETAINAGE      \$ 555,537.97

RETAINAGE (5%)      \$ 28,926.96

PROJECT TOTAL LESS RETAINAGE      \$ 520,611.01

RETAINAGE (5%)      \$ 27,574.01

PROJECT TOTAL LESS RETAINAGE      \$ 486,037.00

RETAINAGE (5%)      \$ 26,321.06

PROJECT TOTAL LESS RETAINAGE      \$ 452,715.94

RETAINAGE (5%)      \$ 25,168.11

PROJECT TOTAL LESS RETAINAGE      \$ 420,547.83

RETAINAGE (5%)      \$ 24,115.16

PROJECT TOTAL LESS RETAINAGE      \$ 389,432.67

RETAINAGE (5%)      \$ 23,162.21

PROJECT TOTAL LESS RETAINAGE      \$ 360,270.46

RETAINAGE (5%)      \$ 22,309.26

PROJECT TOTAL LESS RETAINAGE      \$ 332,961.20

RETAINAGE (5%)      \$ 21,556.31

PROJECT TOTAL LESS RETAINAGE      \$ 307,404.89

RETAINAGE (5%)      \$ 20,903.36

PROJECT TOTAL LESS RETAINAGE      \$ 283,501.53

RETAINAGE (5%)      \$ 20,350.41

PROJECT TOTAL LESS RETAINAGE      \$ 260,151.12

RETAINAGE (5%)      \$ 19,897.46

PROJECT TOTAL LESS RETAINAGE      \$ 238,253.66

RETAINAGE (5%)      \$ 19,544.51

PROJECT TOTAL LESS RETAINAGE      \$ 217,709.15

RETAINAGE (5%)      \$ 19,291.56

PROJECT TOTAL LESS RETAINAGE      \$ 198,417.59

RETAINAGE (5%)      \$ 19,138.61

PROJECT TOTAL LESS RETAINAGE      \$ 179,278.98

RETAINAGE (5%)      \$ 19,085.66

PROJECT TOTAL LESS RETAINAGE      \$ 160,193.32

RETAINAGE (5%)      \$ 19,032.71

PROJECT TOTAL LESS RETAINAGE      \$ 141,160.61

RETAINAGE (5%)      \$ 19,079.76

PROJECT TOTAL LESS RETAINAGE      \$ 122,080.85

RETAINAGE (5%)      \$ 19,126.81

PROJECT TOTAL LESS RETAINAGE      \$ 103,954.04

RETAINAGE (5%)      \$ 19,273.86

PROJECT TOTAL LESS RETAINAGE      \$ 86,680.18

RETAINAGE (5%)      \$ 19,520.91

PROJECT TOTAL LESS RETAINAGE      \$ 71,159.27

RETAINAGE (5%)      \$ 19,868.00






# Southshore - Series 2020 Sub Bonds - Req. 9

Final Audit Report

2021-10-13

Created:	2021-10-13
By:	Cathy Hamilton (cathy@simmonswheeler.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAA3wNiMqE79IsxSG-g4kJh8dPNHab8dHhz

## "Southshore - Series 2020 Sub Bonds - Req. 9" History

-  Document created by Cathy Hamilton (cathy@simmonswheeler.com)  
2021-10-13 - 1:23:21 PM GMT- IP address: 72.42.69.60
-  Document emailed to Kevin J. Stadler (klstadler@yahoo.com) for signature  
2021-10-13 - 1:23:51 PM GMT
-  Email viewed by Kevin J. Stadler (klstadler@yahoo.com)  
2021-10-13 - 2:40:45 PM GMT- IP address: 69.147.93.14
-  Document e-signed by Kevin J. Stadler (klstadler@yahoo.com)  
Signature Date: 2021-10-13 - 2:41:11 PM GMT - Time Source: server- IP address: 70.59.0.164
-  Agreement completed.  
2021-10-13 - 2:41:11 PM GMT

## **SOUTHSHORE METROPOLITAN DISTRICT NO. 1**

### **A RESOLUTION ACCEPTING ENGINEER'S REPORT AND REQUESTING REQUISITION OF FUNDS**

WHEREAS, the Southshore Metropolitan District No. 1 (the "**District**") is a quasi-municipal corporation and political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Title 32, Article 1, C.R.S.; and

WHEREAS, under the Consolidated Service Plan of the District and Southshore Metropolitan District No. 2 ("**District No. 2**" and together with the District, the "**Districts**") approved by the City of Aurora in 2002, the Districts are authorized to finance the construction of public improvements (the "**Public Improvements**") for the use and benefit of an approximately 813-acre master-planned residential community known as Southshore (the "**Development**"); and

WHEREAS, pursuant to an Amended and Restated Intergovernmental Agreement (the "**IGA**") dated as of May 11, 2007, District No. 2 has agreed to finance the Public Improvements to be constructed and owned by the District; and

