

Salt Lake City, Utah

March 26, 2024

The Board of Directors (the “Board”) of the Utah Inland Port Authority (“UIPA”) met in regular session (including by electronic means) on March 26, 2024, at its regular meeting place in the Utah State Capitol, Room 445 at the hour of 3:00 p.m., with the following members of the Board being present:

Abby Osborne	Board Chair
Ryan Starks	Board Vice Chair
Jonathan Freedman	Board Member
Jefferson Moss	Board Member
Jerry Stevenson	Board Member

Also Present:

Ben Hart	Executive Director
Benn Buys	Deputy Director & Chief Financial Officer

Absent:

After the meeting had been duly called to order and after other matters not pertinent to this Resolution had been discussed, a Certificate of Compliance with Open Meeting Law with respect to this March 26, 2024 meeting was presented to the Board, a copy of which is attached hereto as Exhibit A.

Thereupon, the following Resolution was introduced in writing, read in full and pursuant to motion duly made by Board Member _____ and seconded by Board Member _____ adopted by the following vote:

AYE:

NAY:

The resolution is as follows:

RESOLUTION 2024-04

A RESOLUTION OF THE BOARD OF DIRECTORS (THE “BOARD”) OF THE UTAH INLAND PORT AUTHORITY (“UIPA”), PROVIDING FOR THE CREATION OF THE TV PUBLIC INFRASTRUCTURE DISTRICT (THE “DISTRICT”) AS AN INDEPENDENT BODY CORPORATE AND POLITIC; AUTHORIZING AND APPROVING A GOVERNING DOCUMENT, AN INTERLOCAL AGREEMENT, AND A NOTICE OF BOUNDARY ACTION; DELEGATING TO CERTAIN OFFICERS OF UIPA THE AUTHORITY TO EXECUTE AND APPROVE THE FINAL TERMS AND PROVISIONS OF THE GOVERNING DOCUMENT, THE INTERLOCAL AGREEMENT, THE NOTICE OF BOUNDARY ACTION AND ANY OTHER DOCUMENTS RELATED THERETO; APPROVING OF AN ANNEXATION AREA; AUTHORIZING THE DISTRICT TO PROVIDE SERVICES RELATING TO THE FINANCING AND CONSTRUCTION OF PUBLIC INFRASTRUCTURE WITHIN THE ANNEXATION AREA; AUTHORIZING THE DISTRICT TO PROVIDE SERVICES RELATING TO THE FINANCING AND CONSTRUCTION OF PUBLIC INFRASTRUCTURE WITHIN THE DISTRICT AREA; APPOINTING A BOARD OF TRUSTEES FOR THE DISTRICT; AUTHORIZING OTHER DOCUMENTS IN CONNECTION THEREWITH; AND RELATED MATTERS.

WHEREAS, a petition (the “Petition”) was filed with UIPA requesting adoption by resolution the approval of the creation of a public infrastructure district pursuant to the Public Infrastructure District Act, Title 17D, Chapter 4, Utah Code Annotated 1953, as amended (the “PID Act”) and relevant portions of the Limited Purpose Local Government Entities - Special Districts, Title 17B (together with the PID Act, the “Act”) within the boundaries of UIPA and approving an annexation area (the “Annexation Area”) which the District may annex into therein without further approval or hearings of UIPA or the Board, as further described in Governing Document Exhibits A and C (as hereinafter defined) for the purpose of financing public infrastructure costs; and

WHEREAS, pursuant to the terms of the Act and Utah Code §11-58-102 et seq., UIPA may create one or more public infrastructure districts by adoption of a resolution of the Board and with consent of 100% of all surface property owners proposed to be included in the District (the “Property Owners”); and

WHEREAS, the Petition, containing the consent of such Property Owners has been submitted by UIPA; and

WHEREAS, according to attestations to be filed with UIPA, each board member of the District appointed under this Resolution is registered to vote at their primary residence and is further eligible to serve as a board member of the District under Section 17D-4-202(3)(c) of the PID Act; and

WHEREAS, the governance of the District shall be in accordance with the PID Act and the terms of a governing document (the “Governing Document”) attached hereto as Exhibit B and

an Interlocal Agreement between UIPA and the District, attached to the Governing Document as Governing Document Exhibit D; and

WHEREAS, pursuant to the requirements of the Act, there shall be signed, authenticated, and submitted by bond counsel to the Office of the Lieutenant Governor of the State of Utah a Notice of Boundary Action attached hereto as Exhibit C (the “Boundary Notice”) and a Final Entity Plat to be attached thereto as Boundary Notice Appendix B (or as shall be finalized in accordance with the boundaries approved hereunder) (the “Plat”).

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD, AS FOLLOWS:

1. The District is hereby created as a separate entity from UIPA in accordance with the Governing Document and the Act. The boundaries of the District shall be as set forth in the Governing Document and the Plats.

2. Pursuant to the terms of the PID Act, the Board does hereby approve the annexation of any area within the Annexation Area Boundaries into the District without any further action of the Board or UIPA and further approves withdrawal of any area within the Initial District Boundaries (as defined in the Governing Document) or Annexation Area Boundaries from the District without any further action, hearings, or resolutions of the Board or UIPA, upon compliance with the terms of the PID Act and the Governing Document.

3. The Board hereby authorizes the District to provide services relating to the financing and construction of public infrastructure within the Annexation Area upon annexation thereof into the District without further request of the District to UIPA to provide such services under Utah Code 17B-1-407, or resolutions of UIPA under Utah Code 17B-1-408.

