

**COLORADO INTERNATIONAL CENTER  
METROPOLITAN DISTRICT (“CIC”) NOS. 4, 5, 6, 8, 9 and 10**

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

NOTICE OF A REGULAR 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       |
| Megan Waldschmidt         | Assistant Secretary | 2023/May 2023       |
| Blake Amen                | Assistant Secretary | 2023/May 2023       |
| Ann Finn                  | Secretary           |                     |

DATE: February 27, 2023  
TIME: 10:30 A.M.  
PLACE: VIA Zoom

**Zoom information:**

<https://us02web.zoom.us/j/81098993624?pwd=emtZa1RVREoyUGZDRnlLaXUxdWRaQT09>

Meeting ID: 810 9899 3624

Passcode: 651129

One tap mobile

+17193594580,,81098993624#,,, \*651129# US

+12532158782,,81098993624#,,, \*651129# US (Tacoma)

I. ADMINISTRATIVE MATTERS

A. Present Disclosures of Potential Conflicts of Interest.

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B. Approve Agenda, confirm location of meeting and posting of meeting notices. Designate 24-hour posting location.

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C. 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 in the Regular Agenda.

- Consider approval of Minutes of the October 24, 2022 Regular Meeting (enclosures **CIC Nos. 4, 5, 6, 8, 9 and 10**).
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II. PUBLIC COMMENTS

- A. Members of the public may express their view 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 accept Cash Position Schedule, dated December 31, 2022, updated as of February 23, 2023 (**CIC No. 4 and CIC No. 8**) (enclosures).
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IV. LEGAL MATTERS

- A. Review and consider approval of Amended and Restated 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 (to be distributed) (**CIC No. 8**).
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- B. Review and consider ratifying approval of Reimbursement Agreement by and between Colorado International Center Metropolitan District No. 4 and Colorado International Center Metropolitan District No. 8 (enclosure) (**CIC Nos. 4 and 8**).
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- C. Discuss 2023 budgeted capital expenses and funding requirements (**CIC No. 4**).
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V. OTHER BUSINESS

- A. \_\_\_\_\_
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VI. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR MAY 22, 2023.**

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 4 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. 4 (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.

## RECORD OF PROCEEDINGS

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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        |

**Resolution No. 2022-10-01; 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. 2022-10-01; 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.

## RECORD OF PROCEEDINGS

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**§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.

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### **PUBLIC COMMENT**

There was no public comment.

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### **FINANCIAL MATTERS**

**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

## RECORD OF PROCEEDINGS

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objections were received prior to this public hearing. There were no comments from the public in attendance and the public hearing was closed.

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 of Colorado International Center Metropolitan District No. 4 to Amend the 2022 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**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 10.010 mills, the Debt Service Fund at 10.010 mills, and for Contractual Obligations – Regional at 1.001 mills, for a total mill levy of 21.021 mills). Upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Resolutions were adopted, 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.

## RECORD OF PROCEEDINGS

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**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.

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### **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. 2022-10-06; 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.

**Capital Funding Agreement:** Attorney Hoistad noted that the 2023 Budget contemplates a \$2,000,000 developer advance in the Capital Projects Fund for which there is no current funding agreement. Director Klein indicated that he will consider the potential need for a developer advance in 2023. No action was taken by the Board.

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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, and seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: \_\_\_\_\_  
Secretary for the Meeting

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 5 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. 5 (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.



## RECORD OF PROCEEDINGS

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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        |

**Resolution No. 2022-10-01; 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. 2021-10-01; 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.

## RECORD OF PROCEEDINGS

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**§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.
- 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.  
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**FINANCIAL  
MATTERS**

**2022 Application for Exemption from Audit:** The Board discussed the 2022 Application for Exemption from Audit.

Following review and 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 and file the Application for Exemption from Audit for 2022 with the State Auditor by March 31, 2023.

