

**DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT (“DHP”)
COLORADO INTERNATIONAL CENTER
METROPOLITAN DISTRICT (“CIC”) NOS. 13 & 14**

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: (303) 987-0835
Fax: (303) 987-2032

NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors</u>	<u>Office</u>	<u>Term/Expires</u>
Andrew Klein	President	2023/May 2023
Otis Moore, III	Treasurer	2025/May 2025
Theodore Laudick	Assistant Secretary	2025/May 2025
VACANT		2023/May 2023
VACANT		2025/May 2023
Ann Finn	Secretary	

DATE: August 25, 2022

TIME: 2:30 p.m.

PLACE: VIA Conference Call

**TO ATTEND THIS MEETING DIAL THE PHONE NUMBER BELOW, AND
ENTER THE INDICATED MEETING ID NUMBER AND PASSCODE WHEN
PROMPTED:**

**Teleconference information:
Phone Number: 1-669-900-6833
Meeting ID: 434 948 0582
Passcode: 355867**

I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

B. Approve Agenda; confirm location of meeting and posting of meeting notices.

C. Acknowledge resignation of Kevin Smith from the Board of Directors, effective as of August 13, 2022 (enclosure).

D. Review and approve Minutes of the July 25, 2022 Regular Meeting (enclosures).

II. PUBLIC COMMENTS

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

- A. Review and consider approval of the payment of claims for the period ending _____, 2022 in the amount of \$ _____ (**DHP**) (to be distributed).
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- B. Review and accept Cash Position Schedule, dated _____, updated as of _____, 2022 (to be distributed).
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- D. Discuss imposition of fees (**DHP, CIC No. 13, CIC No. 14**).
-

IV. CAPITAL MATTERS

- A. Review and consider approval of Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 14, dated August __, 2022, prepared by Schedio Group LLC, for the amount of \$ _____ (to be distributed) (**DHP, CIC No. 13, CIC No. 14**).
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- B. Consider acceptance of verified public improvement costs and allocation of same among Denver High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 13, and Colorado International Center Metropolitan District No. 14, pursuant to Report No. 14 (**DHP, CIC No. 13, CIC No. 14**).
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- C. Consider approval, ratification or acknowledgment (as appropriate) of reimbursement to ACM High Point VI LLC (“ACM”) under the Capital Funding and Reimbursement Agreement (Denver High Point – Westside) between Denver High Point at DIA Metropolitan District and ACM, pursuant to Report No. 14 (**DHP, CIC No. 13, CIC No. 14**).
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- D. Consider adoption, approval, ratification or acknowledgment (as appropriate) of requisition(s) for reimbursement of verified public improvement costs, and any and all resolution(s) relating to such requisition(s), pursuant to Report No. 14 (**DHP, CIC No. 13, CIC No. 14**).
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- E. Consider ratifying approval of Requisition No. 59 under the CIC MD No. 14 Series 2018 Bonds, in the total amount of \$_____ (**DHP, CIC No. 13, CIC No. 14-** to be distributed).
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- F. Discuss tracking funding/expenditures for capital projects (**DHP, CIC No. 13, CIC No. 14**).
-

V. OPERATIONS AND MAINTENANCE

- A. Discuss operation and maintenance services for 2023.
-

1. Discuss formation of a homeowner’s association (**CICMD No. 13**).

2. Discuss formation of a property owner’s association (**CICMD No. 14**).

VI. LEGAL MATTERS

- A. _____

VII. OTHER BUSINESS

- A. _____

VIII. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR SEPTEMBER 26, 2022.**

Date: August 13, 2022

I, Kevin J. Smith, hereby resign from the following Boards of Directors, effective August 13, 2022:

- Aurora Regional Transportation Authority
- Sky Dance Metropolitan District Nos. 1 and 2
- Lake Bluff Metropolitan District Nos. 1, 2 and 3
- Loretto Heights Metropolitan Districts Nos. 1 through 5 and Loretto Heights Programming Metropolitan District
- Loretto Heights Community Authority Board
- Colorado International Center Metropolitan District Nos. 4, 5, 6, 8, 9, 10, 13 and 14
- Colorado Crossing Metropolitan District Nos. 1, 2 and 3
- Denver High Point at DIA Metropolitan District
- City Center West Commercial Metropolitan District
- City Center West Residential Metropolitan District
- Bristol Metropolitan District

Signed:



Kevin J. Smith

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT HELD JULY 25, 2022

A regular meeting of the Board of Directors (referred to hereafter as the "Board") of the Denver High Point at DIA Metropolitan District (referred to hereafter as the "District") was convened on Monday, the 25th day of July, 2022, at 1:00 p.m., via conference call. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

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

Jon Hoistad Esq.; McGeady Becher P.C.

