

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE DENVER INTERNATIONAL BUSINESS CENTER METROPOLITAN DISTRICT NO. 1 HELD DECEMBER 7, 2022

A regular meeting of the Board of Directors (the “Board”) of Denver International Business Center Metropolitan District No. 1 (the “District”), City and County of Denver, Colorado, was duly posted and held on Wednesday, December 7, 2022 at 3:33 p.m. The District Board meeting was held by video conference via Microsoft Teams. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Ferdinand Belz, President  
Mark Throckmorton, Secretary  
Matthew Stewart, Assistant Secretary  
Henry “Rick” Wells, Assistant Secretary

The absence of Director Lujan was excused.

##### Also in Attendance:

Paula Williams, Esq. and Erica Montague, Esq.; McGeady Becher P.C.  
Gregg Johnson, John Rhoades and Blake Fulenwider; L.C. Fulenwider, Inc.  
Matt Urkoski, Shauna D’Amato and Alyssa Ferreira; CliftonLarsonAllen LLP (“CLA”)

#### ADMINISTRATIVE MATTERS

**Disclosure of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Attorney Williams requested that members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting, in accordance with the statute. No new disclosures were made. Attorney Williams noted that all Directors’ Disclosure Statements were filed.

**Quorum, Location of Meeting and Posting of Meeting Notice:** Mr. Urkoski confirmed the presence of a quorum.

The Board entered into 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 Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board determined to conduct this meeting via video conference and encouraged public participation via Microsoft

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Teams. The Board further noted that notice of the time, date and Microsoft Teams access information was duly posted and that no objections or requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries have been received.

**Agenda:** The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board approved the Agenda, as presented.

**Public Comment:** There were no public comments.

**Minutes of September 7, 2022 Regular Meeting:** Following discussion, upon a motion duly made by Director Stewart, seconded by Director Belz and, upon vote unanimously carried, the Board approved the Minutes of the September 7, 2022 Regular Meeting.

**Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting 24-Hour Notices:** Following discussion, upon a motion duly made by Director Stewart, seconded by Director Belz and, upon vote unanimously carried, the Board approved the 2023 meeting schedule (1<sup>st</sup> Wednesday of March, June, September and December at 2:00 p.m., virtually) and adopted the Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting 24-Hour Notices.

**Section 32-1-809, C.R.S., Reporting Requirements (Transparency Notice):** Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board directed the District Manager to post the Transparency Notice on the Special District Association website and the District website.

**District Insurance:** Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board approved renewing the District's general liability insurance coverage, public officials' coverage, and workers' compensation coverage. The Board further directed renewal of the District's Special District Association membership.

### **FINANCIAL MATTERS**

**Payment of Claims:** Ms. Ferreira reviewed the claims with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board approved and/or ratified approval of the claims in the amount of \$136,570.99.

**October 31, 2022 Unaudited Financial Statements:** Ms. Ferreira reviewed the Unaudited Financial Statements with the Board. Following discussion, upon a motion duly made by Director Stewart, seconded by Director Throckmorton and, upon vote

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unanimously carried, the Board accepted the October 31, 2022 Unaudited Financial Statements.

**Public Hearing on Amendment to 2022 Budget:** The Board opened the public hearing to consider an amendment to the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider an 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 the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Ferreira reviewed the 2022 budget amendment with the Board. Following discussion, upon a motion duly made by Director Wells, seconded by Director Stewart and, upon vote unanimously carried, the Board adopted the Resolution to Amend the 2022 Budget.

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

It was noted that Notice stating that the Board would consider adoption of the 2023 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Ferreira reviewed the 2023 Budget with the Board. Following discussion, upon a motion duly made by Director Wells, seconded by Director Belz and, upon vote unanimously carried, the Board approved the 2023 Budget, and considered adoption of the Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and the Resolution to Set Mill Levies (General Fund: 2.000 mills, Debt Service Fund: 45.000 mills, Total: 47.000 mills), subject to receipt of the final Assessed Valuation and final legal review. Following discussion, upon motion duly made by Director Wells, seconded by Director Belz and, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Denver Assessor not later than December 15, 2022. The District Accountant was further directed to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2023.

**CliftonLarsonAllen LLP Statement(s) of Work for 2023:** Mr. Urkoski reviewed the Statement(s) of Work with the Board. Following discussion, upon a motion duly made by Director Wells, seconded by Director Throckmorton and, upon vote

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unanimously carried, the Board approved the CliftonLarsonAllen LLP Statement(s) of Work for 2023.

**DLG-70 Mill Levy Certification Form:** Following discussion, upon motion duly made by Director Belz, seconded by Director Throckmorton and, upon vote unanimously carried, the Board authorized the District Accountant to prepare the DLG-70 Mill Levy Certification Form and authorized execution of same by Director Stewart for certification to the Assessor and other interested parties.

**Preparation of 2024 Budget:** Following discussion, upon a motion duly made by Director Belz, seconded by Director Throckmorton and, upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

**2022 Audit:** Ms. Ferreira reviewed the Engagement Letter by and between the District and Wipfli LLP with the Board. Following discussion, upon a motion duly made by Director Belz, seconded by Director Throckmorton and, upon vote unanimously carried, the Board approved the Engagement Letter by and between the District and Wipfli LLP for preparation of the 2022 Audit.