**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.

## RECORD OF PROCEEDINGS

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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. 2022-10-02 to Adopt the 2023 Budget and Appropriate Sums of Money, and Resolution No. 2022-10-03 to Set Mill Levies (for the General Fund at 11.132 mills, Contractual Obligations – Capital Pledge Agreement at 55.664 mills, and for Contractual Obligations – Regional at 1.000 mills, for a total mill levy of 67.796 mills). Upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Resolutions were adopted, 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. 2022-10-04, 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

## RECORD OF PROCEEDINGS

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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.

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### **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.

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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, and seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: \_\_\_\_\_  
Secretary for the Meeting

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 6 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. 6 (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.

## RECORD OF PROCEEDINGS

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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 64<sup>th</sup> Ave. ARI Authority:** The Board discussed the appointment of a representative to the Board of Directors of the 64<sup>th</sup> 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 64<sup>th</sup> 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.

## RECORD OF PROCEEDINGS

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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.
- 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**

**2022 Application for Exemption from Audit:** The Board discussed the 2022 Application for Exemption from Audit.

Following review and 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 and file the Application for Exemption from Audit for 2022 with the State Auditor by March 31, 2023.

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

## RECORD OF PROCEEDINGS

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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 (Contractual Obligations – Regional at 5.000 mills, for a total mill levy of 5.000 mills). Upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Resolutions were adopted, 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.

**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



## RECORD OF PROCEEDINGS

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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.

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**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.

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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, and seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: \_\_\_\_\_  
Secretary for the Meeting

## RECORD OF PROCEEDINGS

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### 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.

## RECORD OF PROCEEDINGS

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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 64<sup>th</sup> Ave. ARI Authority:** The Board discussed the appointment of a representative to the Board of Directors of the 64<sup>th</sup> 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 64<sup>th</sup> 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.

## RECORD OF PROCEEDINGS

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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.

## RECORD OF PROCEEDINGS

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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,

## RECORD OF PROCEEDINGS

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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.

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### **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

## RECORD OF PROCEEDINGS

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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: \_\_\_\_\_  
Secretary for the Meeting

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 9 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. 9 (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 64<sup>th</sup> Ave. ARI Authority:** The Board discussed the appointment of a representative to the Board of Directors of the 64<sup>th</sup> 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 64<sup>th</sup> 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.

## RECORD OF PROCEEDINGS

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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. 2021-10-02; 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.
- 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**

**2022 Application for Exemption from Audit:** The Board discussed the 2022 Application for Exemption from Audit.

Following review and 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 and file the Application for Exemption from Audit for 2022 with the State Auditor by March 31, 2023.

**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,

## RECORD OF PROCEEDINGS

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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 Contractual Obligations – Capital Pledge Agreement at 35.000 mills, and for Contractual Obligations – Regional at 5.000 mills, for a total mill levy of 40.000 mills). Upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Resolutions were adopted, 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.

**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

## RECORD OF PROCEEDINGS

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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.

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**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.

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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, and seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: \_\_\_\_\_  
Secretary for the Meeting

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 10 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. 10 (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.

## RECORD OF PROCEEDINGS

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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 64<sup>th</sup> Ave. ARI Authority:** The Board discussed the appointment of a representative to the Board of Directors of the 64<sup>th</sup> 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 64<sup>th</sup> 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.

## RECORD OF PROCEEDINGS

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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.
- 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**

**2022 Application for Exemption from Audit:** The Board discussed the 2022 Application for Exemption from Audit.

Following review and 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 and file the Application for Exemption from Audit for 2022 with the State Auditor by March 31, 2023.

**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,

## RECORD OF PROCEEDINGS

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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. 2022-10-02 to Adopt the 2023 Budget and Appropriate Sums of Money, and Resolution No. 2022-10-03 to Set Mill Levies (for Contractual Obligations – Regional at 5.000 mills, for a total mill levy of 5.000 mills). Upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Resolutions were adopted, 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.

**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



## RECORD OF PROCEEDINGS

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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.

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**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.