Zachary Leavitt; CliftonLarsonAllen LLP

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 Hoistad 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 Regular Meeting.

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

Meeting Location / 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 by telephonic means. The Board further noted that notice of the time,

RECORD OF PROCEEDINGS

date and location was duly posted and that no objections to the telephonic manner of the meeting, or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries, have been received.

Absence of Director Kevin Smith: The Board noted Director Kevin Smith's absence from the meeting, and the absence was not excused by the Board.

Appointment of Officers: Upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Andrew Klein
Treasurer	Otis Moore, III
Secretary	Ann E. Finn
Assistant Secretary	Theodore Laudick

Minutes: The Board reviewed the Minutes of the May 23, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Minutes of the May 23, 2022 Regular Meeting.

There were no public comments.

PUBLIC COMMENTS

FINANCIAL MATTERS

Claims: Mr. Leavitt reviewed with the Board the payment of claims for the period ending June 30, 2022 in the amount of \$208,209.22.

Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending June 30, 2022 in the amount of \$208,209.22.

Cash Position Schedule: Mr. Leavitt reviewed with the Board the Cash Position Schedule for the period ending December 31, 2021, updated as of July 25, 2022.

Following review and discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule for the period ending December 31, 2021, updated as of July 25, 2022.

2021 Audit: Mr. Leavitt discussed the status of the 2021 Audit, noting that an application for extension of time to file the 2021 Audit has been filed with the State Auditor.

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Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the 2021 Audit (subject to attorney review and to the receipt of an unmodified opinion letter from the auditor), ratified the authorization of execution of the Representations Letter, and authorized the filing of the 2021 Audit with the State Auditor by the extended statutory deadline of September 30, 2022.

Maintenance Fees: The Board entered into discussion regarding the status of imposition of maintenance fees. Following discussion, the Board requested an update for the next Board meeting.

CAPITAL MATTERS

Hudick Excavating, Inc. for the High Point at DIA Filing Two/High Point Blvd Infrastructure Project: The Board discussed the final payment to Hudick Excavating, Inc. for the High Point at DIA Filing Two/High Point Blvd Infrastructure Project.

Following review and discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the final payment to Hudick Excavating, Inc. for the High Point at DIA Filing Two/High Point Blvd Infrastructure Project.

OPERATIONS AND MAINTENANCE

There were no operations and maintenance matters.

LEGAL MATTERS

Agreement and Assignment Regarding Metropolitan District Payments between Storage Brothers, LLC and ACM High Point VI LLC: The Board reviewed the Agreement and Assignment Regarding Metropolitan District Payments between Storage Brothers, LLC and ACM High Point VI LLC.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Board acknowledged the Agreement and Assignment Regarding Metropolitan District Payments between Storage Brothers, LLC and ACM High Point VI LLC.

Agreement and Assignment Regarding Metropolitan District Payments between Bottling Group Exchange Co., LLC and ACM High Point VI LLC: The Board reviewed the Agreement and Assignment Regarding Metropolitan District Payments between Bottling Group Exchange Co., LLC and ACM High Point VI LLC.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Board acknowledged the Agreement and Assignment Regarding Metropolitan District

RECORD OF PROCEEDINGS

Payments between Bottling Group Exchange Co., LLC and ACM High Point VI LLC.

OTHER BUSINESS There was no other business.

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: _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13 HELD JULY 25, 2022

A regular meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 13 (referred to hereafter as the "District") was convened on Monday, the 25th day of July, 2022, at 1:00 p.m., via conference call. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

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

Jon Hoistad Esq.; McGeady Becher P.C.

Zachary Leavitt; CliftonLarsonAllen LLP

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 Hoistad 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 Regular Meeting.

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

Meeting Location / 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

RECORD OF PROCEEDINGS

would be held by telephonic means. The Board further noted that notice of the time, date and location was duly posted and that no objections to the telephonic manner of the meeting, or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries, have been received.

Absence of Director Kevin Smith: The Board noted Director Kevin Smith's absence from the meeting, and the absence was not excused by the Board.

Appointment of Officers: Upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Andrew Klein
Treasurer	Otis Moore, III
Secretary	Ann E. Finn
Assistant Secretary	Theodore Laudick

Minutes: The Board reviewed the Minutes of the May 23, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Minutes of the May 23, 2022 Regular Meeting.

PUBLIC COMMENTS

There were no public comments.

