

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 9 HELD AUGUST 20, 2020

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 9 (referred to hereafter as the "District") was convened on Thursday, August 20, 2020, at 3:00 p.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via telephone conference. There was one person present at the physical location at the offices of McGeady Becher P.C., 450 E. 17th Ave., Suite 400, Denver, Colorado 80203. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein (via phone)
Kevin Smith (via phone)
Otis Moore, III (via phone)
Theodore Laudick (via phone)

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc. (via phone)

Megan Becher, Esq., Erica Montague, Esq. and Craig Sorensen; McGeady Becher P.C. (via phone)

Jon Hoistad, Esq.; McGeady Becher P.C. (in person at the meeting location and also via phone)

Jason Carroll; CliftonLarsonAllen LLP (via phone)

Laci Knowles; D.A. Davidson & Co. (via phone)

Kamille Curylo, Esq. and Tanya Barton, Esq.; Kutak Rock LLP (via phone)

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. Ms. Finn requested that the Directors review the Agenda for the meeting and advised the Board of any new conflicts of interest which

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had not been previously disclosed. No additional conflicts were disclosed 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.

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 / 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 that, due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the meeting would be held by telephonic means, and encouraged public participation via telephone. There was one person at the physical meeting location as posted. The Board further noted that notice of the time, date and location was duly posted and that 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.

PUBLIC COMMENT

There was no public comment.

LEGAL MATTERS

Public Hearing on the Inclusion of approximately 152 acres of land owned by ACM High Point VI LLC: Director Klein opened the Public Hearing on a Petition for Inclusion of approximately 152 acres of land owned by ACM High Point VI LLC ("Petition").

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 Smith, 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. 2020-08-01, Resolution for Inclusion of Real Property. A copy of the resolution is attached hereto and incorporated herein by this reference.

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Public Hearing on the Exclusion of approximately one acre of land owned by ACM High Point VI LLC: Director Klein opened the Public Hearing on a Petition for Exclusion of approximately one acre of land owned by ACM High Point VI LLC (“Petition”).

It was noted that publication of notice stating that the Board would consider the exclusion 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 Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the exclusion of the property as described in the Petition and adopted Resolution No. 2020-08-02, Resolution for Exclusion of Real Property. A copy of the resolution is attached hereto and incorporated herein by this reference.

FINANCIAL MATTERS

2020 Budget Amendment Hearing: The President opened the public hearing to consider a Resolution to Amend the 2020 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of a Resolution to Amend the 2020 Budget 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, it was determined that no amendment to the 2020 Budget was needed.

LEGAL MATTERS (continued)

Boundary Map: The Board discussed the need to obtain proposals for updating the District boundary map.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board authorized staff to obtain a proposal from Martin/Martin, Inc. to update the District boundary map.

Resolution of the Board of Directors of Colorado International Center Metropolitan District No. 9 (“District No. 9”) Authorizing District No. 9 to enter into a Capital Pledge Agreement with Colorado International Center Metropolitan District No. 8 (“District No. 8”) and UMB Bank, N.A. Relating to District No. 8’s Limited Tax General Obligation Bonds, Series 2020A in a Maximum Aggregate Principal Amount of up to \$52,000,000 (The “Bonds”); Authorizing District No. 9 to enter into Certain Financing Documents Relating to

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the Issuance by District No. 8 of its Bonds; Approving the Form of Such Capital Pledge Agreement and Other Financing Documents; Authorizing the Execution and Delivery Thereof and Of Other Documents and Instruments in Connection Therewith; Making Findings in Connection with the Foregoing; Authorizing Incidental Action; Repealing Prior Inconsistent Actions; and setting Forth the Effective Date Hereof (the "Pledge Agreement Resolution"): Ms. Knowles discussed with the Board the financial structure of the Bonds to be issued by District No. 8. Attorney Curylo reviewed the Pledge Agreement Resolution and related documents with the Board.

Following extensive discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted the Pledge Agreement Resolution.

64th Ave. ARI Authority Cost Sharing Agreement between and among Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11: Attorney Becher reviewed with the Board the 64th Ave. ARI Authority Cost Sharing Agreement between and among Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the 64th Ave. ARI Authority Cost Sharing Agreement between and among Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11, subject to final review by counsel.

OTHER BUSINESS

There was no other business for discussion.

ADJOURNMENT

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

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting

TITLE	CICMD 4-11 - Approved Minutes
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SENT

05 / 13 / 2021

18:00:13 UTC

Sent for signature to Ann Finn (afinn@sdmsi.com) from apadilla@sdmsi.com
IP: 50.78.200.153



VIEWED

05 / 13 / 2021

18:48:18 UTC

Viewed by Ann Finn (afinn@sdmsi.com)
IP: 50.78.200.153



SIGNED

05 / 13 / 2021

18:49:43 UTC

Signed by Ann Finn (afinn@sdmsi.com)
IP: 50.78.200.153



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05 / 13 / 2021

18:49:43 UTC

The document has been completed.