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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, and seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: \_\_\_\_\_  
Secretary for the Meeting

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT No. 4**

**Schedule of Cash Position**

**December 31, 2022**

Updated as of February 23, 2023

|  | <u>General<br/>Fund</u> | <u>Debt Service<br/>Fund</u> | <u>Capital<br/>Projects Fund</u> | <u>Total</u>            |
|--|-------------------------|------------------------------|----------------------------------|-------------------------|
| <b><u>CSAFE</u></b>                          |                         |                              |                                  |                         |
| Balance as of 12/31/22                       | \$ 132.13               | \$ 121.88                    | \$ -                             | \$ 254.01               |
| Subsequent activities:                       |                         |                              |                                  |                         |
| 01/31/23 Interest Income                     | 0.69                    | 0.67                         |                                  | 1.36                    |
| <i>Anticipated Balance</i>                   | <u>132.82</u>           | <u>122.55</u>                | <u>-</u>                         | <u>255.37</u>           |
| <b><u>UMB - Bond Fund</u></b>                |                         |                              |                                  |                         |
| Balance as of 12/31/22                       | -                       | 721,074.73                   | -                                | 721,074.73              |
| Subsequent activities:                       |                         |                              |                                  |                         |
| 01/31/23 Interest Income                     | -                       | 2,763.36                     | -                                | 2,763.36                |
| <i>Anticipated Balance</i>                   | <u>-</u>                | <u>723,838.09</u>            | <u>-</u>                         | <u>723,838.09</u>       |
| <b><u>UMB - Reserve Fund - 2019-A1</u></b>   |                         |                              |                                  |                         |
| Balance as of 12/31/22                       | -                       | 4,214,883.90                 | -                                | 4,214,883.90            |
| Subsequent activities:                       |                         |                              |                                  |                         |
| 01/31/23 Interest Income                     | -                       | 16,152.47                    | -                                | 16,152.47               |
| <i>Anticipated Balance</i>                   | <u>-</u>                | <u>4,231,036.37</u>          | <u>-</u>                         | <u>4,231,036.37</u>     |
| <b><u>UMB - Project Fund</u></b>             |                         |                              |                                  |                         |
| Balance as of 12/31/22                       | -                       | -                            | 0.18                             | 0.18                    |
| Subsequent activities:                       |                         |                              |                                  |                         |
| <i>None</i>                                  | -                       | -                            | -                                | -                       |
| <i>Anticipated Balance</i>                   | <u>-</u>                | <u>-</u>                     | <u>0.18</u>                      | <u>0.18</u>             |
| <b><i>Subtotal - 2019A-1 Bonds</i></b>       | <u>-</u>                | <u>4,954,874.46</u>          | <u>0.18</u>                      | <u>4,954,874.64</u>     |
| <b>2019A-2 Bonds</b>                         |                         |                              |                                  |                         |
| <b><u>UMB - Reserve Fund</u></b>             |                         |                              |                                  |                         |
| Balance as of 12/31/22                       | -                       | 2,148,582.15                 | -                                | 2,148,582.15            |
| Subsequent activities:                       |                         |                              |                                  |                         |
| 01/31/23 Interest Income                     | -                       | 9,731.03                     | -                                | 9,731.03                |
| <i>Anticipated Balance</i>                   | <u>-</u>                | <u>2,158,313.18</u>          | <u>-</u>                         | <u>2,158,313.18</u>     |
| <b><u>UMB - Bond Fund</u></b>                |                         |                              |                                  |                         |
| Balance as of 12/31/22                       | -                       | 69,618.22                    | -                                | 69,618.22               |
| Subsequent activities:                       |                         |                              |                                  |                         |
| 01/31/23 Interest Income                     | -                       | 266.86                       | -                                | 266.86                  |
| <i>Anticipated Balance</i>                   | <u>-</u>                | <u>69,885.08</u>             | <u>-</u>                         | <u>69,885.08</u>        |
| <b><u>UMB - Senior Project Fund</u></b>      |                         |                              |                                  |                         |
| Balance as of 12/31/22                       | -                       | -                            | 165.19                           | 165.19                  |
| Subsequent activities:                       |                         |                              |                                  |                         |
| 01/31/23 Interest Income                     | -                       | -                            | 0.64                             | 0.64                    |
| <i>Anticipated Balance</i>                   | <u>-</u>                | <u>-</u>                     | <u>165.83</u>                    | <u>165.83</u>           |
| <b><i>Subtotal - 2019A-2 Bonds</i></b>       | <u>-</u>                | <u>2,228,198.26</u>          | <u>165.83</u>                    | <u>2,228,364.09</u>     |
| <b><u>UMB - Subordinate Project Fund</u></b> |                         |                              |                                  |                         |
| Balance as of 12/31/22                       | -                       | -                            | 266,706.69                       | 266,706.69              |
| Subsequent activities:                       |                         |                              |                                  |                         |
| 01/31/23 Interest Income                     | -                       | 6,889,292.81                 | 893.17                           | 6,890,185.98            |
| <b><i>Subtotal - 2019B-2 Bonds</i></b>       | <u>-</u>                | <u>6,889,292.81</u>          | <u>267,599.86</u>                | <u>7,156,892.67</u>     |
| <b>Totals</b>                                | <u>\$ 132.82</u>        | <u>\$ 14,072,488.08</u>      | <u>\$ 267,765.87</u>             | <u>\$ 14,340,386.77</u> |

