LORETTO HEIGHTS METROPOLITAN DISTRICT NOS. 1-5 LORETTO HEIGHTS PROGRAMMING METROPOLITAN DISTRICT

141 Union Boulevard, Suite 150 Lakewood, Colorado 80228-1898 Tel: 303-987-0835 • 800-741-3254 Fax: 303-987-2032

NOTICE OF SPECIAL MEETING AND AGENDA

Board of Directors:	Office:	Term/Expiration:
Mark J. Witkiewicz	President	2025/May 2025
Otis C. Moore, III	Treasurer	2023/May 2023
Andrew R. Klein	Assistant Secretary	2025/May 2025
Paige C. Langley	Assistant Secretary	2023/May 2023
Megan Waldschmidt	Assistant Secretary	2025/May 2025
Δnn Finn	Secretary	-

Ann Finn Secretary

DATE: March 20, 2023

TIME: 2:00 p.m.

PLACE: Zoom Meeting: This meeting will be held via Zoom without any individuals (neither District representatives nor the general public) attending in person. The meeting can be joined through the directions below:

Zoom information:

https://us02web.zoom.us/j/84634589517?pwd=c3NYZzJnaFdXcFFxR1cwYjcwbFdKUT09

Meeting ID: 846 3458 9517 Passcode: 992435 Dial in: 1-253-215-8782

I. ADMINISTRATIVE MATTERS

- A. Present disclosures of potential conflicts of interest.
- B. Confirm quorum; confirm location of meeting and posting of meeting notice; approve agenda.

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- II. CONSENT AGENDA These items are considered to be routine and will be approved and/or ratified by one motion. There will be no separate discussion of these items unless a Board Member so requests, in which event, the item will be removed from the Consent Agenda and considered on the Regular Agenda.
 - Review and consider approval of the February 27, 2023 regular meeting minutes (enclosures **LHMD 1-5, LHPD**).

III. PUBLIC COMMENTS

A. Members of the public may express their views to the Board on matters that affect the Districts. Comments will be limited to three (3) minutes.

IV. FINANCIAL MATTERS

- A. Review and ratify approval of the payment of claims for the periods beginning _______, 2023 through ________, 20____, in the amount of \$_______ (to be distributed **LHMD 1**).
- B. Review and accept the Financial Statements for the period ending December 31, 2022 and the Property Tax Schedule for 2022 (enclosures– **LHMD 2-4**).

V. CAPITAL/CONSTRUCTION MATTERS

- A. Review and consider approval of Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 12, dated March 14, 2023, prepared by Schedio Group LLC, for the amount of \$887,584.55 ("Report No. 12") (enclosure).
- B. Consider acceptance of verified public improvement costs pursuant to Report No. 12 (**LHMD 1-4**).

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VII.

VIII.

C.	No. Agre	sider approval of reimbursement by Loretto Heights Metropolitan District 1 to ACM Loretto VI LLC under the Facilities Funding and Acquisition rement between Loretto Heights Metropolitan District No. 1 and ACM Loretto LC, pursuant to Report No. 12 (LHMD 1).
D.		uss status of the Loretto Heights Infrastructure Project (the "Project") MD 1).
	1.	Discuss status of the landscape design work (Wenk Associates Landscape Architecture & Planning - LHMD 1).
	2.	Discuss and authorize any necessary actions required in connection with the Project (LHMD 1).
LEGA	AL MA	ATTERS
A.	Lore	uss and consider approval of Operation Funding Agreement by and between tto Heights Metropolitan District No. 4 and THB Loretto Land LLC (to be ibuted– LHMD 4).
B.	Decl	uss and consider adoption of Resolution Acknowledging and Adopting the aration of Covenants, Community Improvements, and Community Iscaping (to be distributed– LHMD 4).
C.	Prote	uss and consider adoption of Resolution Acknowledging and Adopting the ective Covenants and Easements of Loretto Heights (to be distributed—MD 4).
OTH	ER BU	SINESS
A.		

IX. ADJOURNMENT <u>THE NEXT REGULAR MEETING IS SCHEDULED FOR APRIL 24, 2023.</u>

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 1 HELD FEBRUARY 27, 2023

A Regular Meeting of the Board of Directors of the Loretto Heights Metropolitan District No. 1 (referred to hereafter as the "Board") was convened on Monday, February 27, 2023, at 2:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mark J. Witkiewicz Otis C. Moore, III Paige C. Langley

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the absences of Directors Andrew R. Klein and Megan Waldschmidt were excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Megan Becher, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C..

Lindsay Ross; CliftonLarsonAllen LLP

Ted Laudick; Silverbluff Companies, Inc.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

<u>Disclosure of Potential Conflicts of Interest</u>: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Attorney Hoistad requested members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Hoistad noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

MATTERS

ADMINISTRATIVE Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

> Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Agenda was approved, as amended, to remove the consideration of the ratification of approval of payment of claims, and to remove the review and acceptance of Unaudited Financial Statements.

Meeting Location/Manner and Posting of Meeting Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held via video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted, and that the Board had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District's boundaries.

CONSENT AGENDA The Board considered the following actions:

Review and consider approval of the January 23, 2023 regular meeting minutes.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.

PUBLIC COMMENT There were no public comments.

FINANCIAL MATTERS

Schedule of Cash Position: The Board reviewed a schedule of cash position for the period ending December 31, 2022, updated as of December 31, 2022.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried the Board accepted the schedule of cash position for the period ending December 31, 2022.

CAPITAL/ CONSTRUCTION MATTERS

Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 10: The Board discussed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 10 ("Report No. 10"), dated December 22, 2022, prepared by Schedio Group LLC, for the amount of \$30,283.55.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved Report No. 10.

<u>Verified Public Improvement Costs Pursuant to Report No. 10</u>: The Board discussed the verified public improvement costs pursuant to Report No. 10.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board accepted the verified public improvement costs pursuant to Report No. 10.

Reimbursement by Loretto Heights Metropolitan District No. 1 to Hartman Ely Investments LLC: There was no reimbursement due to Hartman Ely Investments LLC, pursuant to Report No. 10.

Reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC: The Board discussed the reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC under the Facilities Funding and Acquisition Agreement between Loretto Heights Metropolitan District No. 1 and ACM Loretto VI LLC, pursuant to Report No. 10.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved the reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LLC under the Facilities Funding and Acquisition Agreement between Loretto Heights Metropolitan District No. 1 and ACM Loretto VI LLC, pursuant to Report No. 10.

<u>Loretto Heights Infrastructure Project (the "Project")</u>: There was no report at this time.

Status of landscape design work: There was no report at this time.

<u>Necessary actions required in connection with the Project</u>: No actions were discussed at this time.

LEGAL MATTERS

Facilities Funding Agreement between Loretto Heights Metropolitan District No. 1 and Mercy Housing Mountain Plains: The Board reviewed and consider approval of the Facilities Funding Agreement by and between Loretto Heights Metropolitan District No. 1 and Mercy Housing Mountain Plains dated March 16, 2023.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved the Facilities Funding Agreement by and between Loretto Heights Metropolitan District No. 1 and Mercy Housing Mountain Plains dated March 16, 2023.

Agreement and Assignment Regarding Metropolitan District Payments between Mercy Housing Mountain Plains and ACM Loretto VI LLC: The Board reviewed and acknowledge the Agreement and Assignment Regarding Metropolitan District Payments by and between Mercy Housing Mountain Plains and ACM Loretto VI LLC dated March 16, 2023.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved the Agreement and Assignment Regarding Metropolitan District Payments by and between Mercy Housing Mountain Plains and ACM Loretto VI LLC dated March 16, 2023.

Amended and Restated Facilities Acquisition Agreement between Loretto Heights Metropolitan District No. 1, ACM Loretto VI LLC, and THB Loretto Land LLC: The Board reviewed and consider approval of Amended and Restated Facilities Acquisition Agreement between Loretto Heights Metropolitan District No. 1, ACM Loretto VI LLC, and THB Loretto Land LLC.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved subject to final review by Director Witkiewicz the Amended and Restated Facilities Acquisition Agreement between Loretto Heights Metropolitan District No. 1, ACM Loretto VI LLC, and THB Loretto Land LLC.

OTHER BUSINESS 1	There were no othe	r matters to discuss	at this time.
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There being no further business to come before the Board at this time, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the meeting was adjourned.

Respectfi	illy submitted,
By:	
-	Secretary for the Meeting

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 2 HELD FEBRUARY 27, 2023

A Regular Meeting of the Board of Directors of the Loretto Heights Metropolitan District No. 2 (referred to hereafter as the "Board") was convened on Monday, February 27, 2023, at 2:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mark J. Witkiewicz Otis C. Moore, III Paige C. Langley

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the absences of Directors Andrew R. Klein and Megan Waldschmidt were excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Megan Becher, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C..

Lindsay Ross; CliftonLarsonAllen LLP

Ted Laudick; Silverbluff Companies, Inc.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

<u>Disclosure of Potential Conflicts of Interest</u>: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Attorney Hoistad requested members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Hoistad noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

MATTERS

ADMINISTRATIVE Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

> Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Agenda was approved, as amended, to remove the consideration of the ratification of approval of payment of claims by Loretto Heights Metropolitan District No. 1, and to remove the review and acceptance of Unaudited Financial Statements by Loretto Heights Metropolitan District No. 1.

Meeting Location/Manner and Posting of Meeting Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held via video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted, and that the Board had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District's boundaries.

CONSENT AGENDA The Board considered the following actions:

Review and consider approval of the January 23, 2023, regular meeting minutes.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.

PUBLIC COMMENT There were no public comments.

FINANCIAL **MATTERS**

There were no financial matters to discuss at this time.

CAPITAL/ CONSTRUCTION **MATTERS**

Engineer's Report and Verification of Costs Associated with Public **Improvements Report No. 10**: The Board discussed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 10 ("Report No. 10"), dated December 22, 2022, prepared by Schedio Group LLC, for the amount of \$30,283.55.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved Report No. 10.

<u>Verified Public Improvement Costs Pursuant to Report No. 10</u>: The Board discussed the verified public improvement costs pursuant to Report No. 10.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board accepted the verified public improvement costs pursuant to Report No. 10.

LEGAL MATTERS	There were no legal matters to discuss at this time.
OTHER BUSINESS	There were no other matters to discuss at this time.
<u>ADJOURNMENT</u>	There being no further business to come before the Board at this time, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the meeting was adjourned.
	Respectfully submitted,
	By: Secretary for the Meeting

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 3 HELD FEBRUARY 27, 2023

A Regular Meeting of the Board of Directors of the Loretto Heights Metropolitan District No. 3 (referred to hereafter as the "Board") was convened on Monday, February 27, 2023, at 2:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mark J. Witkiewicz Otis C. Moore, III Paige C. Langley

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the absences of Directors Andrew R. Klein and Megan Waldschmidt were excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Megan Becher, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C..

Lindsay Ross; CliftonLarsonAllen LLP

Ted Laudick; Silverbluff Companies, Inc.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

<u>Disclosure of Potential Conflicts of Interest</u>: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Attorney Hoistad requested members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Hoistad noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

MATTERS

ADMINISTRATIVE Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

> Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Agenda was approved, as amended, to remove the consideration of the ratification of approval of payment of claims by Loretto Heights Metropolitan District No. 1, and to remove the review and acceptance of Unaudited Financial Statements by Loretto Heights Metropolitan District No. 1.

Meeting Location/Manner and Posting of Meeting Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held via video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted, and that the Board had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District's boundaries.

CONSENT AGENDA The Board considered the following actions:

Review and consider approval of the January 23, 2023, regular meeting minutes.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.

PUBLIC COMMENT There were no public comments.

FINANCIAL MATTERS

There were no financial matters to discuss at this time.

CAPITAL/ CONSTRUCTION **MATTERS**

Engineer's Report and Verification of Costs Associated with Public **Improvements Report No. 10**: The Board discussed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 10 ("Report No. 10"), dated December 22, 2022, prepared by Schedio Group LLC, for the amount of \$30,283.55.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved Report No. 10.

<u>Verified Public Improvement Costs Pursuant to Report No. 10</u>: The Board discussed the verified public improvement costs pursuant to Report No. 10.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board accepted the verified public improvement costs pursuant to Report No. 10.

LEGAL MATTERS	There were no legal matters to discuss at this time.
OTHER BUSINESS	There were no other matters to discuss at this time.
<u>ADJOURNMENT</u>	There being no further business to come before the Board at this time, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the meeting was adjourned.
	Respectfully submitted,
	By:
	Secretary for the Meeting

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 4 HELD FEBRUARY 27, 2023

A Regular Meeting of the Board of Directors of the Loretto Heights Metropolitan District No. 4 (referred to hereafter as the "Board") was convened on Monday, February 27, 2023, at 2:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mark J. Witkiewicz Otis C. Moore, III Paige C. Langley

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the absences of Directors Andrew R. Klein and Megan Waldschmidt were excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Megan Becher, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C..

Lindsay Ross; CliftonLarsonAllen LLP

Ted Laudick; Silverbluff Companies, Inc.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

<u>Disclosure of Potential Conflicts of Interest</u>: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Attorney Hoistad requested members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Hoistad noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

MATTERS

ADMINISTRATIVE Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

> Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Agenda was approved, as amended, to remove the consideration of the ratification of approval of payment of claims by Loretto Heights Metropolitan District No. 1, and to remove the review and acceptance of Unaudited Financial Statements by Loretto Heights Metropolitan District No. 1.

Meeting Location/Manner and Posting of Meeting Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held via video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted, and that the Board had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District's boundaries.

CONSENT AGENDA The Board considered the following actions:

Review and consider approval of the January 23, 2023 regular meeting minutes.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.

PUBLIC COMMENT There were no public comments.

FINANCIAL

There were no financial matters to discuss at this time.

CAPITAL/ CONSTRUCTION MATTERS

MATTERS

Engineer's Report and Verification of Costs Associated with Public **Improvements Report No. 10**: The Board discussed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 10 ("Report No. 10"), dated December 22, 2022, prepared by Schedio Group LLC, for the amount of \$30,283.55.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved Report No. 10.

<u>Verified Public Improvement Costs Pursuant to Report No. 10</u>: The Board discussed the verified public improvement costs pursuant to Report No. 10.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board accepted the verified public improvement costs pursuant to Report No. 10.

LEGAL MATTERS	There were no legal matters to discuss at this time.
OTHER BUSINESS	There were no other matters to discuss at this time.
<u>ADJOURNMENT</u>	There being no further business to come before the Board at this time, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the meeting was adjourned.
	Respectfully submitted,
	By:
	Secretary for the Meeting

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 5 HELD FEBRUARY 27, 2023

A Regular Meeting of the Board of Directors of the Loretto Heights Metropolitan District No. 5 (referred to hereafter as the "Board") was convened on Monday, February 27, 2023, at 2:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mark J. Witkiewicz Otis C. Moore, III Paige C. Langley

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the absences of Directors Andrew R. Klein and Megan Waldschmidt were excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Megan Becher, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C.

Lindsay Ross; CliftonLarsonAllen LLP

Ted Laudick; Silverbluff Companies, Inc.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

<u>Disclosure of Potential Conflicts of Interest</u>: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Attorney Hoistad requested members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Hoistad noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

MATTERS

ADMINISTRATIVE Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

> Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Agenda was approved, as amended, to remove the consideration of the ratification of approval of payment of claims by Loretto Heights Metropolitan District No. 1, and to remove the review and acceptance of Unaudited Financial Statements by Loretto Heights Metropolitan District No. 1.

Meeting Location/Manner and Posting of Meeting Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held via video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted, and that the Board had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District's boundaries.

CONSENT AGENDA The Board considered the following actions:

Review and consider approval of the January 23, 2023 regular meeting minutes.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.

PUBLIC COMMENT There were no public comments.

FINANCIAL MATTERS

There were no financial matters to discuss at this time.

CAPITAL/ CONSTRUCTION MATTERS

Engineer's Report and Verification of Costs Associated with Public **Improvements Report No. 10**: The Board discussed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 10 ("Report No. 10"), dated December 22, 2022, prepared by Schedio Group LLC, for the amount of \$30,283.55.

	Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved Report No. 10.
LEGAL MATTERS	There were no legal matters to discuss at this time.
OTHER BUSINESS	There were no other matters to discuss at this time.
<u>ADJOURNMENT</u>	There being no further business to come before the Board at this time, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the meeting was adjourned.
	Respectfully submitted,
	By: Secretary for the Meeting

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LORETTO HEIGHTS PROGRAMMING METROPOLITAN DISTRICT HELD FEBRUARY 27, 2023

A Regular Meeting of the Board of Directors Loretto Heights Programming Metropolitan District (referred to hereafter as the "Board") was convened on Monday, February 27, 2023, at 2:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mark J. Witkiewicz Otis C. Moore, III Paige C. Langley

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the absences of Directors Andrew R. Klein and Megan Waldschmidt were excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Megan Becher, Esq; and Jon Hoistad, Esq.; McGeady Becher P.C.

Lindsay Ross; CliftonLarsonAllen LLP

Ted Laudick; Silverbluff Companies, Inc.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

<u>Disclosure of Potential Conflicts of Interest</u>: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Attorney Hoistad requested members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Hoistad noted that Directors' Disclosure Statements were filed for all Directors by the statutory deadline. No additional conflicts were disclosed at the meeting.

MATTERS

ADMINISTRATIVE Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

> Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Agenda was approved, as amended, to remove the consideration of the ratification of approval of payment of claims by Loretto Heights Metropolitan District No. 1, and to remove the review and acceptance of Unaudited Financial Statements by Loretto Heights Metropolitan District No. 1.

Meeting Location/Manner and Posting of Meeting Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held via video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted, and that the Board had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District's boundaries.

CONSENT AGENDA The Board considered the following actions:

Review and consider approval of the January 23, 2023 regular meeting minutes.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the above Consent Agenda items/actions.

PUBLIC COMMENT There were no public comments.

FINANCIAL **MATTERS**

There were no financial matters to discuss at this time.

CAPITAL/ CONSTRUCTION MATTERS

Engineer's Report and Verification of Costs Associated with Public **Improvements Report No. 10**: The Board discussed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 10 ("Report No. 10"), dated December 22, 2022, prepared by Schedio Group LLC, for the amount of \$30,283.55.

Following review and discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore, and upon vote, unanimously carried, the Board approved Report No. 10.

LEGAL MATTERS

Public Hearing on the Inclusion of Real Property Owned by THB LORETTO

<u>LAND LLC</u>: The President of the Board opened the public hearing to consider the Petition for Inclusion regarding the inclusion of approximately 25 acres, of real property owned by THB LORETTO LAND LLC into the boundaries of the District.

It was noted that publication of notice stating that the Board would consider the inclusion of the property and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the inclusion of the property as described in the Petition and adopted Resolution No. 2023-02-01 for Inclusion of Real Property. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

OTHER BUSINESS

There were no other matters to discuss at this time.

ADJOURNMENT

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

Respec	etfully submitted,
By:	
<i>J</i> • —	Secretary for the Meeting

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 2 FINANCIAL STATEMENTS DECEMBER 31, 2022

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 2 BALANCE SHEET - GOVERNMENTAL FUNDS DECEMBER 31, 2022

	General		Debt Service		Total
ASSETS					
Property Tax receivable	6,303		21,011		27,314
TOTAL ASSETS	\$ 6,303	\$	21,011	\$	27,314
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES					
CURRENT LIABILITIES					
Total Liabilities					
DEFERRED INFLOWS OF RESOURCES					
Deferred property tax	 6,303		21,011		27,314
Total Deferred Inflows of Resources	 6,303		21,011		27,314
FUND BALANCES					
Total Fund Balances	<u>-</u>		-		
TOTAL LIABILITIES, DEFERRED INFLOWS					
OF RESOURCES, AND FUND BALANCES	\$ 6,303	\$	21,011	\$	27,314

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 2 STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022

GENERAL FUND

	Annual Budget		Year to DateActual		Variance	
REVENUES						
Property taxes	\$	7,312	\$	7,312	\$	-
Specific ownership tax		366		38		(328)
Interest income		-		66		66
Other revenue		22		-		(22)
TOTAL REVENUES		7,700		7,417		(283)
EXPENDITURES						
Transfers to LHMD1		7,605		7,343		262
County Treasurer's fee		73		74		(1)
Contingency		22		-		22
TOTAL EXPENDITURES		7,700		7,417		283
NET CHANGE IN FUND BALANCES		-		-		-
FUND BALANCES - BEGINNING						-
FUND BALANCES - ENDING	\$		\$		\$	



LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 2 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022

DEBT SERVICE FUND

	Annual Budget		Year to Date Actual		Variance	
REVENUES						
Property taxes	\$	24,372	\$	24,372	\$	-
Specific ownership tax		1,219		128		(1,091)
Interest income		-		220		220
Other revenue		209		-		(209)
TOTAL REVENUES		25,800		24,720		(1,080)
EXPENDITURES						
Transfers to LHCA		25,347		24,474		873
County Treasurer's fee		244		246		(2)
Contingency		209		-		209
TOTAL EXPENDITURES		25,800		24,720	_	1,080
NET CHANGE IN FUND BALANCES		-		-		-
FUND BALANCES - BEGINNING				<u>-</u>	_	<u>-</u>
FUND BALANCES - ENDING	\$		\$		\$	

Loretto Heights Metro District No. 2 Property Taxes Schedule 2022

January February March April May June July August September October November December

Current Year								Prior `	Year
	Delinquent	Specific			Net	% of Total Property		% of Total	Property
Property	Taxes, Rebates	Ownership	Interest	Treasurer's	Amount	Taxes Re	Taxes Received		eceived
Taxes	and Abatements	Taxes		Fees	Received	Monthly	Y-T-D	Monthly	Y-T-D
\$ -	\$ -	\$ 166.28	\$ -	\$ -	\$ 166.28	0.00%	0.00%	0.00%	0.00%
-	-	-	-	-	-	0.00%	0.00%	0.00%	0.00%
1,530.77	-		-	(15.31)	1,515.46	4.83%	4.83%	0.00%	0.00%
-	-	-	-	-	-	0.00%	4.83%	0.00%	0.00%
28,626.02	-	-	286.26	(289.12)	28,623.16	90.35%	95.18%	0.00%	0.00%
1,526.85	-	-	-	(15.27)	1,511.58	4.82%	100.00%	100.00%	100.00%
-	-	-	-	-	-	0.00%	100.00%	0.00%	100.00%
-	-	-	-	-	-	0.00%	100.00%	0.00%	100.00%
-	-	-	-	-	-	0.00%	100.00%	0.00%	100.00%
-	-	-	-	-	-	0.00%	100.00%	0.00%	100.00%
-	-	-	-	-	-	0.00%	100.00%	0.00%	100.00%
-	-	-	-	-	-	0.00%	100.00%	0.00%	100.00%
\$ 31,683.64	\$ -	\$ 166.28	\$ 286.26	\$ (319.70)	\$ 31,816.48	100.00%	100.00%	100.00%	100.00%

Property Tax
General Fund
Debt Service Fund

		TAXES	%	F	PROPERTY TAXES	% COLLECTED TO AMOUNT
Property Tax	Mill Levy	LEVIED	OF LEVIED	С	OLLECTED	LEVIED
General Fund	15.000	\$ 7,312.00	23.08%	\$	7,311.92	100.00%
Debt Service Fund	50.000	24,372.00	76.92%		24,371.72	100.00%
	65.000	\$ 31,684.00	100.00%	\$	31,683.64	100.00%
Specific Ownership	Tax	\$ 366.00	23.08%	\$	38.37	10.48%
General Fund		1,219.00	76.92%		127.91	10.49%
Debt Service Fund		\$ 1,585.00	100.00%	\$	166.28	10.49%
Treasurer's Fees		\$ 73.00	23.08%	\$	73.78	101.07%
General Fund		244.00	76.92%		245.92	100.79%
Debt Service Fund		\$ 317.00	100.00%	\$	319.70	100.85%

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 3 FINANCIAL STATEMENTS DECEMBER 31, 2022

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 3 BALANCE SHEET - GOVERNMENTAL FUNDS DECEMBER 31, 2022

	General		Debt Service		Total
ASSETS					
Receivable from County Treasurer	109		363		472
Property Tax receivable	 24,576		81,920		106,496
TOTAL ASSETS	\$ 24,685	\$	82,283	\$	106,968
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES					
CURRENT LIABILITIES					
Due to other districts - LHCA	\$ -	\$	363	\$	363
Due to other districts - LHMD1	 109				109
Total Liabilities	 109		363		472
DEFERRED INFLOWS OF RESOURCES					
Deferred property tax	24,576		81,920		106,496
Total Deferred Inflows of Resources	 24,576		81,920		106,496
FUND BALANCES					
Total Fund Balances	 			_	
TOTAL LIABILITIES, DEFERRED INFLOWS					
OF RESOURCES, AND FUND BALANCES	\$ 24,685	\$	82,283	\$	106,968

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 3 STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022

GENERAL FUND

	Annual Budget		Year to Date Actual		Variance	
REVENUES						
Property taxes	\$	32,036	\$	32,036	\$	-
Specific ownership tax		1,602		1,730		128
Other revenue		162		-		(162)
TOTAL REVENUES		33,800		33,766		(34)
EXPENDITURES						
Transfers to LHMD1		33,318		33,766		(448)
County Treasurer's fee		320		-		320
Contingency		162				162
TOTAL EXPENDITURES		33,800		33,766		34
NET CHANGE IN FUND BALANCES		-		-		-
FUND BALANCES - BEGINNING						
FUND BALANCES - ENDING	\$		\$		\$	



LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 3 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022

DEBT SERVICE FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
Property taxes Specific ownership tax Other revenue	\$ 106,786 5,339 575		\$ - 425 (575)
TOTAL REVENUES	112,700	112,550	(150)
EXPENDITURES			
County Treasurer's fee Transfers to LHCA Contingency	1,068 111,057 575	- 112,550 -	1,068 (1,493) 575
TOTAL EXPENDITURES	112,700	112,550	150
NET CHANGE IN FUND BALANCES	-	-	-
FUND BALANCES - BEGINNING			
FUND BALANCES - ENDING	\$ -	<u> </u>	\$ -

Loretto Heights Metro District No. 3 **Property Taxes Schedule** 2022

Property

January February March April May June July August September October November December

Current Year									Prior Year	
	Delinquent	Specific			Net	% of Total Property		% of Total Property		
Property	Taxes, Rebates	Ownership	Interest	Treasurer's	Amount	Taxes Received		Taxes Received		
Taxes	and Abatements	Taxes		Fees	Received	Monthly	Y-T-D	Monthly	Y-T-D	
\$ -	\$ -	\$ 665.12	\$ -	\$ -	\$ 665.12	0.00%	0.00%	0.00%	0.00%	
-	-	648.44	-	-	648.44	0.00%	0.00%	0.00%	0.00%	
-	-	792.38	-	-	792.38	0.00%	0.00%	0.00%	0.00%	
-	-	654.97	-	-	654.97	0.00%	0.00%	0.00%	0.00%	
-	-	585.86	-	-	585.86	0.00%	0.00%	0.00%	0.00%	
-	-	494.75	-	-	494.75	0.00%	0.00%	0.00%	0.00%	
-	-	641.81	-	-	641.81	0.00%	0.00%	0.00%	0.00%	
-	-	757.89	-	-	757.89	0.00%	0.00%	0.00%	0.00%	
-	-	626.05	-	-	626.05	0.00%	0.00%	0.00%	0.00%	
138,821.86	-	599.20	-	-	139,421.06	100.00%	100.00%	0.00%	0.00%	
_	-	555.86	-	-	555.86	0.00%	100.00%	0.00%	0.00%	
-	-	471.55	-	-	471.55	0.00%	100.00%	0.00%	0.00%	
\$ 138,821.86	\$ -	\$ 7,493.88	\$ -	\$ -	\$ 146,315.74	100.00%	100.00%	0.00%	0.00%	

% Collected

			Taxes	Taxes % Taxes		Taxes	to amount
Property Tax	erty Tax Mill Levy		Levied	of Levied		Collected	Levied
General Fund	15.000	\$	32,036.00	23.08%	\$	32,035.97	100.00%
Debt Service Fund	50.000		106,786.00	76.92%		106,785.89	0.00%
	65.000	\$	138,822.00	100.00%	\$	138,821.86	100.00%
Specific Ownership Tax		\$	1,602.00	23.08%	\$	1,729.61	107.97%
General Fund			5,339.00	76.92%		5,764.27	107.97%
Debt Service Fund		\$	6,941.00	100.00%	\$	7,493.88	107.97%
Treasurer's Fees		\$	320.00	23.08%	\$	-	0.00%
General Fund			1,068.00	76.92%		-	0.00%
Debt Service Fund		\$	1,388.00	100.00%	\$	-	0.00%

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 4 FINANCIAL STATEMENTS DECEMBER 31, 2022

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 4 BALANCE SHEET - GOVERNMENTAL FUNDS DECEMBER 31, 2022

	(General	Deb	ot Service	 Total
ASSETS					
Receivable from County Treasurer		95		317	412
Property Tax receivable		22,500		75,001	97,501
TOTAL ASSETS	\$	22,595	\$	75,318	\$ 97,913
LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES					
CURRENT LIABILITIES					
Due to other districts - LHCA	\$	-	\$	317	\$ 317
Due to other districts - LHMD1		95		-	95
Total Liabilities		95		317	 412
DEFERRED INFLOWS OF RESOURCES					
Deferred property tax		22,500		75,001	97,501
Total Deferred Inflows of Resources		22,500		75,001	97,501
FUND BALANCES					
Total Fund Balances					
TOTAL LIABILITIES, DEFERRED INFLOWS					
OF RESOURCES, AND FUND BALANCES	\$	22,595	\$	75,318	\$ 97,913

LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 4 STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022

GENERAL FUND

	 Annual Budget	Year to Date Actual		Variance
REVENUES				
Property taxes	\$ 28,035	\$ 26,025	\$	(2,010)
Specific ownership tax	1,402	1,513		111
Other revenue	63	-		(63)
TOTAL REVENUES	29,500	27,538		(1,962)
EXPENDITURES				
Transfers to LHMD1	29,157	27,538		1,619
County Treasurer's fee	280	-		280
Contingency	 63			63
TOTAL EXPENDITURES	29,500	27,538	_	1,962
NET CHANGE IN FUND BALANCES	-	-		-
FUND BALANCES - BEGINNING	 <u>-</u>			
FUND BALANCES - ENDING	\$ 	<u>\$</u>	\$	



LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 4 SCHEDULE OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES - BUDGET AND ACTUAL FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022

DEBT SERVICE FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
Property taxes Specific ownership tax Other revenue	\$ 93,449 4,672 379	\$ 86,749 5,044	\$ (6,700) 372 (379)
TOTAL REVENUES	98,500	91,793	(6,707)
EXPENDITURES			
Transfers to LHCA County Treasurer's fee	97,187 934	91,793	5,394 934
Contingency	379		379
TOTAL EXPENDITURES	98,500	91,793	6,707
NET CHANGE IN FUND BALANCES	-	-	-
FUND BALANCES - BEGINNING			
FUND BALANCES - ENDING	<u>\$</u>	<u> </u>	<u> </u>

