

## RECORD OF PROCEEDINGS

---

### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13 HELD JUNE 29, 2017

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 Thursday, the 29<sup>th</sup> day of June, 2017, at 2:30 P.M., at 2154 E. Commons Avenue, Suite 2000, Centennial, Colorado.

#### ATTENDANCE

##### Directors In Attendance Were:

Ed Zebrowski  
Ted Laudick  
Craig Campbell  
Kurt Jones

##### Also In Attendance Were:

Zachary P. White, Esq.; White Bear Ankele Tanaka & Waldron, P.C.

Debra Sedgeley; CliftonLarsonAllen, LLP

Andrew Klein, Director Candidate; Westside Investment Partners, Inc.

#### 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 White requested that the Directors review the Agenda for the meeting and advised 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.

#### AGENDA

Agenda: Attorney White distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

Following discussion, upon motion duly made and seconded and, upon vote, unanimously carried, the Agenda was approved, as amended.

## RECORD OF PROCEEDINGS

---

### MINUTES

**Minutes:** The Board reviewed the Minutes of the May 25, 2017 Regular Meeting.

Following discussion, upon motion duly made and seconded and, upon vote, unanimously carried, the Board approved the Minutes of the May 25, 2017 Regular Meeting.

---

### PUBLIC COMMENT

There was no public comment.

---

### ADMINISTRATIVE MATTERS

**Appointment of Director:** The Board considered the appointment of Andrew Klein to fill a vacancy on the Board of Directors. It was noted that publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District on May 11, 2017, and no Letters of Interest from qualified eligible electors were received within ten days after such publication.

Following discussion, upon motion duly made and seconded and, upon vote, unanimously carried, the Board appointed Andrew Klein to fill a vacancy on the Board of Directors. Attorney White administered the Oath of Office.

---

### LEGAL MATTERS

**Termination of Operations and Capital Funding and Reimbursement Agreements between the District and LNR CPI High Point, LLC:** The Board discussed the Termination of Operations and Capital Funding and Reimbursement Agreements between the District and LNR CPI High Point, LLC.

Following discussion, upon motion duly made and seconded and, upon vote, unanimously carried, the Board approved the Termination of Operations and Capital Funding and Reimbursement Agreements between the District and LNR CPI High Point, LLC, subject to LNR CPI High Point, LLC closing its sale to Westside Investment Partners, Inc., or an affiliated entity.

**Operations Funding and Reimbursement Agreement between the District and ACM HIGH POINT VI, LLC:** The Board discussed the Operations Funding and Reimbursement Agreement between the District and ACM HIGH POINT VI, LLC.

Following discussion, upon motion duly made and seconded and, upon vote, unanimously carried, the Board approved the Operations Funding and Reimbursement Agreement between the District and ACM HIGH POINT VI, LLC, subject to LNR CPI High Point, LLC closing its sale to Westside Investment Partners, Inc., or an affiliated entity, and subject to finalizing the Maximum Advance Amount with Director Klein, and acknowledgement of all prior advances to the District by LNR CPI High Point, LLC.

---

**RECORD OF PROCEEDINGS**

---

**FINANCIAL  
MATTERS**

There were no financial matters.  
\_\_\_\_\_

**CONSTRUCTION  
MATTERS**

There were no construction matters.  
\_\_\_\_\_

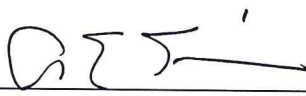
**OTHER BUSINESS**

It was noted that future meetings will be held at Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Denver, Colorado, pending closing between LNR CPI High Point, LLC and Westside Investment Partners, Inc.  
\_\_\_\_\_

**ADJOURNMENT**

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

Respectfully submitted,

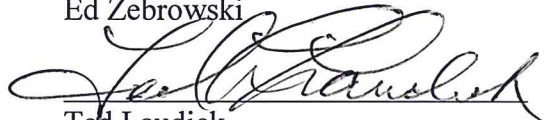
By                       
Secretary for the Meeting

## RECORD OF PROCEEDINGS

---

THESE MINUTES ARE APPROVED AS THE OFFICIAL JUNE 29, 2017  
MINUTES OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN  
DISTRICT NO. 13 BY THE BOARD OF DIRECTORS SIGNING BELOW:

\_\_\_\_\_  
Ed Zebrowski

  
\_\_\_\_\_  
Ted Laudick

\_\_\_\_\_  
Craig Campbell

\_\_\_\_\_  
Kurt Jones