WHEREAS, District No. 2 has issued its \$30,090,00 Taxable General Obligation Limited Tax (Convertible to Unlimited Tax) Refunding Bonds, Series 2020A-1 (the "**Series 2020A-1 Bonds**"), its \$12,780,000 General Obligation Limited Tax (Convertible to Unlimited Tax) Improvement Bonds, Series 2020A-2 (the "**Series 2020A-2 Bonds**" and together with the Series 2020A-1 Bonds, the "**Series 2020A Bonds**") under the Indenture of Trust (Senior) dated as of April 8, 2020 (the "**Senior Indenture**" with UMB Bank, n.a. as senior trustee (the "**Trustee**"), and its \$19,175,000 Subordinate Limited Tax General Obligation Refunding and Improvement Bonds, Series 2020B (the "**Series 2020B Bonds**" and together with the Series 2020A Bonds, the "**Bonds**") under the Indenture of Trust (Subordinate) dated as of April 8, 2020 (the "**Subordinate Indenture**" and together with the Senior Indenture, the "**Indentures**") with the Trustee, as subordinate trustee; and

WHEREAS, net proceeds of the Bonds were deposited into the "**Construction Fund**" held under the each of the respective Indentures; and

WHEREAS, the District has entered into an Agreement for Professional Consulting Services (the "**Engineering Agreement**"), dated as of May 1, 2015 with JR Engineering, LLC ("**JR Engineering**") under which JR Engineering has agreed to provide construction management services, including bidding services, management, observation and close-out services, and construction staking and testing, associated with the Public Improvements being constructed with proceeds of the Bonds; and

WHEREAS, the District has entered into multiple construction contracts to build the Public Improvements, including with Broomfield Sign Company, Inc., Environmental Landworks Company, Inc., Waner Construction Company, and A.G. Wassenaar, Inc. (collectively, with the Engineering Agreement, the “**Construction Contracts**”); and

WHEREAS, the Board of Directors (the “**Board**”) of the District hereby finds and determines that it is appropriate and necessary to the function and operation of the District, as contractor under the Construction Contracts, for the Board to consider at its regular monthly meetings the reports of JR Engineering approving requisition of funds from the Construction Fund held under the Senior Indenture.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Southshore Metropolitan District No. 1 as follows:

1. **Recitals.** The Recitals to this Resolution are adopted as the findings of the Board and incorporated herein by reference.
2. **Approval of Requisition No. 16.** Requisition No. 16 (attached hereto as **Exhibit A**), and recommended for payment by Waner Construction Co., Inc. in its’ report (attached hereto as **Exhibit B**), for a total amount of \$13,116.00 for payment on the Construction Contracts. The District requests that the “**District Representative**” (as defined in the Senior Indenture) sign the Requisition and submit to the Trustee for payment to the parties identified on such requisition.
3. **Severability.** If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.
4. **Ratification and Related Authorization.** All acts, order, resolutions, ordinances or parts thereof, of the District, in conflict with this Resolution are hereby repealed, except that this repealer shall not be construed so as to revive any act, order, resolution or ordinance, or part thereof, heretofore repealed. Each of the District’s directors, officers and agents is hereby authorized and directed to execute and deliver such other subsequent filings, documents and certificates, and to take such other action as may be necessary or appropriate in order to effectuate the purposes of this Resolution.
5. **Effective Date.** This Resolution shall take effect and be enforced immediately upon its approval by the Board.

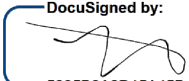
Southshore Metropolitan District No. 1  
Resolution Requesting Requisitions – August 10, 2021  
Page 3

ADOPTED this 10<sup>th</sup> day of August, 2021.

Southshore Metropolitan District No. 1

By   
BC051125E12A465...  
Chairman

Attest:

  
58958642D15A45B...  
Secretary

**EXHIBIT A**

**Requisition No. 16**  
**SOUTHSHORE METROPOLITAN DISTRICT NO. 2**  
**INDENTURE OF TRUST (SENIOR)**  
**DATED APRIL 8, 2020**

The undersigned District Representative (capitalized terms used herein shall have the meanings ascribed thereto by the above Indenture) hereby makes a requisition from the Construction Fund held by UMB Bank, n.a., as trustee under the Indenture, and in support thereof states:

1. The amount to be paid or reimbursed pursuant hereto is \$ 13,116.00.
2. The name and address of the person, firm, or corporation to whom payment is due or has been made is as follows:

Waner Construction Company  
8950 Barrons Blvd., Unit 103  
Highlands Ranch, CO 80129  
\$13,116.00

3. Payment is due to the above person for (describe nature of the obligation)  
Engineering and constructions costs.

4. The above payment obligations have been or will be properly incurred, are or will be a proper charge against the Construction Fund, and have not been the basis of any previous withdrawal. The disbursement requested herein will be used solely for the payment of Project Costs.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August 2021.