Loretto Heights Metro District No. 4 **Property Taxes Schedule** 2022

January February March April May June July August September October November December

			Current Ye	ar			Prior Year
	Delinquent	Specific			Net	% of Total Property	% of Total Property
Property	Taxes, Rebates	Ownership	Interest	Treasurer's	Amount	Taxes Received	Taxes Received
Taxes	and Abatements	Taxes		Fees	Received	Monthly Y-T-D	Monthly Y-T-D
\$ -	\$ -	\$ 581.98	\$ -	\$ -	\$ 581.98	0.00% 0.00	% 0.00% 0.00%
-	-	567.56	-	-	567.56	0.00% 0.00	% 0.00% 0.00%
-	-	693.33	-	-	693.33	0.00% 0.009	% 0.00% 0.00%
-	-	573.10	-	-	573.10	0.00% 0.009	% 0.00% 0.00%
-	-	512.63	-	-	512.63	0.00% 0.009	% 0.00% 0.00%
-	-	432.91	-	-	432.91	0.00% 0.009	% 0.00% 0.00%
-	-	561.58	-	-	561.58	0.00% 0.009	% 0.00% 0.00%
-	-	663.16	-	-	663.16	0.00% 0.009	% 0.00% 0.00%
-	(23.49)	547.79	-	-	524.30	-0.02% -0.029	% 0.00% 0.00%
112,797.23	-	524.30	-	-	113,321.53	92.85% 92.83	% 0.00% 0.00%
-	-	486.38			486.38	0.00% 92.83	% 0.00% 0.00%
-	-	412.61			412.61	0.00% 92.83	% 0.00% 0.00%
\$ 112,797.23	\$ (23.49)	\$ 6,557.33	\$ -	\$ -	\$ 119,331.07	92.83% 92.839	% 0.00% 0.00%

Property Tax
General Fund
Debt Service Fund

				Property	% Collected
-		Taxes	%	Taxes	to amount
Property Tax	Mill Levy	Levied	Levied		
General Fund	15.000	\$ 28,035.00	23.08%	\$ 26,024.92	92.83%
Debt Service Fund	50.000	93,449.00	76.92%	86,748.82	0.00%
	65.000	\$ 121,484.00	100.00%	\$ 112,773.74	92.83%
•					
Specific Ownership	Tax	\$ 1,402.00	23.08%	\$ 1,513.24	107.93%
General Fund		4,672.00	76.92%	5,044.09	107.96%
Debt Service Fund		\$ 6,074.00	100.00%	\$ 6,557.33	107.96%
Treasurer's Fees		\$ 280.00	23.08%	\$ -	0.00%
General Fund		937.00	76.92%	-	0.00%
Debt Service Fund		\$ 1,217.00	100.00%	\$ -	0.00%





LORETTO HEIGHTS METROPOLITAN DISTRICT NO. 1

ENGINEER'S REPORT AND VERIFICATION OF COSTS ASSOCIATED WITH PUBLIC IMPROVEMENTS

PREPARED BY:

SCHEDIO GROUP LLC 809 14TH STREET, SUITE A GOLDEN, COLORADO 80401

LICENSED PROFESSIONAL ENGINEER: TIMOTHY A. MCCARTHY

STATE OF COLORADO

LICENSE NO: 44349

DATE PREPARED: March 14, 2023

CLIENT NO: 200402

PROJECT: Loretto Heights Thrive

Engineer's Report and Verification of Costs No. 12





TABLE OF CONTENTS

ENGINEER'S REPORT





ENGINEER'S REPORT

INTRODUCTION

Schedio Group LLC ("Schedio Group") and Loretto Heights Metropolitan District No. 1 ("District") entered into a Service Agreement for Engineering and Cost Verification Services on April 5, 2020. This Engineer's Report and Verification of Costs Associated with Public Improvements ("Report") is the 12th deliverable associated with the Agreement, more specifically Task 1 – Independent Professional Engineer's Review and Verification of Costs Incurred to Date Associated with Public Improvements.

Schedio Group has reviewed the Service Plan for Loretto Heights Metropolitan District No. 1 in the City and County of Denver, Colorado ("Service Plan"), prepared by McGeady Becher P.C. and approved August 26, 2019. Per the Service Plan, the Project is a mixed use residential and commercial development located southwest of the City's downtown area on the site formerly occupied by the Loretto Heights College and Colorado Heights University. The Planned Development constitutes a redevelopment and repurposing of existing facilities and infrastructure. Development is anticipated to begin in 2020 and be substantially completed in 2025, as development warrants, with an estimated population of approximately two thousand five hundred (2,500) residents and one thousand (1,000) daytime occupants at build out. The total estimated costs of Public Improvements.... are approximately \$96,000,000 in 2019 dollars. Of that amount, approximately \$69,135.00 may be attributable to eligible Public Improvements and the remaining \$27,765,000 may be attributable improvements.

In addition, per the *Facilities Funding and Acquisition Agreement* ("FFAA"), by and between Loretto Heights Metropolitan District No. 1, and ACM Loretto VI LLC ("ACM Loretto") effective February 14, 2020:

Section 3.1 Improvements Acquired by the District. The Parties agree that prior to the Developer requesting that the District acquire any Improvements pursuant to this Agreement, the District shall obtain a certification of an independent engineer retained by the District that the Construction Related Expenses are reasonable and comparable for similar projects as constructed in the local community, and verification from the District's accountant that the Construction Related Expenses are reimbursable ("Verified Costs") based on the copies of the invoices, bills, and requests for payment provided to the District pursuant to Section 3.4. The Developer shall provide the District and/or the independent engineer with written evidence of the date that payment was made by the Developer for all Verified Costs.

Section 4.1 <u>Reimbursement of Developer</u>. Subject to the receipt of funding pursuant to Section 4.3 herein and all other applicable provisions hereof, the District agrees to make payment to the Developer for all Developer Advances and /or Verified Costs, together with interest thereon, unless otherwise agreed to in writing by the Parties.

Per the Facilities Reimbursement Agreement ("FRA") by and between Loretto Heights Metropolitan District No. 1, ACM Loretto VI LLC and Hartman Ely Investments LLC ("Hartman Ely") dated June 3, 2021:

Covenants and Agreements 1. <u>Construction of Hartman Ely Improvements</u>. The parties hereby acknowledge that Hartman Ely shall design, construct, and complete the Hartman Ely Improvements





and the District anticipates that the Hartman Ely Improvements will be accepted by the District or other local governing jurisdiction.

Covenants and Agreements 2. <u>Certification of Construction Costs</u>. The parties hereby agree that the District's receipt of a written certification from an independent engineer engaged by the District that the Construction Related Expenses of the Hartman Ely Improvements are reasonable and comparable to the costs of similar public improvements constructed in the Denver Metropolitan Area and the review and approval of the independent engineer and the District's accountant that the Construction Related Expenses are reimbursable ("Certified Construction Costs") based on the copies of the invoices, bills, and requests for payment provided to the District pursuant to this Section ("Engineer's Verification") shall be a condition precedent to the District's reimbursement to Hartman Ely for Construction Related Expenses. The District's independent engineer shall provide such Engineer's Verification within thirty days of the District's receipt of Hartman Ely's provision of a complete set of the information and documentation provided below. Notwithstanding, the actual Construction Related Expenses incurred by Hartman Ely may exceed the Certified Construction Costs. Hartman Ely shall provide the District the following documents to calculate the Certified Construction Costs:

- (a) Lien waivers and indemnifications from each contractor verifying that all amounts due to contractors, subcontractors, material providers or suppliers have been paid in full, in a form acceptable to the District;
- (b) Copies of all contracts, pay requests, change orders, invoices and evidence of payment of same, the final AIA payment form (or similar form approved by the District), canceled checks, and any other requested documentation to verify the amounts of reimbursable Construction Related Expenses requested; and
- (c) Such other documentation, records and verifications as may be reasonably be required by the District.

Covenants and Agreements 3. <u>Reimbursement.</u> Subject to Hartman Ely's satisfaction of the provision of Section 2 and all other applicable provisions hereof, the District agrees to make payment to Hartman Ely for the Certified Construction Costs, but not in excess of the Reimbursement Amount. Payment shall be made to Hartman Ely within 15 days of the District's approval of any Engineer's Verification, subject to availability of funds as set forth in Section 4 hereof.

Recital K. The District agrees to reimburse Hartman Ely up to a maximum amount of One Hundred Thousand and Zero Dollars (\$100,000.00) for Construction Related Expenses associated with the Hartman Ely Improvements in accordance with and subject to the requirements of this Agreement (the "Reimbursement Amount").

Per the *Facilities Acquisition Agreement* ("FAA"), by and between Loretto Heights Metropolitan District No. 1 and THB Loretto Land LLC (the "Buyer"), dated October 5, 2021:

Covenants and Agreements 7. <u>Verification of Costs</u>. Upon Buyer's completion of any Buyer's District Improvements, Buyer shall cooperate with Seller and the District, at no out-of-pocket cost to the Buyer, to enable the District's engineer or other independent engineer licensed in the State of Colorado to prepare a cost verification of Buyer's District Improvements so that expenses can be verified as qualified Construction Related expenses that may be eligible for reimbursement to Seller as District Reimbursement Rights. Such cost verification shall include, but not necessarily be limited to, a certification by the engineer generally stating that: (i) the Improvement(s) are fit for the intended purpose; (ii) Buyer's District Improvements (including individual components) were constructed in





substantial accordance with their design; and (iii) the costs for the design, construction and completion of said Buyer's Districts Improvements are reasonable.

Per the Agreement and Assignment Regarding Metropolitan District Payments ("AARMDP"), by and between THB Loretto Land LLC ("Buyer") and ACM Loretto VI LLC ("Seller") dated October 5, 2021:

Section 3. <u>Seller Reimbursement Rights</u>. Buyer acknowledges that: (i) the construction and conveyance of the District Improvements shall be made without compensation to Buyer; and (ii) any reimbursements, credits, payments, or other amounts payable by the District on account of the District Improvements or any other matters related thereto ("Metro District Payments") shall remain the property of the Seller and shall not be conveyed to Buyer.

This Report does not consider interest. If applicable, interest will be determined by the District's Accountant.

The purpose of this Report is to segregate and to verify costs associated with the design and construction of Public Improvements as authorized by the Service Plan and to recommend an amount to be reimbursed by the District to the Developers per the respective FFAA, FRA, FAA, and AARMDP.

SUMMARY OF FINDINGS

To date, Schedio Group has reviewed a total of \$7,571,754.42 in soft, indirect, and hard costs associated with the design and construction of improvements. Of the \$7,571,754.42 reviewed, Schedio Group has verified \$5,618,284.84 as Capital Costs associated with the design and construction of Public Improvements which are eligible for reimbursement from the District to the Developers or for payables by the District to Vendors.

Per Loretto Heights Metropolitan District No. 1 – Engineer's Report and Verification of Costs No. 11, prepared by Schedio Group LLC and dated January 19, 2023, Schedio Group had reviewed a total of \$5,506,457.09 in soft, indirect, and hard costs associated with the design and construction of improvements. Of the \$5,506,457.09 reviewed, Schedio Group had verified \$4,730,700.28 as Capital Costs associated with the design and construction of Public Improvements, of which \$4,544,305.98 was eligible for District reimbursement to ACM Loretto, \$109,720.34 was eligible for District reimbursement to Hartman Ely, and \$76,673.96 was directly paid by the District to Vendors.

Regarding this Report, Schedio Group has reviewed \$2,065,297.33 in soft, indirect, and hard costs associated with the design and construction of improvements. Of the \$2,065,297.33 reviewed, Schedio Group has verified \$887,584.55 as Capital Costs associated with the design and construction of Public Improvements, of which **\$887,584.55** is eligible for reimbursement from the District to ACM Loretto VI LLC. See *Exhibit A – Summary of Verified Soft, Indirect, and Hard Costs Segregated by Service Plan Category*.

DETERMINATION OF PUBLIC PRORATION PERCENTAGE

Figure 1 & Figure 2 – Determination of Public Proration Percentage below summarizes the public and private areas within the District's Service Area. The ratio of Total Public Area to Total Area yields a Public Proration Percentage that can be applied to select costs with both public and private components. Areas were taken directly from, or derived from, the Loretto Heights Filing No. 1 Plat, the Improvement Survey Plat – Thrive Loretto Heights Ph 1A-B Plat, and Lot 1, Block 1 & 2 and Lot 2, Block 1 Storm & Sanitary Sewer Plans. The Public Proration Percentage was calculated and applied as deemed





appropriate by Schedio Group. See *Exhibit B – Summary of Costs Reviewed* for application of the Public Proration Percentage.

AREA TYPE Total Area> PRIVATE LOTS Total Private Area>		SF 3,359,251 2,220,925	AREA TYPE AS % 100.00%
PRIVATE LOTS Total Private Area>			100.00%
Total Private Area>		2,220,925	
			Į.
DOW	:		66.11%
ROW		647,778	
TRACTS			
Α [Drainage	50,723	1.51%
В	Drainage	67,720	2.02%
BB F	Public Access	54,050	1.61%
C	Drainage	4,650	0.14%
D F	Public Access	30,993	0.92%
E F	Public Access	50,221	1.50%
F F	Public Access	33,873	1.01%
G F	Public Access	5,758	0.17%
H	Public Access	95,623	2.85%
I F	Public Access	21,536	0.64%
J F	Public Access	47,461	1.41%
JA [Drainage	542	0.02%
JB	Drainage	5,493	0.16%
JC	Drainage	4,650	0.14%
K F	Public Access	5,678	0.17%
N F	Public Access	11,577	0.34%
Total Public Area>		1,138,326	33.89%
Private Proration Percentage>		2,220,925	66.11%
Public Proration Percentage>			33.89%

Figure 1 – Determination of Public Proration Percentage for Loretto Heights Filing No. 1

PHASE 1A - 1D	SF	PRI AREA (SF)	% PRI	PUB AREA (SF)	% PUB
THRIVE PHASE 1A	77,571	46,215	59.58%	31,356	40.42%
THRIVE PHASE 1B	70,216	48,993	69.77%	21,223	30.23%
THRIVE PHASE 1C	72,724	49,876	68.58%	22,848	31.42%
THRIVE PHASE 1D	44,934	29,127	64.82%	15,807	35.18%
THRIVE 1A & 1B	147,787	95,208	64.42%	52,579	35.58%
THRIVE 1B, 1C & 1D	187,874	127,995	68.13%	59,878	31.87%
THRIVE 1A, 1B, 1C & 1D	265,445	174,210	65.63%	91,234	34.37%

Figure 2 - Determination of Public Proration Percentage for Loretto Heights Thrive Phase 1A-1D

VERIFICATION OF COSTS

Schedio Group reviewed soft, indirect, and hard costs associated with the design and construction of Public Improvements. Schedio Group found costs associated with Public Improvements to be reasonable when compared to similar projects, during similar timeframes in similar locales.

VERIFICATION OF PAYMENTS





For the current Report, Schedio Group verified payments in the amount of \$1,834,813.37, of which \$887,584.55 is associated with the design and construction of Public Improvements.

VERIFICATION OF CONSTRUCTION

Schedio Group performed on February 17, 2023. Goodland Construction Pay Application No. 4 reasonably represents the work completed to date on site. The constructed Public Improvements appear to be in general conformance with the approved construction drawings. See *Exhibit C – Summary of Documents Reviewed*. Photos are available from Schedio Group upon request.

SPECIAL CIRCUMSTANCES AND NOTABLE METHODOLOGIES

None.