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT No. 8**

**Schedule of Cash Position**

**December 31, 2022**

Updated as of February 23, 2023

|  | <u>Debt Service<br/>Fund</u> | <u>Capital<br/>Projects Fund</u> | <u>Total</u>            |
|--|------------------------------|----------------------------------|-------------------------|
| <b><u>UMB - Project Fund</u></b>             |                              |                                  |                         |
| Balance as of 12/31/22                       | \$ -                         | \$ 22,196,310.13                 | \$ 22,196,310.13        |
| Subsequent activities:                       |                              |                                  |                         |
| 01/01/23      Paying Agent Fees              | -                            | (4,236.10)                       | (4,236.10)              |
| 01/31/23      Interest Income                | -                            | 88,752.36                        | 88,752.36               |
| 02/02/23      Requisition No. 34             | -                            | (168,413.91)                     | (168,413.91)            |
| <i>Anticipated</i> <i>Requisition No. 35</i> | -                            | <i>(25,123.30)</i>               | <i>(25,123.30)</i>      |
| <i>Anticipated Balance</i>                   | <u>\$ -</u>                  | <u>\$ 22,087,289.18</u>          | <u>\$ 22,087,289.18</u> |

## REIMBURSEMENT AGREEMENT

THIS REIMBURSEMENT AGREEMENT (this “**Agreement**”) is entered into and effective this \_\_\_\_ day of December, 2022 by and between **COLORADO INTERNATIONAL METROPOLITAN DISTRICT NO. 4**, a quasi-municipal corporation and political subdivision of the State of Colorado (“**MD 4**”) and **COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 8**, a quasi-municipal corporation and political subdivision of the State of Colorado (“**MD 8**”) (each a “**District**” and collectively, the “**Districts**”).

### RECITALS

A. Pursuant to the Colorado Constitution, Article XIV, Section 18(2)(a), and Section 29-1-203, Colorado Revised Statutes (“**C.R.S.**”), metropolitan districts may cooperate or contract with each other to provide any function, service or facility lawfully authorized to each, and any such contract may provide for the sharing of costs, the imposition of taxes, and the incurring of debt.

B. The Service Plans for each of the Districts were approved, respectively, by the City of Aurora (the “**City**”) (as they may be amended from time to time, the “**Service Plans**”) pursuant to Sections 32-1-201, *et seq.* C.R.S.

C. The purposes for which the Districts were formed include designing, acquiring, constructing, installing, relocating, redeveloping, financing, owning, operating and maintaining certain public improvements, as authorized by and in accordance with their respective Service Plans.

D. The Service Plans authorize the Districts to design, acquire, construct, install, relocate, redevelop, and finance public improvements as generally described in the Special District Act, except as specifically limited in the Service Plans. Public improvements include streets, park and recreation, water, sanitation, transportation, mosquito control, safety protection, fire protection, television relay and translation, and security services within and without their respective boundaries (collectively, the “**Public Improvements**”).

