

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13 HELD JANUARY 23, 2023

A Regular Meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 13 (referred to hereafter as the "District") was convened on Monday, the 23rd day of January, 2023, at 1:00 p.m., via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Otis Moore, III
Megan Waldschmidt
Blake Amen

Following discussion, upon motion duly made by Director Moore seconded by Director Amen and, upon vote, unanimously carried, the absences of Directors Andrew Klein and Theodore Laudick were excused, and Director Moore was appointed as Acting President for the meeting.

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.

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

Meeting Location / Posting of Meeting Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined the meeting would be held by video/telephonic means. The Board further noted that notice of the time, date and location was duly posted and that no objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries, have been received.

Minutes: The Board reviewed the Minutes of the October 24, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Moore, seconded by Director Amen and, upon vote, unanimously carried, the Board approved the Minutes of the October 24, 2022 Regular Meeting.

PUBLIC COMMENTS

There were no public comments.

FINANCIAL MATTERS

Financial Statements and Cash Position Schedule: The Board deferred discussion at this time.

CAPITAL MATTERS

Engineer's Report and Verification of Costs Associated with Public Improvements Report prepared by Schedio Group LLC: The Board reviewed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 15, dated January 13, 2023, prepared by Schedio Group LLC, for the amount of \$1,074,876.63.

Following discussion, upon motion duly made by Director Moore, seconded by Director Amen and, upon vote, unanimously carried, the Board approved the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 15, dated January 13, 2023, prepared by Schedio Group LLC, for the amount of \$1,074,876.63.

Acceptance of Verified public improvement costs and allocation of same among Denver High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 13, and Colorado International Center Metropolitan District No. 14 (the "Districts"), pursuant to Report No. 15: The Board discussed the verified public improvement costs and allocation of same

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among Denver High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 13, and Colorado International Center Metropolitan District No. 14, pursuant to Report No. 15.

Following discussion, upon motion duly made by Director Moore, seconded by Director Amen and, upon vote, unanimously carried, the Board approved the verified public improvement costs and allocation of same among Denver High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 13, and Colorado International Center Metropolitan District No. 14, pursuant to Report No. 15.

Reimbursement to ACM High Point VI LLC (“ACM”) under the Capital Funding and Reimbursement Agreement (Denver High Point – Westside) between Denver High Point at DIA Metropolitan District and ACM, pursuant to Report: The Board discussed the reimbursement to ACM High Point VI LLC (“ACM”) under the Capital Funding and Reimbursement Agreement (Denver High Point – Westside) between Denver High Point at DIA Metropolitan District and ACM, pursuant to Report No. 15.

Following discussion, upon motion duly made by Director Moore, seconded by Director Amen and, upon vote, unanimously carried, the Board approved the reimbursement to ACM High Point VI LLC (“ACM”) under the Capital Funding and Reimbursement Agreement (Denver High Point – Westside) between Denver High Point at DIA Metropolitan District and ACM, pursuant to Report No. 15.

Requisition(s) for Reimbursement of Verified Public Improvement Costs, and any and all Resolution(s) Relating to such Requisition(s), Pursuant to Report: The Board discussed requisition for reimbursement of verified public improvement costs, and any and all resolution relating to such requisition(s), pursuant to Report No. 15.

Following discussion, upon motion duly made by Director Moore, seconded by Director Amen and, upon vote, unanimously carried, the Board approved requisition for reimbursement of verified public improvement costs, and any and all resolutions relating to such requisition(s), pursuant to Report No. 15.

Requisition No. 60 under the CIC MD No. 14 Series 2018 Bonds: The Board discussed Requisition No. 60 under the CIC MD No. 14 Series 2018 Bonds, in the total amount of \$1,074,876.63.

Following discussion, upon motion duly made by Director Moore, seconded by Director Amen and, upon vote, unanimously carried, the Board approved Requisition No. 60 under the CIC MD No. 14 Series 2018 Bonds, in the total amount of \$1,074,876.63.

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OPERATIONS AND MAINTENANCE None.

LEGAL MATTERS None.

OTHER BUSINESS None.

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

Respectfully submitted,

By: Ann Finn
Secretary for the Meeting