\_\_\_\_\_  
District Representative





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Wednesday, May 12, 2021

Southshore Metropolitan District No. 1  
390 Union Boulevard, Suite 400  
c/o Collins Cockrel & Cole, P.C.  
Lakewood, CO 80228-1556

Re: Southshore Community Center – Comcast Construction Fees

Waner Construction has paid Comcast Construction Fees per Invoice Number 363355343. Please reimburse WCCI the following amount:

Comcast Construction:	\$ 13,116.00
<b>TOTAL DUE:</b>	<b>\$ 13,116.00</b>

If you have any questions or comments please contact me.

Sincerely,

A handwritten signature in blue ink that reads 'Ryan Drumm'.

Ryan Drumm  
Project Manager  
Waner Construction Company, Inc.

---

Waner Construction Company, Inc  
8950 Barrons Blvd, Unit 103  
Highlands Ranch, Colorado 80129

# COMCAST BUSINESS

Finance Business Operations  
9401 E. Panorama Circle  
Englewood, CO 80112

## INVOICE

**Date:** 2021-05-06  
**Invoice:** 363355343  
**Salesforce ID:** O-25476108  
**Workbench ID:** 28265314  
**Payment Terms:** Due  
**Sales Rep:** Carlos Garcia Jr  
**Sales Email:** cj\_garcia@comcast.com

### Bill To:

Ryan Drumm  
Southshore Lighthouse  
27301 E SOUTHSORE DR  
Aurora CO 80016  
rdrumm@wanerconstruction.com

Quantity	Description	Unit Price	Total
1	Construction Fees - Mountain West Region	13,116.00	\$13,116.00
		Subtotal	\$13,116.00
		Tax	\$0.00
		Total	\$13,116.00

### Payment Instructions:

1. Please pay in full via check.
2. Make check payable to 'Comcast'.
3. Reference Invoice Number on check.
4. Mail payment to the following address:
5. Do Not Send Payment via Overnight Shipping, tracking is advised. Thank you for your cooperation.

CB West - Comcast  
PO Box 785885  
Philadelphia, PA 19178-5885

**Questions? Please Contact your Sales Representative directly.**

**Thank you for your business!**

**EXHIBIT B**

**CONSTRUCTION  
PROGRESS REPORT**

**FOR**

**SOUTHSHORE METROPOLITAN DISTRICT NO. 1**

**August 4, 2021**

**SOUTHSHORE IMPROVEMENTS PROJECT**

**Prepared For:**

Southshore Metro District No. 1  
7200 S. Alton Way, Suite C400  
Centennial, CO 80112

**Prepared By:**

Earnweald Consulting Services, LLC  
7843 Ponderosa Lane  
Parker, CO 80138

## Southshore Improvements Project

- **Report Period:** May 1, 2021 through May 31, 2021
- **Notice of Award:**
  - HEI CIVIL: April 25, 2019
- **Construction Start:**
  - HEI CIVIL: June 5, 2019
- **Delays:** N/A
- **Work Performed To-Date:**

### HEI CIVIL

**Filing 14** - HEI Civil has completed the first and second phase of Southshore Parkway to include curb, gutter, and paving from the east side of the school site to Ottawa Ave. All the curb and gutter and asphalt has been placed and striping has been completed.

HEI Civil has completed approximately 3,100 LF of 12 water main (100% of the contracted amount). HEI has also completed all of the storm sewer including 519 LF of 66", 135 LF of 60", 1213 LF of 54", 568 LF of 48" RCP, 444 LF of 42" RCP, 769 LF of 30" RCP, and 740 LF of 24" with associated manholes as well as the remainder of the small diameter pipes (100% of the contracted amount).

HEI has completed the construction of the Pump House, and the pump has been started, is operational, has been commissioned, and is now being shut down and winterized for the season. HEI has also completed 100% of the HDPE force main for the Aurora Reservoir By-Pass System, the wet well has been completed.

All the pond improvements, including the outlet structure for Pond B, and miscellaneous rip rap for Pond B and Pond C has been completed. The Rip-Rap rundown upstream of Pond C has been completed.

HEI has completed the wiring and concrete light pole base and the street light installation is complete. HEI is currently waiting for XCEL for the meter and to "Turn On" power to the lights.

HEI has completed all punchlist items for the City of Aurora which has accepted the Southshore Parkway Improvements for probationary acceptance.

Overall HEI Civil is approximately 100% complete with the total contracted scope of work. The only items remaining are completion of final walks and for the district to release retainage.

With HEI being 100% completed with their contracted scope of work and receiving probationary acceptance, I have approved the reduction of retention from 10% to 5% waiting on the power for the streetlights and completion of final walks.

HEI has completed additional punch list items and the only remaining item is a small correction to a Rip Rap outfall in Pond C. Due to the recent rains, the site is currently not accessible. HEI will complete the correction as soon as weather permits. All other work has been completed.

HEI has not completed any additional work since the last report.