ENGINEER'S VERIFICATION

Timothy A. McCarthy, P.E. / Schedio Group LLC ("the Independent Consulting Engineer") states as follows:

The Independent Consulting Engineer is an engineer duly qualified and licensed in the State of Colorado with experience in the design, construction, and verification of Public Improvements of similar type and function as those described in the attached Engineer's Report dated March 14, 2023.

The Independent Consulting Engineer has reviewed applicable construction and legal documents related to the Public Improvements under consideration to state the conclusions set forth in this Engineer's Verification.

The Independent Consulting Engineer performed a site visit on February 17, 2023. The Independent Consulting Engineer finds and determines that Public Improvements considered in the attached Engineer's Report were constructed in general accordance with the approved construction drawings.

The Independent Consulting Engineer finds and determines that Public Improvements considered in the attached Engineer's Report, from June 31, 2018 (date of Arlo Braun Invoice No. 21.01-02) to February 10, 2023 (date of DTJ Design Invoice No. 65656) are reasonably valued at \$887,584.55.

In the opinion of the Independent Consulting Engineer, the above stated value for soft, indirect, and hard costs associated with the design and construction of the Public Improvements is reasonable and consistent with costs of similar improvements constructed for similar purposes during the same timeframe and similar locales and is eligible for reimbursement by Loretto Heights Metropolitan District No. 1 to ACM Loretto VI LL in the amount of \$887,584.55.

March 14, 2023

Timothy A. McCarthy, P.E. | Colorado License No. 44349





EXHIBIT A

SUMMARY OF VERIFIED SOFT, INDIRECT, AND HARD COSTS SEGREGATED BY SERVICE PLAN CATEGORY

SUMMARY OF VERIFIED SOFT, INDIRECT, AND HARD COSTS SEGREGATED BY SERVICE PLAN CATEGORY REVIEW

	V	TOT AMT VER NOS 1-12 District + ACM Loretto VI		TOT AMT VER NOS 1-12		TOT AMT ER NOS 1-12	TOT AMT VER NOS 1-12		TOT PREV AMT VER NOS 1-11 District + ACM Loretto VI		TOT PREV AMT VER VER NOS 1-11		TOT PREV AMT VER VER NOS 1-11		TOT PREV AMT VER VER NOS 1-11		TOT AMT VER NO 12 District + ACM Loretto VI		TOT CUR AMT VER VER NO 12		TOT CUR AMT VER VER NO 12		R AMT VER NO 12
	Hartma	LLC + in Ely Investments LLC	DISTRI	CT TO VENDORS	ACIV	1 Loretto VI LLC	Hartma	n Ely Investments LLC	Hartma	LLC+ an Ely Investments LLC	DISTRIC	T TO VENDORS	ACI	M Loretto VI LLC	Hartm	nan Ely Investments LLC	Hartmar	LLC + 1 Ely Investments LLC	DISTRICT TO	VENDORS	ACM	oretto VI LLC	y Investments LLC
SOFT AND INDIRECT COSTS																							
Operations & Maintenance	\$		\$	-	\$	-	\$	-	\$	-	\$	-	\$		\$	-	\$	-	\$		\$	-	\$ -
Organizational	\$		\$	-	\$	-	\$	-	\$	-	\$	-	\$		\$	-	\$	-	\$		\$	-	\$ -
Capital																							
Streets	\$	821,517.50		28,794.93	\$	783,845.18		8,877.40	\$	643,628.12	\$	28,794.93		605,955.79	\$	8,877.40	\$	177,889.38	\$		\$	177,889.39	-
Water	\$	402,425.93	\$	26,644.00	\$	375,781.93	\$	-	\$	262,454.73	\$	26,644.00	\$	235,810.73	\$	-	\$	139,971.20	\$		\$	139,971.20	\$ -
Sanitary Sewer	\$	394,217.46		21,235.03	\$	372,982.43			\$	270,004.76	\$	21,235.03	\$	248,769.73	\$	-	\$	124,212.70	\$		\$	124,212.70	-
Parks and Recreation	\$	478,645.06	\$	-	\$	469,767.66	\$	8,877.40	\$	348,579.76	\$	-	\$	339,702.37	\$	8,877.40	\$	130,065.30	\$		\$	130,065.30	\$ -
TOTAL SOFT AND INDIRECT COSTS>	\$	2,096,805.95	\$	76,673.96	\$	2,002,377.20	\$	17,754.79	\$	1,524,667.37	\$	76,673.96	\$	1,430,238.62	\$	17,754.79	\$	572,138.56	\$	-	\$	572,138.57	\$
HARD COSTS																							
Operations & Maintenance	\$		\$		\$	-	\$		\$		\$		\$	-	\$	-	\$	-	\$	-	\$	-	\$ -
Organizational	\$		\$		\$	-	\$		\$		\$		\$	-	\$	-	\$	-	\$	-	\$	-	\$ -
Capital																							
Streets	\$	3,006,378.40		-	\$	2,960,395.62	\$	45,982.78	\$	2,884,286.14	\$	-	\$	2,838,303.36	\$	45,982.78	\$	122,092.26	\$		\$	122,092.26	\$ -
Water	\$	121,508.01	\$	-	\$	121,508.01	\$	-	\$	-	\$	-	\$		\$	-	\$	121,508.01	\$		\$	121,508.01	\$ -
Sanitary Sewer	\$	65,933.68			\$	65,933.68	\$		\$		\$		\$		\$	-	\$	65,933.68	\$		\$	65,933.68	-
Parks and Recreation	\$	327,658.79	\$	-	\$	281,676.01	\$	45,982.78	\$	321,746.78	\$	-	\$	275,764.00	\$	45,982.78	\$	5,912.02	\$		\$	5,912.01	\$ -
TOTAL HARD COSTS>	\$	3,521,478.88	\$	-	\$	3,429,513.33	\$	91,965.55	\$	3,206,032.91	\$	-	\$	3,114,067.36	\$	91,965.55	\$	315,445.98	\$	-	\$	315,445.97	\$
SOFT AND INDIRECT + HARD COSTS																							
Operations & Maintenance	\$		\$		\$	-	\$		\$		\$		\$		\$		\$		\$		\$	-	\$ -
Organizational	\$		\$		\$	-	\$		\$		\$		\$		\$		\$		\$		\$	-	\$ -
Capital																							
Streets	\$	3,827,895.90	\$	28,794.93	\$	3,744,240.80	\$	54,860.17	\$	3,527,914.25	\$	28,794.93	\$	3,444,259.15	\$	54,860.17	\$	299,981.64	\$		\$	299,981.65	\$ -
Water	\$	523,933.94		26,644.00	\$	497,289.94		-	\$	262,454.73	\$	26,644.00	\$	235,810.73	\$	-	\$	261,479.21	\$	-	\$	261,479.21	-
Sanitary Sewer	\$	460,151.14	\$	21,235.03	\$	438,916.11	\$		\$	270,004.76	\$	21,235.03	\$	248,769.73	\$	-	\$	190,146.38	\$	-	\$	190,146.38	\$
Parks and Recreation	\$	806,303.85	\$	-	\$	751,443.68	\$	54,860.17	\$	670,326.54	\$	-	\$	615,466.37	\$	54,860.17	\$	135,977.32	\$	-	\$	135,977.31	\$ -
TOTAL SOFT AND INDIRECT + HARD COSTS>	\$	5,618,284.84	\$	76,673.96	\$	5,431,890.54	\$	109,720.34	\$	4,730,700.28	\$	76,673.96	\$	4,544,305.98	\$	109,720.34	\$	887,584.55	\$	-	\$	887,584.55	\$ -
TOTAL OPERATIONS & MAINTENANCE COSTS>	\$		\$		\$		\$		\$		\$		\$		\$	-	\$	-	\$	-	\$		\$ -
TOTAL CAPITAL COSTS>	\$	5,618,284.84	\$	76,673.96	\$	5,431,890.54	\$	109,720.34	\$	4,730,700.28	\$	76,673.96	\$	4,544,305.98	\$	109,720.34	\$	887,584.55	\$	-	\$	887,584.55	\$ -