FINANCIAL MATTERS

Cash Position Schedule: Mr. Leavitt reviewed with the Board the Cash Position Schedule for the period ending December 31, 2021, updated as of July 25, 2022.

Following review and discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule for the period ending December 31, 2021, updated as of July 25, 2022.

Maintenance Fees: The Board entered into discussion regarding the status of imposition of maintenance fees. Following discussion, the Board requested an update for the next Board meeting.

CAPITAL MATTERS

There were no capital matters at this time.

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OPERATIONS AND MAINTENANCE None.

LEGAL MATTERS There were no legal matters to discuss at this time.

OTHER BUSINESS There was no other business 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 Klein, seconded by Director Moore and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14 HELD JULY 25, 2022

A regular 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 25th day of July, 2022, at 1:00 p.m., via conference call. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

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

Jon Hoistad Esq.; McGeady Becher P.C.

Zachary Leavitt; CliftonLarsonAllen LLP

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 Hoistad 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 Regular Meeting.

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

Meeting Location / 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

RECORD OF PROCEEDINGS

would be held by telephonic means. The Board further noted that notice of the time, date and location was duly posted and that no objections to the telephonic manner of the meeting, or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries, have been received.

Absence of Director Kevin Smith: The Board noted Director Kevin Smith's absence from the meeting, and the absence was not excused by the Board.

Appointment of Officers: Upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Andrew Klein
Treasurer	Otis Moore, III
Secretary	Ann E. Finn
Assistant Secretary	Theodore Laudick

Minutes: The Board reviewed the Minutes of the May 23, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Minutes of the May 23, 2022 Regular Meeting.

There were no public comments.

PUBLIC COMMENTS

FINANCIAL MATTERS

Cash Position Schedule: Mr. Leavitt reviewed with the Board the Cash Position Schedule for the period ending December 31, 2021, updated as of July 25, 2022.

Following review and discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule for the period ending December 31, 2021, updated as of July 25, 2022.

2021 Audit: Mr. Leavitt discussed the status of the 2021 Audit, noting that an application for extension of time to file the 2021 Audit has been filed with the State Auditor.

Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the 2021 Audit (subject to attorney review and to the receipt of an unmodified opinion letter from the auditor), ratified the authorization of execution of the Representations Letter, and authorized the filing of the 2021 Audit with the State Auditor by the extended statutory deadline of September 30, 2022.

RECORD OF PROCEEDINGS

Maintenance Fees: The Board entered into discussion regarding the status of imposition of maintenance fees. Following discussion, the Board requested an update for the next Board meeting.

**CAPITAL
MATTERS**

There were not capital matters at this time.

**OPERATIONS AND
MAINTENANCE**

None.

LEGAL MATTERS

Facilities Acquisition Agreement between Colorado International Center Metropolitan District No. 14 and Storage Brothers, LLC: Attorney Hoistad reviewed with the Board the Facilities Acquisition Agreement between Colorado International Center Metropolitan District No. 14 and Storage Brothers, LLC.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Board ratified the approval of the Facilities Acquisition Agreement between Colorado International Center Metropolitan District No. 14 and Storage Brothers, LLC.

Facilities Acquisition Agreement between Colorado International Center Metropolitan District No. 14 and Bottling Group Exchange Co., LLC: Attorney Hoistad reviewed with the Board the Facilities Acquisition Agreement between Colorado International Center Metropolitan District No. 14 and Bottling Group Exchange Co., LLC.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Board ratified the approval of the Facilities Acquisition Agreement between Colorado International Center Metropolitan District No. 14 and Bottling Group Exchange Co., LLC.

Agreement and Assignment Regarding Metropolitan District Payments between Storage Brothers, LLC and ACM High Point VI LLC: The Board reviewed the Agreement and Assignment Regarding Metropolitan District Payments between Storage Brothers, LLC and ACM High Point VI LLC.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Board acknowledged the Agreement and Assignment Regarding Metropolitan District Payments between Storage Brothers, LLC and ACM High Point VI LLC.

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Agreement and Assignment Regarding Metropolitan District Payments between Bottling Group Exchange Co., LLC and ACM High Point VI LLC:

The Board reviewed the Agreement and Assignment Regarding Metropolitan District Payments between Bottling Group Exchange Co., LLC and ACM High Point VI LLC.

Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Board acknowledged the Agreement and Assignment Regarding Metropolitan District Payments between Bottling Group Exchange Co., LLC and ACM High Point VI LLC.

OTHER BUSINESS

There was no other business.

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: _____
Secretary for the Meeting