

**DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT (“DHP”)
COLORADO INTERNATIONAL CENTER
METROPOLITAN DISTRICT (“CIC”) NOS. 13 & 14**

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	2020/May 2020
Kevin Smith	Treasurer	2020/May 2020
Otis Moore, III	Assistant Secretary	2022/May 2022
Theodore Laudick	Assistant Secretary	2022/May 2022
<i>VACANT</i>		2022/May 2020
Ann E. Finn	Secretary	

DATE: May 14, 2018
TIME: 10:00 A.M.
PLACE: Westside Investment Partners, Inc.
4100 East Mississippi Avenue, Suite 500
Glendale, CO 80246

I. ADMINISTRATIVE MATTERS

- A. Present Disclosures of Potential Conflicts of Interest.
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- B. Approve Agenda and confirm location of meeting.
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- C. Administer Oaths of Office for Newly Elected Directors.
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- D. Consider approval of Minutes from the February 27, 2018 Special Meeting, the March 19, 2018 Special Meeting, and the April 10, 2018 Special Meeting (enclosures).
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- E. Discuss remaining Board vacancy.
-

II. PUBLIC COMMENTS

- A.
-

III. FINANCIAL MATTERS

- A. Review and ratify approval of the payment of claims for the period February 3, 2018 through _____, 2018 (**DHP**) (to be distributed).

Fund	
General	\$
Capital Projects	\$
Total Claims	\$

-
- B. Review and accept Unaudited Financial Statements, dated _____, 2018 (to be distributed).

-
- C. Conduct Public Hearing to consider amendment of 2017 Budget. Consider adoption of Resolution No. 2018-05-01, Resolution to Amend the 2017 Budget (**CIC No. 14**).

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- D. Update on status of 2017 Audits.
-

IV. LEGAL MATTERS

- A. Consider ratifying approval of Proposal for District Engineering and Cost Certification Services between DHP and Manhard Consulting, Inc. (**DHP**).

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- B. Consider ratifying approval of Special Warranty Deed between DHP and ACM HIGH POINT VI LLC (for detention pond) (**DHP**).

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- C. Consider ratifying approval of Easement Agreement [Detention Pond] between DHP and ACM HIGH POINT VI LLC (**DHP**).
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V. CONSTRUCTION MATTERS

- A. Discuss status of construction projects.
-

- B. Discuss status of DHP Filing One Infrastructure Project.
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1. Ratify Change Order Nos. ____.
-

VI. OTHER BUSINESS

- A. Consider rescheduling July 9, 2018 meeting.
-

- B.
-

- VII. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR
JULY 9, 2018.**

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT HELD FEBRUARY 27, 2018

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Denver High Point at DIA Metropolitan District (referred to hereafter as the "District") was convened on Tuesday, the 27th day of February, 2018, at 2:00 P.M., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Kevin Smith
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

Ann E. Finn and Ashley B. Frisbie; Special District Management Services, Inc.

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

Debra Sedgeley; 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. 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.

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 Laudick, seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved, as amended.

RECORD OF PROCEEDINGS

Minutes: The Board reviewed the Minutes of the June 29, 2017 Regular Meeting, the July 21, 2017 Special Meeting, the December 4, 2017 Special Meeting, and the December 21, 2017 Special Meeting.

Following discussion, upon motion duly made by Director Moore, seconded by Director Laudick and, upon vote, unanimously carried, the Board approved the Minutes of the June 29, 2017 Regular Meeting, the July 21, 2017 Special Meeting, the December 4, 2017 Special Meeting, and the December 21, 2017 Special Meeting.

Remaining Board Vacancy: The Board entered into discussion regarding the remaining Board vacancy. It was noted that there are no interested qualified eligible electors at this time.

PUBLIC COMMENT

There was no public comment.

FINANCIAL MATTERS

Claims: The Board considered ratifying the approval of the payment of claims for the period of November 8, 2017 through February 2, 2018.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board ratified approval of the payment of claims in the amount of \$1,187,657.22.

The Board considered approval of the payment of claims through the period ending February 27, 2018.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the payment of claims in the amount of \$64,024.10.

Unaudited Financial Statements: Ms. Sedgeley reviewed with the Board the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending December 31, 2017.

Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the unaudited financial statements for the period ending December 31, 2017 were accepted.

RECORD OF PROCEEDINGS

LEGAL MATTERS **Public Hearing on the Inclusion of approximately 0.055 acres of property owned by ACM HIGH POINT VI LLC (the "Property")**: President Klein opened the public hearing.