EXHIBIT B

SUMMARY OF COSTS REVIEWED

SUMMARY OF COSTS REVIEWED



n of Costs No. 1	litan District No. 1 12																			1/4 Splits 1/3 Splits	33.33%	33.33%	25.00% 33.33%
																				1/2 Solits	50.00%	50.00%	50.00%
																DISTRICT	> DISTRICT>	DISTRICT> DISTRICT	>				
COST TYPE		VENDOR	DESCRIPTION	INV NO	INV AMT	INV DATE	CHK NO	PMT DATE	PMT AMT AID BY/TO BE PAID I	DATE CLEARED	VER PMT AMT	% PRI	PRI AMT	% PUB	PUB AMT VE	PUB AMT VENDOR	ACM LORETTO VILLC II	IVESTMENTS LLC LLC	% CAP	VER CAP AMT		WATER	SANITATION
SOFT	ACM Lowetto VI LLC ACM Lowetto VI LLC	Colorado Cleanup Corporation Harris Kocher Smith	Loretto Heights Demolition/Abatement 180702 Loretto Heights		\$ 2.508.495.50 \$ 557.364.00		Multiple		\$ 2.508.495.50 ACM Loretto VI LLC \$ 557.364.00 ACM Loretto VI LLC	Multiple Multiple	\$ 2.508.495.50 \$ 557.364.00	0.00%	S 74.778.16	100.00%	\$ 2.508.495.50 \$ 482.585.84	S	\$ 2.508.495.50 \$ \$ 482.585.84 \$	· S	- 100.00% - 100.00%		50 S 2.508.495.50 84 S 195.302.36		\$ 76.110.3
SOFT	ACM Loretto VI LLC	IRIS Mitigation and Design Inc.	T&M Management, Field Work and Reporting	4048	\$ 2,396.85	08/31/20	1449	09/23/20	\$ 2,396.85 ACM Loretto VI LLC	10/02/20	\$ 2,396.85	0.00%	\$.	100.00%	\$ 2,396.85	s	\$ 2,396.85 \$. \$	- 100.00%	\$ 2,396.8	85 \$ 2,396.85	\$ -	s -
SOFT SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	IRIS Mitigation and Design Inc. IRIS Mitigation and Design Inc.	T&M Management, Field Work and Reporting T&M Management, Field Work and Reporting	4067 4076	\$ 4,540.00 \$ 3,197.00				\$ 4,540.00 ACM Loretto VI LLC \$ 3,197.00 ACM Loretto VI LLC	11/17/20	\$ 4,540.00 \$ 3,197.00	0.00%	\$.	100.00%	\$ 4.540.00 \$ 3,197.00	S	\$ 4,540.00 \$ - \$ 3,197.00 \$. \$	- 100.00% - 100.00%	\$ 4,540.0 \$ 3,197.0			S -
SOFT	ACM Loretto VI LLC	Landmark Environmental, Inc.	Loretto Heights_ProjConstMgmt	5978	\$ 2,932.50	09/30/20	1487	11/13/20	\$ 2,932.50 ACM Loretto VI LLC	11/13/20	\$ 2,932.50	0.00%	\$.	100.00%	\$ 2.932.50	s	\$ 2,932.50 \$. \$	- 100.00%	\$ 2,932.5	50 S 2.932.50		s -
SOFT		Landmark Environmental, Inc.	Loretto Heights_ProjConstMgmt	6020		10/30/20	1507	12/17/20	\$ 2,009.25 ACM Loretto VI LLC	12/18/20	\$ 2,009.25	0.00%	\$.	100.00%	\$ 2,009.25	S	\$ 2,009.25 \$	- \$	- 100.00%	\$ 2,009.2	25 \$ 2,009.25		s .
SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Landmark Environmental, Inc. Landmark Environmental, Inc.	Loretto Heights. ProjConstMgmt Loretto Heights. ProjConstMgmt	6052	\$ 2,279.20 \$ 1,455.32		1520 1543	01/07/21	\$ 2,279.20 ACM Loretto VI LLC \$ 1,455.32 ACM Loretto VI LLC	01/07/21	\$ 2,279.20 \$ 1,455.32	0.00%	\$.	100.00%	\$ 2.279.20 \$ 1,455.32	\$	\$ 2,279.20 \$ \$ 1,455.32 \$. \$	- 100.00% - 100.00%	\$ 2,279.2 \$ 1,455.3			s .
SOFT	ACM Loretto VI LLC	Landmark Environmental, Inc.	Loretto Heights ProjConstMgmt	6123	\$ 2,511.18			03/19/21	\$ 2,511.18 ACM Loretto VI LLC	03/19/21	\$ 2,511.18	0.00%	\$ -	100.00%		s	\$ 2,511.18 \$	- \$	- 100.00%	\$ 2,511.1	18 S 2.511.18		s -
SOFT	ACM Loretto VI LLC	Landmark Environmental, Inc.	Loretto Heights_ProjConstMgmt	6147	\$ 16,042.95		1583	04/15/21	\$ 16,042.95 ACM Loretto VI LLC	04/15/21	\$ 16,042.95	0.00%	\$.	100.00%	\$ 16,042.95	\$	\$ 16,042.95 \$	- \$	- 100.00%	\$ 16,042.9			\$ -
SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Shears Adkins Rockmore Wenk Associates	Loretto Heights Loretto Heights Master Plan - 19000	Multiple Multiple	\$ 303,811.30		Multiple Multiple		\$ 303,811.30 ACM Loretto VI LLC \$ 25,795.00 ACM Loretto VI LLC	Multiple Multiple	\$ 303,811.30 \$ 25,795.00	25.98% 24.73%	\$ 78,938.96 \$ 6,379.41	75.95%	\$ 224,872.34 \$ 19,415.59	S S	S 224,872.34 S 19,415.59 S	. \$	- 100.00% - 100.00%	\$ 224,872.3 \$ 19,415.5		\$ 56,218.09 \$ 3,353.90	
SOFT		Wenk Associates	Loretto Heights Master Plan - 19016	Multiple	\$ 56,470.00	Multiple	Multiple	Multiple	\$ 56,470.00 ACM Loretto VI LLC	Multiple	\$ 56,470.00	16.02%	\$ 9,044.34	83.98%	\$ 47,425.66	s	S 47,425.66 \$. \$	- 100.00%			\$ 11,856.42	
HARD	ACM Loretto VI LLC	Xcel Energy	New Gas Distribution - Job No. 12209421		\$ 171,252.72			06/02/21	\$ 171,252.72 ACM Loretto VI LLC	06/10/21	\$ 171,252.72		\$ 171,252.72			s	- s - s	- \$	- 100.00%	s -	s -	\$ -	s -
HARD	ACM Loretto VI LLC	Xcel Energy Xcel Energy	New Electric Distribution - Job No. 12365267 New Gas Distribution / Distribution Reinforcement - Job No. 11998938	210416 20210118	\$ 237,451.36 \$ 286.798.28		1620 1617	06/02/21	\$ 237,451.36 ACM Loretto VI LLC \$ 286,798.28 ACM Loretto VI LLC	06/10/21 06/10/21	\$ 237,451.36 \$ 286,798.28	0.00%	\$ 286,798.28	0.00%	\$ 237,451.36	S	\$ 237,451.36 \$	· \$	- 100.00% - 100.00%	\$ 237,451.3 \$	36 \$ 237,451.36 \$	5 .	S .
	Hartman Dy Investments LLC	BioTerra Constructors, Inc	Pancratia Hall - Irrigation Pipe and Manholes		\$ 79,465.55		Multiple		\$ 79,465.55 Intran Ely Investments	Multiple	\$ 79,465.55	0.00%	\$.		\$ 79,465.55	s	s . s	79,465.55 \$	- 100.00%				s -
SOFT	ACM Loretto VI LLC	Brownstein, Hyatt, Farber, Schreck	Professional Services - PIF and PILOT Covenants	843233	\$ 282.90		1607	05/26/21	\$ 282.90 ACM Loretto VI LLC	06/04/21	\$ 282.90	0.00%	\$ -		\$ 282.90	s	\$ 282.90 \$	- \$	- 100.00%	\$ 282.9			
SOFT	ACM Lowetto VI LLC ACM Lowetto VI LLC	Denver Water Denver Water	Pmt Review Fees for Submittals 4 & 5 with Plan 20181 Plan Review Fees	20210607	\$ 2,000.00 \$ 4.090.00	06/07/21	Credit Card	06/07/21	\$ 2,000.00 ACM Loretto VI LLC \$ 4.090.00 ACM Loretto VI LLC	06/07/21 06/11/21	\$ 2,000.00 \$ 4,090.00	0.00%	\$ ·	100.00%	\$ 2,000.00 \$ 4.090.00	S	S 2,000.00 S	· \$	- 100.00% - 100.00%	\$ 2,000.0 \$ 4,090.0		\$ 2,000.00 \$ 4,090.00	
SOFT	ACM Loretto VI LLC	Harris Kocher Smith	180702 Loretto Heights	Multiple			Multiple		\$ 176,322.86 ACM Loretto VI LLC	Multiple	\$ 176,322.86	5.53%	\$ 9,745.77		\$ 166,577.09	s	S 166,577.09 \$. \$	- 100.00%	\$ 166,577.0	09 \$ 107,602.05	\$ 19,176.05	
SOFT	Hartman Dy Investments LLC	Harris Kocher Smith	Pancratia Hall at Loretto Heights	Multiple		Multiple	Multiple	06/15/21	\$ 7,550.00 intrain by Investments	Multiple	\$ 7,550.00	0.00%	\$ -	100.00%	\$ 7,550.00	\$	s - s	7,550.00 \$	- 100.00%	\$ 7,550.0			\$ -
SOFT SOFT	ACM Lowetto VI LLC ACM Lowetto VI LLC	Shears Adkins Rockmore Wenk Associates	Loretto Heights Loretto Heights ROW Landscape - 1003	Multiple	\$ 20,750.00 \$ 24,919.00		Multiple Multiple		\$ 20,750.00 ACM Loretto VI LLC \$ 24,919.00 ACM Loretto VI LLC	Multiple Multiple	\$ 20,750.00 \$ 24,919.00	0.00%	\$.	100.00%	\$ 20,750.00	S S	\$ 20,750.00 \$ - \$ 24,919.00 \$. \$	- 100.00% - 100.00%				\$ 5,187.5
SOFT	Loretto Heights MD1	City and County of Denver	Sanitary/Storm Sewer Plan Review Fee	6305863	\$ 50,029.96	07/20/21	District Pd	NA.	\$ 50,029.96 Loretto Heights MD	NA NA	\$ 50,029.96	0.00%	\$.	100.00%	\$ 50,029.96	\$ 50,02	.96 \$ - \$	- 5	- 100.00%	\$ 50,029.9	96 \$ 28,794.93	\$.	\$ 21,235.0
	ACM Loretto VI LLC	Colorado Cleanup Corporation	Loretto Heights Demolition/Abatement		\$ 92.356.50				\$ 92.356.50 ACM Loretto VI LLC	08/09/21	\$ 92,356.50	0.00%	\$.		\$ 92,356.50	s	\$ 92,356.50 \$. \$		\$ 92.356.5			S .
SOFT	Loretto Heights MD1 ACM Loretto VI LLC	Denver Water Harris Kocher Smith	Pmt for Inspection Fee and Review Fee 180702 Loretto Heights	Fees	\$ 26,644.00		District Pd Multiple		\$ 26,644.00 Loretto Heights MD \$ 5,240.00 ACM Loretto VI LLC	NA Multiple	\$ 26,644.00 \$ 5,240.00	0.00%	\$ 888.00		\$ 26,644.00 \$ 4.352.00	\$ 26,64	.00 \$. \$ - \$ 4,352.00 \$. 5	- 100.00% - 100.00%			\$ 26,644.00	
SOFT SOFT		Harris Kocher Smith	Project # 210547 Pancratia Hall at Loretto Heights	210547.2	\$ 2,117.50	06/16/21	350	07/31/21	\$ 2,117.50 Intran by Investments	08/13/21	\$ 2,117.50	0.00%	\$.	100.00%	\$ 2,117.50 \$ 4.350.78	s	- S - S	2,117.50 \$	- 100.00%	\$ 2,117.5	50 \$ 1,058.75	\$ -	\$.
		Hartman Ely Investments	Construction Management (Ag Ditch Reroute)		\$ 4,350.78	06/27/21		ti Paid w/Verification	\$ 4,350.78 artman Elv Investments	Paid w/Verification	\$ 4,350.78	0.00%	\$ -			s	- S - S	4.350.78 \$	- 100.00%	\$ 4,350.7	78 S 2.175.39		S .
SOFT	Hartman Dy Investments LLC ACM Lonetto VI LLC	Hartman Ely Investments HLT Water, LLC	Construction Management (Ag Ditch Reroute) Valuation of Loretto Heights Water Assets	Inv. No. 2 20210701	\$ 105.88	08/08/21		ti Paid w/Verification 07/14/21	\$ 105.88 ortman by Investments \$ 3,600.00 ACM Loretto VI LLC	Paid w/Verification 07/26/21	\$ 105.88 \$ 3,600.00	0.00%	\$ -	100.00%	\$ 105.88 \$ 3.600.00	\$	S S S	105.88 \$	- 100.00% - 100.00%	\$ 105.8		\$ 3,600.00	\$
SOFT	ACM Loretto VI LLC	Landmark Environmental, Inc.	Loretto Heights_ProjConstMgmt	6220	\$ 3,901.59		1651	07/14/21	\$ 3,901.59 ACM Loretto VI LLC	07/27/21	\$ 3,901.59	0.00%	\$ -	100.00%	\$ 3,901.59	s	S 3,901.59 \$. \$	- 100.00%	\$ 3,901.5			s -
	Hartman Dy Investments LLC	Harris Kocher Smith	Irrigation Main Reroute				359	09/20/21	\$ 2,862.50 intrain the Investments	09/27/21	\$ 2,862.50	0.00%	\$ -	100.00%	\$ 2.862.50	s	. s . s	2.862.50 \$	- 100.00%				s .
SOFT	Hartman Dy Investments LLC	Hartman Ely Investments Hartman Ely Investments	Construction Management (Ag Ditch Reroute) Construction Management (Ag Ditch Reroute)	Inv. NO. 3 Inv. NO. 4				ti Paid w/Verification		Paid w/Verification Paid w/Verification	\$ 143.13 \$ 625.00	0.00%	\$.	100.00%	\$ 143.13 \$ 625.00	\$. \$. \$	143.13 \$ 625.00 \$	- 100.00% - 100.00%	\$ 143.1 \$ 625.0			\$ -
HARD	Hartman Dy Investments LLC	I-Kota	Agricultural Ditch Relocation	D21001-001	\$ 12,500.00		364	10/12/21	\$ 12,500.00 Intrian Ely Investments	10/12/21	\$ 12,500.00	0.00%	\$.	100.00%	\$ 12,500.00	s	s . s	12,500.00 \$	- 100.00%	\$ 12,500.0			s .
SOFT	ACM Loretto VI LLC	AE Design	Pancratia Parking Lot Lighting	5388.00-01	\$ 2,500.00	07/31/21	1702	10/12/21	\$ 2,500.00 ACM Loretto VI LLC	10/28/21	\$ 2,500.00	0.00%	\$ -	100.00%	\$ 2,500.00	s	\$ 2,500.00 \$. \$	- 100.00%	\$ 2,500.0	00 \$ 2,500.00	\$ -	ş .
SOFT		City and County of Denver City and County of Denver	Site Plan Fee/Subdivision Plan Review Fees PBG & PUD Site Plan Review	6326813 2021-SDP-0000222	\$ 63.00	08/30/21	ACH ACH	12/26/21	\$ 63.00 ACM Loretto VI LLC \$ 500.00 ACM Loretto VI LLC	12/26/21	\$ 63.00	66.11% 66.11%	\$ 41.65 \$ 330.57	33.89% 33.89%	\$ 21.35	5	S 21.35 S	. \$	- 100.00% - 100.00%	\$ 21.3 \$ 169.4	35 \$ 5.34 43 \$ 42.36		
SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Harris Kocher Smith	180702 Loretto Heights	180702.36-43					\$ 188,698.94 ACM Loretto VI LLC	12/26/21 Multiple	\$ 500.00 \$ 188,698.94		\$ 48,594.80		\$ 140,104.14	s	S 140,104.14 S	. s	- 100.00%				
SOFT	ACM Loretto VI LLC	Rocky Mountain AquaTech LLC	HVAC Water Treament for October 2021	46722	\$ 326.43	10/12/21	1710	10/25/21	\$ 326.43 ACM Loretto VI LLC	11/04/21	\$ 326.43	66.11%	\$ 215.81	33.89%	\$ 110.62	s	S 110.62 S	. \$	- 100.00%	\$ 110.6	52 \$ 27.65	\$ 27.65	\$ 27.6
SOFT	ACM Loretto VI LLC	Securitas	Security Guard Services	10648587 10533192	\$ 6,292.83 \$ 6,292.83			01/17/22	\$ 6,292.83 ACM Loretto VI LLC	01/28/22	\$ 6,292.83 \$ 6.292.83	66.11% 66.11%	\$ 4,160.42		\$ 2,132.41 \$ 2,132.41	S	S 2,132.41 S	- \$	- 100.00% - 100.00%	\$ 2,132.4 \$ 2,132.4			
SOFT	ACM Loretto VI LLC	Securitas Shears Adkins Rockmore	Security Guard Services Loretto Heights	Multiple			Multiple		\$ 6,292.83 ACM Loretto VI LLC \$ 2,250.00 ACM Loretto VI LLC	10/13/21 Multiple	\$ 2,250.00		\$ 4,160.42		\$ 2,250.00	s	- \$ 2,132.41 \$. s	- 100.00%				
SOFT	ACM Loretto VI LLC	City and County of Deriver	Alarm Permit Renewal Charges	425257	\$ 25.00	10/11/21	1703	10/12/21	\$ 25.00 ACM Loretto VI LLC	10/20/21	\$ 25.00	100.00%	\$ 25.00	0.00%	s -	5	. s . s	. \$	- 0.00%	s -	s -	\$ -	s -
