

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
FIRST & MAIN BUSINESS IMPROVEMENT DISTRICT NO. 2  
(THE "DISTRICT")  
HELD  
FEBRUARY 24, 2021

A special meeting of the Board of Directors of the First & Main Business Improvement District No. 2 (referred to hereafter as the "Board") was convened on Wednesday, February 24, 2021, at 9:30 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:

Tim Seibert, President  
Chris Jenkins, Vice President  
David Jenkins, Secretary  
Delroy Johnson, Assistant Secretary  
Russell T. Tutt IV, Assistant Secretary

Also, In Attendance Were:

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

### ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda:

Director Seibert called the meeting to order at 9:35 a.m.

Following discussion, upon a motion duly made by Director 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 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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Appointment of Officers: Upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the appointment of Russell T. Tutt, IV as Assistant Secretary.

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

### FINANCIAL MATTERS

Conduct Public Hearing to Consider Amending 2020 Budget; Consider Adopting Resolution Amending 2020 Budget: Upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board opened the hearing at 9:37 a.m. There were no public comments. Upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board closed the hearing at 9:38 a.m. Following discussion, upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the Resolution to Amend the 2020 Budget.

### LEGAL MATTERS

Other: None.

### MANAGER MATTERS

Other: None.


### OTHER BUSINESS

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

### ADJOURNMENT

Upon a motion duly made by Director Seibert, seconded by Director Johnson and, upon vote, unanimously carried, the Board adjourned the meeting at 9:41 a.m.

Respectfully submitted,

By   
Secretary for the Meeting