It was noted that publication of Notice stating that the Board would consider the inclusion of the Property 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.

Following discussion, the Board determined to reject the inclusion of Property into the District boundaries.

Public Hearing on the Exclusion of approximately 311.978 acres of property owned by ACM HIGH POINT VI LLC (the "Property"): President Klein opened the public hearing.

It was noted that publication of Notice stating that the Board would consider the exclusion of the Property 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.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the exclusion of the Property from the District boundaries and adopted Resolution No. 2018-02-01; Resolution for Exclusion of Real Property. A copy of the Resolution is attached hereto and incorporated herein by this reference.

District Boundary Map: The Board entered into discussion regarding an updated District boundary map.

Following discussion, upon motion duly made by Director Smith, seconded by Director Laudick and, upon vote, unanimously carried, the Board authorized the District Engineer to update the District boundary map.

Detention Pond in District Boundaries: The Board entered into discussion regarding the detention pond within the District boundaries. It was noted that the pond is currently owned by the District and will need to be conveyed to ACM HIGH POINT VI LLC, with a maintenance and access agreement entered into between the District and ACM HIGH POINT VI LLC.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Smith, seconded by Director Laudick and, upon vote, unanimously carried, the Board authorized the preparation and execution of the appropriate documentation to convey title to the property and to establish the easement.

Cost Sharing Agreement between the District and Aurora High Point at DIA Metropolitan District and Colorado International Center Metropolitan District Nos. 3 & 4: The Board determined to defer this matter.

Status of Drainage Easement: The Board discussed the status of the Drainage Easement. No action was taken by the Board.

Permit from Seismic Acquisition Services to conduct geophysical operations on District Property: The Board discussed the Permit from Seismic Acquisition Services to conduct geophysical operations on District Property.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the Permit from Seismic Acquisition Services to conduct geophysical operations on District Property.

Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Facilities Fees: The Board discussed Resolution No. 2018-02-03; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Facilities Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-03; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Facilities Fees, subject to being recorded concurrently with the boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Facilities Fees: The Board discussed Resolution No. 2018-02-04; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the

RECORD OF PROCEEDINGS

Imposition of Facilities Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-04; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Facilities Fees, subject to being recorded concurrently with the boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Regional Development Fees: The Board discussed Resolution No. 2018-02-05; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Regional Development Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-05; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Regional Development Fees, subject to being recorded concurrently with the boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Regional Development Fees: The Board discussed Resolution No. 2018-02-06; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Regional Development Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-06; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Regional Development Fees, subject to being recorded concurrently with the Court Orders authorizing boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

RECORD OF PROCEEDINGS

First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Maintenance Fees:

The Board discussed Resolution No. 2018-02-07; First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Maintenance Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-07; First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Maintenance Fees, subject to being recorded concurrently with the Court Orders authorizing boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Maintenance Fees:

The Board discussed Resolution No. 2018-02-08; First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Maintenance Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-08; First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Maintenance Fees, subject to being recorded concurrently with the Court Orders authorizing boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

CONSTRUCTION MATTERS

Status of Construction Projects: Director Laudick updated the Board on the current construction projects.

DHP Filing One Infrastructure Project:

Change Order No. 1: The Board reviewed Change Order No. 1 to the contract with Hudick Excavating, Inc., in the amount of \$3,124.91.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1.

Change Order No. 2: The Board reviewed Change Order No. 2 to the contract with Hudick Excavating, Inc., in the amount of \$19,363.00.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 2.

Change Order No. 3: The Board reviewed Change Order No. 3 to the contract with Hudick Excavating, Inc., in the amount of \$79,334.36.

Following discussion, upon motion duly made by Director Klein, seconded by Director Laudick and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 3.

Easement Agreement for new sewer line serving the Gaylord Hotel: Director Laudick informed the Board that he will provide a copy of the Easement Agreement for the sewer line serving the Gaylord Hotel.

OTHER BUSINESS

Special Meeting: It was noted that the District will need to hold a special meeting to approve items related to the Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018, for Colorado International Center Metropolitan District No. 14.

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 FEBRUARY 27, 2018
MINUTES OF THE DENVER HIGH POINT AT DIA METROPOLITAN
DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

Andrew Klein

Kevin Smith

Otis Moore, III

Theodore Laudick

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13 HELD FEBRUARY 27, 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 Tuesday, the 27th day of February, 2018, at 2:00 P.M., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Kevin Smith
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

Ann E. Finn and Ashley B. Frisbie; Special District Management Services, Inc.