SOFT	ACM Loretto VI LLC	CS Group	Repair Swamp Cooler	93678	\$ 300.00	0.700,00		10/01/21	\$ 300.00 ACM Loretto VI LLC	10/05/21	\$ 300.00	100.00%	\$ 300.00	0.00%	s -	\$. s . s	- \$	- 0.00%	ş -	ş -	\$ -	\$ -
SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Denver Water Dewberry Engineers Inc.	Sewer/Water Charges Loretto Heights Pipeline Load Analysis	7901733755 2011129	\$ 2,102.69 \$ 450.00		1708 1750	10/12/21 02/11/22	\$ 2,102.69 ACM Loretto VI LLC \$ 450.00 ACM Loretto VI LLC	10/18/21 03/01/22	\$ 2,102.69 \$ 450.00	0.00%	\$.		\$ 2,102.69 \$ 450.00	5	\$ 2,102.69 \$ - \$ 450.00 \$		- 100.00% - 100.00%	\$ 2,102.6 \$ 450.0		\$ 1,051.35 \$ 450.00	
SOFT	ACM Loretto VI LLC	Harris Kocher Smith	180702 Loretto Heights	180702.44	\$ 11,517.50					03/23/22	\$ 11,517.50	9.23%	\$ 1,063.50		\$ 10,454.00	5	\$ 10,454.00 \$. \$		\$ 10,454.0		\$ 1,063.50	
SOFT	ACM Loretto VI LLC	McGeady Becher P.C.	Update Electronic Meeting Folder - Machebeuf Hall Concept UL Fire Monitoring	85328 2568065	S 112.50	01/31/22	1758	02/25/22	S 112.50 ACM Loretto VI LLC	03/02/22	\$ 112.50	0.00%	\$.	100.00%	\$ 112.50	s	\$ 112.50 \$. \$	- 100.00%	S 112.5	o s -	\$ 56.25	\$ 56.2
		Mountain Alarm Mountain Alarm	Investigate trouble on panel	266775	\$ 38.50		1706	10/12/21	\$ 38.50 ACM Loretto VI LLC \$ 200.00 ACM Loretto VI LLC	10/26/21	\$ 200.00	100.00%	\$ 200.00	0.00%	\$.	5			- 0.00%	\$.	5	\$.	5
SOFT	ACM Lowetto VI LLC ACM Lowetto VI LLC	Mountain Alarm	UL Fire Monitoring/AES Monitoring	2568066		10/01/21		10/12/21	\$ 77.00 ACM Loretto VI LLC	10/26/21	\$ 77.00	100.00%	\$ 77.00		s -	5	· s · s	. \$	- 0.00%	s .	s -	\$ -	s .
SOFT	ACM Loretto VI LLC	Paige Langley	Mileage Reimbursement	9/17/2021			1698		\$ 48.26 ACM Loretto VI LLC	10/04/21	\$ 48.26	100.00%	\$ 48.26 \$ 15,000.00	0.00%	s -	\$	- s - s	- \$	- 0.00%	s .	s -	s .	s -
	ACM Loretto VI LLC ACM Loretto VI LLC	Rise Denver Securitas	Ballot Issue 2A Security Guard Services	10/1/2021	\$ 15,000.00 \$ 6,292.83		1699 FFT	10/04/21	\$ 15,000.00 ACM Loretto VI LLC \$ 6,292.83 ACM Loretto VI LLC	03/02/22	S 15,000.00 S 6,292.83	100.00% 66.11%	\$ 15,000.00 \$ 4.160.42	0.00% 33.89%	\$ 213241	5	S 2,132.41 S	. \$	- 0.00%	S 2.132.4	\$ - 41 S 533.10	S 533.10	\$ 533.1
SOFT	ACM Loretto VI LLC	Securitas	Security Guard Services	10744109		03/22/22	EFT	04/01/22	\$ 5,156.19 ACM Loretto VI LLC	04/01/22	\$ 5,156.19		\$ 3,408.95		\$ 1,747.24	s	S 1,747.24 S	. \$	- 100.00%				
SOFT	ACM Loretto VI LLC	Securitas	Security Guard Services	10758403				04/13/22	\$ 6,292.83 ACM Loretto VI LLC	04/13/22	\$ 6,292.83	66.11%	\$ 4.160.42	33.89%	\$ 2.132.41	\$	\$ 2,132.41 \$	- \$	- 100.00%	\$ 2,132.4		\$ 533.10	\$ 533.1
SOFT	ACM Lovetto VI LLC ACM Lovetto VI LLC	Semple Brown Semple Brown	Design Services Design Services	2021-0260	\$ 19,951.80 \$ 10,278.20		1670 1693	08/10/21 09/22/21	\$ 19,951.80 ACM Loretto VI LLC \$ 10,278.20 ACM Loretto VI LLC	08/16/21 09/30/21	\$ 19,951.80 \$ 10,278.20	0.00%	s .	100.00%	\$ 19,951.80 \$ 10,278.20	\$	\$ 19,951.80 \$ - \$ 10,278.20 \$. \$	- 100.00% - 100.00%	\$ 19,951.8 \$ 10,278.2		\$	S
SOFT	ACM LONGS VILLE	Shears Adkins Rockmore	Machebeuf Hall Concept	23-7150	\$ 2,500.00	01/31/22	EFT	02/16/22	\$ 2,500.00 ACM Loretto VI LLC	02/16/22	\$ 2,500.00	0.00%	\$.	100.00%	\$ 2,500.00	s	\$ 2,500.00 \$	- \$	- 100.00%	\$ 2,500.0	00 S -	\$ 1,250.00	
SOFT	ACM Loretto VI LLC	Shears Adkins Rockmore	Machebeuf Hall Concept	23-7205	\$ 6,500.00		EFT	03/17/22	\$ 6,500.00 ACM Loretto VI LLC	03/17/22	\$ 6,500.00	0.00%	\$.	100.00%	\$ 6,500.00 \$ 1,400.00	\$	S 6,500.00 \$. \$	- 100.00%	\$ 6,500.0		\$ 3,250.00	
	ACM Lowetto VI LLC ACM Lowetto VI LLC	Shears Adkins Rockmore Symmetry Energy Solutions	Loretto Heights Invoice for Natural Gas Deliveries	23-6769 11798124	\$ 1,400.00 \$ 487.73		1700	06/23/21 10/01/21	\$ 1,400.00 ACM Loretto VI LLC \$ 487.73 ACM Loretto VI LLC	06/23/21 10/07/21	\$ 1,400.00 \$ 487.73	0.00% 100.00%	\$ 487.73		5 1,400.00	\$	- \$ 1,400.00 \$. \$	- 100.00%	\$ 1,400.0	350.00 S	\$ 350.00	\$ 350.0
SOFT	ACM Loretto VI LLC	The Pachner Company	Loretto Heights Win Bonus - City Council approval	4449	\$ 28,000.00	10/01/21	1707	10/12/21	\$ 28,000.00 ACM Loretto VI LLC	10/19/21	\$ 28,000.00	100.00%	\$ 28,000.00	0.00%	s -	\$	- S - S	- \$	- 0.00%	s -	s -	\$.	\$.
SOFT	ACM Loretto VI LLC	Xcel Energy	Electricity Charges	750139714	\$ 3,383.17 \$ 230,044.40				\$ 3,383.17 ACM Loretto VI LLC \$ 230,044.40 ACM Loretto VI LLC	10/22/21	\$ 3,383.17		\$ 3,383.17	0.00%	\$ 230,044.40	s	s . s - s 230,044.40 s	. \$	- 100.00%	\$ 230,044.4	S .	\$.	\$.
HARD SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Colorado Cleanup Corporation Harris Kocher Smith	Loretto Heights Pool 180702 Loretto Heights	Pay App 1&2 180702.45	\$ 230,044.40		1834 1797	08/26/22 06/01/22	\$ 230,044.40 ACM Loretto VI LLC \$ 92,895.00 ACM Loretto VI LLC	09/01/22 06/08/22	\$ 230,044.40 \$ 92,895.00	0.00%	\$ 8.032.62		\$ 230,044.40 \$ 84,862.38	S	S 230,044.40 S 84,862.38 S	. 5	- 100.00% - 100.00%			\$ 9,681.85	\$ 36,646.8
SOFT	ACM Lowetto VI LLC	Landmark Environmental, Inc.	Loretto SU01-02 ACM-RBM Survey	6871	\$ 3,793.00	06/30/22	1836	08/26/22	\$ 3,793.00 ACM Loretto VI LLC	09/02/22	\$ 3,793.00	0.00%	\$.	100.00%	\$ 3,793.00	s	\$ 3,793.00 \$	- \$	- 100.00%	\$ 3,793.0	00 \$ 3,793.00	\$.	s -
SOFT	ACM Lowetto VI LLC	Securitas	Adjustment to PPP% in Ver. 6	Multiple	\$ -	Multiple 05/24/22	EFT ADJ	Multiple 05/24/22	S - ACM Loretto VI LLC	Multiple 05/24/22	S -	100.00%	\$.	0.00%	\$ 6,012.06 \$ 4,264.81	S	S 6,012.06 S	. \$	- 100.00%	\$ 6,012.0			
SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Securitas Colorado Cleanup Corporation	Adjustment to PPP% in Ver. 5 Loretto Heights Pool		\$ 31,931.40	06/24/22	ADJ 1839	06/24/22 09/01/22	\$ - ACM Loretto VI LLC \$ 31,931.40 ACM Loretto VI LLC	06/24/22 09/09/22	\$ 31,931.40	0.00%	\$ (4,264.81)		\$ 4,264.81 \$ 31,931.40	S	\$ 4,264.81 \$ - \$ 31,931.40 \$. 5	- 100.00% - 100.00%	\$ 4,264.8 \$ 31,931.4		\$ 1,066.20	\$ 1,066.2
SOFT	ACM Lowetto VI LLC	Securitas	Security Guard Services	10908697	\$ 5,524.24	07/31/22	EFT	09/02/22	\$ 5,524.24 ACM Loretto VI LLC	09/02/22	\$ 5,524.24	32.23%	\$ 1,780.31	67.77%	\$ 3,743.93	\$	\$ 3,743.93 \$	- \$	- 100.00%	\$ 3,743.9	93 \$ 935.98	\$ 935.98	
SOFT	ACM Loretto VI LLC	Harris Kocher Smith	180702 Loretto Heights Loretto Pool Bidg, ACM RBM Survey	180702.51 6749	\$ 47,295.00 \$ 7,135.73			10/13/22	\$ 47,295.00 ACM Loretto VI LLC	10/21/22	\$ 47,295.00 \$ 7,135,73		\$ 7,483.21	84.18%	\$ 39,811.79	S	S 39,811.79 S	. \$	- 100.00% - 100.00%	\$ 39,811.7 \$ 7,135.7		\$ 6,933.57	\$ 6,933.5
SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Landmark Environmental, Inc. Securitas	Loretto Pool Bidg. ACM RBM Survey Security Guard Services	6749 10948108	\$ 7,135.73			09/29/22	\$ 7,135.73 ACM Loretto VI LLC \$ 3,699.22 ACM Loretto VI LLC	10/12/22 09/04/22	\$ 7,135.73 \$ 3,699.22	0.00% 32.23%	\$ 1,192.26		\$ 7.135.73 \$ 2,506.96	5	S 7,135.73 S	. 5	- 100.00% - 100.00%	\$ 7,135.7 \$ 2,506.9		\$ 626.74	\$ 626.7
HARD		Colorado Cleanup Corporation	Loretto Heights Pool	Pay App 4 RET REL	\$ 13.788.20	08/22/22		11/30/22	\$ 13.788.20 ACM Loretto VI LLC	12/06/22	\$ 13,788.20	0.00%	\$ -	100.00%	\$ 13,788.20	\$	\$ 13,788.20 \$. \$	- 100.00%			s .	\$.
SOFT	ACM Loretto VI LLC	Fairfield and Woods P.C.	General Real Estate Matters	242810	\$ 7,942.50		1887	11/30/22	\$ 7,942.50 ACM Loretto VI LLC	12/07/22	\$ 7,942.50		\$ 7,942.50	0.00%	S -	S	S . S	. \$	- 100.00% - 100.00%	\$ -	\$ ·	\$.	\$.
SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Harris Kocher Smith Securitas	180702 Loretto Heights Security Guard Services	180702.53 10992077	\$ 13.255.00 \$ 2,273.28			11/30/22 11/01/22	\$ 13.255.00 ACM Loretto VI LLC \$ 2,273.28 ACM Loretto VI LLC	12/07/22 11/01/22	\$ 13,255.00 \$ 2,273.28	1.71%	\$ 732.68	98.29% 67.77%	\$ 13,029.00 \$ 1,540.60	S	S 13,029.00 \$ 1,540.60 \$	- \$ - \$	- 100.00% - 100.00%	S 13.029.0 S 1,540.6			
SOFT	ACM Loretto VI LLC	Securitas	Security Guard Services	11029731		10/31/22		11/16/22	\$ 2,841.60 ACM Loretto VI LLC	11/16/22	\$ 2,841.60	32.23%	\$ 915.85	67.77%	\$ 1,540.60 \$ 1.925.75	s	\$ 1,925.75 \$. \$	- 100.00%	\$ 1,925.7	75 \$ 481.44	S 481.44	S 481.4
SOFT	ACM Loretto VI LLC	AVI Roofing	Completed leak repairs on District's Construction Office	28961	\$ 524.95	08/30/22	1893	12/16/22	\$ 524.95 ACM Loretto VI LLC	12/21/22	\$ 524.95	0.00%	ş -	100.00%	\$ 524.95	s	\$ 524.95	\$	- 100.00%	\$ 524.9		\$ 131.24	
SOFT	ACM Loretto VI LLC ACM Loretto VI LLC	Harris Kocher Smith Securitas	180702 Loretto Heights Security Guard Services	180702.54 11065301	\$ 9,542.50 \$ 2,273.28			12/16/22	\$ 9,542.50 ACM Loretto VI LLC \$ 2,273.28 ACM Loretto VI LLC	12/21/22	\$ 9,542.50 \$ 2,273.28	13.76%	S 1313.36	86.24% 67.77%	S 8.229.14 S 1.540.66	S S	\$ 8,229.14 \$ \$ 1,540.66	* \$	- 100.00% - 100.00%	\$ 8,229.1 \$ 1,540.6	14 S 2.057.29 56 S 385.17		
SOFT	Thrive Home Builders	A.G. Wassenaar	Geotechnical Due Diligence Study	302784			4181		\$ 8,700.00 THS Loretto	05/12/19	\$ 8,700.00	59.58%	\$ 5,183.26	40.42%	\$ 1,540.66 \$ 3,516.74 \$	3,516.74 \$	\$.	\$:	,516.74 100.00%				
SOFT	Thrive Home Builders	A.G. Wassenaar	Geotechnical Site Development Study	343752	\$ 11,900.00		1105	04/11/22	\$ 11,900.00 THS Loretto	04/11/22	\$ 11,900.00	59.58%	\$ 7,089.74	40.42%	\$ 4,810.26 \$	4,810.26 \$	- S	\$ 4	,810.26 100.00%	\$ 4,810.2	26 \$ 1,202.56	\$ 1,202.56	\$ 1,202.5
SOFT	Thrive Home Builders Thrive Home Dullders	A.G. Wassenaar A.G. Wassenaar	Soil & Foundation Studies-Buildings 1-9 and 10-17(Lot 1, Block 2 & 10) Soil & Foundation Studies-Buildings 18-27 and 28-37(lot 1, Block 1 & Lot 2 Block 1)		\$ 20,485.00 \$ 16,845.00			05/31/22 06/21/22	\$ 20,485.00 THS Loretto \$ 16,845.00 THS Loretto	05/31/22 06/21/22	\$ 20,485.00 \$ 16.845.00	100.00%	\$ 20,485.00 \$ 16,845.00	0.00%	5 - 5	- S	\$.	\$	- 0.00%	\$ -	\$ -	\$.	\$.
SOFT	Thrive Home Builders	A.G. Wassenaar A.G. Wassenaar	Soil & Foundation Studies-Buildings 18-27 and 28-32(Lot 1, Block 1 & Lot 2 Block 1) Project Manager - Meetings	353128	\$ 16,845.00				\$ 165.00 THS Loretto	12/31/22	\$ 165.00		\$ 165.00		s s	. \$. s	\$	- 0.00%	s .	S	\$	s
SOFT	Thrive Home Builders	A.G. Wassenaar	OverEx/Overlot Grading - Compaction Testing, Proctor, Report Prep	354349	\$ 3,925.00	07/29/22	1178	12/31/22	\$ 3,925.00 THS Loretto	12/31/22	\$ 3,925.00		\$ 3,925.00	0.00%	s - s	- S	s -	\$	- 0.00%	s -	\$ -	\$.	ş -
SOFT	Thrive Home Builders	A.G. Wassenaar A.G. Wassenaar	OverEx/Overlot Grading - Compaction Testing, Report Prep 220563MAS - Foundation Recommendation Verification	358066 358193	\$ 5,645.00 \$ 39.100.00	10/27/22		01/07/23	\$ 5,645.00 THS Loretto \$ 39,100.00 THS Loretto	01/07/23 12/31/22	\$ 5,645.00	100.00%	\$ 5,645.00 \$ 39.100.00	0.00%	\$. \$	- S	. \$.	\$	- 0.00%	\$ -	\$ -	\$.	\$.
SOFT	Thrive Home Builders Thrive Home Builders	A.G. Wassenaar A.G. Wassenaar	220563MAS - Foundation Recommendation Verification Compaction Testing/Concrete Sampling/Report Prep		\$ 39,100.00		1178 1184			12/31/22	\$ 39,100.00 \$ 15,260.00		\$ 39,100.00		5 . 4	- S	S .	5	- 0.00%	5 -	5	\$.	\$.
SOFT	Thrive Home Builders	A.G. Wassenaar	220563MAS - Soil & Foundation Studies	INV001624	\$ 1,120.00	12/06/22	1194	02/11/23	\$ 1,120.00 THS Loretto	02/11/23	\$ 1,120.00	100.00%	\$ 1,120.00	0.00%	s - s	- S	· \$ -	\$	- 0.00%	s -	ş -	\$ -	s -
SOFT		A.G. Wassenaar	Compaction Testing		\$ 19,985.00	12/30/22		02/11/23	\$ 19,985.00 THS Loretto	02/11/23	\$ 19,985.00		\$ 19,985.00										

