

**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
Ashley B. Frisbie	Secretary	

DATE: May 13, 2019  
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, confirm location of meeting, and posting of meeting notices.

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C. Consider approval of Minutes from the October 8, 2018 Regular Meeting (**CIC No. 13, CIC No. 14**) and the February 19, 2019 Special Meeting (**DHP**) (enclosures).

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D. Discuss remaining Board vacancy.

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II. PUBLIC COMMENTS

A. \_\_\_\_\_

III. FINANCIAL MATTERS

- A. Review and accept Cash Position Schedule, dated \_\_\_\_\_, updated as of \_\_\_\_\_, and ratify approval of the payment of claims for the period ending \_\_\_\_\_ (**DHP, CIC No. 14**) (to be distributed).

Expenses	
General	\$ -
Capital Projects	\$ -
Project Requisition	\$ -
<b>Total Claims</b>	<b>\$ -</b>

- B. Review and accept Unaudited Financial Statements, dated \_\_\_\_\_ (**DHP, CIC No. 14**) (to be distributed).

- C. Ratify the approval of the preparation, execution and filing of the Application for Exemption from Audit for 2018 (**CIC No. 13**) (enclosure).

- D. Update on status of 2018 Audits (**DHP, CIC 14**).

IV. LEGAL MATTERS

- A. Consider approval of Resolution Regarding Acceptance of District Eligible Costs of Requisition Nos. \_\_\_\_\_ (**CIC No. 14**).

V. CONSTRUCTION MATTERS

- A. Discuss status of construction projects.

1. Discuss status of High Point at DIA Filing Two/High Point Boulevard Infrastructure Project (**DHP**).

2. Discuss status of repairs relative to Conoco Phillips gas line relocation project (**DHP**).

VI. OTHER BUSINESS

A. \_\_\_\_\_

VII. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR  
JULY 8, 2019.**

## 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. 13  
HELD  
OCTOBER 8, 2018**

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 8<sup>th</sup> day of October, 2018, at 10:00 A.M., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

### ATTENDANCE

#### Directors In Attendance Were:

Kevin Smith  
Otis Moore, III  
Theodore Laudick

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

#### Also In Attendance Were:

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. 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 Regular Meeting.

## RECORD OF PROCEEDINGS

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

**Approval of Meeting Location:** 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.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Moore and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location, which is within 20 miles of the District. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

**Resignation and Appointment of Secretary to the Board:** The Board considered the resignation of Ann E. Finn as Secretary to the Board and the appointment of Ashley B. Frisbie as Secretary to the Board.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board accepted the resignation of Ann E. Finn as Secretary to the Board and appointed Ashley B. Frisbie as Secretary to the Board.

**Minutes:** The Board reviewed the Minutes of the May 14, 2018 Regular Meeting.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Minutes of the May 14, 2018 Regular Meeting.

**Appointment of Officers:** Upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Andrew Klein
Treasurer	Kevin Smith
Secretary	Ashley B. Frisbie
Assistant Secretary	Otis Moore, III
Assistant Secretary	Theodore Laudick

## RECORD OF PROCEEDINGS

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**Board Vacancy:** The Board entered into discussion regarding the vacancy on the Board of Directors. It was noted that there were no interested eligible candidates at this time.

**Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices:** The Board discussed Resolution No. 2018-10-01; Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-10-01; Resolution Establishing 2019 Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices, subject to confirmation of regular meeting dates. A copy of the resolution is attached hereto and incorporated herein.

**§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification:** The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2019.

Following discussion, the Board determined to post the required information to the SDA website.

**Insurance Coverage:** Ms. Frisbie discussed with the Board insurance renewal, insurance schedules, and renewal of the Special District Association membership. Following discussion, the Board directed Ms. Frisbie to take the necessary actions to renew the District's insurance and Special District Association membership.

**PUBLIC  
COMMENT**

There was no public comment.

**FINANCIAL  
MATTERS**

**2019 Budget Preparation:** The Board discussed the preparation of the 2019 Budget.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified the appointment of the District Accountant to prepare the 2019 Budget.

## RECORD OF PROCEEDINGS

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**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, it was determined that a 2018 Budget Amendment was not necessary.

**2019 Budget Hearing:** The President opened the public hearing to consider the proposed 2019 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2019 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.

Ms. Sedgeley reviewed the estimated 2018 expenditures and the proposed 2019 expenditures.

Following discussion, the Board considered the adoption of the Resolutions to Adopt the 2019 Budget and Appropriate Sums of Money and Set Mill Levies (for the General Fund at 11.056 mills, the Debt Service Fund at 55.278 mills, and the Capital Projects Fund - Regional at 15.000 mills, for a total mill levy of 81.334 mills). Upon motion duly made by Director Smith, seconded by Director Moore 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 final Certification of Assessed Valuation from the County on or before December 10, 2018. Ms. Frisbie was authorized to transmit the Certification of Mill Levies to the City Council of the City and County of Denver not later than December 15, 2018, and to the Division of Local Government not later than January 30, 2019. Ms. Frisbie was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2019. Copies of the adopted Resolutions are attached to these minutes and incorporated herein by this reference.

**DLG-70 Mill Levy Certification Form:** The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the City Council of the City and County of Denver and other interested parties.

## RECORD OF PROCEEDINGS

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Following discussion, upon motion duly made by Director Laudick, seconded by Director Smith and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the City Council of the City and County of Denver and other interested parties.

\_\_\_\_\_

**LEGAL MATTERS** There were no legal matters.

\_\_\_\_\_

**CONSTRUCTION MATTERS** **Status of Construction Projects:** Director Laudick updated the Board on the status of current construction projects within the District.

\_\_\_\_\_

**OTHER BUSINESS** **Annual Meeting pursuant to the District's Service Plan:** The annual meeting pursuant to the District's Service Plan was conducted. Ms. Frisbie reported that the 2018 Annual Meeting Notice was published on August 16, 2018. No property owners were in attendance.

\_\_\_\_\_

Respectfully submitted,

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



## RECORD OF PROCEEDINGS

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THESE MINUTES ARE APPROVED AS THE OFFICIAL OCTOBER 8, 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

RESOLUTION NO. 2018-10-01

JOINT RESOLUTION OF THE BOARDS OF DIRECTORS OF  
DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT AND COLORADO  
INTERNATIONAL CENTER METROPOLITAN DISTRICT NOS. 13 & 14  
ESTABLISHING REGULAR MEETING DATES, TIME AND LOCATION, AND  
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES

A. Pursuant to Section 32-1-903, C.R.S., special districts are required to designate a schedule for regular meetings, indicating the dates, time and location of said meetings.

B. Pursuant to Section 24-6-402(2)(c), C.R.S., special districts are required to designate annually at the board of directors of the district's first regular meeting of each calendar year, the place at which notice will be posted at least 24 hours prior to each meeting.

C. Pursuant to Section 32-1-903, C.R.S., special districts are required to post notices of regular and special meetings at three (3) public places within the district and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting.

D. Pursuant to Section 32-1-903, C.R.S., all special and regular meetings of the board shall be held at locations which are within the boundaries of the district or which are within the boundaries of any county in which the district is located, in whole or in part, or in any county so long as the meeting location does not exceed twenty (20) miles from the district boundaries unless such provision is waived.

E. The provisions of Section 32-1-903, C.R.S., may be waived if: (1) the proposed change of location of a meeting of the board appears on the agenda of a regular or special meeting; and (2) a resolution is adopted by the board stating the reason for which a meeting is to be held in a location other than under Section 32-1-903(1), C.R.S., and further stating the date, time and place of such meeting.

NOW, THEREFORE, BE IT RESOLVED by the Boards of Directors of the Denver High Point at DIA Metropolitan District and the Colorado International Center Metropolitan District Nos. 13 & 14 of the City and County of Denver, Colorado:

1. That the provisions of Section 32-1-903(1), C.R.S., be waived pursuant to the adoption of this Resolution.

2. That the Boards of Directors (each the "District Board") have determined that conducting regular and special meetings pursuant to Section 32-1-903(1), C.R.S., would be inconvenient and costly for the Directors and consultants of the District in that they live and/or work outside the twenty (20) mile radius requirement.

3. That regular meetings of the District Board of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District Nos. 13 & 14 for the year 2019 shall be held on February 11, May 13, July 8, and October 14, 2019 at 10:00 a.m., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

4. That special meetings of the District Board shall be held as often as the needs of the District require, upon notice to each Director.

5. That, until circumstances change and a future resolution of the District Board so designates, the location of all special and regular meetings of the District Board shall appear on the agenda(s) of said special and regular meetings.

6. That the residents and taxpaying electors of the District shall be given an opportunity to object to the meeting(s), location(s) and any such objections shall be considered by the District Board in setting future meetings.

7. Notice of Meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24 hours prior to each meeting at the following location:

- (a) Denver High Point at DIA Metropolitan District: The northeast corner of 70<sup>th</sup> Avenue and Argonne Street.
- (b) Colorado International Center Metropolitan District No. 13: The northwest corner of East 64<sup>th</sup> Avenue and North Dunkirk Street.
- (c) Colorado International Center Metropolitan District No. 14: The northeast corner of East 64<sup>th</sup> Avenue and Tower Road.

8. Notices of regular and special meetings required to be posted at three (3) public places within the District and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting shall be made pursuant to Section 32-1-903, C.R.S., at the following locations:

9. At two other points along the east side of Argonne St., south of 71<sup>st</sup> Avenue and North of 70<sup>th</sup> Avenue, to be chosen by the person posting.

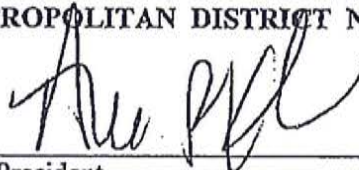
10. Ted Laudick, or his/her designee, is hereby appointed to post the above-referenced notices.

*[Remainder of page intentionally left blank.]*

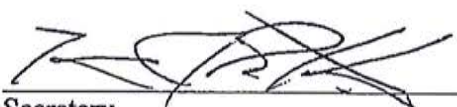
RESOLUTION APPROVED AND ADOPTED on October 8, 2018.