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

Debra Sedgeley; 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. 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.

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 Laudick, seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved, as amended.

RECORD OF PROCEEDINGS

Minutes: The Board reviewed the Minutes of the June 29, 2017 Regular Meeting, the July 21, 2017 Special Meeting, the December 4, 2017 Special Meeting, and the December 21, 2017 Special Meeting.

Following discussion, upon motion duly made by Director Moore, seconded by Director Laudick and, upon vote, unanimously carried, the Board approved the Minutes of the June 29, 2017 Regular Meeting, the July 21, 2017 Special Meeting, the December 4, 2017 Special Meeting, and the December 21, 2017 Special Meeting.

Remaining Board Vacancy: The Board entered into discussion regarding the remaining Board vacancy. It was noted that there are no interested qualified eligible electors at this time.

Insurance Coverage: The Board reviewed the Resolution, Intergovernmental Agreement, and Representative Appointment Form with the Colorado Special Districts Property and Liability Pool and the Agency Services Agreement with T. Charles Wilson.

Following discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board approved the Resolution, Intergovernmental Agreement, and Representative Appointment Form with the Colorado Special Districts Property and Liability Pool and the Agency Services Agreement with T. Charles Wilson.

**PUBLIC
COMMENT**

There was no public comment.

**FINANCIAL
MATTERS**

Application for Exemption from 2017 Audit: Ms. Sedgeley reviewed with the Board the Application for Exemption from 2017 Audit.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the Application for Exemption from 2017 Audit.

LEGAL MATTERS

Rescind adoption of Resolution No. 2017-12-13; Resolution for Inclusion of Real Property owned by ACM HIGH POINT VILLC (50 acres): The Board discussed Resolution No. 2017-12-13; Resolution for Inclusion of Real Property owned by ACM HIGH POINT VI LLC (50 acres).

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board rescinded adoption of Resolution No. 2017-12-13; Resolution for Inclusion of Real Property owned by ACM HIGH POINT VI LLC (50 acres).

Public Hearing on the Inclusion of approximately 55.927 acres of property owned by ACM HIGH POINT VI LLC (the “Property”): President Klein opened the public hearing.

It was noted that publication of Notice stating that the Board would consider the inclusion of the Property 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.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the inclusion of the Property into the District boundaries and adopted Resolution No. 2018-02-02; Resolution for Inclusion of Real Property. A copy of the Resolution is attached hereto and incorporated herein by this reference.

District Boundary Map: The Board entered into discussion regarding an updated District boundary map.

Following discussion, upon motion duly made by Director Smith, seconded by Director Laudick and, upon vote, unanimously carried, the Board authorized the District Engineer to update the District boundary map.

Cost Sharing Agreement between the District and Aurora High Point at DIA Metropolitan District and Colorado International Center Metropolitan District Nos. 3 & 4: The Board determined to defer this matter.

Status of Drainage Easement: The Board discussed the status of the Drainage Easement. No action was taken by the Board.

Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Facilities Fees: The Board discussed Resolution No. 2018-02-03; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Facilities Fees.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-03; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Facilities Fees, subject to being recorded concurrently with the boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Regional Development Fees: The Board discussed Resolution No. 2018-02-05; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Regional Development Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-05; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Regional Development Fees, subject to being recorded concurrently with the boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Maintenance Fees: The Board discussed Resolution No. 2018-02-07; First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Maintenance Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-07; First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 13 Concerning the Imposition of Maintenance Fees, subject to being recorded concurrently with the Court Orders authorizing boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

RECORD OF PROCEEDINGS

**CONSTRUCTION
MATTERS**

Status of Construction Projects: Director Laudick updated the Board on the current construction projects.

OTHER BUSINESS

Special Meeting: It was noted that the District will need to hold a special meeting to approve items related to the Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018, for Colorado International Center Metropolitan District No. 14.

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 FEBRUARY 27, 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

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14 HELD FEBRUARY 27, 2018

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 14 (referred to hereafter as the "District") was convened on Tuesday, the 27th day of February, 2018, at 2:00 P.M., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Kevin Smith
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

Ann E. Finn and Ashley B. Frisbie; Special District Management Services, Inc.

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

Debra Sedgeley; 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. 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.

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 Laudick, seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved, as amended.

