

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

MILE HIGH BUSINESS CENTER METROPOLITAN DISTRICT

Held: Monday, August 23, 2021, at 10:00 A.M. at 7887 E. Belleview Avenue, Suite 475, Denver, 80111

Video Conference:

<https://us02web.zoom.us/j/89113560946?pwd=dVFYenFRSXdkSkIZaERXaVBzMWhvZz09>

Teleconference: +1 669 900 9128 **Passcode:** 138195 **Meeting ID:** 891 1356 0946

Attendance

The special meeting of the Board of Directors of the Mile High Business Center Metroplan District was called and held, as shown, in accordance with Colorado law. The following directors confirmed their qualification to serve on the Board:

Mark Tekavec
Thomas Stahl
Matthew Chaiken

Also present was: Dianne Miller, Rhonda Bilek and Sonja Steele, Miller & Associates Law Offices, LLC; Janece Soendker, CliftonLarson Allen, LLP; Robert Miller.

Call to Order

Ms. Miller noted that a quorum of the Board was present and the Directors confirmed their qualification to serve.

Disclosure Matters

Ms. Miller advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

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Director Tekavec disclosed his interest in a contract to acquire an interest in a parcel of land within the District. Director Tekavec further disclosed the fact that he is an employee and Vice President of property management for Colliers International who has a management agreement to provide services to the District including snow removal, landscaping, detention pond maintenance/compliance and other services. He further disclosed the fact that he directly managed the 5 Mile High industrial buildings and Mile High Owner's Association for Clarion Partners within the park. His employer Collins International earns management fees for these services though nor he or Collins International has any ownership interest.

Director Stahl disclosed his interest in a contract to acquire an interest in a parcel of land within the District. These disclosures are associated with approval of items on the agenda that may affect Director Stahl's interests.

Director Chaiken disclosed his interest in a contract to acquire an interest in a parcel of land within the District. These disclosures are associated with approval of items on the agenda that may affect Director Chaiken interests.

Written disclosures of the interests of all of the directors were filed with the Secretary of State prior to the meeting.

Appointment of Acting
President

Director Tekavec motioned for Director Chaiken for acting president, upon second by Director Chaiken, vote was taken, and motion carried unanimously.

Approval of Minutes –
October 29, 2020

The minutes for the October 29, 2020 meeting was reviewed by the Board. Upon motion by Director Tekavec and second by Director Chaiken, the Board unanimously approved the minutes as presented.

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- Appointment of New Director to the Board The Board considered the appointment of Mr. Robert Miller to the Board. Upon a motion by Director Stahl and second by Tekavec, the Board unanimously approved the appointment of Mr. Miller to the Board. Ms. Miller administered Mr. Millers' oath.
- Ms. Miller advised Mr. Robert Miller that they were allowed to participate in Board discussions but were not permitted to vote during this special Board meeting because conflicts of interest had not been filed for him 72 hours prior to the meeting time.
- Election of Officers Director Tekavec nominated Director Stahl as president, upon second by Director Chaiken, vote was taken, and motion carried unanimously.
- Review and Consider Approval of the 2020 Audit Ms. Soendker reported and conducted a review of the 2020 Audit report. The Board asked if Fiscal Focus Partners are a firm which conduct Metro District audits. Ms. Soendker explained to the Board that this firm has been handling the districts audits for several years. Director Tekavec motioned to approve the 2020 Audit as presented, upon second by Director Stahl, vote was taken, and motion carried unanimously.
- Approval of 2021 Annual Administrative Resolution The directors discussed various administrative matters to be determined by the Board on an annual basis in order to comply with Colorado law. Ms. Miller presented the Board with a resolution designating officers for the District and establishing director compensation, regular meeting dates, notice provisions and other administrative matters. Upon motion of Director Stahl and second by Director Lynass, the Board unanimously approved the annual administrative resolution.
- Review and Consider Ratification and Approval of Payables Ms. Soendker presented the payables. After review and discussion, Director Stahl moved to approve the ratification and current payables, upon second by Director Chaiken, vote was taken, and motion carried unanimously.
- Review of Financial Statements Ms. Soendker presented the financials. Mr. Miller asked what the penalty amount or percentage would be to prepay down the principle. Ms. Soendker reviewed with the Board and according to information, no penalty after 2024.
- Panattoni Consulting for Termination of Agreement Ms. Miller reviewed the letter. Director Tekavec moved to approved letter as presented, upon second by Director Stahl, vote was taken, and motion carried unanimously.

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Approval of Property
Management Agreement with
Colliers

Ms. Miller reviewed the agreement. After discussion Director Tekavec moved to approve the agreement as presented, upon second by Director Chaiken, vote was taken, and motion carried unanimously.

Confirmation of October
Meeting.

Quorum was confirmed for Thursday, October 21, 2021, meeting at 3:00 p.m. and Ms. Soendker will present the draft budget at that time.

Other Business

Ms. Miller reminded the directors to complete the vacant land contracts.

Adjournment

There being no further business to come before the Board, upon motion and second, the Board unanimously adjourned the meeting at 10:48 a.m.

DocuSigned by:

Mark Tekavec

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Secretary for the District