# RECORD OF PROCEEDING

## MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF:

## MILE HIGH BUSINESS CENTER METROPOLITAN DISTRICT

## HELD WEDNESDAY, DECEMBER 10, 2025, AT 10:00 AM

**ADMINISTRATIVE ITEMS**

The special meeting of the Board of Directors of the Mile High Business Center Metropolitan District, City and County of Denver, Colorado, was called to order on the day shown above by Dianne Miller in accordance with the laws of the State of Colorado. The following Directors were acting:

Don Stage, Director
Mike Hicks, Director

Also present was:
Dianne Miller, Sonja Steele and Rhonda Bilek, Miller Law pllc
Aly Roland, CLA-CliftonLarsonAllen LLP
Taylor Lind and Betsie Goulart, Principal Real Estate
Todd Witty, CBRE

**CALL TO ORDER AND DECLARATION OF QUORUM**

A quorum of the Board was present, and the meeting was called to order at 10:03 a.m.

**CONFLICTS OF INTEREST**

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 quorum or otherwise enable the Board to act.

Director Stage 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's Stage interest.

Director Hicks 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's Stage interest.

**PUBLIC COMMENT**

No public comment.

**MINUTES**

Director Stage moved to approve the minutes of the meeting held on May 15, 2025, as presented. Upon second by Director Hicks, a vote was taken, and the motion was carried unanimously.

**CONSIDER ACCEPTANCE OF THE UNAUDITED FINANCIALS**

The financials were presented by Ms. Roland. Director Hicks mentioned that in 2026 expenses will increase due to maintenance. Director Stage motion to accept the unaudited financial statements, upon second by Director Hicks the financials were accepted.

**INTERIM CLAIMS**

Ms. Roland reviewed the claims from 5/8/25 to 12/3/25. Director Hicks will be the new contact for bill.com. CLA will reach out to Director Hicks to set him up. Director Stage motion to ratify and approve the claims as presented. Upon second by Director Hicks, the motion passed.

**PUBLIC HEARING**

Ms. Miller reported that the proper publication had been made to allow the Board to conduct the public hearing. Director Stage opened the public hearing at 10:14 a.m.

a. **Consider Approval of the 2026 Budget:** Ms. Roland presented the proposed budget to the Directors. The final assessed valuation from the county is 36,043,950. The mill levy for the general fund is 10.000; mill levy for the debt service is 16.391, totaling 26.391. Ms. Roland requested any input on the expenses for 2026. After discussion, there were no changes requested. Director Stage motioned to adopt the 2026 budget, certify mill levies and appropriate 2026 expenditures as presented. Upon second by Director Hicks, the motion passed.

   Ms. Miller asked for any comments; no comments were made and confirmed that no comments were received by legal, and MS. Roland confirmed no comments were received by CLA. The public hearing was closed at 10:22 a.m.

b. **Appointment a Committee:** Not necessary due to the final assessed valuation being received by CLA prior to the meeting.

**2025 AUDIT ENGAGEMENT LETTER**

Ms. Roland presented the engagement letter and noted the slight increase in cost to $7,000. Ms. Roland and Ms. Miller noted the cost saving of having the same company continue doing the audits for the district. Director Stage motioned to approve the 2025 audit engagement letter as presented. Upon second by Director Hicks, the motion passed.

**CASH ACCESS MEMO FROM CLA**

Ms. Roland reviewed the memo with the Directors; no action needed.

**CONSIDER CLA SOW**

Ms. Roland reviewed the document. Director Stage motion to approve the SOW as presented. Upon second by Director Hicks, the motion passed.

**APPOINTMENT OF NEW DIRECTORS**

a. Director Stage motioned to appoint Todd Witty and Daniel Close to the Board of Directors. Upon second by Director Hicks, the motion passed.
b. Mr. Witty was present at the meeting and Ms. Miller Mr. Witty recites his oath of office during the meeting.

**ANNUAL ADMINSTRATIVE RESOLUTION AND DISCUSS DIRECTOR POSITIONS**

Ms. Miller reviewed the annual administrative matters. The Board of Director positions are as follows. Mike Hicks, President; Todd Witty, Secretary/Treasurer; Don Stage, Assistant Secretary and Daniel Close, Assistant Secretary. There is still one vacancy on the Board. Director Stage motioned to approve the annual administrative resolution subject to the director's position change. Upon second by Director Hick, the motion passed.

**OTHER BUISNESS**

Ms. Miller will draft a termination notice to Colliers International as of their resignation date.

Ms. Miller noted that the Board in the past had waived workers' compensation insurance and if the Board would like to continue this, her office will draft the resolution. She asked the board to vote on this to have it recorded in the district's minutes. Director Stage motioned to approve the resolution waiving workers compensation insurance for 2026. Upon second by Director Hicks, the motion passed.

Ms. Miller asked the Board (management) to work with CBRE contract and provide to Ms. Miller for review. Director Stage motion to approve and upon second by Director hicks, the motion passed.

**ADJOURNMENT**

Director Stage moved to adjourn the meeting at 10:35 a.m. Upon a second, by Director Hicks, the motion passed.

Respectfully submitted,

Signed by:
Daniel Close
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Secretary for the Meeting