RECORD OF PROCEEDINGS

Minutes: The Board reviewed the Minutes of the June 29, 2017 Regular Meeting, the July 21, 2017 Special Meeting, the December 4, 2017 Special Meeting, and the December 21, 2017 Special Meeting.

Following discussion, upon motion duly made by Director Moore, seconded by Director Laudick and, upon vote, unanimously carried, the Board approved the Minutes of the June 29, 2017 Regular Meeting, the July 21, 2017 Special Meeting, the December 4, 2017 Special Meeting, and the December 21, 2017 Special Meeting.

Remaining Board Vacancy: The Board entered into discussion regarding the remaining Board vacancy. It was noted that there are no interested qualified eligible electors at this time.

PUBLIC COMMENT

There was no public comment.

FINANCIAL MATTERS

Unaudited Financial Statements: Ms. Sedgeley reviewed with the Board the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending December 31, 2017.

Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the unaudited financial statements for the period ending December 31, 2017 were accepted.

LEGAL MATTERS

Public Hearing on the Inclusion of approximately 256.051 acres of property owned by ACM HIGH POINT VILLC (the "Property"): President Klein opened the public hearing.

It was noted that publication of Notice stating that the Board would consider the inclusion of the Property 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.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the inclusion of the Property into the District boundaries and adopted Resolution No. 2018-02-01; Resolution for Inclusion of Real Property. A copy of the Resolution is attached hereto and incorporated herein by this reference.

RECORD OF PROCEEDINGS

Public Hearing on the Exclusion of approximately 29.788 acres of property owned by ACM HIGH POINT VI LLC (the "Property"): President Klein opened the public hearing.

It was noted that publication of Notice stating that the Board would consider the exclusion of the Property and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. It was further noted that a 0.055-acre parcel of property was erroneously included in the legal description of the property to be excluded. With the consent of the Petitioner, the Board determined to consider an Amended Resolution for Exclusion of Real Property excluding only 29.733 acres of property from the District. No written objections were received prior to this public hearing. No public comments were received and the public hearing was closed.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the exclusion of the Property (as corrected) from the District boundaries and adopted Resolution No. 2018-02-02; Amended Resolution for Exclusion of Real Property. A copy of the Resolution is attached hereto and incorporated herein by this reference.

District Boundary Map: The Board entered into discussion regarding an updated District boundary map.

Following discussion, upon motion duly made by Director Smith, seconded by Director Laudick and, upon vote, unanimously carried, the Board authorized the District Engineer to update the District boundary map.

Status of Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018: Attorney Becher updated the Board on the status of the District's Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018.

Letter Agreement for Investment Banking Services with D.A. Davidson & Co.: The Board reviewed the Letter Agreement for Investment Banking Services with D.A. Davidson & Co.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the Letter Agreement for Investment Banking Services with D.A. Davidson & Co.

Authorize any necessary actions required in connection with the Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018: The Board determined to defer this matter.

RECORD OF PROCEEDINGS

Cost Sharing Agreement between the District and Aurora High Point at DIA Metropolitan District and Colorado International Center Metropolitan District Nos. 3 & 4: The Board determined to defer this matter.

Status of Drainage Easement: The Board discussed the status of the Drainage Easement. No action was taken by the Board.

Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Facilities Fees: The Board discussed Resolution No. 2018-02-04; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Facilities Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-04; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Facilities Fees, subject to being recorded concurrently with the boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Regional Development Fees: The Board discussed Resolution No. 2018-02-06; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Regional Development Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-06; Amended and Restated Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Regional Development Fees, subject to being recorded concurrently with the Court Orders authorizing boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

RECORD OF PROCEEDINGS

First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Maintenance Fees:

The Board discussed Resolution No. 2018-02-08; First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Maintenance Fees.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-02-08; First Amendment to Joint Resolution of the Board of Directors of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District No. 14 Concerning the Imposition of Maintenance Fees, subject to being recorded concurrently with the Court Orders authorizing boundary changes. A copy of the Resolution is attached hereto and incorporated herein by this reference.

CONSTRUCTION MATTERS

Status of Construction Projects: Director Laudick updated the Board on the current construction projects.

OTHER BUSINESS

Special Meeting: It was noted that the District will need to hold a special meeting to approve items related to the Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018.

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 FEBRUARY 27, 2018
MINUTES OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN
DISTRICT NO. 14 BY THE BOARD OF DIRECTORS SIGNING BELOW:

Andrew Klein

Kevin Smith

Otis Moore, III

Theodore Laudick

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT HELD MARCH 19, 2018

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Denver High Point at DIA Metropolitan District (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.