DENVER HIGH POINT AT DIA  
METROPOLITAN DISTRICT AND  
COLORADO INTERNATIONAL CENTER  
METROPOLITAN DISTRICT NOS. 13 &  
14

By:

  
\_\_\_\_\_  
President

Attest:

  
\_\_\_\_\_  
Secretary

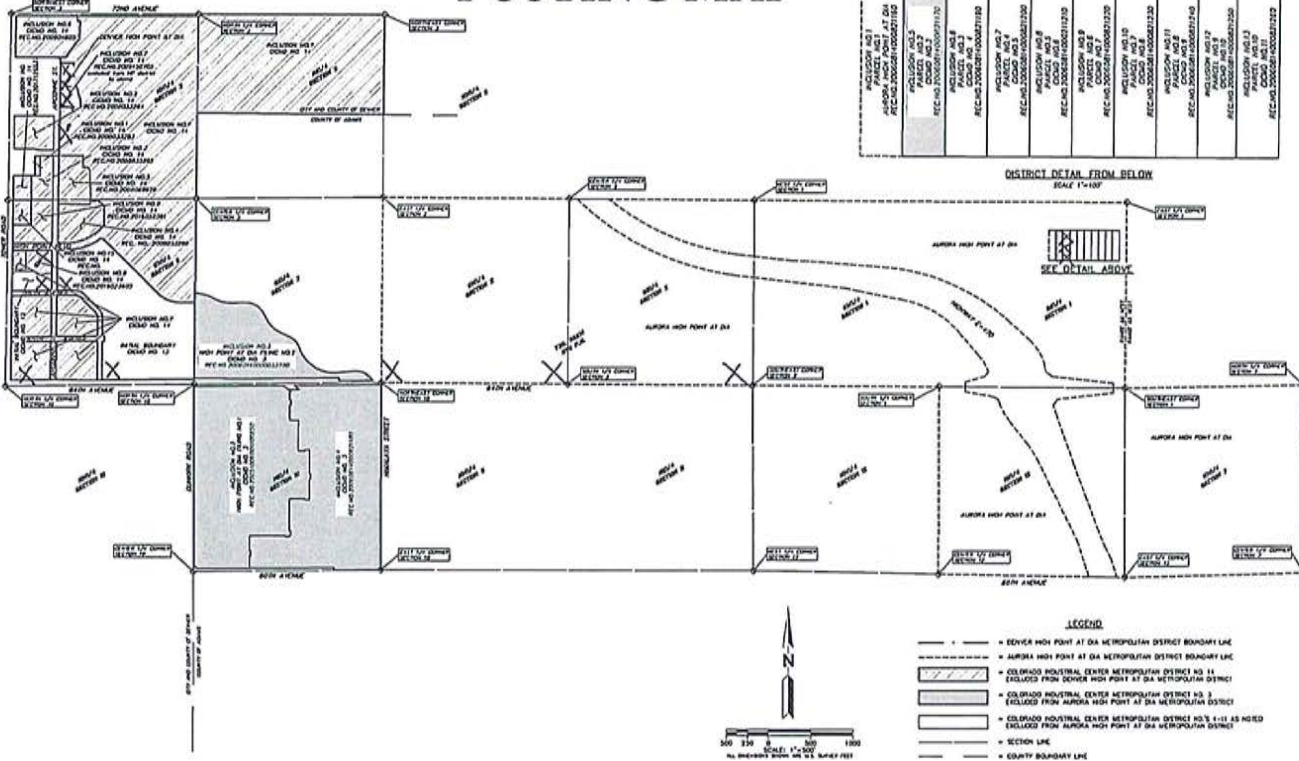
**EXHIBIT A**  
**Posting Map**

METROPOLITAN DISTRICT MAP  
 AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT  
 DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT  
 COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO'S. 3 THROUGH 11, 13 AND 14

POSTING MAP

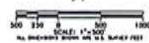
INCLUSION NO. 1	INCLUSION NO. 2	INCLUSION NO. 3	INCLUSION NO. 4	INCLUSION NO. 5	INCLUSION NO. 6	INCLUSION NO. 7	INCLUSION NO. 8	INCLUSION NO. 9	INCLUSION NO. 10	INCLUSION NO. 11	INCLUSION NO. 12	INCLUSION NO. 13	INCLUSION NO. 14
REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120	REC-NO 20020811000021120

DISTRICT DETAIL FROM BELOW  
 SCALE 1"=100'



**LEGEND**

- DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT BOUNDARY LINE
- AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT BOUNDARY LINE
- COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 14 EXCLUDED FROM DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT
- COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 3 EXCLUDED FROM AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT
- COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO'S. 11-13 EXCLUDED FROM AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT
- SECTION LINE
- COUNTY BOUNDARY LINE



**METROPOLITAN DISTRICTS MAP**

Date: JANUARY 13, 2018  
 File Number: 18018  
 Surveyed By: DUNCAN  
 Drawn By: DUNCAN  
 Checked By: DUNCAN

Sheet Number  
**10F1**

THIS MAP IS THE PROPERTY OF THE CITY OF DENVER AND IS NOT TO BE REPRODUCED OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM.

RESOLUTION NO. 2018 - 10 - 02

A RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13  
TO ADOPT THE 2019 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Colorado International Center Metropolitan District No. 13 ("District") has appointed the District Accountant to prepare and submit a proposed 2019 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2018, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on October 8, 2018, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any inter-fund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Colorado International Center Metropolitan District No. 13:

1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Colorado International Center Metropolitan District No. 13 for the 2019 fiscal year.

2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 8<sup>th</sup> day of October, 2018.



*Ashley Jisbric*  
Secretary



EXHIBIT A  
(Budget)



**CliftonLarsonAllen**

CliftonLarsonAllen LLP  
www.CLAconnect.com

**Accountant's Compilation Report**

Board of Directors  
Colorado International Center Metropolitan District No.13

Management is responsible for the accompanying budget of revenues, expenditures, and fund balances of Colorado International Center Metropolitan District No.13 for the year ending December 31, 2019, including the estimate of comparative information for the year ending December 31, 2018, and the actual comparative information for the year ended December 31, 2017, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105 and the related summary of significant assumptions in accordance with guidelines for the presentation of a budget established by the American Institute of Certified Public Accountants (AICPA). We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

The budgeted results may not be achieved as there will usually be differences between the budgeted and actual results, because events and circumstances frequently do not occur as expected, and these differences may be material. We assume no responsibility to update this report for events and circumstances occurring after the date of this report.

We draw attention to the summary of significant assumptions which describe that the budget is presented in accordance with the requirements of C.R.S 29-1-105, and is not intended to be a presentation in accordance with accounting principles generally accepted in the United States of America.

We are not independent with respect to the Colorado International Center Metropolitan District No.13.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
January 8, 2019



An independent member of Nexia International

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.13**  
**SUMMARY**  
**2019 BUDGET**  
**WITH 2017 ACTUAL AND 2018 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
BEGINNING FUND BALANCES	\$ -	\$ -	\$ -
REVENUES			
Total revenues	-	-	-
Total funds available	-	-	-
EXPENDITURES			
Total expenditures	-	-	-
Total expenditures and transfers out requiring appropriation	-	-	-
ENDING FUND BALANCES	\$ -	\$ -	\$ -

This financial information should be read only in connection with the accompanying accountant's  
 compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.13**  
**PROPERTY TAX SUMMARY INFORMATION**  
**2019 BUDGET**  
**WITH 2017 ACTUAL AND 2018 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
<b>ASSESSED VALUATION</b>			
Agricultural	\$ 60	\$ 60	\$ 2,980
Certified Assessed Value	<u>\$ 60</u>	<u>\$ 60</u>	<u>\$ 2,980</u>
<b>MILL LEVY</b>			
General	10.000	11.056	11.056
Debt Service	0.000	55.278	55.278
Regional	15.000	15.000	15.000
Total mill levy	<u>25.000</u>	<u>81.334</u>	<u>81.334</u>
<b>PROPERTY TAXES</b>			
General	\$ 1	\$ 1	\$ 33
Debt Service	-	3	165
Regional	1	1	45
Levied property taxes	<u>2</u>	<u>5</u>	<u>243</u>
Adjustments to actual/rounding	(2)	(5)	(243)
Budgeted property taxes	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
<b>BUDGETED PROPERTY TAXES</b>			
	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.13**  
**GENERAL FUND**  
**2019 BUDGET**  
**WITH 2017 ACTUAL AND 2018 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
BEGINNING FUND BALANCE	\$ -	\$ -	\$ -
REVENUES			
Total revenues	-	-	-
Total funds available	-	-	-
EXPENDITURES			
Total expenditures	-	-	-
Total expenditures and transfers out requiring appropriation	-	-	-
ENDING FUND BALANCE	\$ -	\$ -	\$ -

This financial information should be read only in connection with the accompanying accountant's  
 compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.13**  
**DEBT SERVICE FUND**  
**2019 BUDGET**  
**WITH 2017 ACTUAL AND 2018 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
BEGINNING FUND BALANCE	\$ -	\$ -	\$ -
REVENUES			
Total revenues	-	-	-
Total funds available	-	-	-
EXPENDITURES			
Total expenditures	-	-	-
Total expenditures and transfers out requiring appropriation	-	-	-
ENDING FUND BALANCE	\$ -	\$ -	\$ -

This financial information should be read only in connection with the accompanying accountant's  
 compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.13**  
**CAPITAL PROJECTS FUND**  
**2019 BUDGET**  
**WITH 2017 ACTUAL AND 2018 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
BEGINNING FUND BALANCE	\$ -	\$ -	\$ -
REVENUES			
Total revenues	-	-	-
Total funds available	-	-	-
EXPENDITURES			
Total expenditures	-	-	-
Total expenditures and transfers out requiring appropriation	-	-	-
ENDING FUND BALANCE	\$ -	\$ -	\$ -

This financial information should be read only in connection with the accompanying accountant's  
 compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13  
2019 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

Colorado International Center Metropolitan District No. 13 (the District), a quasi-municipal corporation, is governed pursuant to provisions of the Colorado Special District Act. The District's service area is located in the City and County of Denver, Colorado. The District was organized in conjunction with two other metropolitan districts, Denver High Point at DIA Metropolitan District (the Management District) and Colorado International Center Metropolitan District No. 14 (CIC 14) (collectively, the Districts). CIC 14 contains the commercial property within the Districts and the District contains the residential property within the Districts. The District was established to provide streets, safety protection, water, sewer and storm drainage, transportation, mosquito control, fire protection, park and recreation facilities, and improvements for the use and benefit of the taxpayers of the District.

On May 2, 2006, the District's voters authorized total general obligation indebtedness of \$1,530,400,000 for the above listed facilities and powers but, the District's service plan limits the total indebtedness to \$157,800,000, with a maximum debt mill levy of 50.000 mills.

The District has no employees and all administrative functions are contracted.

The District prepares its budget on the modified accrual basis of accounting in accordance with the requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

**Revenues**

**Property Taxes**

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or, if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

The calculation of the taxes levied is displayed on the Property Tax Summary page of the budget using the adopted mill levy imposed by the District. The District has levied a debt service mill levy for possible future bond issuance. Due to the low assessed valuation for the District, the District does not anticipate collecting any property taxes for 2019.



**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13  
2019 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues (continued)**

**Regional Improvements Mill Levy**

The District is required to impose a mill levy of 16.583 for payment of the planning, designing, permitting, construction, acquisition and financing of the regional improvements described in the City Intergovernmental Agreement between the Management District and the City and County of Denver and the Service Plan for the District. The Management District is also responsible for 17% of Gateway Regional Metropolitan District's service plan project costs and certain Town Center Metropolitan District obligations, which are also considered regional improvements.

**Expenditures**

The District does not anticipate any financial activity in 2019.

**Intergovernmental Agreements**

In conjunction with the issue of Series 2018 bonds by CIC 14, the District has entered into a Capital Pledge Agreement (Pledge Agreement). Pursuant to the Pledge Agreement, the District is obligated to impose a Required Mill Levy and Regional Mill Levy and transfer the net property taxes collected therefrom to CIC 14 to pay the Series 2018 bonds. The Pledge Agreement identifies a Mill Levy Allocation Standard, explains how the District's Required Mill Levy and CIC 14's Required Mill Levy are set in relationship to each other in certain circumstances and generally requires that, if the mill levies are reduced, they shall be reduced using a prorating method that keeps the mill levies in the same proportion to each other.

**Debt and Leases**

**Developer Advances**

The District's debt is comprised of developer advances, which are not general obligation debt. As of December 31, 2018, the District had \$37,764 in outstanding developer advances and interest accrued at 8%. Repayment of advances is subject to annual appropriation if and when eligible funds become available.

The District has no operating or capital leases.

**Reserves**

**Emergency Reserve**

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of fiscal year spending. Since the District has no budgeted revenues and Management District pays for all the District's operations and maintenance costs, an Emergency Reserve is not reflected in the District's budget.

**This information is an integral part of the accompanying budget.**

I, Ashley Frisbie, hereby certify that I am the duly appointed Secretary of the Colorado International Center Metropolitan District No. 13, and that the foregoing is a true and correct copy of the budget for the budget year 2019, duly adopted at a meeting of the Board of Directors of the Colorado International Center Metropolitan District No. 13 held on October 8, 2018.