E. In April 2019, MD 4 issued its \$41,816,796.75 Limited Tax General Obligation and Special Revenue Refunding and Improvement Convertible Capital Appreciation Bonds, Series 2019A-1, its \$21,331,204.90 Limited Tax General Obligation and Special Revenue Convertible Capital Appreciation Bonds, Series 2019A-2, and its \$3,993,000 Subordinate Limited Tax General Obligation and Special Revenue Bonds, Series 2019B-2 (collectively, the “**MD 4 Bonds**”) and has entered into other obligations for the purpose of, among other things, funding and reimbursing a portion of the costs of acquiring, designing and engineering, constructing and installing the Public Improvements that benefit the property within both Districts.

F. In September 2020, MD 8 issued its \$47,144,000 Limited Tax General Obligation Bonds, Series 2020 (“**MD 8 Bonds**”) and has entered into other obligations for the purpose of, among other things, funding and reimbursing a portion of the costs of acquiring, designing and engineering, constructing and installing the Public Improvements that benefit the property within both Districts .

G. In conjunction with planning for the Public Improvements, MD 4 incurred and paid certain direct expenses more particularly described on Exhibit A attached hereto and incorporated herein by this reference (“**MD 4 Reimbursable Expenses**”), which MD 4 Reimbursable Expenses are directly attributable to MD 8 and MD 8 desires to reimburse MD 4 for such MD 4 Reimbursable Expenses.

H. The Districts now desire to enter into this Agreement to set forth the terms by which MD 8 will reimburse MD 4 the MD 4 Reimbursable Expenses.

NOW, THEREFORE, in consideration of the foregoing and the respective agreements of the Parties contained herein, the Parties agree as follows:

### **AGREEMENT**

1. Purpose. The purpose of this Agreement is to evidence the agreement among the Districts to identify the MD 4 Reimbursable Expenses and set forth the terms by which the MD 4 Reimbursable Expenses will be reimbursed by MD 8 to MD 4.

2. MD 4 Reimbursable Expenses. The Districts agree that MD 4 incurred the MD 4 Reimbursable Expenses in the total amount of Three Million, Eight Hundred Eighty-Nine Thousand, One Hundred Ninety-Two Dollars and Twenty-One Cents (\$3,889,192.21), as more specifically described on Exhibit A. The Districts further agree that such MD 4 Reimbursable Expenses are attributable to and were made for the benefit of MD 8 and, as a result, should be reimbursed to MD 4 by MD 8. Unless otherwise established and agreed to in writing by the Districts, no later than thirty days following execution of this Agreement, MD 8 agrees to make payment to MD 4 in the amount of the MD 4 Reimbursable Expenses.

3. Annual Appropriation Obligation. The Districts hereby agree and acknowledge that this Agreement evidences the intent to make the reimbursements more particularly described herein, but that this Agreement shall not constitute a debt or indebtedness of any District within the meaning of any constitutional or statutory provisions, nor shall it constitute a multiple fiscal year financial obligation of either District.

4. Term. This Agreement shall continue in full force and effect until all obligations hereunder are satisfied unless otherwise terminated by mutual written consent of all of the Districts.

5. Default and Remedies. Upon any default by any District herein, the non-defaulting District(s) shall be entitled to exercise all remedies available at law or in equity, including specific performance and/or monetary damages. In the event of any litigation, arbitration or other proceeding to enforce the terms, covenants or conditions hereof, the prevailing party in such litigation, arbitration or other proceeding shall be entitled to obtain as part of its judgment or award its reasonable attorneys’ fees.

6. Assignability. This Agreement may not be assigned or delegated without the prior written consent of each District.

7. Relationship of the Districts. Nothing contained in this Agreement will be construed or interpreted as making the Districts joint venturers or partners. By executing this Agreement, no District shall be deemed to assume any liability for intentional or negligent acts, errors, or omissions of any other District or any officer or employee thereof. No agent, employee or volunteer of any District shall be deemed an agent, employee or volunteer of any other District under this Agreement. Nothing herein is intended to or waives any District's immunities at law, including provisions of the Governmental Immunity Act.