## **Environmental Landworks – Filing 14**

- **Notice of Award:**
  - ELCI: September 13, 2019
- **Construction Start:**
  - ELCI: March 2, 2019
- **Delays:** N/A

**Filing 14** – Environmental Landworks has continued installation of the irrigation system per the contract which was awarded to them in September of 2019. They currently have 2-3 crews working onsite and are working from the south end of Southshore Parkway north, as well as they have a second crew working on the mainline HDPE raw water main line and pump station. ELCI is scheduled to have all work complete by the fall of 2020.

ELCI has completed installation of the mainline and laterals in phases 1 and 2, with the exception of the areas adjacent to the walks that are to be built by the builders. They have completed the installation of the irrigation in the park. They have also completed soil preparation and amendments in the phase 1 and phase 2 tree lawns and at the park.

ELCI has completed the installation of all irrigation controllers and has powered up the system. Lighted masonry bollards are complete and powered up. Electrical wire and conduit run to all lighted pedestrian bollards. The wet well for the pump has been installed and the electrical system for the pump has been energized. They were not able to get the irrigation pump started up this season due to the water levels in pond C, but have all the equipment in place and plan on having it ready to go prior to the planting season in the Spring of 2021. Planting has continued and is ongoing, with trees and shrubs being installed on Southshore Parkway and in open space areas.

ELCI has planted trees along Southshore Parkway and has completed the plantings in the pedestrian crossing median at entry to Filing 14 park and Filing 16 trail. Sod has been installed in tree lawn along Southshore Pkwy and additional seeding has occurred throughout the filing.

ELCI had a crew of 12 on the Filing throughout December. Sod has been installed throughout the Filing and in the neighborhood park.

ELCI has completed the erection of the Filing 14 Play structure, final walks were completed with the Metro Districts Landscape construction manager (Norris Design) and accepted by the District, therefore ELCI has started the 1-year maintenance period on the plantings which were accepted. Overall ELCI is 88% completed with the Filing 14 contracted work.

Due to the recent snowstorms, no significant work was performed on Filing 14 during the month of March, and ELCI did not submit a pay application for March.

As spring has arrived, ELCI has continued minor irrigation tie ins and maintenance items, as well as completed the Poured in Place surface for the Filing 14 park. The majority of the Filing 14 work is complete and ELCI is planning on getting this contract closed out (other than the maintenance items) over the next couple of months.



In May 2021, ELCI has completed the planting of the majority of the remaining trees, shrubs, and sod. The 1-year maintenance period for plantings which were accepted in 2020 has continued, which those plantings have “taken” extremely well with all the moisture we have received in April and May. Overall, ELCI is approximately 98% complete with the Filing 14 scope of work.

ELCI is working with Norris Design on Final Punch list items and has started the maintenance work for areas that have been accepted.

ELCI has continued to work on punchlist and maintenance items. In addition, ELCI has installed a temporary pump for irrigation from pump C, as well as to assist in draining pond C, such that the pond can be mucked out and cleaned up in order to obtain final acceptance from the City of Aurora.

### **Environmental Landworks – Filing 16-17**

- **Notice of Award:**
  - ELCI: April 2020
- **Construction Start:**
  - ELCI: May 2020
- **Delays:** N/A
- **Filing 16-17** – Environmental Landworks has completed the installation of the irrigation system per the contract which was awarded to them in April of 2020. ELCI is working in open space areas as they become available and in conjunction with the mainline which was installed with the Filing 14 work.

ELCI is continuing irrigation, soil prep, and seeding, with a crew of approximately 20 workers on the Filing 16-17 area in addition to the Filing 14 crews. They have continued to install landscape plantings in areas as they become available. All Filing 16 site furnishings have been ordered and many have been installed. The play structures have been installed in the Filing 16 Park area, as well as crusher fines and fencing.

ELCI has established a temporary nursery along Southshore Pkwy. All shipments have been completed for the season, some of the plantings will remain in the nursery until spring, but ELCI is continuing to plant material as weather permits. Planting has continued in all of the open spaces throughout Filing 16. Irrigation and seeding are nearing completion in Filing 16. Irrigation continues in Filing 17 as areas become available. Soil amendment has been completed in several areas of Filing 16 that are to receive sod.

ELCI had a crew of 22-26 working in Filing 16 throughout December. Extensive planting has been completed throughout the Filing, with work concentrating around the dog park area and at the intersections on Southshore Parkway. Sod was installed at the dog park. The majority of the remaining seed has been installed in the open areas. Boulders are complete. The shade shelter at the dog park has been installed and is complete.

ELCI continued to work on Filing 16 through January and has completed the majority of the site plantings and site furnishings for the Filing 16 scope of work, ELCI and Norris Design have completed their acceptance walks for the Filing 16 plantings and therefore ELCI has started the maintenance work for the plantings which have been accepted. Overall, the Filing 16 work is approximately 89% complete

and the Filing 17 scope of work is approximately 12% complete. Toll Brothers is continuing infrastructure work in Filing 17 which will open more areas for ELCI to gear up and be ready to continue Filing 17 work in the near future.

Due to the recent snowstorms, no significant work was performed on Filing 16-17 this month, and ELCI did not submit a pay application for March.