SUMMARY OF COSTS REVIEWED



																				DISTRICT> DISTRICT> HARTMAN ELY	DISTRICT → THB LORETTO LAND						
		DEVELOPER	VENDOR	DESCRIPTION	INV NO	INV AMT	INV DATE	CHK NO			AID BY/TO BE PAID I	DATE CLEARED	VER PMT AMT	% PRI	PRI AMT	% PUB	PUB AMT			CM LORETTO VILLC INVESTMENTS LLC	LLC	% CAP	VER CAP AMT	STREETS	WATER		PARKS & REC
12	SOFT	Thrive Home Builders	Arlo Braun Arlo Braun	Residential Site Plan & Grading Concepts/Project Conference Calls	21.04-05 21.04-06	\$ 4,700.00 \$ 10,800.00		3945 4484		\$ 4,700.00 \$ 10,800.00	NT Builders	03/06/19	\$ 4,700.00 \$ 10,800.00	59.58% 59.58%	\$ 2.800.15 \$ 6,434.39	40.42%	\$ 1.899.85 \$ 4,365.61		s - s		\$ 1.899.85 \$ 4,365.61	100.00%	\$ 1,899.85 \$ 4,365.61			1,091.40	474.96 1,091.40
12	SOFT	Thrive Home Builders Thrive Home Builders	Ario Braun	Residential Site Planning/Project Conference Calls Residential Site Planning/Project Conference Calls	21.04-06		01/31/19	4484	11/12/19		NT Builders NT Builders	11/12/19	\$ 4,600.00		\$ 2.740.57		\$ 1.859.43		5 . 5		S 1,859,43	100.00%	\$ 1,859.43				
12	SOFT	Thrive Home Builders	Arlo Braun	Residential Site Planning/Project Conference Calls	21.04-08	\$ 10,400.00	05/31/19	4394	10/09/19	\$ 10,400.00		10/09/19	\$ 10,400.00	59.58%	\$ 6,196.08	40.42%					\$ 4,203.92	100.00%	\$ 4,203.92			1,050.98	
12	SOFT	Thrive Home Builders	Arlo Braun	Site Plan Recommendations	21.01-02	\$ 1,400.00	06/31/18	4484	11/12/19	\$ 1,400.00	NT Builders	11/12/19	\$ 1,400.00	59.58%	\$ 834.09	40.42%	\$ 565.91	\$ 565.91	s - s		\$ 565.91	100.00%	\$ 565.91	\$ 141.48	S 141.48 S	141.48	141.48
12	SOFT	Thrive Home Builders	B & J Surveying	Test Hole Staking 4/3/19 ~ Lots 1-14	286835	\$ 1,465.00	04/08/19	4131	05/15/19		NT Builders	05/15/19	\$ 1,465.00		\$ 1,465.00	0.00%	s -	s -	s - s		s -	100.00%	s -	s -	s - s		
12	SOFT	Thrive Home Builders	B & J Surveying	Staking for Boring Locations 2/4/21	324283		02/18/21	1045	03/22/21		THS Loretto	03/22/21	\$ 850.00	100.00%			\$ -	\$ -	s - s		\$ -	100.00%	\$ -	\$ -	\$ - 5		
12	SOFT	Thrive Home Builders Thrive Home Builders	B & J Surveying B & J Surveying	Caisson Asbuilt Survey Staking for Boring Locations 9/30/21	326310 337207	\$ 1,785.00 \$ 2,660.00	03/26/21 10/09/21	1051 4647	05/11/21	\$ 1,785.00	THS Loretto	05/11/21 11/12/21	\$ 1,785.00 \$ 2,660.00	100.00%	\$ 1,785.00 \$ 2,660.00	0.00%	S -	\$ -	5 - 5		\$.	100.00%	\$.	\$.	5 - 5		-
12	SOFT	Thrive Home Builders	B & J Surveying	Staking for Boring Locations 9/30/21 Staking for Boring Locations	346313	\$ 4,615.00	03/09/22	1126	05/31/22		THE Loretto	05/31/22	\$ 4,615.00	100.00%	\$ 4,615.00	0.00%	s -	s -	s - s		s .	100.00%	s .	s .	5 . 5		
12	SOFT	Thrive Home Builders	B & J Surveying	Staking for Boring Locations 3/16/22	347466	\$ 2,720.00	03/26/22	1115	04/18/22		THS Loretto	04/18/22	\$ 2,720.00	100.00%	\$ 2,720.00	0.00%	s -	\$ -	s - s		\$ -	100.00%	s -	s -	5 - 5		
12	SOFT	Thrive Home Builders	B & J Surveying	Restake Test Holes for Boring Locations	349155	\$ 680.00	04/19/22	1126	05/31/22		THS Loretto	05/31/22	\$ 680.00	100.00%	\$ 680.00	0.00%	\$ -	ş -	s - s		\$ -	100.00%	\$ -	\$ -	\$ - 5		
12	SOFT	Thrive Home Builders	City & County of Denver	Survey Dev Review Fee/SDP Review Fee/Forestry Frontage Multiple Blocks Fee	6341160			N/A	N/A	\$ -	N/A	N/A	s -		\$ 4,784.09		\$ 3,245.91	\$ -	s - s		\$ -	100.00%	\$ -	\$ -	\$ - 5		
12	SOFT	Thrive Home Builders	City & County of Denver	PBG & PUD Site Plan Reciew/Plan Check-Blocks Forestry Ent/Engr Surv PWDES DR	8624287		12/21/21	N/A	N/A	\$.	N/A	N/A	\$.		\$ 3,509.13	40.42%		\$ -	s - s		\$.	100.00%	\$.	\$.	\$		-
12	SOFT	Thrive Home Builders Thrive Home Builders	City & County of Denver	Development/Site/Erosion Control Application Review Fees Address Assignment	6413293 6445217/6445218		03/01/22	1104 N/A	03/28/22 N/A	\$ 427.50	THS Loretto N/A	03/28/22 N/A	\$ 427.50	59.58%	\$ 254.69 \$ 3,200.00	40.42%	\$ 172.81	\$ 172.81	5 - 5		\$ 172.81	0.00%	\$ 172.81	\$ 43.20	\$ 43.20 \$	43.20	43.20
12	SOFT	Thrive Home Builders	City & County of Denver	San Sewer Plan Review Fee/Storm Sewer Plam Review Fee	6447080			N/A	N/A	\$.	N/A	N/A	\$	0.00%	\$ 3,200.00		\$ 6,391.25	s .	5 . 5		s .	100.00%	\$	\$, ,		
12	SOFT	Thrive Home Builders	City & County of Denver	Address Assignment	6472141/6472142		06/15/22	N/A	N/A	\$ -	N/A	N/A	s -		\$ 2,450.00		s -	s -	s - s	-	\$ -	0.00%	s -	s -	5 - 5		
12	SOFT	Thrive Home Builders	City & County of Denver	Address Assignment	7975/6487976/6491			1145	07/25/22		THS Loretto	07/25/22	\$ 300.00		\$ 300.00	0.00%	s .	ş .	s - s		\$ -	0.00%	\$ -	s -	\$ - 5		
12	SOFT	Thrive Home Builders	CTL Thompson	Phase I Environmental Site Assessment - Loretto/Colorado Heights University	504147	\$ 3,700.00	02/28/19	4031	04/15/19		NT Builders	04/15/19	\$ 3,700.00		\$ 2,204.37		\$ 1,495.63	\$ 1,495.63	s - s		\$ 1,495.63	100.00%	\$ 1,495.63	\$ 373.91	\$ 373.91 \$	373.91	373.91
12		Thrive Home Builders	Denver Water	47 Tap Sales	1785639662		11/15/21	1075	11/09/21		THS Loretto	N/A	\$ 13,160.00		\$ 13,160.00			\$.	\$ - \$		\$ -	0.00%	\$ -	\$ -	\$		
12	SOFT	Thrive Home Builders	Denver Water	21385- Loretto Heights Lot 1 Block 10-Review and Inspection Fees	20220509	\$ 2,847.01	05/09/22	1123	05/09/22	\$ 2,847.00		05/13/22	\$ 2,847.00	0.00%	\$.	100.00%	\$ 2.847.01		s - s		S 2.847.01	100.00%	\$ 2,847.00		\$ 2,847.00 9	7 700 77	7 200 55
12	SOFT	Thrive Home Builders Thrive Home Builders	DTJ Design DTJ Design	2019030.10 Loretto Heights - Conceptual Product Footprint & Site Plan Refinement 2019030.11 LH-Zoning Submittal Preparation Services	Multiple Multiple		Multiple	Multiple Multiple	Multiple Multiple		THS Loretto	Multiple Multiple	\$ 86,106.14 \$ 41,286.36	65.63% 59.58%	\$ 56,511.22 \$ 24,597.45	34.57% 40.47%	\$ 29,594.92 \$ 16,688.91				\$ 29,594.92 \$ 16.688.91	0.00%	\$ 29,594.92 \$ 16.688.91			7,398.73	
12	SOFT	Thrive Home Builders Thrive Home Builders	DTJ Design	2019030.12 LH-Change Order No. 3 - Overall Prelim. Concept Design Effort and Opin			Multiple	Multiple	Multiple	\$ 19,089.70		Multiple	\$ 19,089.70	65.63%	\$ 12,528.52	34.37%	\$ 6,561.18				\$ 16,688.91	0.00%	\$ 6,561.18				
12	SOFT	Thrive Home Builders	DTJ Design	2019030.20 LH-Architectural Design Concepts	Multiple		Multiple	Multiple	Multiple	\$ 14.797.38		Multiple	\$ 14,797.38		\$ 14,797.38	0.00%	s -	\$.	s - s		\$ -	0.00%	s .	\$	s . s		
12	SOFT	Thrive Home Builders	DTJ Design	2019030.40 LH-Revised Add. Scope for Formal Site Development Plan Submittal Ser		\$ 274,257.28	Multiple	Multiple	Multiple	\$ 239,651.03	THS Loretto	Multiple	\$ 239,651.03		\$ 89,205.37		\$ 185,051.91	\$ 161,701.75	s - s		\$ 185,051.91	100.00%	\$ 166,503.35	\$ 41,625.84	\$ 41,625.84 \$	41,625.84	41,625.84
12	SOFT	Thrive Home Builders	DTJ Design	2019030-41 LH-Change Order No. 4 - Master Horizontal Site Dev. Plan Prep and Sub-		\$ 12.538.75	Multiple	Multiple	Multiple	\$ 12.538.75		Multiple	\$ 12,538.75		\$ 7.470.30		\$ 5.068.45		s - s		\$ 5.068.45	100.00%	\$ 5,068.45			1,267.11	
12	SOFT	Thrive Home Builders	DTJ Design	2019030-42 LH-Construction Documents - Northern Neighborhoods	Multiple		Multiple	Multiple	Multiple		THS Loretto	Multiple	\$ 35,025.20	0.00%	\$ -		\$ 35,025.20		s - s		\$ 35,025.20	100.00%	\$ 35,025.20				17,512.60
12	HARD	Thrive Home Builders	Goodland Construction	Loretto Heights Phase 1A and 1B	Multiple		Multiple	Multiple	Multiple		THS Loretto	Multiple	\$ 501.951.77		\$ 217,687.24		\$ 364.640.67		s - s		\$ 364.640.67	100.00%	\$ 315,445.97		\$ 121,508.01 \$		
12	SOFT	Thrive Home Builders Thrive Home Builders	Harris Kocher Smith Keller North America	190518 Thrive - Loretto Heights Project 15311203 LH Phase 1 Water Injection	Multiple		Multiple	Multiple	Multiple Multiple		THS Loretto	Multiple Multiple	\$ 484,692.50 \$ 116.298.04		\$ 204,814.19 \$ 116,298.04	57.93%	\$ 282,063.31	\$ 280,797.47	5 . 5		\$ 282,063.31	0.00%	\$ 280,982.85	5 95,162.53	\$ 73,783.44 \$	61,848.44	50,188.44
12	SOFT	Thrive Home Builders	Metrostudy	Market Study	INV00046971		02/25/19	3927	02/19/19	\$ 3,500.00		Multiple	\$ 110,298.04	100.00%	\$ 3,500.00	0.00%	s .	s .	s - s		\$.	0.00%	S	s .	5		
12	SOFT	Thrive Home Builders	Metrostudy	Market Study	INV00047926	\$ 3,589.50	03/25/19	4061	04/19/19	\$ 3,589.50		04/19/19	\$ 3,589.50	100.00%	\$ 3,589.50	0.00%	s -	ş -	s - s		\$ -	0.00%	s -	s -	5 - 5		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - No other description	118527	\$ 409.50	03/13/19	1157	10/14/22		THS Loretto	10/18/22	\$ 409.50	100.00%	\$ 409.50	0.00%	\$ -	ş -	s - s		\$ -	0.00%	\$ -	\$ -	\$ - 5		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Review/Revise 2nd Amendment	118862	\$ 252.00	04/05/19	4117	05/13/19		NT Builders	05/23/19	\$ 252.00	100.00%	\$ 252.00	0.00%	s -	s -	s - s		s -	0.00%	S -	s -	s - s		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - No other description	119192		05/09/19		06/06/19		NT Builders	06/11/19	\$ 1,921.50		\$ 1,921.50		S -	\$ -	s - s		\$ -	0.00%	\$ -	S -	\$ - 5	- !	
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Review/Revise Draft of 3rd Amendment	119776	\$ 472.50 \$ 661.50	06/07/19	4251 4117	07/15/19 05/13/19		NT Builders NT Builders	08/06/19	\$ 472.50 \$ 661.50		\$ 472.50 \$ 661.50		\$ -	\$ -	s - s		\$.	0.00%	S .	\$.	\$		
12	SOFT	Thrive Home Builders Thrive Home Builders	Montgomery Little & Soran, PC Montgomery Little & Soran, PC	Loretto Heights - R/R Civil Engineer's Agreement/Reviewed Engineer's Contract Loretto Heights - Communication regarding Water Easement to City	123031	\$ 126.00	02/07/20	1014	07/15/20		THS Loretto	07/20/20	\$ 126.00	0.00%	\$ 661.50	100.00%	\$ 126.00	\$ 126.00		-	\$ 126.00	100.00%	\$ 126.00	c .	\$ 126.00		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Comm. Regarding allocation of costs/ Comm. Regarding Off-Site Im		\$ 441.00		1014	07/15/20		THE Loretto	07/20/20	\$ 441.00	100.00%	\$ 441.00	0.00%	\$ -	\$ -	s - s		\$ -	0.00%	s .	\$ -	\$		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Review/Revise 5th Amendment	130052	\$ 2,142.00	11/11/20	1031	12/09/20		THS Loretto	12/09/20	\$ 2,142.00	100.00%	\$ 2,142.00	0.00%	s -	ş -	s - s		\$ -	0.00%	s -	\$ -	ş - <u>ş</u>		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Review/Revise 5th Amendment/Review Affordable Housing Agree		\$ 1,417.50			02/10/21		THS Loretto	02/10/21	\$ 1,417.50		\$ 1,417.50		s -	s -	s - s		\$ -	0.00%	s -	s -	\$ - 5		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Work on 5th Amendment	131601	\$ 1,197.00		1039	02/10/21		THS Loretto	02/10/21	\$ 1,197.00		\$ 1,197.00		s -	\$ -	s - s		\$ -	0.00%	\$ -	\$ -	ş - ş		-
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Review Demo Plan/Work on 5th Amendment	132078	\$ 630.00		1042	03/08/21		THS Loretto	03/08/21	\$ 630.00		\$ 630.00	0.00%	\$.	\$ -	s - s		\$.	0.00%	\$.	\$.	\$ - 5	- 1	
12	SOFT	Thrive Home Builders Thrive Home Builders	Montgomery Little & Soran, PC Montgomery Little & Soran, PC	Loretto Heights - Work on 5th Amendment Loretto Heights - Work on 5th Amendment/Comm. Regarding Operating & Property			05/10/21	1057	06/22/21		THS Loretto	06/22/21 09/21/21	\$ 756.00 \$ 4.788.00		\$ 756.00 \$ 4.788.00	0.00%	6 .				· ·	0.00%		s .			
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Reviewed PSA regarding closing date	137205	\$ 126.00	09/13/21	1079	11/22/21		THE Loretto	11/22/21	\$ 126.00	100.00%	\$ 126.00	0.00%	\$.	\$.	s . s		\$.	0.00%	s .	s .	\$		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Work on 8th Amendment/Closing Matters	137845	\$ 5,481.00		1079	11/22/21		THS Loretto	11/22/21	\$ 5,481.00		\$ 5.481.00	0.00%	s -	\$.	s - s		\$ -	0.00%	s -	\$ -	s . s		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Work on 8th Amendment/Closing Matters	138728	\$ 6,678.00	11/12/21	1131	05/31/22		THS Loretto	06/06/22	\$ 6,678.00		\$ 6,678.00	0.00%	s -	ş .	s - s		\$ -	0.00%	s -	s -	ş . <u>ş</u>		
12		Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Prepared General Construction License Form	139979		01/17/22				THS Loretto	03/14/22	\$ 535.50		\$ 535.50		\$.	\$.	s - s		\$ -	0.00%	S -	s -	s . <u>s</u>		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Reviewed Draft of PSA/ Work on access easements & declaration of		\$ 598.50	02/10/22	1099	03/14/22		THS Loretto	03/14/22	\$ 598.50		\$ 598.50	0.00%	S -	ş .	5 - 5		5 -	0.00%	5 -	5 -	5 - 5		
12	SOFT	Thrive Home Builders Thrive Home Builders	Montgomery Little & Soran, PC Montgomery Little & Soran, PC	Loretto Heights - District Covenants/Access & Utility Easements/Analysis of CCR issu Loretto Heights - Analysis of CCR's	141615 142983	\$ 2,961.00	03/11/22	1131	05/31/22 05/31/22		THS Loretto	06/06/22 06/06/22	\$ 2,961.00 \$ 567.00		\$ 2.961.00 \$ 567.00	0.00%	9	ς ,	\$		ς .	0.00%	5	5	\$ 5		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Covenants/Vendor limitation of Liability/License Agreements	143898		05/13/22		05/31/22		THE LONGTO	06/16/22	\$ 2.047.50		\$ 2.047.50		s ·	s .	s . s		s .	0.00%	s	s .	5 . 5		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Reviewed Goodland Construction Terms and Conditions	144874	\$ 819.00	06/15/22	1149	07/28/22		THS Loretto	07/29/22	\$ 819.00		\$ 819.00	0.00%	s .	\$ -	s - s		s -	0.00%	s -	s -	s - s		
12	SOFT	Thrive Home Builders	Montgomery Little & Soran, PC	Loretto Heights - Denver Water Easement	147094	\$ 850.50		1164	11/07/22		THS Loretto	11/14/22	\$ 850.50	0.00%	\$.	100.00%	\$ 850.50	\$ 850.50	s - s		\$ 850.50	100.00%	\$ 850.50	s .	\$ 850.50 \$		
12	SOFT	Thrive Home Builders	Newmark Knight Frank	Appraisal Report - 33 Acres at Loretto Heights	256102				02/07/22		THS Loretto	02/12/22	\$ 3,500.00		\$ 3,500.00		s -	ş .	s - s		\$ -	0.00%	S -	s -	s - s	:	
12	SOFT	Thrive Home Builders	OttenJohnson	Developer Legal	448702		09/09/20		11/19/20		THS Loretto	11/19/20	\$ 2,719.00		\$ 1,619.92		\$ 1,099.08				\$ 1,099.08 \$ 2,850.00	100.00%	\$ 1,099.08			274.77	274.77
12	SOFT	Thrive Home Builders Thrive Home Builders	RG Engineering Consultants Xcel Energy	Electrical Engineering New Electric Distribution	1346	\$ 24,850.00 \$ 73,114.57	11/22/21				THS Loretto	01/11/22	\$ 24,850.00		\$ 22,000.00 \$ 73,114.57	0.00%	\$ 2,850.00	\$ 2,850.00	5 . 5		> 2,850.00	100.00%	\$ 2,850.00	\$ 2,850.00			
12	SOFT	Thrive Home Builders	Xcel Energy Xcel Energy	New Gas Distribution	13087176	\$ 10,740.75	04/29/22	1143		\$ 10,740.75	THE LONGTO		s .	100.00%	\$ 10,740.75	0.00%	s .	\$.	s . s		\$.	0.00%	s .	s .	\$		
				TOTAL VERIFICATION NOS>	1-12					\$ 7,428,625.78			\$ 7,428,625.78	24.81%	\$ 1,878,639.89		\$ 5,699,126.59				\$956,408.28			\$ 3,827,895.90		460,151.14	
				TOTAL VERIFICATION NO>						\$ 4,184,802.41			\$ 4,184,802.41	14.99%	\$ 627,191.87					******** \$ -				\$ 3,053,041.87			
				TOTAL VERIFICATION NO>		\$ 315,380.31				\$ 315,380.31			\$ 315,380.31	3.09%	\$ 9,745.77		\$ 305,634.54		\$ -	\$218,618.99 \$ 87,015.55 \$104.210.09 \$ 6.574.16				\$ 168,827.55			
				TOTAL VERIFICATION NO> TOTAL VERIFICATION NO>		\$ 188,346.21 \$ 16,130.63				\$ 188,346.21 \$ 16.130.63			\$ 188,346.21 \$ 16,130.63	0.47%	\$ 888.00	99.53%	\$ 187,458.21 \$ 16,130.63		>	\$104,210.09 \$ 6,574.16 \$ \$ 16.130.63			\$ 187,458.21 \$ 16.130.63	\$ 129,428.10 \$ 8.065.32	\$ 31,332.00	22,323.03	4,375.08 8.065.32
				TOTAL VERIFICATION NO>		\$ 206,924.03				\$ 206,924.03			\$ 206,924.03	27.79%	\$ 57,503.68		\$ 149,420.35			\$149,420.35 \$			\$ 149,420.35		\$ 14,136.31		
				TOTAL VERIFICATION NO>											\$ 60,352.95					\$ 59,761.25 \$ -							
				TOTAL VERIFICATION NO>											\$ 3,767.81					\$328,976.65 \$ -			\$ 328,976.65			39,216.06	
				TOTAL VERIFICATION NO>		\$ 37,455.64				\$ 37,455.64 \$ 58,129.95			\$ 37,455.64 \$ 58.129.95	4.75%	\$ 1,780.31 \$ 8,675.47	95.25% 85.08%	\$ 35,675.33			\$ 35,675.33 \$ - \$ 49.454.48 \$ -			\$ 35,675.33			935.98	32,867.38 14,696.04
				TOTAL VERIFICATION NO> TOTAL VERIFICATION NO>		\$ 58,129.95 \$ 40,100.58				\$ 58,129.95 \$ 40,100.58			\$ 58,129.95 \$ 40,100.58		\$ 8,675.47 \$ 9,817.03		\$ 49,454.48 \$ 30,283.55			\$ 49,454.48 \$ - \$ 30,283.55 \$ -			\$ 49,454.48 \$ 30,283.55		\$ 7,560.31 ! \$ 4,123.84 !		
				TOTAL VERIFICATION NO ->		\$ 12,340.73							\$ 12,340.73		\$ 2,045.98					\$ 10,294.75 \$			\$ 10,294.75		\$ 2,573.69		
				TOTAL VERIFICATION NO>	12	\$ 2,065,297.33				\$ 1,922,168.69			\$ 1,834,813.37	53.11%	\$ 1,096,871.02	46.89%	\$ 968,426.31		\$ -	\$ \$	\$.		\$ 887,584.55	\$ 299,981.65	\$ 261,479.21	190,146.38	135,977.31
				·																•							