8. No Third-Party Beneficiaries. Nothing in this Agreement is intended to create or grant to any third party or person any right or claim for damages or the right to bring or maintain any action at law, nor does any District waive its immunities at law, including provisions of the Governmental Immunity Act.

9. Non-waiver of Rights. No waiver of default by any District of any of the terms, covenants and conditions hereof to be performed, kept and observed by any other District shall be construed or shall operate as a waiver of any subsequent default of any of the terms, covenants or conditions herein contained, to be performed, kept and observed by the other District.

10. Severability. The Districts understand and agree that if any covenant, condition or provision contained in this Agreement is held to be invalid by any court of competent jurisdiction, or otherwise appears to be invalid, such invalidity shall not affect the validity of any other covenant, condition or provision herein contained; provided, however, that the invalidity of any such covenant, condition or provision does not materially prejudice either of the Districts in its respective rights and obligations contained in the remaining valid covenants, conditions and provisions of this Agreement.

11. Integration. This Agreement is intended as the complete integration of all understandings between the Districts and constitutes the entire agreement between the Districts with respect to the subject matter herein. No prior or contemporaneous addition, deletion or other amendment to this Agreement shall have any force of effect, unless embodied herein in writing.

12. Modification. Modification or waiver of this Agreement or any covenant, condition or provisions herein shall not be valid unless in writing and duly executed by each District.

13. Captions. The headings, sections and paragraphs herein are included only for convenience and reference. If any conflict between any heading and the text of this Agreement exists, the text shall control.

14. Governing Law and Jurisdiction. This Agreement and all disputes arising hereunder shall be governed by the internal laws of the State of Colorado, and the Districts agree that the venue and jurisdiction over any claim arising from this Agreement shall be exclusive to the District Court in and for the City of Colorado Springs, Colorado. In the event of litigation, the prevailing District shall be entitled to its attorney's fees and costs.

15. Notice. All notices, demands, requests or other communications to be sent by one party to the other hereunder or required by law shall be in writing and shall be deemed to have been validly given or served by delivery of the same in person to the addressee or by courier delivery via FedEx or other nationally recognized overnight air courier service, by electronically confirmed facsimile or electronic mail transmission, or by depositing same in the United States mail, postage prepaid, addressed as follows:

MD 8:                   McGeady Becher P.C.  
450 E. 17<sup>th</sup> Avenue, Suite 400  
Denver, CO 80203-1254  
Phone: 303-592-4380  
Email: legalnotices@specialdistrictlaw.com

MD 4:                   McGeady Becher P.C.  
450 E. 17<sup>th</sup> Avenue, Suite 400  
Denver, CO 80203-1254  
Phone: 303-592-4380  
Email: legalnotices@specialdistrictlaw.com

All notices, demands, requests or other communications shall be effective upon such personal delivery, one (1) business day after being deposited with United Parcel Service or other nationally recognized overnight air courier service, on the date of transmission if sent by electronically-confirmed email transmission, or three (3) business days after deposit in the United States mail. By giving the other party hereto at least ten (10) days written notice thereof in accordance with the provisions hereof, each of the Districts shall have the right from time to time to change its address or contact information.

16. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall constitute an original and all of which shall constitute one and the same document.

**[SIGNATURE PAGES FOLLOW]**

[SIGNATURE PAGE TO REIMBURSEMENT AGREEMENT]

IN WITNESS WHEREOF, the parties have executed this Reimbursement Agreement as of the date first set forth above.

