

## 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  
MARCH 1, 2023**

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, March 1, 2023, at 2:00 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:**

Mark Throckmorton, Secretary  
Marcia A. Lujan, Treasurer  
Henry “Rick” Wells, Assistant Secretary  
Matthew Stewart, Assistant Secretary

The absence of Director Ferdinand Belz was excused.

#### **Also in Attendance:**

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

### **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 regarding 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:** The presence of a quorum was confirmed. Upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board appointed Director Lujan as Acting President.

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

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Wells and, upon vote unanimously carried, the Board determined to conduct this meeting via video conference and encouraged public participation via Microsoft 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.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Throckmorton, seconded by Director Wells, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District website at least 24-hours prior to each meeting, or if the website is unavailable at the following location: northwest corner of the intersection of 65th Avenue and Tower Road.

**Agenda:** Following review and discussion regarding the Agenda, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote, unanimously carried, the agenda was approved, as amended.

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

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

### **FINANCIAL MATTERS**

**Claims:** Ms. Ferreira reviewed the claims with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Lujan and, upon vote unanimously carried, the Board approved and/or ratified approval of the payment of claims in the amount of \$43,763.06.

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

**Filing 10 - Engineer's Report and Certification #19, dated December 22, 2022, prepared by Ranger Engineering, LLC:** 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 #19, dated December 22, 2022, prepared by Ranger Engineering, LLC in the amount of \$6,190.59.

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**Filing 10 - Engineer's Report and Certification #20, dated January 17, 2023, prepared by Ranger Engineering, LLC:** 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 #20, dated January 17, 2023, prepared by Ranger Engineering, LLC in the amount of \$4,589.55.

**LDR - Engineer's Report and Certification #13, dated December 22, 2022, prepared by Ranger Engineering, LLC:** 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 #13, dated December 22, 2022, prepared by Ranger Engineering, LLC in the amount of \$4,706.71.

**LDR - Engineer's Report and Certification #14, dated January 17, 2023, prepared by Ranger Engineering, LLC:** 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 #14, dated January 17, 2023, prepared by Ranger Engineering, LLC in the amount of \$5,105.58.

### **LEGAL MATTERS**

**May 2, 2023 Regular Director Election:** Attorney Williams informed the Board that the May 2, 2023 Regular Election for Directors was cancelled, as allowed by statute, because there were not more candidates than seats available on the Board. It was noted that Director Wells was deemed elected by acclamation to a 4-year term expiring in May, 2027 and that there is one vacancy on the Board.

**Engagement Agreement for Legal Services by and between the District and Brownstein Hyatt Farber Schreck, LLP:** Attorney Williams reviewed the Engagement Agreement with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of the Engagement Agreement for Legal Services by and between the District and Brownstein Hyatt Farber Schreck, LLP.

### **MANAGER MATTERS**

**Addendum to Landscape Services Agreement by and between the District and Brightview Landscape Services, Inc.:** Mr. Urkoski reviewed the Addendum with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote, unanimously carried, the Board ratified approval of the Addendum to Landscape Services Agreement by and between the District and Brightview Landscape Services, Inc., in the amount of \$6,060.00.

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**Service Agreement for Civil Engineering Design for Yampa Street and Connecting Access Road Infrastructure Located in Lot 1 Block 2 DIBC Filing 8 by and between the District and JR Engineering, LLC:** Mr. Urkoski reviewed the Service Agreement with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of the Service Agreement for Civil Engineering Design for Yampa Street and Connecting Access Road Infrastructure Located in Lot 1 Block 2 DIBC Filing 8 by and between the District and JR Engineering, LLC, in the amount of \$176,920.00.

**Service Agreement for Pena Station North DIBC 10 / Flight Safety SDP Amendment by and between the District and DIG Studio, Inc.:** Mr. Urkoski reviewed the Service Agreement with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of the Service Agreement for Pena Station North DIBC 10 / Flight Safety SDP Amendment by and between the District and DIG Studio, Inc., in the amount of \$27,600.00.

**Change Order No. 1 to Service Agreement for Pena Station North DIBC Filing 10 / Flight Safety SDP Amendment by and between the District DIG Studio, Inc., for City Requested Landscape Design (New Water Quality Pond for DIBC Filing 10 Infrastructure):** Mr. Urkoski reviewed Change Order No. 1 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of Change Order No. 1 to Service Agreement for Pena Station North DIBC Filing 10 / Flight Safety SDP Amendment by and between the District DIG Studio, Inc., for City Requested Landscape Design (New Water Quality Pond for DIBC Filing 10 Infrastructure), in the amount of \$2,000.00.

### **CAPITAL IMPROVEMENTS**

**Construction Committee:** The Board discussed appointing a construction committee to facilitate contractual matters pertaining to Filing 10 infrastructure work. Following discussion, upon a motion duly made by Director Wells, seconded by Director Throckmorton and, upon vote unanimously carried, the Board appointed Director Throckmorton and Director Wells to serve as the Construction Committee authorized to review and approve bids, issue Notices of Awards and to execute contracts with a not to exceed amount of \$10,000,000, subject to legal review. All contracts approved outside of a Board meeting are to be presented for ratification at the next meeting of the Board.

### **OTHER BUSINESS**

**Other:** Attorney Williams informed the Board that she is in the process of reviewing the City of Denver's comments on the draft Plat.

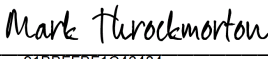
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### ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Lujan, the Board adjourned the meeting at 3:43 p.m.

Respectfully submitted,

By   
DocuSigned by:  
91BBFFBF1C46484  
Secretary for the Meeting

**Certificate Of Completion**

|   |                            |
|---|----------------------------|
| Envelope Id: 21BA319DBF6B430B9074DABA316FB8A0       | Status: Completed          |
| Subject: DIBC : Minutes 03-01-2023 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: 65.59.88.254   |


**Record Tracking**

|                       |                            |                    |
|-----------------------|----------------------------|--------------------|
| Status: Original      | Holder: Kathy Suazo        | Location: DocuSign |
| 6/20/2023 10:20:39 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: 6/20/2023 10:26:08 AM  
 Viewed: 6/20/2023 10:54:20 AM  
 Signed: 6/20/2023 10:54:30 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<br>jpino@specialdistrictlaw.com<br>Security Level: Email, Account Authentication (None) | <b>COPIED</b>    | Sent: 6/20/2023 10:54:30 AM |
| <b>Electronic Record and Signature Disclosure:</b><br>Not Offered via DocuSign                     |                  |                             |
| Witness Events   | Signature        | Timestamp                   |
| Notary Events  | Signature        | Timestamp                   |
| <b>Envelope Summary Events</b>   | <b>Status</b>    | <b>Timestamps</b>           |
| Envelope Sent  | Hashed/Encrypted | 6/20/2023 10:26:08 AM       |
| Certified Delivered  | Security Checked | 6/20/2023 10:54:20 AM       |
| Signing Complete   | Security Checked | 6/20/2023 10:54:30 AM       |
| Completed  | Security Checked | 6/20/2023 10:54:31 AM       |

**Payment Events**

**Status**

**Timestamps**

**Electronic Record and Signature Disclosure**

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If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

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If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

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You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com)

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To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

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ii. send us an email to [BusinessTechnology@CLAconnect.com](mailto:BusinessTechnology@CLAconnect.com) and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

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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.