RECORD OF PROCEEDINGS

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.

Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-03-01; Resolution to Amend the 2018 Budget. A copy of the Resolution is attached hereto and incorporated herein by this reference.

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").

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.

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.

RECORD OF PROCEEDINGS

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, Colorado International Center Metropolitan District No. 13, 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.

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 MARCH 19, 2018
MINUTES OF THE DENVER HIGH POINT AT DIA METROPOLITAN
DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

Andrew Klein

Kevin Smith

Otis Moore, III

Theodore Laudick

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.

RECORD OF PROCEEDINGS

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

RECORD OF PROCEEDINGS

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.

RECORD OF PROCEEDINGS

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 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

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14 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. 14 (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.

RECORD OF PROCEEDINGS

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.

Following discussion, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-03-01; Resolution to Amend the 2018 Budget. A copy of the Resolution is attached hereto and incorporated herein by this reference.

LEGAL MATTERS

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

RECORD OF PROCEEDINGS

Status of City of Denver's review of Financing Phase Budget submitted by the District: Attorney Becher reported that the City of Denver's review of the Financing Phase Budget submitted by the District is in process.

Resolution authorizing the issuance of the District's Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018, in an approximate principal amount not to exceed \$100,000,000 (the "Bonds"): Attorney Maxwell reviewed with the Board a Resolution authorizing the issuance of the District's Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018, in an approximate principal amount not to exceed \$100,000,000 (the "Bonds"). Such Resolution will also approve the related Indenture of Trust, Preliminary and Final Limited Offering Memoranda, Continuing Disclosure Agreement, and the execution of certain other documents relating to the Bonds. Such Resolution will further authorize the approval and execution of a Capital Pledge Agreement among the District, Colorado International Center Metropolitan District No. 13, and UMB Bank, n.a. 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 issuance of the District's Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018, in an approximate principal amount not to exceed \$100,000,000.

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.

RECORD OF PROCEEDINGS

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.

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 MARCH 19, 2018
MINUTES OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN
DISTRICT NO. 14 BY THE BOARD OF DIRECTORS SIGNING BELOW:

Andrew Klein

Kevin Smith

Otis Moore, III

Theodore Laudick

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT HELD APRIL 10, 2018

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Denver High Point at DIA Metropolitan District (referred to hereafter as the "District") was convened on Tuesday, the 10th day of April, 2018, at 9:00 A.M., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Kevin Smith
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

Ann E. Finn and Ashley B. Frisbie; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Debra Sedgeley; 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. Ms. Finn 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.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn 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 Moore, seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved, as amended.

RECORD OF PROCEEDINGS

**PUBLIC
COMMENT**

There was no public comment.

**CONSENT
AGENDA**

There were no consent agenda matters.

**FINANCIAL
MATTERS**

There were no financial matters.

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").

Status of inclusions and exclusions: The Board discussed the status of inclusions and exclusions. Attorney Becher reported that Denver County District Court has granted the Orders for such inclusions and exclusions and the Orders have been recorded with the City and County of Denver.

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

Proposal from Manhard Consulting, Inc. for District Engineering and Cost Certification Services: The Board reviewed the proposal from Manhard Consulting, Inc. for District Engineering and Cost Certification Services.

Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Board approved the proposal from Manhard Consulting, Inc. for District Engineering and Cost Certification Services.

Cost Sharing and Reimbursement Agreement by and between two or more of the following parties: Aurora High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 3, Colorado International Center Metropolitan District No. 4, the District, Colorado International Center Metropolitan District No. 13, and Colorado International Center Metropolitan District No. 14: Attorney Becher presented the Board with the Cost Sharing and Reimbursement Agreement and noted that the parties to the agreement are Aurora High Point at DIA Metropolitan District and Denver High Point at DIA Metropolitan District, and that it is not necessary for the other listed districts to join as parties.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Cost Share and Reimbursement Agreement by and between Aurora High Point at DIA Metropolitan District and Denver High Point at DIA Metropolitan District.

Allocation report prepared by Manhard Consulting, Ltd.: The Board discussed the allocation report prepared by Manhard Consulting, Ltd.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board accepted the allocation report prepared by Manhard Consulting, Ltd.

CONTINUATION

Following discussion, upon motion duly made by Director Moore, seconded by Director Laudick and, upon vote, unanimously carried, the Board determined to continue the meeting to April 12, 2018 at 8:30 a.m. at the offices of Kutak Rock LLP.