By: Ashley Frisbie  
Secretary

RESOLUTION NO. 2018 - 10 - 03

A RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 13  
TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Colorado International Center Metropolitan District No. 13 ("District") has adopted the 2019 annual budget in accordance with the Local Government Budget Law on October 8, 2018; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2019 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for capital projects - regional fund expenses from property tax revenue is identified in the budget.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Colorado International Center Metropolitan District No. 13:

1. That for the purposes of meeting all general fund expenses of the District during the 2019 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purposes of meeting all debt service fund expenses of the District during the 2019 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That for the purposes of meeting all capital projects - regional fund expenses of the District during the 2019 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

4. That the District Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of the City and County of Denver, the mill levies for the District as set forth in the District's Certification of Tax Levies (attached hereto as **EXHIBIT A** and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 8<sup>th</sup> day of October, 2018.



*Ashley Justice*  
Secretary

**EXHIBIT A**  
(Certification of Tax Levies)

### CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

**TO:** County Commissioners<sup>1</sup> of CITY AND COUNTY OF DENVER, Colorado.

On behalf of the COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT No.13,  
(taxing entity)<sup>A</sup>

the BOARD OF DIRECTORS  
(governing body)<sup>B</sup>

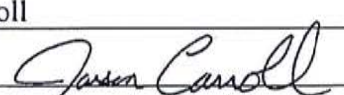
of the COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT No.13  
(local government)<sup>C</sup>

**Hereby** officially certifies the following mills to be levied against the taxing entity's GROSS \$ 2,980 assessed valuation of: (GROSS<sup>D</sup> assessed valuation, Line 2 of the Certification of Valuation Form DLG 57<sup>E</sup>)

**Note:** If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area<sup>F</sup> the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: \$ 2,980 (NET<sup>G</sup> assessed valuation, Line 4 of the Certification of Valuation Form DLG 57)  
**USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10**

**Submitted:** 12/11/2018 for budget/fiscal year 2019.  
(no later than Dec. 15) (mm/dd/yyyy) (yyyy)

PURPOSE <small>(see end notes for definitions and examples)</small>	LEVY <sup>2</sup>	REVENUE <sup>2</sup>
1. General Operating Expenses <sup>H</sup>	<u>11.056</u> mills	\$ <u>33</u>
2. <Minus> Temporary General Property Tax Credit/ Temporary Mill Levy Rate Reduction <sup>I</sup>	< > mills	\$ < >
<b>SUBTOTAL FOR GENERAL OPERATING:</b>	<span style="border: 1px solid black; padding: 2px;"><u>11.056</u></span> mills	<span style="border: 1px solid black; padding: 2px;">\$ <u>33</u></span>
3. General Obligation Bonds and Interest <sup>J</sup>	_____ mills	\$ _____
4. Contractual Obligations <sup>K</sup>	<u>70.278</u> mills	\$ <u>209</u>
5. Capital Expenditures <sup>L</sup>	_____ mills	\$ _____
6. Refunds/Abatements <sup>M</sup>	_____ mills	\$ _____
7. Other <sup>N</sup> (specify): _____	_____ mills	\$ _____
_____	_____ mills	\$ _____
<b>TOTAL:</b> <small>[ Sum of General Operating Subtotal and Lines 3 to 7 ]</small>	<span style="border: 1px solid black; padding: 2px;"><u>81.334</u></span> mills	<span style="border: 1px solid black; padding: 2px;">\$ <u>242</u></span>

Contact person: Jason Carroll Daytime phone: ( 303 ) 779-5710  
 (print)  
 Signed:  Title: Accountant for the District

*Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.*

<sup>1</sup> If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.  
<sup>2</sup> Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's **FINAL** certification of valuation).

**CERTIFICATION OF TAX LEVIES, continued**

**THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.).** Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

**CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:**

**BONDS<sup>J</sup>:**

- |    |                   |       |
|----|-------------------|-------|
| 1. | Purpose of Issue: | _____ |
|    | Series:           | _____ |
|    | Date of Issue:    | _____ |
|    | Coupon Rate:      | _____ |
|    | Maturity Date:    | _____ |
|    | Levy:             | _____ |
|    | Revenue:          | _____ |
|    |                   |       |
| 2. | Purpose of Issue: | _____ |
|    | Series:           | _____ |
|    | Date of Issue:    | _____ |
|    | Coupon Rate:      | _____ |
|    | Maturity Date:    | _____ |
|    | Levy:             | _____ |
|    | Revenue:          | _____ |

**CONTRACTS<sup>K</sup>:**

- |    |                      |   |
|----|----------------------|---|
| 3. | Purpose of Contract: | <u>Imposition of Regional Mill Levy</u>                                   |
|    | Title:               | <u>City and County of Denver - IGA</u>                                    |
|    | Date:                | <u>09/02/08</u>   |
|    | Principal Amount:    | <u>N/A</u>  |
|    | Maturity Date:       | <u>N/A</u>  |
|    | Levy:                | <u>15.000</u>   |
|    | Revenue:             | <u>\$44</u>   |
|    |                      |   |
| 4. | Purpose of Contract: | <u>Imposition of Debt Service Levy for Series 2018 CIC MD No.14 bonds</u> |
|    | Title:               | <u>Capital Pledge Agreement</u>   |
|    | Date:                | <u>04/12/2018</u>   |
|    | Principal Amount:    | <u>\$87,135,000</u>   |
|    | Maturity Date:       | <u>12/01/2046</u>   |
|    | Levy:                | <u>55.278</u>   |
|    | Revenue:             | <u>\$165</u>  |

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

## 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. 14 HELD OCTOBER 8, 2018

A Regular 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 8<sup>th</sup> day of October, 2018, at 10:00 A.M., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

#### ATTENDANCE

##### Directors In Attendance Were:

Kevin Smith  
Otis Moore, III  
Theodore Laudick

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

##### Also In Attendance Were:

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. 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 Regular Meeting.



## RECORD OF PROCEEDINGS

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

**Approval of Meeting Location:** 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.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Moore and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location, which is within 20 miles of the District. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxing electors within its boundaries.

**Resignation and Appointment of Secretary to the Board:** The Board considered the resignation of Ann E. Finn as Secretary to the Board and the appointment of Ashley B. Frisbie as Secretary to the Board.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board accepted the resignation of Ann E. Finn as Secretary to the Board and appointed Ashley B. Frisbie as Secretary to the Board.

**Minutes:** The Board reviewed the Minutes of the May 7, 2018 Special Meeting and the May 14, 2018 Regular Meeting.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Minutes of the May 7, 2018 Special Meeting and the May 14, 2018 Regular Meeting.

**Appointment of Officers:** Upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Andrew Klein
Treasurer	Kevin Smith
Secretary	Ashley B. Frisbie
Assistant Secretary	Otis Moore, III
Assistant Secretary	Theodore Laudick

## RECORD OF PROCEEDINGS

---

**Board Vacancy:** The Board entered into discussion regarding the vacancy on the Board of Directors. It was noted that there were no interested eligible candidates at this time.

**Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices:** The Board discussed Resolution No. 2018-10-01; Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-10-01; Resolution Establishing 2019 Regular Meeting Dates, Times and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices, subject to confirmation of regular meeting dates. A copy of the resolution is attached hereto and incorporated herein.

**§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification:** The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2019.

Following discussion, the Board determined to post the required information to the SDA website.

**Insurance Coverage:** Ms. Frisbie discussed with the Board insurance renewal, insurance schedules, and renewal of the Special District Association membership. Following discussion, the Board directed Ms. Frisbie to take the necessary actions to renew the District's insurance and Special District Association membership.

**PUBLIC  
COMMENT**

There was no public comment.

**FINANCIAL  
MATTERS**

**Claims:** The Board reviewed the Cash Position Schedule, dated June 30, 2018, updated as of September 28, 2018.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule, dated June 30, 2018, updated as of September 28, 2018.

**Unaudited Financial Statements:** It was noted that the Unaudited Financial Statements were not available at this time.

## RECORD OF PROCEEDINGS

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**2017 Audit:** The Board reviewed the 2017 Audit.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the 2017 Audit.

**2018 Audit:** The Board reviewed the engagement letter from Schilling & Company, Inc. to perform the 2018 Audit.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the engagement of Schilling & Company, Inc. to perform the 2018 Audit, for an amount not to exceed \$4,000.

**2019 Budget Preparation:** The Board discussed the preparation of the 2019 Budget.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified the appointment of the District Accountant to prepare the 2019 Budget.

**2018 Budget Amendment Hearing:** The President opened the public hearing to consider the Resolution to Further 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 Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted Resolution No. 2018-10-02; Resolution to Further Amend the 2018 Budget. A copy of the Resolution is attached hereto and incorporated herein by this reference.

**2019 Budget Hearing:** The President opened the public hearing to consider the proposed 2019 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2019 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.

## RECORD OF PROCEEDINGS

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Ms. Sedgeley reviewed the estimated 2018 expenditures and the proposed 2019 expenditures.

Following discussion, the Board considered the adoption of the Resolutions to Adopt the 2019 Budget and Appropriate Sums of Money and Set Mill Levies (for the General Fund at 10.000 mills, the Debt Service Fund at 50.000 mills, and the Capital Projects Fund - Regional at 15.000 mills, for a total mill levy of 75.000 mills). Upon motion duly made by Director Smith, seconded by Director Moore 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 final Certification of Assessed Valuation from the County on or before December 10, 2018. Ms. Frisbie was authorized to transmit the Certification of Mill Levies to the City Council of the City and County of Denver not later than December 15, 2018, and to the Division of Local Government not later than January 30, 2019. Ms. Frisbie was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2019. Copies of the adopted Resolutions are attached to these minutes and incorporated herein by this reference.

**DLG-70 Mill Levy Certification Form:** The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the City Council of the City and County of Denver and other interested parties.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Smith and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the City Council of the City and County of Denver and other interested parties.

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### **LEGAL MATTERS**

**Resolution Regarding Acceptance of District Eligible Costs of Requisition Nos. 1 through 10:** The Board reviewed a Resolution regarding Acceptance of District Eligible Costs of Requisition Nos. 1 through 10.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified adoption of the Resolution regarding Acceptance of District Eligible Costs of Requisition Nos. 1 through 10.

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### **CONSTRUCTION MATTERS**

**Status of Construction Projects:** Director Laudick updated the Board on the status of current construction projects within the District.

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## RECORD OF PROCEEDINGS

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**OTHER BUSINESS** **Annual Meeting pursuant to the District's Service Plan:** The annual meeting pursuant to the District's Service Plan was conducted. Ms. Frisbie reported that the 2018 Annual Meeting Notice was published on August 16, 2018. No property owners were in attendance.

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Respectfully submitted,

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

## RECORD OF PROCEEDINGS

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THESE MINUTES ARE APPROVED AS THE OFFICIAL OCTOBER 8, 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

RESOLUTION NO. 2018-10-01

JOINT RESOLUTION OF THE BOARDS OF DIRECTORS OF  
DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT AND COLORADO  
INTERNATIONAL CENTER METROPOLITAN DISTRICT NOS. 13 & 14  
ESTABLISHING REGULAR MEETING DATES, TIME AND LOCATION, AND  
DESIGNATING LOCATIONS FOR POSTING OF 72-HOUR AND 24-HOUR NOTICES

A. Pursuant to Section 32-1-903, C.R.S., special districts are required to designate a schedule for regular meetings, indicating the dates, time and location of said meetings.

B. Pursuant to Section 24-6-402(2)(c), C.R.S., special districts are required to designate annually at the board of directors of the district's first regular meeting of each calendar year, the place at which notice will be posted at least 24 hours prior to each meeting.

C. Pursuant to Section 32-1-903, C.R.S., special districts are required to post notices of regular and special meetings at three (3) public places within the district and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting.

D. Pursuant to Section 32-1-903, C.R.S., all special and regular meetings of the board shall be held at locations which are within the boundaries of the district or which are within the boundaries of any county in which the district is located, in whole or in part, or in any county so long as the meeting location does not exceed twenty (20) miles from the district boundaries unless such provision is waived.

E. The provisions of Section 32-1-903, C.R.S., may be waived if: (1) the proposed change of location of a meeting of the board appears on the agenda of a regular or special meeting; and (2) a resolution is adopted by the board stating the reason for which a meeting is to be held in a location other than under Section 32-1-903(1), C.R.S., and further stating the date, time and place of such meeting.

NOW, THEREFORE, BE IT RESOLVED by the Boards of Directors of the Denver High Point at DIA Metropolitan District and the Colorado International Center Metropolitan District Nos. 13 & 14 of the City and County of Denver, Colorado:

1. That the provisions of Section 32-1-903(1), C.R.S., be waived pursuant to the adoption of this Resolution.

2. That the Boards of Directors (each the "District Board") have determined that conducting regular and special meetings pursuant to Section 32-1-903(1), C.R.S., would be inconvenient and costly for the Directors and consultants of the District in that they live and/or work outside the twenty (20) mile radius requirement.

3. That regular meetings of the District Board of the Denver High Point at DIA Metropolitan District and Colorado International Center Metropolitan District Nos. 13 & 14 for the year 2019 shall be held on February 11, May 13, July 8, and October 14, 2019 at 10:00 a.m., at the offices of Westside Investment Partners, Inc., 4100 East Mississippi Avenue, Suite 500, Glendale, Colorado.

4. That special meetings of the District Board shall be held as often as the needs of the District require, upon notice to each Director.

5. That, until circumstances change and a future resolution of the District Board so designates, the location of all special and regular meetings of the District Board shall appear on the agenda(s) of said special and regular meetings.

6. That the residents and taxpaying electors of the District shall be given an opportunity to object to the meeting(s), location(s) and any such objections shall be considered by the District Board in setting future meetings.

7. Notice of Meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24 hours prior to each meeting at the following location:

- (a) Denver High Point at DIA Metropolitan District: The northeast corner of 70<sup>th</sup> Avenue and Argonne Street.
- (b) Colorado International Center Metropolitan District No. 13: The northwest corner of East 64<sup>th</sup> Avenue and North Dunkirk Street.
- (c) Colorado International Center Metropolitan District No. 14: The northeast corner of East 64<sup>th</sup> Avenue and Tower Road.

8. Notices of regular and special meetings required to be posted at three (3) public places within the District and at the office of the County Clerk and Recorder at least 72 hours prior to said meeting shall be made pursuant to Section 32-1-903, C.R.S., at the following locations:

9. At two other points along the east side of Argonne St., south of 71<sup>st</sup> Avenue and North of 70<sup>th</sup> Avenue, to be chosen by the person posting.

10. Ted Laudick, or his/her designee, is hereby appointed to post the above-referenced notices.

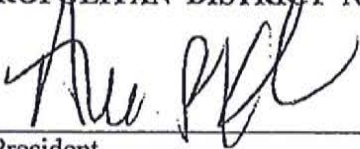
*[Remainder of page intentionally left blank.]*



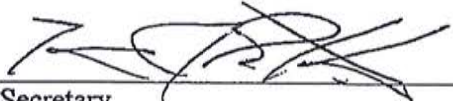
RESOLUTION APPROVED AND ADOPTED on October 8, 2018.

DENVER HIGH POINT AT DIA  
METROPOLITAN DISTRICT AND  
COLORADO INTERNATIONAL CENTER  
METROPOLITAN DISTRICT NOS. 13 &  
14

By:

  
\_\_\_\_\_  
President

Attest:

  
\_\_\_\_\_  
Secretary

**EXHIBIT A**  
**Posting Map**

METROPOLITAN DISTRICT MAP  
 AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT  
 DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT  
 COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO'S. 3 THROUGH 11, 13 AND 14

# POSTING MAP

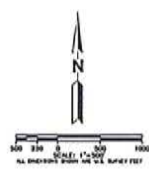
INCLUSION NO.	DESCRIPTION	REC. NO.
INCLUSION NO. 1	AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT	REC. NO. 2008/01/00001110
INCLUSION NO. 2	DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT	REC. NO. 2008/01/00001111
INCLUSION NO. 3	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 3	REC. NO. 2008/01/00001112
INCLUSION NO. 4	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 4	REC. NO. 2008/01/00001113
INCLUSION NO. 5	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 5	REC. NO. 2008/01/00001114
INCLUSION NO. 6	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 6	REC. NO. 2008/01/00001115
INCLUSION NO. 7	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 7	REC. NO. 2008/01/00001116
INCLUSION NO. 8	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 8	REC. NO. 2008/01/00001117
INCLUSION NO. 9	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 9	REC. NO. 2008/01/00001118
INCLUSION NO. 10	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 10	REC. NO. 2008/01/00001119
INCLUSION NO. 11	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 11	REC. NO. 2008/01/00001120
INCLUSION NO. 12	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 12	REC. NO. 2008/01/00001121
INCLUSION NO. 13	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 13	REC. NO. 2008/01/00001122
INCLUSION NO. 14	COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 14	REC. NO. 2008/01/00001123

DISTRICT DETAIL FROM BELOW  
 SCALE 1"=100'

SEE DETAIL ABOVE

LEGEND

- - - - - DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT BOUNDARY LINE
- - - - - AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT BOUNDARY LINE
- - - - - COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 11 EXCLUDED FROM DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT
- - - - - COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO. 3 EXCLUDED FROM AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT
- - - - - COLORADO INDUSTRIAL CENTER METROPOLITAN DISTRICT NO'S 1-11 AS NOTED EXCLUDED FROM AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT
- - - - - SECTION LINE
- - - - - COUNTY BOUNDARY LINE



METROPOLITAN DISTRICTS  
 MAP

No.	Description of Resolutions	Date

Date: September 17, 2018  
 Job Number: 18-0015  
 Surveyed By: DAFEB  
 Drawn By: DAFEB  
 Checked By: DAFEB

Sheet Number:  
**10F1**

DATE: 09/17/18  
 DRAWN: DAFEB  
 CHECKED: DAFEB

RESOLUTION TO AMEND 2018 BUDGET  
COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14

WHEREAS, the Board of Directors of the Colorado International Center Metropolitan District No. 14 adopted a budget and appropriated funds for the fiscal year 2018 as follows:

General Fund	\$ 175,221
Debt Service Fund	\$ 10,915,000
Capital Projects Fund - Regional	\$ 30,480,309

WHEREAS, the necessity has arisen for additional expenditures in the Debt Service Fund and Capital Projects Fund - Regional requiring the unanticipated expenditure of funds in excess of those appropriated for the fiscal year 2018; and

WHEREAS, the expenditure of such funds is a contingency which could not have been reasonably foreseen at the time of adoption of the budget; and

WHEREAS, funds are available for such expenditures in the Debt Service Fund from property taxes, interest income, and the Debt Service Fund beginning fund balance; and

WHEREAS, funds are available for such expenditures in the Capital Projects Fund – Regional from property taxes and bond issuance.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Colorado International Center Metropolitan District No. 14 shall and hereby does amend the adopted Budget for the fiscal year 2018 and adopts a supplemental budget and appropriation for the Debt Service Fund and Capital Projects Fund - Regional for the fiscal year 2018, as follows:

Debt Service Fund	\$ 14,200,000
Capital Projects Fund - Regional	\$ 100,410,000

BE IT FURTHER RESOLVED, that such sums are hereby appropriated from the revenues of the District to the proper funds for the purposes stated.

ADOPTED the 19<sup>th</sup> day of March, 2018.

COLORADO INTERNATIONAL CENTER  
METROPOLITAN DISTRICT NO. 14

By:   
Secretary

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14**  
**DEBT SERVICE FUND**  
**2018 AMENDED BUDGET**

	BUDGET 2018	AMENDED 2018
BEGINNING FUNDS BALANCE	\$ 434,395	\$ 436,774
REVENUE		
Property taxes	812,260	812,260
Specific ownership taxes	73,900	73,900
Interest income	5,200	90,000
Other income	2,000	-
Total revenue	<u>893,360</u>	<u>976,160</u>
TRANSFERS IN		
Capital Projects fund	9,868,748	34,526,190
Total transfers in	<u>9,868,748</u>	<u>34,526,190</u>
Total funds available	<u>11,196,503</u>	<u>35,939,124</u>
EXPENDITURES		
County Treasurer's fees	8,120	8,120
Loan interest - Series 2018	960,266	3,881,400
Paying agent fees	10,000	5,000
Payment to refunding escrow	9,934,409	10,226,190
Contingency	2,205	79,290
Total expenditures	<u>10,915,000</u>	<u>14,200,000</u>
TRANSFERS OUT		
Total transfers out	<u>-</u>	<u>-</u>
Total expenditures and transfers out requiring appropriation	<u>10,915,000</u>	<u>14,200,000</u>
ENDING FUNDS BALANCE	<u>\$ 281,503</u>	<u>\$ 21,739,124</u>

COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14  
 CAPITAL PROJECTS FUND - REGIONAL  
 2018 AMENDED BUDGET

	ADOPTED 2018	AMENDED 2018
BEGINNING FUNDS BALANCE	\$ 92	\$ (5,065)
REVENUE		
Property taxes - Regional Mill Levy	243,678	243,678
Investment income	100	100
Other income	4,439	171,287
Bond issuance	30,232,000	100,000,000
Total revenue	<u>30,480,217</u>	<u>100,415,065</u>
TRANSFERS IN		
Total transfers in	<u>-</u>	<u>-</u>
Total funds available	<u>30,480,309</u>	<u>100,410,000</u>
EXPENDITURES		
Transfer to DHP @ DIA MD	19,499,850	63,300,000
Cost of issuance	1,104,640	2,500,000
County Treasurer fees	2,440	2,440
Contingency	4,631	81,370
Total expenditures	<u>20,611,561</u>	<u>65,883,810</u>
TRANSFERS OUT		
Debt Service Fund	9,868,748	34,526,190
Total transfers out	<u>9,868,748</u>	<u>34,526,190</u>
Total expenditures and transfers out requiring appropriation	<u>30,480,309</u>	<u>100,410,000</u>
ENDING FUNDS BALANCE	<u>\$ -</u>	<u>\$ -</u>

RESOLUTION NO. 2018 - 10 - 03

A RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14  
TO ADOPT THE 2019 BUDGET AND APPROPRIATE SUMS OF MONEY

WHEREAS, the Board of Directors of the Colorado International Center Metropolitan District No. 14 ("District") has appointed the District Accountant to prepare and submit a proposed 2019 budget to the Board at the proper time; and

WHEREAS, the District Accountant has submitted a proposed budget to this Board on or before October 15, 2018, for its consideration; and

WHEREAS, upon due and proper notice, published or posted in accordance with the law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on October 8, 2018, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget has been prepared to comply with all terms, limitations and exemptions, including, but not limited to, reserve transfers and expenditure exemptions, under Article X, Section 20 of the Colorado Constitution ("TABOR") and other laws or obligations which are applicable to or binding upon the District; and

WHEREAS, whatever increases may have been made in the expenditures, like increases were added to the revenues so that the budget remains in balance, as required by law.

WHEREAS, the Board of Directors of the District has made provisions therein for revenues in an amount equal to or greater than the total proposed expenditures as set forth in said budget; and

WHEREAS, it is not only required by law, but also necessary to appropriate the revenues provided in the budget to and for the purposes described below, as more fully set forth in the budget, including any inter-fund transfers listed therein, so as not to impair the operations of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Colorado International Center Metropolitan District No. 14:

1. That the budget as submitted, amended, and summarized by fund, hereby is approved and adopted as the budget of the Colorado International Center Metropolitan District No. 14 for the 2019 fiscal year.

2. That the budget, as hereby approved and adopted, shall be certified by the Secretary of the District to all appropriate agencies and is made a part of the public records of the District.

3. That the sums set forth as the total expenditures of each fund in the budget attached hereto as **EXHIBIT A** and incorporated herein by reference are hereby appropriated from the revenues of each fund, within each fund, for the purposes stated.

ADOPTED this 8<sup>th</sup> day of October, 2018.

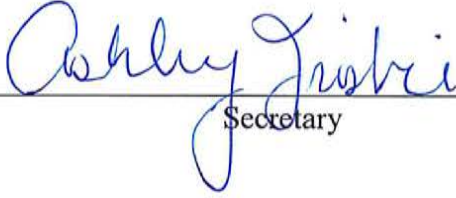
  
Secretary





EXHIBIT A  
(Budget)



**CliftonLarsonAllen**

CliftonLarsonAllen LLP  
CLAconnect.com

**Accountant's Compilation Report**

Board of Directors  
Colorado International Center Metropolitan District No.14

Management is responsible for the accompanying budget of revenues, expenditures, and fund balances of Colorado International Center Metropolitan District No. 14 for the year ending December 31, 2019, including the estimate of comparative information for the year ending December 31, 2018, and the actual comparative information for the year ending December 31, 2017, in the format prescribed by Colorado Revised Statutes (C.R.S.) 29-1-105 and the related summary of significant assumptions in accordance with guidelines for the presentation of a budget established by the American Institute of Certified Public Accountants (AICPA). We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the budget nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the accompanying budget.

The budgeted results may not be achieved as there will usually be differences between the budgeted and actual results, because events and circumstances frequently do not occur as expected, and these differences may be material. We assume no responsibility to update this report for events and circumstances occurring after the date of this report.

We draw attention to the summary of significant assumptions which describe that the budget is presented in accordance with the requirements of C.R.S. 29-1-105, and is not intended to be a presentation in accordance with accounting principles generally accepted in the United States of America.

We are not independent with respect to the Colorado International Center Metropolitan District No.14.

*CliftonLarsonAllen LLP*

Greenwood Village, Colorado  
January 8, 2019



An independent member of Nexia International

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.14  
SUMMARY  
2019 BUDGET  
WITH 2017 ACTUAL AND 2018 ESTIMATED  
For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
BEGINNING FUND BALANCES	\$ 4,795,164	\$ 432,289	\$ 44,012,445
REVENUES			
Property taxes	493,389	1,103,851	1,974,242
Specific ownership tax	48,893	74,500	135,808
Interest income	28,829	432,260	457,300
Regional Mill levy	164,463	275,963	493,561
Other revenue	-	5,487	6,583
Bond issuance - Series 2018	-	87,135,000	-
Total revenues	<u>735,574</u>	<u>89,027,061</u>	<u>3,067,494</u>
TRANSFERS IN	<u>163,043</u>	<u>31,327,494</u>	<u>451,483</u>
Total funds available	<u>5,693,781</u>	<u>120,786,844</u>	<u>47,531,422</u>
EXPENDITURES			
General and administration			
County Treasurer's fee	1,097	1,840	3,018
Transfers to Denver High Point at DIA	116,205	192,673	344,130
Contingency	-	5,487	2,596
Debt Service			
Loan interest	334,127	117,737	-
Bond interest - Series 2018	-	3,250,969	5,110,694
Paying agent fees	11,049	5,273	5,500
County Treasurer's fee	3,841	9,200	15,094
Loan principal	260,000	9,880,000	-
Contingency	-	36,821	68,712
Regional			
County Treasurer's Fee - Regional Mill Levy	1,646	2,760	4,530
Transfers to DHP at DIA	4,363,033	29,766,202	24,600,000
Bond issue costs	7,451.00	2,177,943	-
Contingency	-	-	3,334.00
Total expenditures	<u>5,098,449</u>	<u>45,446,905</u>	<u>30,157,608</u>
TRANSFERS OUT	<u>163,043</u>	<u>31,327,494</u>	<u>451,483</u>
Total expenditures and transfers out requiring appropriation	<u>5,261,492</u>	<u>76,774,399</u>	<u>30,609,091</u>
ENDING FUND BALANCES	<u>\$ 432,289</u>	<u>\$ 44,012,445</u>	<u>\$ 16,922,331</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**Colorado International Center Metropolitan District No.14**  
**PROPERTY TAX SUMMARY INFORMATION**  
**2019 BUDGET**  
**WITH 2017 ACTUAL AND 2018 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
<b>ASSESSED VALUATION</b>			
Commercial	\$ 9,884,230	\$ 13,566,910	\$ 18,836,320
Industrial vacant land	-	959,640	959,640
Agricultural	-	-	14,360
State assessed	-	-	11,300
Vacant land	-	1,960	972,160
Personal property	1,077,370	1,716,690	12,110,260
	<u>10,961,600</u>	<u>16,245,200</u>	<u>32,904,040</u>
Adjustments	-	-	-
Certified Assessed Value	<u>\$ 10,961,600</u>	<u>\$ 16,245,200</u>	<u>\$ 32,904,040</u>
<b>MILL LEVY</b>			
General	10.000	10.000	10.000
Debt Service	35.000	50.000	50.000
Regional	15.000	15.000	15.000
Refund and abatements	0.000	0.000	0.000
Total mill levy	<u>60.000</u>	<u>75.000</u>	<u>75.000</u>
<b>PROPERTY TAXES</b>			
General	\$ 109,616	\$ 162,452	\$ 329,040
Debt Service	383,656	812,260	1,645,202
Regional	164,424	243,678	493,561
Levied property taxes	<u>657,696</u>	<u>1,218,390</u>	<u>2,467,803</u>
Budgeted property taxes	<u>\$ 657,696</u>	<u>\$ 1,218,390</u>	<u>\$ 2,467,803</u>
<b>BUDGETED PROPERTY TAXES</b>			
General	\$ 109,616	\$ 162,452	\$ 329,040
Debt Service	383,656	812,260	1,645,202
Regional Mill Levy	164,424	243,678	493,561
	<u>\$ 657,696</u>	<u>\$ 1,218,390</u>	<u>\$ 2,467,803</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.14  
GENERAL FUND  
2019 BUDGET**

**WITH 2017 ACTUAL AND 2018 ESTIMATED  
For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
BEGINNING FUND BALANCE	\$ -	\$ 578	\$ -
REVENUES			
Property taxes	109,642	183,975	329,040
Specific ownership tax	8,149	9,900	18,108
Interest income	89	60	-
Other revenue	-	5,487	2,596
Total revenues	<u>117,880</u>	<u>199,422</u>	<u>349,744</u>
Total funds available	<u>117,880</u>	<u>200,000</u>	<u>349,744</u>
EXPENDITURES			
General and administrative			
County Treasurer's fee	1,097	1,840	3,018
Contingency	-	5,487	2,596
Transfers to Denver High Point at DIA	116,205	192,673	344,130
Total expenditures	<u>117,302</u>	<u>200,000</u>	<u>349,744</u>
Total expenditures and transfers out requiring appropriation	<u>117,302</u>	<u>200,000</u>	<u>349,744</u>
ENDING FUND BALANCE	<u>\$ 578</u>	<u>\$ -</u>	<u>\$ -</u>

This financial information should be read only in connection with the accompanying accountant's  
compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.14**  
**DEBT SERVICE FUND**  
**2019 BUDGET**  
**WITH 2017 ACTUAL AND 2018 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
BEGINNING FUND BALANCE	\$ 451,296	\$ 436,776	\$ 19,633,746
REVENUES			
Property taxes	383,747	919,876	1,645,202
Specific ownership tax	40,744	64,600	117,700
Interest income	6,963	185,000	274,200
Total revenues	<u>431,454</u>	<u>1,169,476</u>	<u>2,037,102</u>
TRANSFERS IN			
Transfers from CP - Regional Fund	<u>163,043</u>	<u>31,327,494</u>	<u>451,483</u>
Total funds available	<u>1,045,793</u>	<u>32,933,746</u>	<u>22,122,331</u>
EXPENDITURES			
Debt Service			
Loan interest	334,127	117,737	-
Bond interest - Series 2018	-	3,250,969	5,110,694
Paying agent fees	11,049	5,273	5,500
County Treasurer's fee	3,841	9,200	15,094
Loan principal	260,000	9,880,000	-
Contingency	-	36,821	68,712
Total expenditures	<u>609,017</u>	<u>13,300,000</u>	<u>5,200,000</u>
Total expenditures and transfers out requiring appropriation	<u>609,017</u>	<u>13,300,000</u>	<u>5,200,000</u>
ENDING FUND BALANCE	<u>\$ 436,776</u>	<u>\$ 19,633,746</u>	<u>\$ 16,922,331</u>
DEBT SERVICE RESERVE	\$ 306,600	\$ -	\$ -
CAPITALIZED INTEREST	-	9,525,765	4,415,071
SURPLUS FUND	130,176	10,107,981	12,507,260
TOTAL RESERVE	<u>\$ 436,776</u>	<u>\$ 19,633,746</u>	<u>\$ 16,922,331</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO.14**  
**CAPITAL PROJECTS FUND - REGIONAL**  
**2019 BUDGET**  
**WITH 2017 ACTUAL AND 2018 ESTIMATED**  
**For the Years Ended and Ending December 31,**

1/8/19

	ACTUAL 2017	ESTIMATED 2018	BUDGET 2019
BEGINNING FUNDS AVAILABLE	\$ 4,343,868	\$ (5,065)	\$ 24,378,699
REVENUES			
Regional Mill levy	164,463	275,963	493,561
Interest income	21,777	247,200	183,100
Other revenue	-	-	3,987
Bond issuance - Series 2018	-	87,135,000	-
Total revenues	<u>186,240</u>	<u>87,658,163</u>	<u>680,648</u>
Total funds available	<u>4,530,108</u>	<u>87,653,098</u>	<u>25,059,347</u>
EXPENDITURES			
Regional			
County Treasurer's Fee - Regional Mill Lev	1,646	2,760	4,530
Transfers to DHP at DIA	4,363,033	29,766,202	24,600,000
Bond issue costs	7,451	2,177,943	-
Contingency	-	-	3,334
Total expenditures	<u>4,372,130</u>	<u>31,946,905</u>	<u>24,607,864</u>
TRANSFERS OUT			
Transfer to DS Fund	<u>163,043</u>	<u>31,327,494</u>	<u>451,483</u>
Total expenditures and transfers out requiring appropriation	<u>4,535,173</u>	<u>63,274,399</u>	<u>25,059,347</u>
ENDING FUNDS AVAILABLE	<u>\$ (5,065)</u>	<u>\$ 24,378,699</u>	<u>\$ -</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14  
2019 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Services Provided**

Colorado International Center Metropolitan District No. 14 (the District), a quasi-municipal corporation, is governed pursuant to provisions of the Colorado Special District Act. The District's service area is located in the City and County of Denver, Colorado. The District was organized in conjunction with two other metropolitan districts, Denver High Point at DIA Metropolitan District (the Management District) and Colorado International Center Metropolitan District No. 13 (CIC 13) (collectively, the Districts). The District contains the commercial property within the Districts and CIC 13 contains the residential property within the Districts. The District was established to provide streets, safety protection, water, sewer and storm drainage, transportation, mosquito control, fire protection, park and recreation facilities, and improvements for the use and benefit of the taxpayers of the District.

On May 2, 2006, the District's voters authorized total general obligation indebtedness of \$1,530,400,000 for the above listed facilities and powers. Per the District's service plan, the District is prohibited from issuing debt in excess of \$157,800,000 for District improvements and \$90,200,000 for Regional Improvements.

The District has no employees and all administrative functions are contracted.

The District prepares its budget on the modified accrual basis of accounting, in accordance with requirements of Colorado Revised Statutes C.R.S. 29-1-105 using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

**Revenues**

**Property Taxes**

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or, if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

Per terms of the District's Series 2018 Bonds (see Debt and Leases below), the District's maximum Required Mill Levy is 50.000 mills, adjusted for changes in the ratio of actual value to assessed value of property within the District. Required Mill Levy means an ad valorem mill levy imposed upon all taxable property of the District each year in an amount sufficient to pay the principal, premium if any, and interest on the Bonds as the same become due and payable [and to make up any deficiencies in the Reserve Fund], and for so long as the Surplus Fund is less than the Maximum Surplus Amount, not less than 35 mills. As of December 31, 20178, the adjusted maximum mill levy for debt service is 50.000 mills. The total maximum mill levy that may be pledged to debt service is 65 mills, which includes the regional improvements mill levy.



**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14  
2019 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Revenues - (continued)**

The calculation of the taxes levied is displayed in the Budget at the adopted mill levy of 75.000 mills, which includes the general fund mill levy and the regional improvements mill levy (see below).

**Regional Improvements Mill Levy**

The District is required to impose a mill levy of 15.000 for payment of the planning, designing, permitting, construction, acquisition and financing of the regional improvements described in the City Intergovernmental Agreement between the Management District and the City and County of Denver and the Service Plan for the District. The Management District is also responsible for 17% of Gateway Regional Metropolitan District's service plan project costs and certain Town Center Metropolitan District obligations, which are also considered regional improvements. The Regional mill levy for the District is currently pledged toward payment of the Series 2018 Bonds (see below).

**Specific Ownership Taxes**

Specific ownership taxes are set by the State and collected by the County Treasurer, primarily on vehicle licensing within the County as a whole. The specific ownership taxes are allocated by the County Treasurer to all taxing entities within the County. The budget assumes that the District's share will be equal to approximately 6% of the property taxes collected.

**Net Investment Income**

Interest earned on the District's available funds has been estimated based on an average interest rate of approximately 1.5%.

**Expenditures**

**County Treasurer's Fees**

County Treasurer's fees have been computed at 1.0% of property tax collections.

**Transfer to Denver High Point at DIA**

On June 28, 2007, the District entered into an agreement with CIC 13 and the Management District. The Management District will own, operate, maintain, finance and construct facilities benefiting all of the Districts and that the District and CIC 13 (the Denver Districts) will contribute to the costs of construction, operation, and maintenance of such facilities. The Denver Districts will transfer all available funds from the imposition of a mill levy for operations and maintenance to the Management District in compliance with this agreement.

**Debt Service**

Interest payments are provided based on the debt amortization schedule from the Series 2018 bonds.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14  
2019 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Expenditures (Continued)**

**Capital Expenditures**

Capital expenditures are included in the budget. The District will transfer the project funds from the anticipated bond issuance to the Management District to fund infrastructure improvements or repay developer advances.

**Debt and Leases**

**Series 2018 Limited Tax General Obligation Refunding and Improvement Bonds**

On April 12, 2018, the District issued \$87,135,000 of Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018 (the 2018 Bonds). The proceeds from the sale of the 2018 Bonds, combined with available funds of the Districts, were used to: (i) fund public improvements related to the development of property in the District and CIC; (ii) fund capitalized interest on the 2018 Bonds; (iii) refund amounts outstanding under the 2015 Loan; (iv) fund a portion of the Surplus Fund; and, (v) pay the costs of issuing the 2018 Bonds.

The 2018 Bonds bear interest at rates of 5.625% (\$3,395,000, maturing on December 1, 2032) and 5.875% (\$83,740,000, maturing on December 1, 2046), and are payable semi-annually on June 1 and December 1, beginning on June 1, 2018. Annual mandatory sinking fund principal payments are due on December 1, beginning on December 1, 2023. The 2018 Bonds fully mature on December 1, 2046.

Pursuant to the Indenture, the 2018 Bonds are secured by and payable from pledged revenue, net of any costs of collection, which includes: (1) all Property Tax Revenues derived from the District's imposition of the Required Mill Levy and the Regional Mill Levy; (2) all Capital Fees which include the Facilities Fees; (3) all Specific Ownership Taxes received as a result of the imposition of the Required Mill Levy and the Regional Mill Levy; (4) all PILOT Revenues; and (5) any other legally available moneys which the District determines, in its absolute discretion, to credit to the Bond Fund (Pledged Revenue).

Pursuant to the FFCOA, the District and CIC 13 entered into a Capital Pledge Agreement dated April 12, 2018 (Pledge Agreement). Pursuant to the Pledge Agreement, the 2018 Bonds are also secured by and payable from CIC 13 pledged revenue, net any costs of collection, which includes: (1) all CIC 13 Property Tax Revenues derived from CIC 13's imposition of the Required Mill Levy and the Regional Mill Levy; (2) all CIC 13 Capital Fees which includes the Facilities Fees; (3) all CIC 13 Specific Ownership Taxes received as a result of the imposition of the CIC 13 Required Mill Levy and the CIC 13 Regional Mill Levy; (4) all CIC 13 PILOT Revenues; and (5) any other legally available moneys which CIC 13 determines, in its absolute discretion, to credit to the Bond Fund (CIC 13 Pledged Revenue).

Pursuant to the Pledge Agreement, CIC 13 has covenanted to impose a Required Mill Levy of 50.000 mills (subject to adjustment) and a Regional Mill Levy of 15.000 mills (subject to adjustment). The Pledge Agreement defines CIC 13 Property Tax Revenues as, generally, all moneys derived from imposition by CIC 13 of the CIC 13 Required Mill Levy and the CIC 13 Regional Mill Levy.

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14  
2019 BUDGET  
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

**Debt and Leases - (continued)**

The Pledge Agreement also identifies a Mill Levy Allocation Standard, which explains how the District's Required Mill Levy and CIC 13's Required Mill Levy are set in relationship to each other in certain circumstances and generally requires that, if the mill levies are reduced they shall be reduced using a prorating method that keeps the mill levies in the same proportion to each other.

Amounts on deposit in the Surplus Fund also secure payment of the 2018 Bonds. The Surplus Fund was funded from bond proceeds in the amount of \$8,713,500, from available funds of the Districts, and from the Pledged Revenue and CIC 13 Pledged Revenue up to the Maximum Surplus Amount. The Maximum Surplus Amount means: (a) prior to the Partial Release Test Satisfaction Date, the amount of \$17,427,000; and (b) after the Partial Release Test Satisfaction Date, the amount of \$8,713,500 (which is equal to the initial deposit to the Surplus Fund from bond proceeds). The Partial Release Test Satisfaction Date means the first date on which the Senior Debt to Assessed Ratio is 50% or less.

Pledged Revenue and CIC 13 Pledged Revenue that is not needed to pay debt service on the 2018 Bonds in any year will be deposited to and held in the Surplus Fund, up to the Maximum Surplus Amount. Pursuant to the Indenture, amounts on deposit in the Surplus Fund (if any) on the maturity date of the Bonds shall be applied to the payment of the Bonds. The availability of such amount shall be taken into account in calculating the Required Mill Levy and the Regional Mill Levy required to be imposed in December 2045. The Surplus Fund will be terminated upon the repayment of the 2018 Bonds and any excess moneys therein will be applied to any legal purpose of the District.

**Developer Advances**

A portion of the District's debt is comprised of developer advances, which are not general obligation debt. As of December 31, 2018, the District had \$45,432 in outstanding developer advances and interest accrued at 8%. Repayment of advances is subject to annual appropriation if and when eligible funds become available.

The District has no operating or capital leases.

**Reserves**

**Emergency Reserve**

TABOR requires local governments to establish Emergency Reserves. These reserves must be at least 3% of fiscal year spending. Since substantially all funds received by the District are transferred to the Management District, which pays for all of the District's operations and maintenance costs, an Emergency Reserve is not reflected in the District's budget. Therefore, the Emergency Reserve for these funds is reflected in the budget of the Management District.

**This information is an integral part of the accompanying budget.**

**COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14  
SCHEDULE OF DEBT SERVICE REQUIREMENTS TO MATURITY**

**\$87,135,000  
Limited Tax General Obligation Refunding  
and Improvement Bonds, Series 2018  
Dated April 12, 2018  
Interest Rate between 5.625% and 5.875%  
Interest Payable June 1 and December 1  
Principal Due December 1**

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
2019	\$ -	\$ 5,110,694	\$ 5,110,694
2020	-	5,110,694	5,110,694
2021	-	5,110,694	5,110,694
2022	-	5,110,694	5,110,694
2023	5,000	5,110,694	5,115,694
2024	5,000	5,110,413	5,115,413
2025	5,000	5,110,131	5,115,131
2026	5,000	5,109,850	5,114,850
2027	5,000	5,109,569	5,114,569
2028	5,000	5,109,288	5,114,288
2029	155,000	5,109,006	5,264,006
2030	575,000	5,100,288	5,675,288
2031	1,020,000	5,067,944	6,087,944
2032	1,615,000	5,010,569	6,625,569
2033	2,130,000	4,919,725	7,049,725
2034	2,835,000	4,794,588	7,629,588
2035	3,435,000	4,628,031	8,063,031
2036	4,130,000	4,426,225	8,556,225
2037	4,375,000	4,183,588	8,558,588
2038	4,800,000	3,926,556	8,726,556
2039	5,085,000	3,644,556	8,729,556
2040	5,555,000	3,345,813	8,900,813
2041	5,885,000	3,019,456	8,904,456
2042	6,410,000	2,673,713	9,083,713
2043	6,785,000	2,297,125	9,082,125
2044	7,365,000	1,898,506	9,263,506
2045	7,795,000	1,465,813	9,260,813
2046	17,155,000	1,007,856	18,162,856
	<u>\$ 87,135,000</u>	<u>\$117,622,079</u>	<u>\$204,757,079</u>

This financial information should be read only in connection with the accompanying accountant's compilation report and summary of significant assumptions.

I, Ashley Frisbie, hereby certify that I am the duly appointed Secretary of the Colorado International Center Metropolitan District No. 14, and that the foregoing is a true and correct copy of the budget for the budget year 2019, duly adopted at a meeting of the Board of Directors of the Colorado International Center Metropolitan District No. 14 held on October 8, 2018.

By: Ashley Frisbie  
Secretary

RESOLUTION NO. 2018 - 10 - 04

A RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 14  
TO SET MILL LEVIES

WHEREAS, the Board of Directors of the Colorado International Center Metropolitan District No. 14 ("District") has adopted the 2019 annual budget in accordance with the Local Government Budget Law on October 8, 2018; and

WHEREAS, the adopted budget is attached to the Resolution of the Board of Directors to Adopt the 2019 Budget and Appropriate Sums of Money, and such budget is incorporated herein by this reference; and

WHEREAS, the amount of money necessary to balance the budget for general fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for debt service fund expenses from property tax revenue is identified in the budget; and

WHEREAS, the amount of money necessary to balance the budget for capital projects fund - regional expenses from property tax revenue is identified in the budget.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Colorado International Center Metropolitan District No. 14:

1. That for the purposes of meeting all general fund expenses of the District during the 2019 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

2. That for the purposes of meeting all debt service fund expenses of the District during the 2019 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

3. That for the purposes of meeting all capital projects fund - regional expenses of the District during the 2019 budget year, the District determined to levy mills upon each dollar of the total valuation for assessment of all taxable property within the District, as set forth in the budget, to raise the required revenue.

4. That the District Accountant of the District is hereby authorized and directed to immediately certify to the County Commissioners of the City and County of Denver, the mill levies for the District as set forth in the District's Certification of Tax Levies (attached hereto as **EXHIBIT A** and incorporated herein by reference), recalculated as needed upon receipt of the final certification of valuation from the County Assessor in order to comply with any applicable revenue and other budgetary limits.

ADOPTED this 8<sup>th</sup> day of October, 2018.



*Ashley Justice*  
Secretary

**EXHIBIT A**  
(Certification of Tax Levies)





**CERTIFICATION OF TAX LEVIES, continued**

**THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.).** Taxing entities that are Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

**CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:**

**BONDS<sup>J</sup>:**

- |    |                   |  |
|----|-------------------|--|
| 1. | Purpose of Issue: | <u>Refunding and Infrastructure Improvements</u>                           |
|    | Series:           | <u>2018 Limited Tax General Obligation Refunding and Improvement Bonds</u> |
|    | Date of Issue:    | <u>April 12, 2018</u>  |
|    | Coupon Rate:      | <u>5.625% - 5.875%</u>   |
|    | Maturity Date:    | <u>December 1, 2046</u>  |
|    | Levy:             | <u>50.000</u>  |
|    | Revenue:          | <u>\$1,645,202</u>   |
|    |                   |  |
| 2. | Purpose of Issue: | _____  |
|    | Series:           | _____  |
|    | Date of Issue:    | _____  |
|    | Coupon Rate:      | _____  |
|    | Maturity Date:    | _____  |
|    | Levy:             | _____  |
|    | Revenue:          | _____  |

**CONTRACTS<sup>K</sup>:**

- |    |                      |   |
|----|----------------------|---|
| 3. | Purpose of Contract: | <u>Imposition of Regional Mill Levy</u> |
|    | Title:               | <u>City and County of Denver - IGA</u>  |
|    | Date:                | <u>09/02/08</u>                         |
|    | Principal Amount:    | <u>N/A</u>                              |
|    | Maturity Date:       | <u>N/A</u>                              |
|    | Levy:                | <u>15.000</u>                           |
|    | Revenue:             | <u>\$493,561</u>                        |
|    |                      |   |
| 4. | Purpose of Contract: | _____                                   |
|    | Title:               | _____                                   |
|    | Date:                | _____                                   |
|    | Principal Amount:    | _____                                   |
|    | Maturity Date:       | _____                                   |
|    | Levy:                | _____                                   |
|    | Revenue:             | _____                                   |

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

## RECORD OF PROCEEDINGS

---

### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENVER HIGH POINT AT DIA METROPOLITAN DISTRICT HELD FEBRUARY 19, 2019

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 19<sup>th</sup> day of February, 2019, at 1:00 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 Finn and Judy Leyshon; 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 Klein and, upon vote, unanimously carried, the Agenda was approved, as presented.

## RECORD OF PROCEEDINGS

---

**Approval of Meeting Location:** 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.

Following discussion, upon motion duly made by Director Moore, seconded by Director Klein and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location, which is within 20 miles of the District. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

**Minutes:** The Board reviewed the Minutes of the October 8, 2018 Regular Meeting.

Following discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board approved the Minutes of the October 8, 2018 Regular Meeting.

**Board Vacancy:** The Board entered into discussion regarding the vacancy on the Board of Directors. No action was taken at this time.

**PUBLIC  
COMMENT**

There was no public comment.

**FINANCIAL  
MATTERS**

**Claims:** The Board reviewed the Cash Position Schedule, dated December 31, 2018, updated as of February 17, 2019, and the payment of claims for the period ending February 17, 2019.

Funds	
General	\$ 17,721.64
Capital Projects	\$ 685,920.45
Project Requisition	\$ -0-
<b>Total Claims</b>	<b>\$ 703,642.09</b>

Following discussion, upon motion duly made by Director Smith, seconded by Director Laudick and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule, dated December 31, 2018, updated as of February 17, 2019 and ratified approval of the payment of claims for the period ending February 17, 2019, as presented.

## RECORD OF PROCEEDINGS

---

**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, 2018.

Following discussion, upon motion duly made by Director Smith, seconded by Director Laudick and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31, 2018.

### **LEGAL MATTERS**

There were no legal matters at this time.

### **CONSTRUCTION MATTERS**

#### **Status of Construction Projects:**

*High Point at DIA Filing Two/High Point Boulevard Infrastructure Project:* The Board entered into discussion regarding the status of construction of the High Point at DIA Filing Two/High Point Boulevard Infrastructure Project. Director Laudick noted that construction has begun.

*Award of Contract to HEI Civil, Inc. for High Point at DIA Filing Two/High Point Boulevard Infrastructure Project:* The Board entered into discussion regarding the award of contract to HEI Civil, Inc., for the High Point at DIA Filing Two/High Point Boulevard Infrastructure Project.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the award of contract for the High Point at DIA Filing Two/High Point Boulevard Infrastructure Project to HEI Civil, Inc.

*Obligation to Perform Repairs Relative to Conoco Phillips Gas Line Relocation:* The Board entered into discussion regarding the obligation of the District to preform repairs relative to the Conoco Phillips Gas Line Relocation.

Following discussion, upon motion duly made by Director Moore, seconded by Director Laudick and, upon vote, unanimously carried, the Board accepted the letter from Ranger Engineering, LLC regarding the reimbursable nature of the relocation. The Board also designated Director Smith as the District representative in this matter and authorized Director Smith to take any necessary actions required to correct easement issues in connection with the Conoco Phillips Gas Line Relocation.

## RECORD OF PROCEEDINGS

---

**OTHER BUSINESS**    There were no other business matters at this time.  
\_\_\_\_\_

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

Respectfully submitted,

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

THESE MINUTES ARE APPROVED AS THE OFFICIAL FEBRUARY 19, 2019  
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

# APPLICATION FOR EXEMPTION FROM AUDIT

## SHORT FORM

NAME OF GOVERNMENT  
ADDRESS

Colorado International Center Metropolitan District No. 13  
8390 E. Crescent Parkway  
Suite 300  
Greenwood Village, CO 80111

For the Year Ended  
12/31/18  
or fiscal year ended:

CONTACT PERSON  
PHONE  
EMAIL  
FAX

Jason Carroll  
303-779-5710  
Jason.Carroll@claconnect.com  
303-779-0348

### PART 1 - CERTIFICATION OF PREPARER

I certify that I am skilled in governmental accounting and that the information in the application is complete and accurate, to the best of my knowledge.

NAME:  
TITLE  
FIRM NAME (if applicable)  
ADDRESS  
PHONE  
DATE PREPARED

Jason Carroll  
Accountant for the District  
CliftonLarsonAllen LLP  
8390 E. Crescent Parkway, Suite 300, Greenwood Village, CO 80111  
303-779-5710  
February 13, 2019

**PREPARER** (SIGNATURE REQUIRED)

SEE ATTACHED ACCOUNTANT'S COMPILATION REPORT

Please indicate whether the following financial information is recorded using Governmental or Proprietary fund types

**GOVERNMENTAL**  
(MODIFIED ACCRUAL BASIS)



**PROPRIETARY**  
(CASH OR BUDGETARY BASIS)



## PART 2 - REVENUE

REVENUE: All revenues for all funds must be reflected in this section, including proceeds from the sale of the government's land, building, and equipment, and proceeds from debt or lease transactions. Financial information will not include fund equity information.

Line#	Description	Round to nearest Dollar	Please use this space to provide any necessary explanations
2-1	Taxes: Property (report mills levied in Question 10-6)	\$ -	
2-2	Specific ownership	\$ -	
2-3	Sales and use	\$ -	
2-4	Other (specify):	\$ -	
2-5	Licenses and permits	\$ -	
2-6	Intergovernmental: Grants	\$ -	
2-7	Conservation Trust Funds (Lottery)	\$ -	
2-8	Highway Users Tax Funds (HUTF)	\$ -	
2-9	Other (specify):	\$ -	
2-10	Charges for services	\$ -	
2-11	Fines and forfeits	\$ -	
2-12	Special assessments	\$ -	
2-13	Investment income	\$ -	
2-14	Charges for utility services	\$ -	
2-15	Debt proceeds (should agree with line 4-4, column 2)	\$ -	
2-16	Lease proceeds	\$ -	
2-17	Developer Advances received (should agree with line 4-4)	\$ -	
2-18	Proceeds from sale of capital assets	\$ -	
2-19	Fire and police pension	\$ -	
2-20	Donations	\$ -	
2-21	Other (specify):	\$ -	
2-22		\$ -	
2-23		\$ -	
2-24	(add lines 2-1 through 2-23) TOTAL REVENUE	\$ -	

## PART 3 - EXPENDITURES

EXPENDITURES: All expenditures for all funds must be reflected in this section, including the purchase of capital assets and principal and interest payments on long-term debt. Financial information will not include fund equity information.

Line#	Description	Round to nearest Dollar	Please use this space to provide any necessary explanations
3-1	Administrative	\$ -	
3-2	Salaries	\$ -	
3-3	Payroll taxes	\$ -	
3-4	Contract services	\$ -	
3-5	Employee benefits	\$ -	
3-6	Insurance	\$ -	
3-7	Accounting and legal fees	\$ -	
3-8	Repair and maintenance	\$ -	
3-9	Supplies	\$ -	
3-10	Utilities and telephone	\$ -	
3-11	Fire/Police	\$ -	
3-12	Streets and highways	\$ -	
3-13	Public health	\$ -	
3-14	Culture and recreation	\$ -	
3-15	Utility operations	\$ -	
3-16	Capital outlay	\$ -	
3-17	Debt service principal (should agree with Part 4)	\$ -	
3-18	Debt service interest	\$ -	
3-19	Repayment of Developer Advance Principal (should agree with line 4-4)	\$ -	
3-20	Repayment of Developer Advance Interest	\$ -	
3-21	Contribution to pension plan (should agree to line 7-2)	\$ -	
3-22	Contribution to Fire & Police Pension Assoc. (should agree to line 7-2)	\$ -	
3-23	Other (specify):	\$ -	
3-24		\$ -	
3-25		\$ -	
3-26	(add lines 3-1 through 3-24) TOTAL EXPENDITURES	\$ -	

If TOTAL REVENUE (Line 2-24) or TOTAL EXPENDITURES (Line 3-26) are GREATER than \$100,000 - STOP. You may not use this form. Please use the "Application for Exemption from Audit - LONG FORM".



## PART 4 - DEBT OUTSTANDING, ISSUED, AND RETIRED

Please answer the following questions by marking the appropriate boxes.

		Yes	No																																								
4-1	Does the entity have outstanding debt? If Yes, please attach a copy of the entity's Debt Repayment Schedule.	<input checked="" type="checkbox"/>	<input type="checkbox"/>																																								
4-2	Is the debt repayment schedule attached? If no, MUST explain: <div style="border: 1px solid black; padding: 2px; margin-top: 5px;">See explanation at page 5.</div>	<input type="checkbox"/>	<input checked="" type="checkbox"/>																																								
4-3	Is the entity current in its debt service payments? If no, MUST explain: <div style="border: 1px solid black; padding: 2px; margin-top: 5px;">N/A</div>	<input type="checkbox"/>	<input type="checkbox"/>																																								
4-4	Please complete the following debt schedule, if applicable: (please only include principal amounts)(enter all amount as positive numbers)																																										
	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%;"></th> <th style="width: 12.5%; text-align: center;">Outstanding at end of prior year*</th> <th style="width: 12.5%; text-align: center;">Issued during year</th> <th style="width: 12.5%; text-align: center;">Retired during year</th> <th style="width: 12.5%; text-align: center;">Outstanding at year-end</th> </tr> </thead> <tbody> <tr> <td>General obligation bonds</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Revenue bonds</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Notes/Loans</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Leases</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td>Developer Advances</td> <td style="text-align: right;">\$ 20,021</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ 20,021</td> </tr> <tr> <td>Other (specify):</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> <td style="text-align: right;">\$ -</td> </tr> <tr> <td><b>TOTAL</b></td> <td style="text-align: right;"><b>\$ 20,021</b></td> <td style="text-align: right;"><b>\$ -</b></td> <td style="text-align: right;"><b>\$ -</b></td> <td style="text-align: right;"><b>\$ 20,021</b></td> </tr> </tbody> </table>		Outstanding at end of prior year*	Issued during year	Retired during year	Outstanding at year-end	General obligation bonds	\$ -	\$ -	\$ -	\$ -	Revenue bonds	\$ -	\$ -	\$ -	\$ -	Notes/Loans	\$ -	\$ -	\$ -	\$ -	Leases	\$ -	\$ -	\$ -	\$ -	Developer Advances	\$ 20,021	\$ -	\$ -	\$ 20,021	Other (specify):	\$ -	\$ -	\$ -	\$ -	<b>TOTAL</b>	<b>\$ 20,021</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 20,021</b>		
	Outstanding at end of prior year*	Issued during year	Retired during year	Outstanding at year-end																																							
General obligation bonds	\$ -	\$ -	\$ -	\$ -																																							
Revenue bonds	\$ -	\$ -	\$ -	\$ -																																							
Notes/Loans	\$ -	\$ -	\$ -	\$ -																																							
Leases	\$ -	\$ -	\$ -	\$ -																																							
Developer Advances	\$ 20,021	\$ -	\$ -	\$ 20,021																																							
Other (specify):	\$ -	\$ -	\$ -	\$ -																																							
<b>TOTAL</b>	<b>\$ 20,021</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 20,021</b>																																							
	*must tie to prior year ending balance																																										

Please answer the following questions by marking the appropriate boxes.

		Yes	No
4-5	Does the entity have any authorized, but unissued, debt?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
If yes:	How much? Date the debt was authorized:		
	<div style="border: 1px solid black; padding: 2px; display: inline-block;">\$ 4,213,000,000</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">5/2/2006 and 5/3/2016</div>		
4-6	Does the entity intend to issue debt within the next calendar year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	How much?		
	<div style="border: 1px solid black; padding: 2px; display: inline-block;">\$ -</div>		
4-7	Does the entity have debt that has been refinanced that it is still responsible for?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	What is the amount outstanding?		
	<div style="border: 1px solid black; padding: 2px; display: inline-block;">\$ -</div>		
4-8	Does the entity have any lease agreements?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
If yes:	What is being leased? What is the original date of the lease? Number of years of lease?		
	<div style="border: 1px solid black; height: 15px; margin-bottom: 2px;"></div> <div style="border: 1px solid black; height: 15px; margin-bottom: 2px;"></div> <div style="border: 1px solid black; height: 15px; margin-bottom: 2px;"></div>		
	Is the lease subject to annual appropriation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	What are the annual lease payments?		
	<div style="border: 1px solid black; padding: 2px; display: inline-block;">\$ -</div>		

Please use this space to provide any explanations or comments:

## PART 5 - CASH AND INVESTMENTS

Please provide the entity's cash deposit and investment balances.

		Amount	Total
5-1	YEAR-END Total of ALL Checking and Savings Accounts	\$ -	
5-2	Certificates of deposit	\$ -	
	<b>Total Cash Deposits</b>		<div style="border: 1px solid black; padding: 2px; display: inline-block;">\$ -</div>
	Investments (if investment is a mutual fund, please list underlying investments):		
	<div style="border: 1px solid black; height: 15px; margin-bottom: 2px;"></div>	\$ -	
	<div style="border: 1px solid black; height: 15px; margin-bottom: 2px;"></div>	\$ -	
5-3	<div style="border: 1px solid black; height: 15px; margin-bottom: 2px;"></div>	\$ -	
	<div style="border: 1px solid black; height: 15px; margin-bottom: 2px;"></div>	\$ -	
	<b>Total Investments</b>		<div style="border: 1px solid black; padding: 2px; display: inline-block;">\$ -</div>
	<b>Total Cash and Investments</b>		<div style="border: 1px solid black; padding: 2px; display: inline-block;">\$ -</div>

Please answer the following questions by marking in the appropriate boxes

		Yes	No	N/A
5-4	Are the entity's Investments legal in accordance with Section 24-75-601, et seq., C.R.S.?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5-5	Are the entity's deposits in an eligible (Public Deposit Protection Act) public depository (Section 11-10.5-101, et seq. C.R.S.)?	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

If no, MUST use this space to provide any explanations:

## PART 6 - CAPITAL ASSETS

Please answer the following questions by marking in the appropriate boxes.

Yes                      No

- 6-1 Does the entity have capital assets?  Yes       No
- 6-2 Has the entity performed an annual inventory of capital assets in accordance with Section 29-1-506, C.R.S.? If no, MUST explain:  Yes       No

N/A

Complete the following capital assets table:	Balance - beginning of the year*	Additions (Must be included in Part 3)	Deletions	Year-End Balance
Land	\$ -	\$ -	\$ -	\$ -
Buildings	\$ -	\$ -	\$ -	\$ -
Machinery and equipment	\$ -	\$ -	\$ -	\$ -
Furniture and fixtures	\$ -	\$ -	\$ -	\$ -
Infrastructure	\$ -	\$ -	\$ -	\$ -
Construction In Progress (CIP)	\$ -	\$ -	\$ -	\$ -
Other (explain):	\$ -	\$ -	\$ -	\$ -
Accumulated Depreciation	\$ -	\$ -	\$ -	\$ -
<b>TOTAL</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

Please use this space to provide any explanations or comments:

## PART 7 - PENSION INFORMATION

Please answer the following questions by marking in the appropriate boxes.

Yes                      No

- 7-1 Does the entity have an "old hire" firemen's pension plan?  Yes       No
- 7-2 Does the entity have a volunteer firemen's pension plan?  Yes       No

If yes: Who administers the plan?

Indicate the contributions from:

Tax (property, SO, sales, etc.):	\$ -
State contribution amount:	\$ -
Other (gifts, donations, etc.):	\$ -
<b>TOTAL</b>	<b>\$ -</b>

What is the monthly benefit paid for 20 years of service per retiree as of Jan \$ -

Please use this space to provide any explanations or comments:

## PART 8 - BUDGET INFORMATION

Please answer the following questions by marking in the appropriate boxes.

Yes                      No                      N/A

- 8-1 Did the entity file a budget with the Department of Local Affairs for the current year in accordance with Section 29-1-113 C.R.S.?  Yes       No       N/A
- 
- 8-2 Did the entity pass an appropriations resolution, in accordance with Section 29-1-108 C.R.S.? If no, MUST explain:  Yes       No       N/A

If yes: Please indicate the amount budgeted for each fund for the year reported:

General Fund	\$0

## PART 9 - TAXPAYER'S BILL OF RIGHTS (TABOR)

Please answer the following question by marking in the appropriate box

Yes                  No

- 9-1 **Is the entity in compliance with all the provisions of TABOR [State Constitution, Article X,**  
 Note: An election to exempt the government from the spending limitations of TABOR does not exempt the government from the 3 percent emergency reserve requirement. All governments should determine if they meet this requirement of TABOR.

If no, **MUST** explain:

## PART 10 - GENERAL INFORMATION

Please answer the following questions by marking in the appropriate boxes.

Yes                  No

- 10-1 **Is this application for a newly formed governmental entity?**

If yes: **Date of formation:**

- 10-2 **Has the entity changed its name in the past or current year?**

If yes: **Please list the NEW name & PRIOR name:**

- 10-3 **Is the entity a metropolitan district?**

**Please indicate what services the entity provides:**

See explanation below.

- 10-4 **Does the entity have an agreement with another government to provide services?**

If yes: **List the name of the other governmental entity and the services provided:**

See explanation below.

- 10-5 **Has the district filed a *Title 32, Article 1 Special District Notice of Inactive Status* during**

If yes: **Date Filed:**

- 10-6 **Does the entity have a certified Mill Levy?**

If yes: **Please provide the following mills levied for the year reported (do not report \$ amounts):**

Bond Redemption mills	0.000
General/Other mills	0.000
<b>Total mills</b>	<b>0.000</b>

Please use this space to provide any explanations or comments:

4-2: The District's debt is comprised of developer advances, which are not G.O. debt. Repayment of advances is subject to annual appropriation, if and when eligible funds become available.

10-3: Street improvements, water, sanitary and storm sewer, park and recreation, mosquito control, public transportation, and traffic and safety control.

10-4: The District operates in conjunction with Colorado International Center Metropolitan District No. 14 and Denver High Point at DIA Metropolitan District. There are also IGA's with the City and County of Denver and with Gateway Regional Metropolitan District regarding operation and maintenance costs.

## PART 11 - GOVERNING BODY APPROVAL

Please answer the following question by marking in the appropriate box:		YES	NO
12-1	If you plan to submit this form electronically, have you read the new Electronic Signature Policy?	<input type="checkbox"/>	<input checked="" type="checkbox"/>

### Office of the State Auditor — Local Government Division - Exemption Form Electronic Signatures Policy and Procedure

#### Policy - Requirements

The Office of the State Auditor Local Government Audit Division may accept an electronic submission of an application for exemption from audit that includes governing board signatures obtained through a program such as DocuSign or EchoSign. Required elements and safeguards are as follows:

- The preparer of the application is responsible for obtaining board signatures that comply with the requirement in Section 29-1-604 (3), C.R.S., that states the application shall be personally reviewed, approved, and signed by a majority of the members of the governing body.
- The application must be accompanied by the signature history document created by the electronic signature software. The signature history document must show when the document was created and when the document was emailed to the various parties, and include the dates the individual board members signed the document. The signature history must also show the individuals' email addresses and IP address.
- Office of the State Auditor staff will not coordinate obtaining signatures.

**The application for exemption from audit form created by our office includes a section for governing body approval. Local governing boards note their approval and submit the application through one of the following three methods:**

- 1) Submit the application in hard copy via the US Mail including original signatures.
- 2) Submit the application electronically via email and either,
  - a. Include a copy of an adopted resolution that documents formal approval by the Board, or
  - b. Include electronic signatures obtained through a software program such as DocuSign or EchoSign in accordance with the requirements noted above.

Print the names of ALL current governing board members below.		A MAJORITY of the governing board members must complete and sign in the column below.
Board Member 1	Print Board Member's Name Andrew R. Klein	I, Andrew R. Klein, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u>[Signature]</u> Date: <u>2/19/19</u> My term Expires: May 2020
Board Member 2	Print Board Member's Name Kevin Smith	I, Kevin Smith, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u>[Signature]</u> Date: <u>2/19/19</u> My term Expires: May 2020
Board Member 3	Print Board Member's Name Otis Moore III	I, Otis Moore III, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u>[Signature]</u> Date: <u>2-19-19</u> My term Expires: May 2022
Board Member 4	Print Board Member's Name Theodore L. Laudick	I, Theodore L. Laudick, attest I am a duly elected or appointed board member, and that I have personally reviewed and approve this application for exemption from audit. Signed <u>[Signature]</u> Date: <u>2/19/19</u> My term Expires: May 2022
Board Member 5	Print Board Member's Name	
Board Member 6	Print Board Member's Name	
Board Member 7	Print Board Member's Name	



CliftonLarsonAllen LLP  
www.CLACoconnect.com

### Accountant's Compilation Report

Board of Directors  
Colorado International Center Metropolitan District No. 13  
City and County of Denver, Colorado

Management is responsible for the accompanying Application for Exemption from Audit of Colorado International Center Metropolitan District No. 13 as of and for the year ended December 31, 2018, included in the accompanying prescribed form. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants. We did not audit or review the financial statements included in the accompanying prescribed form nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on the financial statements included in the accompanying prescribed form.

The Application for Exemption from Audit is presented in accordance with the requirements of the Colorado Office of the State Auditor, which differ from accounting principles generally accepted in the United States of America.

This report is intended solely for the information and use of the Colorado Office of the State Auditor and is not intended to be and should not be used by anyone other than this specified party.

We are not independent with respect to Colorado International Center Metropolitan District No. 13.

A handwritten signature in cursive script that reads 'CliftonLarsonAllen LLP'.

Greenwood Village, Colorado  
February 13, 2019