**COLORADO INTERNATIONAL CENTER  
METROPOLITAN DISTRICT NO. 4**, a quasi-  
municipal corporation and political subdivision of  
the State of Colorado

By: \_\_\_\_\_

President

Attest:

\_\_\_\_\_  
Secretary

**COLORADO INTERNATIONAL CENTER  
METROPOLITAN DISTRICT NO. 8**, a quasi-  
municipal corporation and political subdivision of  
the State of Colorado

By: \_\_\_\_\_

President

Attest:

\_\_\_\_\_  
Secretary



**EXHIBIT A**

**MD 4 Reimbursable Expenses**

| CIC District #8 to CIC District #4 Reimbursement |                    |            |                 |                 |  |
|--|--------------------|------------|-----------------|-----------------|--|
| District #4 Payments                             | Requisition        | Date       | Amount Paid     |                 |  |
| Esco Construction CO                             | CIC4A1-11          |            | \$ 419,080.00   |                 |  |
|  | CIC4A1-12          |            | \$ 655,160.85   |                 |  |
|  | CIC4A1-13          |            | \$ 415,571.21   |                 |  |
|  | CIC4A1-14          |            | \$ 165,072.11   |                 |  |
|  | CIC4A1-16          |            | \$ 1,148,229.20 |                 |  |
|  | CIC4A2-11          |            | \$ 685,807.70   |                 |  |
|  | CIC4A1-23          |            | \$ 95,164.89    |                 |  |
|  |                    |            |                 | \$ 3,584,085.96 |  |
|  | Ground Engineering | 193695.0-1 | 11/13/19        | \$ 21,500.00    |  |
|  |                    | 204079.0-1 | 4/13/20         | \$ 1,930.00     |  |
| 204079.0-2                                       |                    | 5/7/20     | \$ 10,523.75    |                 |  |
| 204079.0-3                                       |                    | 6/12/20    | \$ 17,596.25    |                 |  |
| 204079.0-4                                       |                    | 7/20/20    | \$ 12,495.00    |                 |  |
| 204079.0-5                                       |                    | 8/7/20     | \$ 9,381.25     |                 |  |
| 204079.0-6                                       |                    | 9/14/20    | \$ 6,007.50     |                 |  |
| 204079.0-7                                       |                    | 10/8/20    | \$ 5,872.50     |                 |  |
| 204079.0-8                                       |                    | 12/10/22   | \$ 172.50       |                 |  |
|  |                    |            | \$ 85,478.75    |                 |  |
| MartinMartin Consulting Engineers                | 19.0281-00009      | 8/16/19    | \$ 3,400.00     |                 |  |
|  | 19.0281-00011      | 9/16/19    | \$ 1,700.00     |                 |  |
|  | 19.1043-00001      | 9/16/19    | \$ 12,000.00    |                 |  |
|  | 19.1043-00002      | 10/13/19   | \$ 9,000.00     |                 |  |
|  | 19.1043-00003      | 12/19/19   | \$ 9,000.00     |                 |  |
|  | 19.1043-00005      | 2/20/20    | \$ 5,500.00     |                 |  |
|  | 19.1043-00010      | 3/19/20    | \$ 4,027.50     |                 |  |
|  |                    |            |                 | \$ 44,627.50    |  |
| 190401   | 190401             | 10/1/19    | \$ 1,000.00     |                 |  |
|  | 190402             | 11/1/19    | \$ 1,000.00     |                 |  |
|  | 190403             | 12/4/19    | \$ 1,000.00     |                 |  |
|  | 190404             | 1/10/20    | \$ 1,000.00     |                 |  |
|  | 190405             | 2/6/20     | \$ 5,000.00     |                 |  |
|  | 190406             | 3/4/20     | \$ 6,000.00     |                 |  |
|  | 190407             | 4/1/20     | \$ 12,000.00    |                 |  |
|  | 190408             | 5/1/20     | \$ 15,000.00    |                 |  |
|  | 190409             | 6/10/20    | \$ 25,000.00    |                 |  |
|  | 190410             | 7/3/20     | \$ 25,000.00    |                 |  |
|  | 190411             | 8/5/20     | \$ 25,000.00    |                 |  |
|  | 190412             | 9/8/20     | \$ 25,000.00    |                 |  |
|  | 190413             | 10/5/20    | \$ 25,000.00    |                 |  |
|  | 190414             | 11/4/20    | \$ 8,000.00     |                 |  |
|  |                    |            |                 | \$ 175,000.00   |  |
|  |                    | Totals=    | \$ 3,889,192.21 |                 |  |