EXHIBIT C

SUMMARY OF DOCUMENTS REVIEWED





SUMMARY OF DOCUMENTS REVIEWED

SERVICE PLANS

 Service Plan for Loretto Heights Metropolitan District No. 1, prepared by McGeady Becher P.C., dated August 26, 2019

DISTRICT AGREEMENTS

- Facilities Funding and Acquisition Agreement between Loretto Heights Metropolitan District No.
 1 and ACM Loretto VI LL, dated February 18, 2021
- Facilities Reimbursement Agreement between Loretto Heights Metropolitan District No. 1, AMC Loretto VI LLC and Hartman Ely Investments LLC, dated June 3, 2021
- Loretto Heights Rezoning and IMP Development Agreement, by and among the City and County of Denver, ACM Loretto VI LLC, Loretto Heights Metropolitan District Nos. 1, 2, 3, 4, and 5, Loretto Heights Programming Metropolitan District, and Pancratia Hall Partners, LLC, dated April 20, 2021
- Facilities Acquisition Agreement, by and between Loretto Heights Metropolitan District No. 1 and THB Loretto Heights Land LLC, dated October 5, 2021
- Agreement and Assignment Regarding Metropolitan District Payments, by and between THB Loretto Land LLC and ACM Loretto VI LLC, dated October 5, 2021

PROFESSIONAL REPORTS

- Loretto Heights Southern Drainage Assessment, prepared by IRIS Mitigation and Design, Inc., dated August 27, 2020
- Loretto Heights Field Visit Approved Jurisdictional Determination Request, prepared by IRIS
 Mitigation and Design, Inc., dated December 2, 2020

PLANNING DRAWINGS – ACM LORETTO

- Denver Public Schools, ROW & Temporary Construction Easement Exhibit, prepared by Harris Kocher Smith, dated December 23, 2020
- Denver Public Schools, Grading Exhibit, prepared by Harris Kocher Smith, dated March 11, 2021
- Denver Public Schools, Utility Exhibit, prepared by Harris Kocher Smith, dated March 11, 2021

PLANNING DRAWINGS - THRIVE

- Loretto Heights Thrive Lot 1, Block 10 Site Development Plan, prepared by Harris Kocher Smith
- Loretto Heights Thrive CAD Site Plan Update, prepared by DTJ Design, dated November 4, 2022
- Loretto Heights Thrive Western Slope Site Plan, prepared by DTJ Design, dated November 16,
 2022
- Loretto Heights Thrive Draft Phasing Plan (Subject to Change), prepared by DTJ Design, dated
 November 16, 2022





LAND SURVEY DRAWINGS - ACM LORETTO

- Loretto Heights Filing No. 1 Plat (Unrecorded)

LAND SURVEY DRAWINGS-THRIVE

- Loretto Heights Filing No. 1 Plat, prepared by Harris Kocher Smith, dated August 25, 2021, Not Recorded
- Improvement Survey Plat Thrive Loretto Heights Ph 1A-B, prepared by Harris Kocher Smith, last revised November 11, 2022, Not Recorded
- Improvement Survey Plat-Thrive Loretto Heights, Recorded Parcel Reconfiguration, dated 9/26/22, Reception No. 2022124614

CONSTRUCTION DRAWINGS – ACM LORETTO

- Gas Redistribution Exhibit Nos 1, 2, and 3, prepared by Xcel Energy, dated December 4, 2020
- Gas Line Relocation (100% Public Due to Widening of Federal Blvd), prepared by Xcel Energy, dated April 14, 2021
- Electrical Redistribution Exhibit, prepared by Xcel Energy, dated April 15, 2021
- Loretto Heights Westside Overlot Grading Exhibit (undated)
- Pancratia Hall Irrigation Overflow Reroute Drawing, prepared by Harris Kocher Smith, dated May
 6, 2021

CONSTRUCTION DRAWINGS – THRIVE

- Loretto Heights Phases 1A, 1B, 1C, & 1D Landscape Construction Drawings, prepared by DTJ Design, dated January 11, 2023, Bid Set-Not for Construction
- Loretto Heights Thrive Phase 1A Storm and Sanitary Sewer Plans, prepared by Harris Kocher Smith, approved April 27, 2022
- Loretto Heights Thrive Phase B-D Storm and Sanitary Sewer Plans, prepared by Harris Kocher Smith, approved November 15, 2022

RECORD DRAWINGS

- None

CONSULTANT CONTRACTS – ACM LORETTO

- Harris Kocher Engineering Group, INC, Project Consulting Agreement Project Services
 Preliminary Engineering and Construction Documentation/Drawing Services, dated March 10, 2019
 - Change Order Nos. 3-4, 6-12, 14, and 17, dated May 26, 2019 through June 20, 2022
- Harris Kocher Engineering Group, Inc., Proposal to prepare an irrigation plan and profile for Irrigation Main Reroute, dated May 21, 2021, Fully Executed
- IRIS Mitigation and Design, Inc., Project Consulting Agreement, dated August 6, 2020
 - o Change Order Nos. 1 and 2, dated August 7, 2020 through October 29, 2020





- Landmark Environmental Inc., Master Services Agreement for Waste Handling, Sub Surface Related Work, Testing and Observation Services, Asbestos Materials, dated November 26, 2019
 - o Change Order Nos. 2 and 3, dated December 18, 2019 through August 21, 2019
- Shears Adkins Rockmore Architects, LLC, Master Services Agreement for Research and Documentation, Framework Planning, City Lead Master Planning Process, Architectural & Planning Services, dated September 30, 2018
 - Change Order No. 1, dated November 11, 2019
- Wenk Associates, Master Services Agreement for Grading, Stormwater and Open Space Planning, Landscaping, Architectural & Planning Services, dated January 3, 2019
 - o Change Order Nos. 1 and 2, dated April 12, 2019 through February 15, 2020

CONSULTANT CONTRACTS – THRIVE

- A.G. Wassenaar, Inc., Executed Proposal for Geotechnical Due Diligence Study, dated March 14, 2019
- A.G. Wassenaar, Inc., Executed Proposal for Geotechnical Site Development Study, dated September 1, 2021
- A.G. Wassenaar, Inc., Executed Proposal for Soil and Foundation Studies, dated January 20, 2022
- A.G. Wassenaar, Inc., Proposal for Foundation Recommendation Verification, dated July 20,
 2022
- B & J Surveying, Inc., Professional Services Proposal for Land Surveying, dated November 9, 2021
- B & J Surveying, Inc., Executed Proposal for Staking for Boring Locations, dated March 29, 2019
- B & J Surveying, Inc., Executed Proposal for Staking for Boring Locations, dated January 21, 2021
- CTL Thompson, Executed Proposal for Phase 1 Environmental Site Assessment, dated January 10, 2019
- Down to Earth Compliance, Proposal for Erosion Control, dated January 7, 2022
- DTJ Design, Letter of Agreement to Provide Conceptual Product Footprints and Site Plan Refinement, dated May 31, 2019
 - Change Order Nos. 1- 4, dated November 14, 2019 through August, 17, 2021
- DTJ Design, Proposal for Landscape Construction Documentation + Services During Construction, dated August 27, 2020
- DTJ Design, Agreement for Formal Site Development Plan Submittal, dated March 24, 2021
- DTJ Design, Agreement to Provide Zoning Submittal Preparation Services, dated October 28,
 2019
- DTJ Design, Agreement to Provide Landscape Construction Drawings & Services during Construction for Thrive Phase 1A-1D
 - Work Order No. 1, Water, Sanitary Sewer, and Storm Drainage for Thrive Phase 1A and 1B, dated June 3, 2022





- Harris Kocher Smith, Phase 1 Scope of Services, dated November 23, 2020
 - o Change Order Nos. 1, 2, and 4-7, dated February 5, 2021 through May 16, 2022
- Harris Kocher Smith, Phase 2B Scope of Services, dated January 12, 2023
- Keller North America, Inc., Master Terms & Conditions Agreement, dated June 1,2022
 - Keller North America, Inc., Work Order for Water Injection for Buildings, dated July 8, 2022, Executed
- Kimley-Horn & Associates, Letter Agreement to Provide Dry Utility Consulting Services, dated
 June 3, 2022, Executed
- LT Environmental Inc., Proposal for Construction Stormwater Compliance Services, dated September 30, 2020
- Metrostudy, Proposal for Product Pricing & Positioning Analysis, dated February 17, 2019,
 Executed
- RG Engineering Consultants, Executed Proposal for Additional Electrical Engineering Services, dated November 2, 2021
- RG Engineering Consultants, Proposal for Additional Electrical Engineering Services, dated December 29, 2022
- Westwood Professional Services, Inc., Proposal for Civil Engineering and Surveying Services, dated January 19, 2023

CONSULTANT INVOICES

See Exhibit A - Summary of Costs Reviewed

CONTRACTOR CONTRACTS

- BioTerra Constructors, Inc., Proposal for Pancratia Hall Irrigation Pipe and Manholes, dated May 4, 2021, Executed
- Colorado Cleanup Corporation, Contract for Loretto Heights Abatement & Demolition, Phase 1, dated August 19, 2020, Executed
- Goodland Construction, Inc., Master Terms & Conditions Agreement, dated April 20, 2022
- Goodland Construction, Inc., Work Order for Loretto Heights Thrive Home Builders Phase 1A and 1B for Earthwork, Wet Utilities, and Concrete, dated June 3,2022, Executed

CONTRACTOR PAY APPLICATIONS

- Bioterra, Pay Applications 1 and 2, dated May 31, 2021 through June 19, 2021
- Colorado Cleanup Corporation, Pay Application Nos. 1-9, dated August 31, 2020 through March 18, 2021
- Colorado Cleanup Corporation, Loretto Heights Pool, Pay Application Nos. 1-4, dated June 29, 2022 through August 31, 2022
- Goodland Construction, Inc. Pay Application Nos. 1-4, dated November 8, 2022 through February 6, 2023