**Filing 10 - Engineer's Report and Certification #16, dated September 21, 2022, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed the Engineer's Report with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Filing 10 - Engineer's Report and Certification #16, dated September 21, 2022, prepared by Ranger Engineering, LLC in the amount of \$3,040.98.

**Filing 10 - Engineer's Report and Certification #17, dated October 25, 2022, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed the Engineer's Report with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Filing 10 - Engineer's Report and Certification #17, dated October 25, 2022, prepared by Ranger Engineering, LLC in the amount of \$18,766.63.

**Filing 10 - Engineer's Report and Certification #18, dated November 21, 2022, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed the Engineer's Report with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Filing 10 - Engineer's Report and Certification #18, dated November 21, 2022, prepared by Ranger Engineering, LLC in the amount of \$3,511.89.

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**LDR - Engineer's Report and Certification #10, dated September 21, 2022, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed the Engineer's Report with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the LDR - Engineer's Report and Certification #10, dated September 21, 2022, prepared by Ranger Engineering, LLC in the amount of \$20,042.79.

**LDR - Engineer's Report and Certification #11, dated October 25, 2022, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed the Engineer's Report with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Engineer's Report and Certification #11, dated October 25, 2022, prepared by Ranger Engineering, LLC in the amount of \$400.00.

**LDR - Engineer's Report and Certification #12, dated November 21, 2022, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed the Engineer's Report with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the LDR - Engineer's Report and Certification #12, dated November 21, 2022, prepared by Ranger Engineering, LLC in the amount of \$55,195.70.

### **LEGAL MATTERS**

**Resolution Calling May 2, 2023 Election for Directors, Appointing the Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election ("Election Resolution"):**

Following discussion, upon motion duly made by Director Wells, seconded by Director Belz and, upon vote unanimously carried, the Board adopted the Election Resolution.

### **MANAGER MATTERS**

**District Services for 2023:** The Board deferred action on this matter.

### **CAPITAL IMPROVEMENTS**

**Other:** None.

### **OTHER BUSINESS**

**Other:** None.

### **ADJOURNMENT**

There being no further business to come before the Board, upon motion duly made by Director Belz, the Board adjourned the meeting at 3:49 p.m.

Respectfully submitted,

DocuSigned by:

By Mark Throckmorton

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Secretary for the Meeting

**Certificate Of Completion**

Envelope Id: A5F7A1E398A44BA4BB3FA7FB3EF40716	Status: Completed
Subject: DIBC : Minutes 12-07-2022 DIBC Final.pdf	
Client Name: DIBC	
Client Number: A179437-OS03-2023	
Source Envelope:	
Document Pages: 5	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Kathy Suazo
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Kathy.Suazo@claconnect.com
	IP Address: 24.9.186.151


**Record Tracking**

Status: Original	Holder: Kathy Suazo	Location: DocuSign
3/6/2023 9:19:14 AM	Kathy.Suazo@claconnect.com	

**Signer Events**

Mark Throckmorton  
 mark@fulenwider.com  
 Security Level: Email, Account Authentication (None)

**Signature**

DocuSigned by:  
  
 91BBFFBF1C46484...  
 Signature Adoption: Pre-selected Style  
 Using IP Address: 65.132.112.218

**Timestamp**

Sent: 3/6/2023 9:20:37 AM  
 Viewed: 3/6/2023 9:55:42 AM  
 Signed: 3/6/2023 9:55:59 AM

**Electronic Record and Signature Disclosure:**  
 Accepted: 4/2/2020 10:38:39 AM  
 ID: 6799deac-ee39-486d-bebc-e0a23294735d

**In Person Signer Events**

**Signature**

**Timestamp**

**Editor Delivery Events**

**Status**

**Timestamp**

**Agent Delivery Events**

**Status**

**Timestamp**

**Intermediary Delivery Events**

**Status**

**Timestamp**

**Certified Delivery Events**

**Status**

**Timestamp**

**Carbon Copy Events**

**Status**

**Timestamp**

Jenny Pino  
 jpino@specialdistrictlaw.com  
 Security Level: Email, Account Authentication (None)

**COPIED**

Sent: 3/6/2023 9:56:00 AM

**Electronic Record and Signature Disclosure:**  
 Not Offered via DocuSign

**Witness Events**

**Signature**

**Timestamp**

**Notary Events**

**Signature**

**Timestamp**

**Envelope Summary Events**

**Status**

**Timestamps**

Envelope Sent	Hashed/Encrypted	3/6/2023 9:20:37 AM
Certified Delivered	Security Checked	3/6/2023 9:55:42 AM
Signing Complete	Security Checked	3/6/2023 9:55:59 AM
Completed	Security Checked	3/6/2023 9:56:00 AM

**Payment Events**

**Status**

**Timestamps**

**Electronic Record and Signature Disclosure**

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- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.