

# RECORD OF PROCEEDINGS

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## MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14 HELD FEBRUARY 7, 2022

A special meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 14 (referred to hereafter as the "District") was convened on Monday, the 7th day of February, 2022, at 12:00 p.m., at the offices of McGeady Becher P.C. 450 E. 17<sup>th</sup> Avenue, Suite 400, Denver, Colorado. Attorney Hoistad was present at the physical location, and the meeting was also held via video/telephonic means. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Andrew Klein  
Kevin Smith  
Otis Moore, III  
Theodore Laudick

#### Also In Attendance Were:

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

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

Zachary Leavitt; CliftonLarsonAllen LLP

Kamille Curylo, Esq. and Tanya Lawless, Esq.; Kutak Rock LLP

Shelby Noble; Piper Sandler & Co.

### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**Disclosure of Potential Conflicts of Interest:** The Board noted it was in receipt of disclosures of potential conflicts of interest statements for each of the Directors and that the statements had been filed with the Secretary of State at least seventy-two hours in advance of the meeting. Attorney Becher requested that the Directors review the agenda for the meeting and advise the Board of any new conflicts of interest which had not been previously disclosed. No further disclosures were made by Directors present at the meeting.

### ADMINISTRATIVE MATTERS

**Agenda:** Ms. Finn distributed for the Board's review and approval, a proposed agenda for the District's Special Meeting.

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

**Meeting Location and Manner / Posting of Meeting Notices:** 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 the meeting would be held at the physical location at the offices of McGeady Becher P.C. 450 E. 17<sup>th</sup> Avenue, Suite 400, Denver, Colorado, which location is within 20 miles of the District. Attorney Hoistad was present at the physical location, and the meeting was also held via video/telephonic means. The Board further noted that notice of the time, date and location was duly posted and that no 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 boundaries, have been received.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Smith, seconded by Director Moore, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted at least 24 hours prior to each meeting at the northwest corner of East 64<sup>th</sup> Avenue and Tower Road.

**Minutes:** The Board reviewed the Minutes of the October 25, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Minutes of the October 25, 2021 Special Meeting.

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**PUBLIC  
COMMENTS**

There were no public comments.  
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**LEGAL MATTERS**

**Issuance by Colorado International Center Metropolitan District No. 14 of its Subordinate Limited Tax General Obligation Bonds, Series 2022 (the "Bonds"):**

*Bond Financing Submittal to City and County of Denver ("City") of:* Attorney Hoistad reported to the Board that he has reviewed the District's submittal regarding the Bonds, and has provided its signed Acknowledgement and Consent to the issuance of the Bonds by the District.

**Resolution authorizing the issuance of the District's Subordinate Limited Tax General Obligation Bonds, Series 2022, in an approximate principal amount**

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**not to exceed \$35,000,000**: Attorney Curylo reviewed with the Board the Resolution authorizing the issuance of the District's Subordinate Limited Tax General Obligation Bonds, Series 2022, in an approximate principal amount not to exceed \$35,000,000.

Following extensive discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted the Resolution authorizing the issuance of the District's Subordinate Limited Tax General Obligation Bonds, Series 2022, in an approximate principal amount not to exceed \$35,000,000 (the "**Bonds**") for the purpose of funding public improvements and paying the cost of issuing the Bonds; such Resolution also approving the related Indenture of Trust, Preliminary and Final Limited Offering Memoranda, Continuing Disclosure Agreement, and the execution of certain other documents relating to the Bonds. Further, the Board authorized the execution of all documents, instruments and certificates in connection therewith, ratified prior actions, authorized incidental actions, and repealed prior inconsistent actions.

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### **OTHER BUSINESS**

There was no other business.

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### **ADJOURNMENT**

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

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting