

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
SW DOWNTOWN BUSINESS IMPROVEMENT DISTRICT
(THE "DISTRICT")
HELD
NOVEMBER 17, 2020

A special meeting of the Board of Directors of the SW Downtown Business Improvement District (referred to hereafter as the "Board") was convened on Tuesday, November 17, 2020, at 11:00 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
Russell T. Tutt IV, Assistant Secretary
Jeffrey Finn, Assistant Secretary

Also, In Attendance Were:

Russell W. Dykstra.; Spencer Fane, LLP.
Josh Miller, Chelsea Gondeck, & 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 11:05 a.m.

Following discussion, upon a motion duly made by Director Chris Jenkins, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the agenda, as presented.

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 be 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 October 28, 2020 Special Board Meeting: Upon a motion duly made by Director Tutt, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the meeting minutes.

Discuss District Insurance, Review Renewal Schedule & Authorize Renewal of District Insurance & SDA Membership for 2021: Following discussion, upon a motion duly made by Director Chris Jenkins, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the renewals.

FINANCIAL MATTERS

Review and Consider Acceptance of Schedule of Cash Position as of September 20, 2020: Mr. LeRoux reviewed the report. Upon a motion duly made by Director Finn, seconded by Director Johnson, upon vote, unanimously carried, the Board approved the report.

Review and Consider Ratification of Previous Claims and Approval of Current Claims: Upon a motion duly made by Director Finn, seconded by Director Tutt, upon vote, unanimously carried, the Board ratified the previous claims and approved the current claims.

Review and Consider Approval of 2020 Audit Engagement Letter with BiggsKofford: Upon a motion duly made by Director Finn, seconded by Director Johnson, upon vote, unanimously carried, the Board approved the 2020 audit engagement letter.

Conduct Public Hearing to Consider Amending 2020 Budget; Consider Adopting Resolution Amending 2020 Budget, if necessary: Upon a motion duly made by Director Finn, seconded by Director Johnson and, upon vote, unanimously carried, the Board opened the hearing at 11:10 a.m. There were no public comments. Upon a motion duly made by Director Finn, seconded by Director Johnson and, upon vote, unanimously carried, the Board closed the hearing at 11:10 a.m. Following discussion, upon a motion duly made by Director Johnson, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the resolution.

Conduct Public Hearing to Consider Adoption of 2021 Budget, Appropriate Expenditures, and Certify Mill Levy; Consider Adoption of Resolution to Adopt 2021 Budget, Appropriate Expenditures and Certify Mill Levy: Following discussion, upon a motion duly made by Director Finn, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the Resolutions to Adopt the 2021 Budget, Appropriate Expenditures and Certify the Mill Levy.

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LEGAL MATTERS

Review and Consider Approval of the Resolution Providing for Directors Exclusion from Workers Compensation Coverage: Upon a motion duly made by Director Johnson, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the resolution.

MANAGER MATTERS

Review and Consider Resolution Concerning Annual Administrative Matters: Following discussion, upon a motion duly made by Director Johnson, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the resolution, as amended.


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 Tutt, seconded by Director Johnson and, upon vote, unanimously carried, the Board adjourned the meeting at 11:15 a.m.

Respectfully submitted,

By 
Secretary for the Meeting