

RECORD OF PROCEEDINGS

**MINUTES OF THE JOINT REGULAR MEETING OF THE
BOARDS OF DIRECTORS OF
SW DOWNTOWN METROPOLITAN DISTRICT NOS. 1 AND 2**

HELD: Thursday, December 14, 2017 at 1:00 p.m. at 111 S. Tejon Street, Suite 222, Colorado Springs, Colorado

ATTENDANCE:

The joint regular meeting of the Boards of Directors of the SW Downtown Metropolitan District Nos. 1 and 2, City of Colorado Springs, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Christopher S. Jenkins
David D. Jenkins
Delroy L. Johnson
Jeffrey A. Finn
Russell T. Tutt, IV

Also in attendance were Russell W. Dykstra of Spencer Fane LLP, Carrie Bartow, Josh Miller, Chelsea Gondeck and Ben Houghton of CliftonLarsonAllen LLP

No Directors were absent. There are no vacancies on the Boards.

CALL TO ORDER:

Mr. Dykstra noted for the record that a quorum was present, and on behalf of the Boards, called the meeting to order at approximately 9:24 a.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST:

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 Boards prior to beginning the discussion in which a conflict may arise.

COMMUNITY COMMENTS:

None.

APPROVAL OF MINUTES:

Upon a motion duly made by Director Tutt, seconded by Director Johnson, and upon a vote, unanimously carried, the Board approved the December 14, 2017 Organizational Meeting Minutes.

ADMINISTRATIVE MATTERS:

None.

LEGAL MATTERS:

A. Consider Approval of Resolution Adopting the Protections for Consumer Data Policy

Mr. Dykstra reviewed with the Board. Upon a motion duly made by Director Chris Jenkins, seconded by Director Tutt, and upon a vote, unanimously carried, the Board approved the Resolution Adopting the Protections for Consumer Data Policy.

B. Review Property and Liability Proposals with T. Charles Wilson as Discussed at the December 14, 2017 Organizational Meeting

Mr. Dykstra reviewed with the Board. Upon a motion duly made by Director Chris Jenkins, seconded by Director Johnson, and upon a vote, unanimously carried, the Board approved the Property and Liability Proposals with T. Charles Wilson.

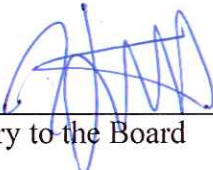
OTHER BUSINESS:

Director Chris Jenkins commented that he is working with URA.

ADJOURNMENT:

There being no further business to come before the Board and upon motion duly made by Director Chris Jenkins, seconded by Director Johnson, and upon a vote, unanimously carried, the meeting was adjourned at 9:27 a.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the SW Downtown Metropolitan District Nos. 1 and 2.



Secretary to the Board