MINUTES
WOHALI PUBLIC INFRASTRUCTURE DISTRICT NO. 1
SPECIAL MEETING

NOTICE IS HEREBY GIVEN THAT THE BOARD OF TRUSTEES OF WOHALI PUBLIC INFRASTRUCTURE DISTRICT NO. 1 WILL HOLD A SPECIAL MEETING ON SEPTEMBER 12, 2023, AT YORK HOWELL, 10610 SOUTH JORDAN GATEWAY, SUITE 200, SOUTH JORDAN, UTAH 84095

AT 11:00 am

A. Call to Order

M. Thomas Jolley called to order the meeting of the Wohali Public Infrastructure District No. 1 at 11:00am on September 12, 2023 at York Howell, 10610 South Jordan Gateway, Suite 200, South Jordan, Utah 84095.

The meeting convened at 11:00am

B. Roll Call

M. Thomas Jolley conduced a roll call. The following individuals were present:

Members Present:

- Dave Boyden – Managing Partner/Trustee (via Zoom)
- John Kaiser – Managing Partner/Trustee (via Zoom)
- Philip Dunn – Controller/Trustee (via Zoom)

Also Present:

- M. Thomas Jolley – District Counsel (in-person)
- Ashley Tedesco – District Counsel Paralegal (in-person)
- Shelby Clymer – Accountant (via Zoom)
- Adam Daly – Bond Counsel (via Zoom)
- Aaron Wade – Bond Counsel (via Zoom)

C. Consent Items

1. Approve the draft minutes of the board meeting held on April 27, 2023.

    a. Philip Dunn moves to approve the draft minutes of the board meeting held on April 27, 2023.
    b. John Kaiser seconds the motion to approve the draft minutes of the board meeting held on April 27, 2023.
    c. Dave Boyden: Aye / John Kaiser: Aye / Philip Dunn: Aye
    d. The motion passes unanimously

2. Approve payment applications and requisition requests made for eligible expenses from 2021 - July 2023.

   a. The payment applications and requisition requests made for eligible expenses from 2021 - July 2023 will be discussed in connection with Action Item No. 4.

D. Public Hearings

1. Conduct a Public Hearing to receive input from the public on the adoption of the tentative budget for the calendar year of 2023 as the final budget for 2023. Members of the public wishing to comment may connect electronically via Zoom at:

https://us02web.zoom.us/j/83121735773?pwd=KzlSK2FlL3NwdUF3Z0NDYi8vSGFRUT09

   a. The hearing is opened for public comments and questions.
   b. No members of the public are present, thus no comments or questions are presented.
   c. The public hearing is closed.

E. Action Items

1. Consider adoption of the final operating and capital budget for the calendar year of 2023.

   a. Shelby Clymer touches on some of the highlights of the final operating and capital budget for the calendar year of 2023.
   b. Philip Dunn clarifies some points relating to the applicable timelines for recognition of costs and repayment of reimburseable costs.
   c. Philip Dunn moves to adopt the final operating and capital budget for the calendar year of 2023.
   d. John Kaiser seconds the motion to adopt the final operating and capital budget for the calendar year of 2023.
   e. Dave Boyden: Aye / John Kaiser: Aye / Philip Dunn: Aye
   f. The motion passes unanimously

2. Consider approval of an engagement agreement for accounting services and an engagement letter for forecasting services between the District and Clifton Larson Allen LLP, and authorizing the District Chair to sign.

   a. Shelby Clymer clarifies that there is not an engagement letter for forecasting services.
   b. Dave Boyden moves to approve an engagement agreement for accounting services between the District and Clifton Larson Allen LLP, and authorizes the District Chair to sign.
   c. John Kaiser seconds the motion to approve an engagement agreement for accounting services between the District and Clifton Larson Allen LLP, and authorizes the District Chair to sign.
   d. Dave Boyden: Aye / John Kaiser: Aye / Philip Dunn: Aye
   e. The motion passes unanimously

3. Consider approval of proposals and engagement agreements from prospective engineering firms, and authorizing the District Chair to sign the engagement agreement of the engineering firm that is selected.

   a. M. Thomas Jolley, Shelby Clymer, Philip Dunn, John Kaiser, and Dave Boyden discuss the various proposals in terms of rates, types of services, and experience.
   b. John Kaiser moves to approve the proposal of Talisman Civil Consultants, LLC, and authorizes the District Chair to sign.
   c. Philip Dunn seconds the motion to approve the proposal of Talisman Civil Consultants, LLC, and authorizes the District Chair to sign.
   d. Dave Boyden: Aye / John Kaiser: Aye / Philip Dunn: Aye
   e. The motion passes unanimously

4. Consideration and general discussion of process and procedure for payment applications and requisition requests.

   a. M. Thomas Jolley, Shelby Clymer, Philip Dunn, John Kaiser, and Dave Boyden discuss the process and procedure for payment applications and requisition requests in connection with the Infrastructure Acquisition and Reimbursement Agreement.
   b. In following the procedure outlined in the Infrastructure Acquisition and Reimbursement Agreement, Philip Dunn will prepare the applications, a secondary board member will review and sign the applications, relevant certificates will be obtained by the engineer and the accountant, and the completed applications will be approved and the applicable payments will be ratified during the subsequent meeting.
   c. Philip Dunn, John Kaiser, and Dave Boyden wish to meet on a monthly basis to approve the completed applications and ratify the applicable payments.

F. Administrative Non-Action Items

N/A

G. Adjourn

1. Dave Boyden moves to adjourn the meeting
2. John Kaiser seconds the motion to adjourn the meeting
3. Dave Boyden: Aye / John Kaiser: Aye / Philip Dunn: Aye
4. Meeting adjourned at 11:39am

DocuSigned by:

Signed: Philip Dunn

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Philip Dunn, District Clerk/Secretary

Date: September 12, 2023