ELCI has completed the Gabled Shelter in the Filing 16 Park Area and maintenance items for the portions of landscaping which was accepted in the fall of 2020. ELCI has also started to gear up for the Filing 17 work that was not completed last year, including work on the irrigation system. Additional landscape plantings are anticipated to start again in May 2021.

In May 2021, ELCI has completed the planting of the majority of the remaining trees, shrubs, and sod within the Filing 16 area. The 1-year maintenance period for plantings which were accepted in 2020, has continued, which those planting have “taken” extremely well with all the moisture we have received in April and May. Overall, ELCI is approximately 94% complete with the Filing 16 scope of work.

ELCI has continued with planting of trees and shrubs in the Filing 16 area and is close to complete (98%) with the Filing 16 scope of work and is planning on walking this scope of work with Norris Design to create punch list items and to gain initial acceptance.

ELCI is close to completing the irrigation system for Filing 17 and has started some of the landscape plantings as areas have become available. ELCI is planning to ramp up production on this area during the month of June and July. Due to weather and the focus on the Rec Center grand opening. Overall, the Filing 17 scope of work is approximately 65% complete.

ELCI completed minimal work on Filing 17 during the month of June as their focus was on completing the final plantings in Filing 16. Now that Filing 16 is near completion, more focus and efforts will be spent on Filing 17.

Per above, ELCI has installed a temporary pump in pond C for irrigation, which was necessary to have in place in order to start on the plantings for Filing 17. Now that the temp pump is in place, the irrigation system can be completed and ELCI can move forward with plantings on Filing 17. In addition to completing the irrigation system, ELCI installed the Gabled Shade Structure for the “Overlook” park in Filing 17.

### **Environmental Landworks – Filing 18 (Rec Center)**

- **Notice of Award:**
  - ELCI: April 2020
- **Construction Start:**
  - ELCI: July 2020
- **Delays:** N/A
- **Filing 18** – Environmental Landworks is installing sleeves on the site as construction progress requires. They completed the soil preparation, amendment, and seeding on the large slope on the north edge of the filing, to comply with the direction of Aurora Stormwater Discharge Compliance Regulations.

Environmental Landworks is also helping to supplement the regular erosion control contractor to perform erosion control repairs as required by the City of Aurora erosion control inspector.

ELCI has complete the majority of the concrete trails around the north and east sides of the Rec Center.

ELCI has continued installation of the Concrete trail and concrete flatwork on the east side of the Rec Center for the playground area. ELCI will continue to work with Waner as needed to provide irrigation sleeves to planter bed areas within the Rec Center area, such as planters within the MSE Block retaining wall area, pool area, and parking lot islands.

Due to the mild weather in January and February, ELCI has continued to complete concrete and irrigation work, as well as were able to continue installation of the site furnishings. ELCI has completed the erection of the play structure on the east side of the rec center property as well as completed the majority of the site furnishings.

ELCI was able to make significant progress on landscape elements not requiring irrigation such as native seed mix, prep for planting beds, cobble rock swales and placing onsite boulders. The plant material has been ordered and is scheduled to start being planted the week of April 19<sup>th</sup> and will take 3-4 weeks to complete the installation. The majority of the concrete flatwork has been completed, but with the recent snowstorms, ELCI was not able to get everything completed in March. The remainder will be completed later this month or early May. All of the site furnishings are onsite, and the majority are in place, the remainder will be installed later this month or early May.

ELCI is on schedule to have their work completed prior to the Grand Opening of the Rec Center in late May.

Due to a significant amount of rain and adverse conditions during the month of April, ELCI was not able to start on the landscape plantings for the Rec Center as early as originally planned but has still made significant progress over the last couple of weeks. ELCI has completed the irrigation system and has planted approximately 60 trees to date. The remainder of the tress and shrubs will be planted during the first couple weeks of May. The playground area, site amenities, and site furnishings are complete with some minor clean-up and punch list items to be completed prior to the grand opening. ELCI is still on schedule to have all of their work completed for the grand opening of Memorial Day weekend.

ELCI had a very busy and successful last couple weeks in May, there was again a significant amount of rain and moisture at the beginning of the month which pushed a large amount of their Filing 18 scope of work into the last couple weeks of May in order to have the work completed by the Memorial Day Weekend. All of their work inside of the pool area fence was completed and the majority of the overall scope is complete. ELCI still has a small area of SOD to complete as well as some native seeding which will be completed in early June. Overall ELCI was very successful in preparing for the Rec Center opening and overall are 95% complete with their Filing 18 scope of work.

ELCI has completed their scope of work for the Filing 18 Rec Center and is working on addressing the final punch list items with Norris Design to gain initial acceptance.

ELCI is continuing to work with Norris Design on completing the final punch list items. It is anticipated all punch list items will be completed by the end of August. In addition to addressing the punch list items, ELCI has assisted to address some of the maintenance of the erosion control BMP's as identified by the City of Aurora, namely cleaning the mud out of the check dams in the drainage swale on the north side of the rec center.

