

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
SW DOWNTOWN BUSINESS IMPROVEMENT DISTRICT
(THE "DISTRICT")
HELD
FEBRUARY 24, 2021

A special meeting of the Board of Directors of the SW Downtown Business Improvement District (referred to hereafter as the "Board") was convened on Wednesday, February 24, 2021, at 10:00 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, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Chris Jenkins, President
David Jenkins, Secretary
Delroy Johnson, Treasurer
Jeffrey Finn, Assistant Secretary
Russell T. Tutt IV, Assistant Secretary

Also, In Attendance Were:

Russell W. Dykstra.; Spencer Fane, LLP.
Josh Miller, Kimbrie Garcia, Krista Baptist, Carrie Bartow & Seef LeRoux;
CliftonLarsonAllen LLP
Robert Huls; Nor' Wood Development Group

ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda:

Director Chris Jenkins called the meeting to order at 10:03 a.m.

Following discussion, upon a motion duly made by Director David Jenkins, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the agenda, as amended.

Declaration of Quorum/Director Qualifications/Disclosure Items: Mr. Dykstra discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements had been filed for each of the Directors with the Secretary of State at least three days prior to the meeting. In addition, Mr. Dykstra noted that each director is to verbally reveal his/her potential conflicts of interest to the Board prior to beginning the discussion in which a conflict may arise.

Community Comments:

None.

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Review and Consider Approval of Minutes from the November 17, 2020 Special Board Meeting: Upon a motion duly made by Director David Jenkins, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the meeting minutes as presented.

FINANCIAL MATTERS

Conduct Public Hearing to Consider Amendment to the 2020 Budget: Director Seibert opened the public hearing to consider an amendment to the 2020 Budget at 10:05 a.m.

It was noted that publication of Notice stating that the Board would consider amendment of the 2020 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 at 10:05 a.m.

Following discussion, upon a motion duly made by Director David Jenkins, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the Resolution to Amend the 2020 Budget.

Discussion re the 2020 Audit: Ms. Bartow discussed the 2020 Audit and communication she has had with the City of Colorado Springs with the Board. No action was taken.

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LEGAL MATTERS

Service Agreement with Nor'wood Limited Inc. for District Operations: Upon a motion duly made by Director David Jenkins, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the Service Agreement with Nor'wood Limited Inc. for District Operations.

MANAGER MATTERS

Other: None.

OTHER BUSINESS

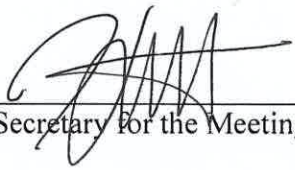
Confirm Quorum for the Next Regular Meeting: Mr. Miller noted that District Management would reach out to confirm quorum as necessary.

ADJOURNMENT

Upon a motion duly made by Director David Jenkins, seconded by Director Finn and, upon vote, unanimously carried, the Board adjourned the meeting at 10:15 a.m.

Respectfully submitted,

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By  _____
Secretary for the Meeting