Respectfully submitted,

By _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

THESE MINUTES ARE APPROVED AS THE OFFICIAL APRIL 10, 2018
MINUTES OF THE DENVER HIGH POINT AT DIA METROPOLITAN
DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

Andrew Klein

Kevin Smith

Otis Moore, III

Theodore Laudick

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13 HELD APRIL 10, 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 Tuesday, the 10th day of April, 2018, at 9:00 A.M., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Kevin Smith
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

Ann E. Finn and Ashley B. Frisbie; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Debra Sedgely; 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. Ms. Finn 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.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn 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 Moore, seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved, as amended.

RECORD OF PROCEEDINGS

PUBLIC COMMENT

There was no public comment.

CONSENT AGENDA

The Board considered the following action:

- Ratify approval of engagement of Kutak Rock LLP as Bond Counsel

Following review, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the above action.

FINANCIAL MATTERS

There were no financial matters.

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").

Status of inclusions and exclusions: The Board discussed the status of inclusions and exclusions. Attorney Becher reported that Denver County District Court has granted the Orders for such inclusions and exclusions and the Orders have been recorded with the City and County of Denver.

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

Cost Sharing and Reimbursement Agreement by and between two or more of the following parties: Aurora High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 3, Colorado International Center Metropolitan District No. 4, the District, Colorado International Center Metropolitan District No. 13, and Colorado International Center Metropolitan District No. 14: Attorney Becher informed the Board that the parties to the Cost Sharing and Reimbursement Agreement are Aurora High Point at DIA Metropolitan District and Denver High Point at DIA Metropolitan District, and that it is not necessary for the other listed districts to join as parties. No action was taken by the Board.

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.

RECORD OF PROCEEDINGS

CONTINUATION

Following discussion, upon motion duly made by Director Moore, seconded by Director Laudick and, upon vote, unanimously carried, the Board determined to continue the meeting to April 12, 2018 at 8:30 a.m. at the offices of Kutak Rock LLP.

Respectfully submitted,

By _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

THESE MINUTES ARE APPROVED AS THE OFFICIAL APRIL 10, 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

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14 HELD APRIL 10, 2018

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 14 (referred to hereafter as the "District") was convened on Tuesday, the 10th day of April, 2018, at 9:00 A.M., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

ATTENDANCE

Directors In Attendance Were:

Andrew Klein
Kevin Smith
Otis Moore, III
Theodore Laudick

Also In Attendance Were:

Ann E. Finn and Ashley B. Frisbie; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Debra Sedgely; 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. Ms. Finn 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.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn 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 Moore, seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved, as amended.

RECORD OF PROCEEDINGS

PUBLIC COMMENT

There was no public comment.

CONSENT AGENDA

The Board considered the following action:

- Ratify approval of engagement of Kutak Rock LLP as Bond Counsel

Following review, upon motion duly made by Director Klein, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the above action.

FINANCIAL MATTERS

There were no financial matters.

LEGAL MATTERS

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

Status of inclusions and exclusions: The Board discussed the status of inclusions and exclusions. Attorney Becher reported that Denver County District Court has granted the Orders for such inclusions and exclusions and the Orders have been recorded with the City and County of Denver.

Status of City of Denver's review of Financing Phase Budget submitted by the District: Attorney Becher reported that the Financing Phase Budget submitted by the District has been approved by the City of Denver.

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

Cost Sharing and Reimbursement Agreement by and between two or more of the following parties: Aurora High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 3, Colorado International Center Metropolitan District No. 4, the District, Colorado International Center Metropolitan District No. 13, and Colorado International Center Metropolitan District No. 14: Attorney Becher informed the Board that the parties to the Cost Sharing and Reimbursement Agreement are Aurora High Point at DIA Metropolitan District and Denver High Point at DIA Metropolitan District, and that it is not necessary for the other listed districts to join as parties. No action was taken by the Board.

RECORD OF PROCEEDINGS

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.

CONTINUATION

Following discussion, upon motion duly made by Director Moore, seconded by Director Laudick and, upon vote, unanimously carried, the Board determined to continue the meeting to April 12, 2018 at 8:30 a.m. at the offices of Kutak Rock LLP.

Respectfully submitted,

By _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

THESE MINUTES ARE APPROVED AS THE OFFICIAL APRIL 10, 2018
MINUTES OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN
DISTRICT NO. 14 BY THE BOARD OF DIRECTORS SIGNING BELOW:

Andrew Klein

Kevin Smith

Otis Moore, III

Theodore Laudick