- **ESCO**
- **Notice of Award:**
  - ESCO: February 25, 2020
- **Construction Start:**
  - ESCO: March 23, 2019
- **Delays: N/A**

ESCO has made good progress on the trail work and has completed the first phase of construction from the east boundary of the Rec Center property, east to Southshore Parkway. ESCO then continued to work to the east and has completed a section of Trail adjacent to Pond B and a small section Adjacent to Pond C.

ESCO has completed all of the trail in the Phase 2 area from the Rec Center north all the way to Southshore Parkway as well as in open space areas within Filing 16. ESCO has also completed the trail tie ins to Filing 12 to the north and west of Filing 16.

ESCO has completed 100% of their scope of work and are currently working on final clean-up and punchlist items. They also need to complete final acceptance walks with the City of Aurora for acceptance of the sidewalks withing Southshore Parkway Right of Way and trails within City of Aurora property. ESCO is currently planning to have the final walks and punchlist items complete in January if weather permits.

ESCO has continued to work on punch list items throughout February and has the majority of the punchlist items complete. Due to construction in Filing 17 by Toll Brothers, ESCO was not able to access the trail adjacent to Pond C and therefore was not able to complete their punchlist items in that area. Toll is close to being complete with work in this area, therefore ESCO should be able to access this area and complete their punchlist items in March (weather permitting).

ESCO was able to get a window of access to the Trail adjacent to Pond C and complete a few punch list items, and therefore have completed the scope of work for the Phase 2 contract. ESCO is currently setting up the Final walks with the City of Aurora Parks department to complete a final walk and address any remaining punch list items before the District should release their retention.

Due to the rains and adverse weather conditions, ESCO was not able to schedule the final walks with the City of Aurora Parks department or complete their final punch list items. Weather permitting, these will be scheduled and completed in May.

Due to weather, ESCO did not complete any work during the month of May.

ESCO has completed another walk with the City of Aurora Parks department for the Pond C trail Extension work, additional grading to create more of a shoulder on the downhill side of the walk was requested. ESCO also completed another walk with the District and Norris Design on the remainder of the trails to verify if punch list items had been addressed. Approximately 80% of the punchlist items have been address and the remainder are planned to be addressed during the month of July.

ESCO is currently working on getting the punch list items addressed, during July, they completed approximately 50% of the necessary grading for the shoulder work listed above. It is anticipated, additional grading and punch list items will be completed during the month of August.

## Waner Construction Company – Recreation Center

- **Notice of Award:**
  - Waner: April 29, 2020
- **Construction Start:**
  - Waner: May 20, 2020
- **Delays:** N/A

Waner Construction Company mobilized to the Rec Center site in May and has an onsite construction office set up. They have worked closely with the City of Aurora for all of the City and State Erosion Control and Stormwater discharge permits which were necessary to break ground for the Rec Center. Once all permits and paperwork were in order, Waner was able to break ground and start work on the underground utilities such as the storm drain, watermain, and sanitary sewer systems.

Waner has completed the installation of the underground utilities, including the underground electric, as well as completed the majority of the onsite curb and gutter and completed the bottom lift of asphalt paving for the main entrance and parking lot.

Waner has completed all of the concrete pours for the main rec center foundation and as well as the smaller foundations for the snack shack and trash enclosure.

Waner has completed the “Shot crete” for both the activity pool and the lap pool and has started on the tile work of the activity pool. Waner has completed the perimeter plumbing around both pools. All of the steel erection for the club house has been completed, the concrete deck of the main level has been poured, and they completed the wood framing of the main level and are also working on the metal stud framing in the lower level. Waner has also completed the majority of the window installation and roofing.

Waner has completed the MSE wall on the north side of the Rec Center.

Waner has continued with electrical and plumbing work inside of the Rec Center and the majority of this work has been completed. Waner has continued installing the HVAC system, has continued on the fire sprinkler system, and also continued with installation of the insulation and the majority of this work has been completed as well.

The Snack shack has been framed and windows installed.

Waner has continued hanging and finishing drywall, as well has completed the majority of the drywall work as well as completed the first coat of paint. Painting, tile and millwork has continued in both the lower and upper levels and is getting close to completion.

Waner has also completed the stone veneer column wraps on the exterior of the building, and is currently working on the wood stair framing, exterior soffit on the deck and patio, and window casing on the upper level. The fencing around the pool area has also been completed.

With the mild weather in December and January, Waner has been able to continue with concrete work and has completed the concrete pours for the pool deck around the activity pool. With the mild weather still being forecasted into January, Waner is planning on continuing sub grade prep and pouring the concrete deck around the 8-lane lap pool in early to mid-January.

As forecasted, the mild weather continued throughout February, which has allowed Waner to make significant progress on additional concrete pours completing the concrete apron around the activity pool and the lap pool, plus the majority of the sidewalks and miscellaneous flatwork. With the continued mild weather, the concrete work should be complete by the end of March.

