

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13 HELD MARCH 19, 2018

A Special 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 19th day of March, 2018, at 2:00 P.M., at the offices of McGeady Becher P.C., 450 E. 17th Avenue, Suite 400, Denver, Colorado.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Kevin Smith
Otis Moore, III

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

Also In Attendance Were:

Ann E. Finn (via phone) and Ashley B. Frisbie; Special District Management Services, Inc.

Megan Becher, Esq. and Allison Conti, Esq.; McGeady Becher P.C.

Debra Sedgeley; CliftonLarsonAllen, LLP

Saranne Maxwell, Esq.; Kutak Rock LLP

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

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board noted it was in receipt of disclosures of potential conflicts of interest statements for each of the Directors and that the statements had been filed with the Secretary of State at least seventy-two hours in advance of the meeting. Ms. Frisbie 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.

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ADMINISTRATIVE MATTERS

Agenda: Ms. Frisbie distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting.

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

PUBLIC COMMENT

There was no public comment.

FINANCIAL MATTERS

2018 Budget Amendment Hearing: The President opened the public hearing to consider the Resolution to Amend the 2018 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2018 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received and the public hearing was closed.

It was noted that no amendment was needed.

LEGAL MATTERS

Issuance of Colorado International Center Metropolitan District No. 14's Limited Tax General Obligation and Refunding Bonds, Series 2018 (the "CIC No. 14 Bonds"): The Board discussed the Issuance of Colorado International Center Metropolitan District No. 14's Limited Tax General Obligation and Refunding Bonds, Series 2018 (the "CIC No. 14 Bonds").

Engagement of Kutak Rock LLP as Bond Counsel: The Board reviewed the Bond Counsel engagement letter from Kutak Rock LLP.

Following discussion, upon motion duly made by Director Klein, seconded by Director Smith and, upon vote, unanimously carried, the Board ratified approval of the engagement of Kutak Rock LLP as Bond Counsel.

Status of inclusions and exclusions: The Board discussed the status of inclusions and exclusions. Attorney Becher reported that Denver County District Court has not yet granted the Orders for such inclusions and exclusions.

Resolution authorizing the approval and execution of a Capital Pledge Agreement among the District, Colorado International Center Metropolitan District No. 14, and UMB Bank, n.a.: Attorney Maxwell reviewed with the Board a Resolution authorizing the approval and execution of a Capital Pledge Agreement among the

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District, Colorado International Center Metropolitan District No. 14, and UMB Bank, n.a., pursuant to which, among other things, the District will agree to impose and pledge certain mill levies and fees to pay certain bonds to be issued by Colorado International Center Metropolitan District No. 14 to finance or refinance the costs of public improvements which benefit the District. Such Resolution will further authorize the execution of all documents, instruments and certificates in connection therewith, ratify prior actions, authorize incidental actions, and repeal prior inconsistent actions.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted the Resolution authorizing the approval and execution of a Capital Pledge Agreement among the District, Colorado International Center Metropolitan District No. 14, and UMB Bank, n.a.

Scheduling of special meeting: The Board discussed scheduling a special meeting prior to issuance of the CIC No. 14 Bonds.

Following discussion, the Board determined to defer this matter until a closing date has been scheduled.

Authorize any necessary actions required in connection with the issuance of the CIC No. 14 Bonds: No action was taken by the Board.

Status of cost sharing agreements between and among the District, Denver High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 14, Aurora High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 3, and Colorado International Center Metropolitan District No. 4: Attorney Becher reported that the cost sharing agreements are in process.

Allocation report prepared by Manhard Consulting, Ltd.: The Board discussed the allocation report prepared by Manhard Consulting, Ltd. No action was taken by the Board.

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

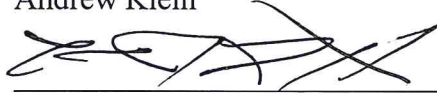
Respectfully submitted,

By ART
Secretary for the Meeting

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THESE MINUTES ARE APPROVED AS THE OFFICIAL MARCH 19, 2018
MINUTES OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN
DISTRICT NO. 13 BY THE BOARD OF DIRECTORS SIGNING BELOW:

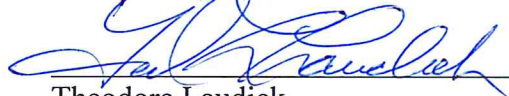
Andrew Klein



Kevin Smith



Otis Moore, III



Theodore Laudick