

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 8 HELD OCTOBER 24, 2022

A Regular Meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 8 (referred to hereafter as the "District") was convened on Monday, the 24th day of October, 2022, at 10:30 a.m. The District Board meeting was held and properly noticed to be held via conference call. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Theodore Laudick

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the absence of Director Otis Moore, III was excused.

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 Laudick and, upon vote, unanimously carried, the Agenda was approved, as amended.

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Location of Meeting and Posting of 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 the meeting would be held by telephonic means, and encouraged public participation via telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that the District had not received any 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.

Resignation of Kevin Smith: The Board acknowledged the resignation of Kevin Smith from the Board of Directors, effective as of August 13, 2022.

Vacancies/Board Appointments: The Board discussed the vacancies on the Board of Directors and considered the appointment of qualified individuals Megan Waldschmidt and Blake Amen to fill the vacancies.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board appointed Megan Waldschmidt and Blake Amen to fill the vacancies. It was noted that Ms. Waldschmidt and Mr. Amen must sign Oaths of Director within 30 days of appointment.

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

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

Appointment of Representative to 64th Ave. ARI Authority: The Board discussed the appointment of a representative to the Board of Directors of the 64th Ave. ARI Authority.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-01, Resolution Approving Appointment of Representative to 64th Avenue ARI Authority (appointing Megan Waldschmidt as the District's Representative). A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

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Resolution No. 2022-10-02; Resolution Establishing Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices: The Board discussed the business to be conducted in 2023.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-02; Resolution Establishing Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices. The Board scheduled regular meeting dates for the 4th Monday in February, May, July and October at 10:30 a.m. via Zoom. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

§32-1-809, C.R.S. Reporting Requirements (Transparency Notice) and Mode of Eligible Elector Notification for 2023: The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2023. Following discussion, the Board directed that the Transparency Notice be posted on the Special District Association website.

Consent Agenda: The Board considered the following actions:

- Consider approval of Minutes of the May 23, 2022 Regular Meeting.
- Ratify approval of 2021 Audit and authorization of execution of Representations Letter.
- Approve the TownCloud Subscription Agreement for creation of a website and authorize termination of the website agreement with Archipelago Web, Inc.

Following review, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above actions.

**PUBLIC
COMMENT**

There was no public comment.

**FINANCIAL
MATTERS**

Financial Statements/Schedule of Cash Position: Mr. Leavitt reviewed with the Board the unaudited financial statements for the period ending March 31, 2022, and the cash position statement for the period ending March 31, 2022, updated as of April 30, 2022.

Following review and discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board accepted the unaudited financial statements and the cash position statement, as presented.

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2022 Audit: The Board discussed the engagement of Schilling & Company, Inc. to prepare the 2022 Audit, for an amount not to exceed \$5,000.00.

Following review and discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the engagement of Schilling & Company, Inc. to prepare the 2022 Audit, for an amount not to exceed \$5,000.00.

CliftonLarsonAllen LLP 2023 Scope of Work: The Board discussed the CliftonLarsonAllen LLP 2023 Scope of Work.

Following review and discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP 2023 Scope of Work.

2022 Budget Amendment Hearing: The President opened the public hearing to consider an amendment to the 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider an amendment to the 2022 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. There were no comments from the public in attendance and the public hearing was closed.

It was determined that no amendment to the 2022 Budget was required.

2023 Budget Hearing: The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of the 2023 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 or at this public hearing. No public comments were received, and the public hearing was closed.

Mr. Leavitt reviewed the estimated year-end 2022 revenues and expenditures and the proposed 2023 revenues and expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2022-10-03 to Adopt the 2023 Budget and Appropriate Sums of Money, and Resolution No. 2022-10-04 to Set Mill Levies (for the General Fund at 50.133 mills, the Debt Service Fund at 10.000 mills and Contractual Obligations – Regional at 5.013 mills, for a total mill levy of 65.146 mills). Upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Resolutions were adopted,

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as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of the final Certification of Assessed Valuation from Adams County on or before December 10, 2022. Ms. Finn was authorized to transmit the Certification of Mill Levies to Adams County not later than December 15, 2022. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

Resolution Authorizing Adjustment of District Mill Levy: The Board discussed the Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-05, Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

DLG-70 Mill Levy Certification Form: Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board the Board authorized the District Accountant to prepare the DLG-70 Certification of Tax Levies form (“Certification”), authorized Klein to sign the Certification, and directed the District Accountant to file the Certification with the Board of County Commissioners and other interested parties.

2024 Budget Preparation: The Board discussed the preparation of the 2024 Budget.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

LEGAL MATTERS

May 2, 2023 Election: The Board discussed the May 2, 2023 Regular Directors’ Election.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick, and upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-05; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing Ann Finn as the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Partial Assignment of Reimbursement Rights and Facilities Reimbursement Agreement by and between Colorado International Center Metropolitan District No. 8, HP Property Owner, LLC, and ACM High Point VI LLC: Attorney

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Hoistad reviewed with the Board the Partial Assignment of Reimbursement Rights and Facilities Reimbursement Agreement by and between Colorado International Center Metropolitan District No. 8, HP Property Owner, LLC, and ACM High Point VI LLC.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick, and upon vote, unanimously carried, the Board ratified approval of the Partial Assignment of Reimbursement Rights and Facilities Reimbursement Agreement by and between Colorado International Center Metropolitan District No. 8, HP Property Owner, 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, and seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting