

# 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. 7 HELD OCTOBER 21, 2022

A Regular Meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 7 (referred to hereafter as the "District") was convened on Friday, the 21st day of October, 2022, at 10:00 a.m. This District Board meeting was held and properly noticed to be held via Zoom. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Timothy D'Angelo  
Todd Witty

Following discussion, upon motion duly made by Director D'Angelo, and seconded by Director Witty and, upon vote, unanimously carried, the absence of Director Theodore Laudick was executed.

#### Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Erica Montague, Esq.; McGeady Becher P.C.

Zachary Leavitt; CliftonLarsonAllen LLP

Paul Hyde; Hyde Development

### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board noted it was in receipt of disclosures of potential conflicts of interest statements for each of the Directors and that the statements had been filed with the Secretary of State at least seventy-two hours in advance of the meeting. Attorney Montague requested that the Directors review the Agenda for the meeting and advise the Board of any new conflicts of interest which had not been previously disclosed. No further disclosures were made by Directors present at the meeting.

### ADMINISTRATIVE MATTERS

Location of Meeting and Posting of Notices: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that this meeting would be

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held by video/telephonic means, and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

**Agenda:** Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Regular Meeting.

Following discussion, upon motion duly made by Director D'Angelo, and seconded by Director Witty and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Consent Agenda:** The Board considered the following actions:

- Approve the Minutes of the September 16, 2022 Regular Meeting.
- Approve the Minutes of the September 29, 2022 Special Meeting.
- Ratify approval of the Subscription Services Agreement with TownCloud, Inc. (for website creation and maintenance services).

Following review, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above actions.

**Resolution No. 2022-10-01, Resolution Establishing Regular Meeting Dates, Time and Location and Designating Locations for Posting of 24-Hour Notices:** Ms. Finn discussed with the Board Resolution No. 2022-10-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board determined to meet on the third Friday of each month at 10:00 a.m. via Zoom, beginning in February 2023.

Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

**§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2023:** The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2023.

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Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board determined to post the required transparency notice information on the Special District Association's website.

### PUBLIC COMMENT

There were no public comments.

### FINANCIAL MATTERS

**Unaudited Financial Statements:** The Board reviewed the unaudited financial statements of the District for the period ending June 30, 2022.

Following discussion, upon motion duly made by Director D'Angelo seconded by Director Witty and, upon vote, unanimously carried, the Board accepted the unaudited financial statements through the period ending on June 30, 2022.

**Claims:** There were no claims presented.

**Preparation of 2022 Audit:** The Board discussed authorizing the District Accountant to obtain proposals for preparation of the 2022 Audit.

Following review and discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board authorized the District Accountant to obtain proposals for preparation of the 2022 Audit.

**2023 Scope of Work between the District and CliftonLarsonAllen LLP:** The Board reviewed the 2023 Scope of Work between the District and CliftonLarsonAllen LLP.

Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty, and upon vote, unanimously carried, the Board approved the 2023 Scope of Work between the District and CliftonLarsonAllen LLP, subject to final review.

**2022 Budget Amendment Hearing:** The President opened the public hearing to consider amendment of the 2022 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider amendment of the 2022 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 or at this public hearing. No public comments were received, and the President closed the public hearing.

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Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty, and upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-02, Resolution to Amend the 2022 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**2023 Budget Hearing:** The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of the 2023 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 or at this public hearing. No public comments were received, and the President closed the public hearing.

Following discussion, the Board considered the adoption of Resolution No. 2022-10-03 to Adopt the 2023 Budget and Appropriate Sums of Money, and Resolution No. 2022-10-04 to Set Mill Levies (for the General Fund at 36.029 mills, the Debt Service Fund at 5.492 mills, and for Contractual Obligations - Regional at 5.492 mills, for a total mill levy of 47.013 mills). Upon motion duly made by Director D'Angelo, seconded by Director Witty 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, 2022. Mr. Leavitt was authorized to transmit the Certification of Mill Levies to the County not later than December 15, 2022. Ms. Finn was authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

**Resolution Authorizing Adjustment of Mill Levy:** Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-05, Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**DLG-70 Mill Levy Certification Form:** Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare, and Director D'Angelo to execute, the DLG-70 Mill Levy Certification form ("Certification"), and directed the District Accountant to file the Certification with the Board of County Commissioners and other interested parties.

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**Preparation of the 2024 Budget:** The Board discussed preparation of the 2024 Budget.

Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty, and upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

**LEGAL MATTERS** **May 2, 2023 Regular Election for Directors:** The Board discussed the May 2, 2023 Regular Election for Directors.

Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-6, Resolution Calling a Regular Election for Directors on May 2, 2023, appointed Ann Finn as the Designated Election Official, and authorized her to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**Facilities Acquisition Agreement by and between Colorado International Center Metropolitan District No. 7, DG Strategic VI, LLC, and Highpoint North Acquisition, LLC:** The Board deferred discussion at this time.

**First Amendment to Operation Funding Agreement between the District and Highpoint North Acquisition LLC:** Attorney Montague reviewed with the Board the First Amendment to Operation Funding Agreement between the District and Highpoint North Acquisition LLC.

Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board approved the First Amendment to Operation Funding Agreement between the District and Highpoint North Acquisition LLC.

**First Amendment to Facilities Funding and Acquisition Agreement between the District and Highpoint North Acquisition LLC:** The Board determined that an amendment was not needed.

**CAPITAL  
MATTERS**

**66th/68th and Denali Project ("Project"):**

**Change Orders Nos. 1, 2 and 3:** The Board reviewed Change Orders Nos. 1, 2 and 3.

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Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Witty and, upon vote, unanimously carried, the Board ratified approval of Change Orders Nos. 1, 2 and 3.

**Infrastructure Financing and Coordination Agreement – Denali Street from 66<sup>th</sup> Avenue to 68<sup>th</sup> Avenue Improvements, by and between HM Metropolitan District No. 1 and Colorado International Center Metropolitan District No. 7:**

The Board deferred discussion at this time.

**Dandelion Draw, No Name Pond and the 68<sup>th</sup> Avenue/Loop Road west of Gun Club Road:** Mr. Hyde reported to the Board that the design work is ongoing and construction is expected to start in the fourth quarter of 2023.

**OTHER BUSINESS**

**Status of Development:** Mr. Hyde provided a brief update on the status of development.

**ADJOURNMENT**

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

Respectfully submitted,

By:   
Secretary for the Meeting