

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
SW DOWNTOWN BUSINESS IMPROVEMENT DISTRICT
(THE "DISTRICT")
HELD
FEBRUARY 23, 2022

A regular meeting of the Board of Directors of the SW Downtown Business Improvement District (referred to hereafter as the "Board") was convened on Wednesday, February 23, 2022, at 10:00 a.m. This meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Christopher 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, Krista Baptist, Seef Le Roux & Carrie Bartow;
CliftonLarsonAllen LLP
Robert Huls, Kristi Rader & Whitley Crow; Nor'Wood Development Group

ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda: Director C. Jenkins called the meeting to order at 10:03 a.m.

Following discussion, upon a motion duly made by Director C. Jenkins, seconded by Director D. Jenkins 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 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.

Public Comments: None.

December 1, 2021 Meeting Minutes: Following discussion, upon a motion duly made by Director C. Jenkins, seconded by Director D. Jenkins and, upon vote, unanimously carried, the Board approved the December 1, 2021 meeting

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minutes, as presented.

Mercurial Security Solution Service Agreement Regarding Increased Rates: Following discussion, upon a motion duly made by Director Tutt, seconded by Director Finn and, upon vote, unanimously carried, the Board approved the Mercurial Security Solution Service Agreement Regarding Increased Rates.

FINANCIAL MATTERS

December 31, 2021 Unaudited Financial Statements: Ms. Bartow reviewed the financial statements with the Board. Following review, upon a motion duly made by Director Johnson, seconded by Director D. Jenkins and, upon vote, unanimously carried, the Board accepted the December 31, 2021 unaudited financial statements, as presented.

Interim and Current Payment of Claims: Ms. Bartow reviewed the claims with the Board. Following review, upon a motion duly made by Director Johnson, seconded by Director D. Jenkins and, upon vote, unanimously carried, the Board approved the claims in the amount of \$36,970.57.

Schedule of Cash Position as of February 16, 2022: Ms. Bartow reviewed the schedule of cash position with the Board. Follow review, upon a motion duly made by Director Johnson, seconded by Director D. Jenkins and, upon vote, unanimously carried, the Board accepted the schedule of cash position as of February 16, 2022.

Consider Acceptance of Public Improvements: Mr. Le Roux the public improvements with the Board. Follow review, upon a motion duly made by Director Finn, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the Public Improvements.

Draft 2021 Audit Report: Ms. Bartow reviewed the draft 2021 Audit Report with the Board. Follow review, upon a motion duly made by Director Johnson, seconded by Director D. Jenkins and, upon vote, unanimously carried, the Board approved the draft 2021 Audit Report.

LEGAL MATTERS

Other: Attorney Dykstra provided a brief legislative update to the Board.

MANAGER MATTERS

Other: Mr. Miller provided website updates to the Board.

OTHER BUSINESS

Other: None.