Waner is close to finishing all of the pool equipment and preparing to install the final plaster finish of the pool prior to filling the pool which will happen in early May.

Waner is approximately 90% complete with their overall construction scope. The majority of their tasks are complete, and they are mainly focusing on the finishing touches and clean-up. The rain and adverse conditions during April has slowed some of the remaining outside work such as the top lift of asphalt in the parking lot and main entrance, power washing of the pool floor and walls prior to placing plaster, and the poured in place surfacing for the climbing boulder, but those are all scheduled to be completed as soon as the weather permits.

Waner is working on the final flooring and painting on the interior of the of the building and has their final walks and permit inspections with the City of Aurora schedule for the next couple of weeks.

Waner will be working on final finishing elements throughout April and early May, and will be working on Final inspections with the City and punchlist items in May as well. Waner is still on schedule to be ready for the Grand Opening by Memorial Day 2021.

Waner made amazing progress during the Month of May and in preparation for opening the Rec Center on Memorial Day weekend. Waner had dozens of workers and sub-contractors working late and, on the weekends, to get the finishing touches completed and had a very successful Grand Opening!! The only item left for completion is the elevator, which could not be completed due to lack of a communication system (Comcast really dropped the ball on us, and was finally installing service on Friday, May 28<sup>th</sup>). Overall, Waner is 99% complete with their scope of work and would be 100% complete had comcast not dropped the ball and they would have been able to complete the final testing elements for elevator service. Waner will continue to work on the elevator and final punch list items in June.

Waner has completed their scope of work for the Filing 18 Rec Center and there was a very successful Grand Opening on Memorial Day Week. The Recreation Center has since seemed to be a huge success and see numerous visitors on a daily basis!!

Waner has been working with KGA and Norris Design on addressing the punch list items on the rec center. It is anticipated the final walks will be completed during the month of August.





Monument sign with address lettering added



Rock seat wall at the Filing 16 neighborhood park





Filing 17 Gabled Shade Structure at Overlook Park



Grading and erosion control work around Pond C

## **SOUTHSHORE METROPOLITAN DISTRICT NO. 2**

### **A RESOLUTION ACCEPTING REQUESTS TO REQUISITION OF FUNDS**

WHEREAS, the Southshore Metropolitan District No. 2 (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Title 32, Article 1, C.R.S.; and

WHEREAS, under the Consolidated Service Plan of the District and Southshore Metropolitan District No. 1 (“**District No. 1**” and together with the District, the “**Districts**”) approved by the City of Aurora in 2002, the Districts are authorized to finance the construction of public improvements (the “**Public Improvements**”) for the use and benefit of an approximately 813-acre master-planned residential community known as Southshore (the “**Development**”); and

WHEREAS, pursuant to an Amended and Restated Intergovernmental Agreement (the “**IGA**”) dated as of May 11, 2007, the District agreed to finance the Public Improvements to be constructed and owned by District No. 1; and

WHEREAS, the District has issued its \$30,090,00 Taxable General Obligation Limited Tax (Convertible to Unlimited Tax) Refunding Bonds, Series 2020A-1 (the “**Series 2020A-1 Bonds**”), its \$12,780,000 General Obligation Limited Tax (Convertible to Unlimited Tax) Improvement Bonds, Series 2020A-2 (the “**Series 2020A-2 Bonds**” and together with the Series 2020A-1 Bonds, the “**Series 2020A Bonds**”) under the Indenture of Trust (Senior) dated as of April 8, 2020 (the “**Senior Indenture**” with UMB Bank, n.a. as senior trustee (the “**Trustee**”), and its \$19,175,000 Subordinate Limited Tax General Obligation Refunding and Improvement Bonds, Series 2020B (the “**Series 2020B Bonds**” and together with the Series 2020A Bonds, the “**Bonds**”) under the Indenture of Trust (Subordinate) dated as of April 8, 2020 (the “**Subordinate Indenture**” and together with the Senior Indenture, the “**Indentures**”) with the Trustee, as subordinate trustee; and

WHEREAS, net proceeds of the Bonds were deposited into the “**Construction Fund**” held under the each of the respective Indentures; and

WHEREAS, District No. 1 has entered into an Agreement for Professional Consulting Services (the “**Engineering Agreement**”), dated as of May 1, 2015 with JR Engineering, LLC (“**JR Engineering**”) under which JR Engineering has agreed to provide construction management services, including bidding services, management, observation and close-out services, and construction staking and testing, associated with the Public Improvements being constructed with proceeds of the Bonds; and

WHEREAS, District No. 1 has entered into multiple construction contracts to build the Public Improvements, including with Scott Contracting, Inc., Custom Fence &

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Supply, Inc. Environmental Landworks Company, Inc. and Waner Construction Company (collectively, with the Engineering Agreement, the “**Construction Contracts**”); and

