

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE COLORADO INTERNATIONAL CENTER METROPOLITAN DISTRICT NO. 9 HELD JULY 28, 2020

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Colorado International Center Metropolitan District No. 9 (referred to hereafter as the "District") was convened on Tuesday, the 28th day of July, 2020, at 9:45 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via telephone conference. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

Kevin Smith  
Otis Moore, III  
Theodore Laudick

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

#### Also In Attendance Were:

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

Megan Becher, Esq., John Hoistad, Esq., Erica Montague, Esq. (for a portion of the meeting) and Craig Sorensen; 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. Attorney Becher 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

**Agenda / Acting President:** Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting.

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Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Agenda was approved, as amended, and Director Smith was appointed as Acting President for the meeting.

**Meeting Location / Posting of Meeting 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, due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the meeting would be held by telephonic means without any individuals (neither District Representatives nor the General Public) attending in person. Ms. Finn reported that notice was duly posted and that no objections to the telephonic manner of the meeting or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

### **PUBLIC COMMENT**

There was no public comment.

### **LEGAL MATTERS**

**Amended and Restated 64<sup>th</sup> Ave. ARI Authority Establishment Agreement between and among Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11, HM Metropolitan District No. 2, Velocity Metropolitan District Nos. 4, 5 and 6 (“Amended Establishment Agreement”):** Attorney Becher reviewed with the Board the Amended Establishment Agreement.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Amended Establishment Agreement.

**Resolution No. 2020-07-07; Resolution Approving Appointment of Representative to 64<sup>th</sup> Ave. ARI Authority:** Attorney Becher reviewed with the Board Resolution No. 2020-07-07; Resolution Approving Appointment of Representative to 64<sup>th</sup> Ave. ARI Authority, noting that the resolution formally appoints Director Smith as the District's Representative to the 64<sup>th</sup> Ave. ARI Authority, per the Board's previous direction.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-07-07; Resolution Approving Appointment of Representative to 64<sup>th</sup> Ave. ARI Authority.

**Amended and Restated Intergovernmental Operation Funding Agreement by and between the 64th Ave. ARI Authority, Westside Investment Partners, Inc., and Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11:** Attorney Becher reviewed with the Board the Amended and Restated

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Intergovernmental Operation Funding Agreement by and between the 64th Ave. ARI Authority, Westside Investment Partners, Inc., and Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Amended and Restated Intergovernmental Operation Funding Agreement by and between the 64th Ave. ARI Authority, Westside Investment Partners, Inc., and Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11.

**Amended and Restated Intergovernmental Facilities Funding and Reimbursement Agreement by and between the 64th Ave. ARI Authority, Westside Investment Partners, Inc., and Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11:** Attorney Becher reviewed with the Board the Amended and Restated Intergovernmental Facilities Funding and Reimbursement Agreement by and between the 64th Ave. ARI Authority, Westside Investment Partners, Inc., and Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Amended and Restated Intergovernmental Facilities Funding and Reimbursement Agreement by and between the 64th Ave. ARI Authority, Westside Investment Partners, Inc., and Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11.

**Authority Cost Sharing and Allocation Intergovernmental Agreement between and among Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11:** Attorney Becher reviewed with the Board the Authority Cost Sharing and Allocation Intergovernmental Agreement between and among Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Authority Cost Sharing and Allocation Intergovernmental Agreement between and among Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10 and 11.

**First Amendment to Intergovernmental Agreement with City of Aurora:** Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the First Amendment to Intergovernmental Agreement between the City of Aurora, Colorado, and the District.

**Facilities Funding, Construction and Operations Agreement among Aurora High Point at DIA Metropolitan District and Colorado International Center**

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**Metropolitan District Nos. 4, 5, 6, 7, 8, 9, 10 and 11:** The Board deferred discussion.

**Status of Issuance by the 64<sup>th</sup> Ave. Authority of its Series 2020 Bonds:** Attorney Becher reported to the Board that the issuance by the 64<sup>th</sup> Ave. ARI Authority of its Series 2020 Bonds is expected to occur in October.

**Issuance of Colorado International Center Metropolitan District No. 8 Limited Tax General Obligation Bonds, Series 2020A (the "CIC No. 8 Bonds"):**

*Letter Agreement for Investment Banking Services by and between D.A. Davidson & Co. Capital Markets, Colorado International Center Metropolitan District No. 8, and Colorado International Center Metropolitan District No. 9:* The Board reviewed the Letter Agreement for Investment Banking Services by and between D.A. Davidson & Co. Capital Markets, Colorado International Center Metropolitan District No. 8, and Colorado International Center Metropolitan District No. 9.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the Letter Agreement for Investment Banking Services by and between D.A. Davidson & Co. Capital Markets, Colorado International Center Metropolitan District No. 8, and Colorado International Center Metropolitan District No. 9.

**CIC No. 8 Bonds:** The Board discussed the status of the CIC No. 8 Bond issuance.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board authorized all necessary actions required in connection with the issuance of the CIC No. 8 Bonds.

**OTHER BUSINESS** There was no other business for discussion.

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

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting

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<b>TITLE</b>	CICMD 4-11 - Approved Minutes
<b>FILE NAME</b>	CICMD4 Minutes, 7-13-20.pdf and 21 others
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## Document History



SENT

**05 / 13 / 2021**

18:00:13 UTC

Sent for signature to Ann Finn (afinn@sdmsi.com) from apadilla@sdmsi.com  
IP: 50.78.200.153



VIEWED

**05 / 13 / 2021**

18:48:18 UTC

Viewed by Ann Finn (afinn@sdmsi.com)  
IP: 50.78.200.153



SIGNED

**05 / 13 / 2021**

18:49:43 UTC

Signed by Ann Finn (afinn@sdmsi.com)  
IP: 50.78.200.153



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**05 / 13 / 2021**

18:49:43 UTC

The document has been completed.