WHEREAS, the Board of Directors of District No. 1, as party to the Construction Contracts, has prior to the date hereof considered and approved Requisition No. 16 (the “**Requisition**”), attached hereto as Exhibit A, for the disbursement of amounts from the Construction Fund for payment of amounts owed under the Construction Contracts in the total amount of \$13,116.00; and

WHEREAS, on or before the date hereof, the Chairman and President of the Board (as “**District Representative**” as defined by the respective Indentures) has submitted the Requisition to the Trustee; and

WHEREAS, the Board of Directors (the “**Board**”) of the District hereby finds and determines that it is appropriate to ratify, confirm and approve the submittal of the Requisition by the President to the Trustee.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Southshore Metropolitan District No. 2 as follows:

1. **Recitals.** The Recitals to this Resolution are adopted as the findings of the Board and incorporated herein by reference.
2. **Ratification of Requisition and Related Actions.** The Requisition as submitted by the District Representative to the Trustee for payment as described above are hereby ratified, approved and confirmed in all respects. All acts, order, resolutions, ordinances or parts thereof, of the District, in conflict with this Resolution are hereby repealed, except that this repealer shall not be construed so as to revive any act, order, resolution or ordinance, or part thereof, heretofore repealed. Each of the District’s directors, officers and agents is hereby authorized and directed to execute and deliver such other subsequent filings, documents and certificates, and to take such other action as may be necessary or appropriate in order to effectuate the purposes of this Resolution.
3. **Severability.** If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.
4. **Effective Date.** This Resolution shall take effect and be enforced immediately upon its approval by the Board.

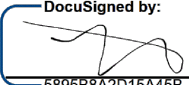
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ADOPTED this 10<sup>th</sup> day of August, 2021.

Southshore Metropolitan District No. 2

By    
Chairman

Attest:

   
Secretary

## **EXHIBIT A**

**Requisition No. 16**  
**SOUTHSHORE METROPOLITAN DISTRICT NO. 2**  
**INDENTURE OF TRUST (SENIOR)**  
**DATED APRIL 8, 2020**

The undersigned District Representative (capitalized terms used herein shall have the meanings ascribed thereto by the above Indenture) hereby makes a requisition from the Construction Fund held by UMB Bank, n.a., as trustee under the Indenture, and in support thereof states:

1. The amount to be paid or reimbursed pursuant hereto is \$ 13,116.00.
2. The name and address of the person, firm, or corporation to whom payment is due or has been made is as follows:

Waner Construction Company  
8950 Barrons Blvd., Unit 103  
Highlands Ranch, CO 80129  
\$13,116.00

3. Payment is due to the above person for (describe nature of the obligation)  
Engineering and constructions costs.

4. The above payment obligations have been or will be properly incurred, are or will be a proper charge against the Construction Fund, and have not been the basis of any previous withdrawal. The disbursement requested herein will be used solely for the payment of Project Costs.

IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of August 2021.

\_\_\_\_\_  
District Representative





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Wednesday, May 12, 2021

Southshore Metropolitan District No. 1  
390 Union Boulevard, Suite 400  
c/o Collins Cockrel & Cole, P.C.  
Lakewood, CO 80228-1556

Re: Southshore Community Center – Comcast Construction Fees

Waner Construction has paid Comcast Construction Fees per Invoice Number 363355343. Please reimburse WCCI the following amount:

Comcast Construction:	\$ 13,116.00
<b>TOTAL DUE:</b>	<b>\$ 13,116.00</b>

If you have any questions or comments please contact me.

Sincerely,

A handwritten signature in blue ink that reads 'Ryan Drumm'.

Ryan Drumm  
Project Manager  
Waner Construction Company, Inc.

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Waner Construction Company, Inc  
8950 Barrons Blvd, Unit 103  
Highlands Ranch, Colorado 80129

# COMCAST BUSINESS

Finance Business Operations  
9401 E. Panorama Circle  
Englewood, CO 80112

## INVOICE

**Date:** 2021-05-06  
**Invoice:** 363355343  
**Salesforce ID:** O-25476108  
**Workbench ID:** 28265314  
**Payment Terms:** Due  
**Sales Rep:** Carlos Garcia Jr  
**Sales Email:** cj\_garcia@comcast.com

### Bill To:

Ryan Drumm  
Southshore Lighthouse  
27301 E SOUTHSORE DR  
Aurora CO 80016  
rdrumm@wanerconstruction.com

Quantity	Description	Unit Price	Total
1	Construction Fees - Mountain West Region	13,116.00	\$13,116.00
		Subtotal	\$13,116.00
		Tax	\$0.00
		Total	\$13,116.00

### Payment Instructions:

1. Please pay in full via check.
2. Make check payable to 'Comcast'.
3. Reference Invoice Number on check.
4. Mail payment to the following address:
5. Do Not Send Payment via Overnight Shipping, tracking is advised. Thank you for your cooperation.

CB West - Comcast  
PO Box 785885  
Philadelphia, PA 19178-5885

**Questions? Please Contact your Sales Representative directly.**

**Thank you for your business!**