4. It is hereby found and determined by the Board that the creation of the District is appropriate to the general welfare, order and security of UIPA, and the organization of the District pursuant to the PID Act is hereby approved.

5. The Governing Document and the Interlocal Agreement in the form presented to this meeting and attached hereto as Exhibits B and Governing Document Exhibit D are hereby authorized and approved and the District shall be governed by the terms thereof and applicable law.

6. The District Board for the District is hereby appointed as follows:

- (a) Trustee 1 – Matt Smock for an initial six-year term.
- (b) Trustee 2 – Mark Horne for an initial four-year term.
- (c) Trustee 3 – Charles Akerlow for an initial six-year term.

Such terms shall commence on the date of issuance of a Certificate of Creation by the Office of the Lieutenant Governor of the State of Utah.

7. The UIPA Board does hereby authorize the Board Chair, Board Vice Chair, or Executive Director to execute the Boundary Notice in substantially the form attached as Exhibit C and such other documents as shall be required to finalize the actions contemplated herein on behalf of the Board for submission to the Office of the Lieutenant Governor of the State of Utah.

8. Prior to certification of the creation of the District by the Office of the Lieutenant Governor of the State of Utah, the Board does hereby authorize the Board Chair, Board Vice Chair, or Executive Director, or their designee to make any corrections, deletions, or additions to the Governing Document, the Interlocal Agreement, and the Boundary Notice or any other document herein authorized and approved (including, but not limited to, corrections to the property descriptions therein contained) which may be necessary to conform the same to the intent hereof, to correct errors or omissions therein, to complete the same, to remove ambiguities therefrom, or to conform the same to other provisions of said instruments, to the provisions of this Resolution or any resolution adopted by the Board or the provisions of the laws of the State of Utah or the United States (provided that the debt and mill levy limitations established therein may not be modified pursuant to this provision).

9. The Board of Trustees of the District (the "District Board") is hereby authorized and directed to record such Governing Document with the recorder of Tooele County within thirty (30) days of the issuance of a Certificate of Creation by the Office of the Lieutenant Governor of the State of Utah.

10. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

11. All acts, orders and resolutions, and parts thereof in conflict with this Resolution be, and the same are hereby, rescinded.

12. This resolution shall take effect immediately provided that, in the event that the Plat is not finalized for submission to the Office of the Lieutenant Governor until a date that is more than thirty (30) days after adoption of this Resolution, the effective date of this Resolution will be deemed to be the date the Plat is finalized, as certified in writing by any one of the Board Chair, Board Vice Chair, or Executive Director.

PASSED AND ADOPTED by the Board of Directors of the Utah Inland Port Authority,
this March 26, 2024.

UTAH INLAND PORT AUTHORITY

By: _____
Board Chair

ATTEST:

By: _____
UIPA Staff

(Here follows other business not pertinent to the above.)

Pursuant to motion duly made and seconded, the meeting of the Board of the Utah Inland Port Authority adjourned.

By: _____
Board Chair

ATTEST:

By: _____
UIPA Staff

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

I, _____, the undersigned duly qualified and acting _____ of the Utah Inland Port Authority (“UIPA”), do hereby certify as follows:

The foregoing pages are a true, correct, and complete copy of the record of proceedings of the Board of Directors (the “Board”), had and taken at a lawful meeting of the Board on March 26, 2024, commencing at the hour of 3:00 p.m., as recorded in the regular official book of the proceedings of the Board kept in my office, and said proceedings were duly had and taken as therein shown, and the meeting therein shown was duly held, and the persons therein were present at said meeting as therein shown.

All members of the Board were duly notified of said meeting, pursuant to law.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of UIPA, this March 26, 2024.

(S E A L)

By: _____
 UIPA Staff

EXHIBIT A

CERTIFICATE OF COMPLIANCE WITH OPEN MEETING LAW

I, _____ the undersigned _____ of the Utah Inland Port Authority (“UIPA”), do hereby certify that I gave written public notice of the agenda, date, time and place of the regular meeting held by the Board (the “Board”) on March 26, 2024, not less than twenty-four (24) hours in advance of the meeting. The public notice was given in compliance with the requirements of the Utah Open and Public Meetings Act, Section 52-4-202, Utah Code Annotated 1953, as amended, by:

(a) causing a Notice, in the form attached hereto as Schedule 1, to be posted at UIPA’s principal offices at least twenty-four (24) hours prior to the convening of the meeting, said Notice having continuously remained so posted and available for public inspection until the completion of the meeting;

(b) causing a copy of such Notice, in the form attached hereto as Schedule 1, to be published on the Utah Public Notice Website (<http://pmn.utah.gov>) at least twenty-four (24) hours prior to the convening of the meeting; and

IN WITNESS WHEREOF, I have hereunto subscribed my official signature this March 26, 2024.

By: _____
UIPA Staff

SCHEDULE 1

NOTICE OF MEETING AND AGENDA

EXHIBIT B
GOVERNING DOCUMENT

EXHIBIT C

NOTICE OF BOUNDARY ACTION

**NOTICE OF IMPENDING BOUNDARY ACTION
(TV Public Infrastructure District)**

TO: The Lieutenant Governor, State of Utah

NOTICE IS HEREBY GIVEN that the Board of Directors of the Utah Inland Port Authority (the “Board”), acting in its capacity as the creating entity for the TV Public Infrastructure District (the “District”), at a regular meeting of the Board, duly convened pursuant to notice, on March 26, 2024, adopted a Resolution Providing for the Creation of a Public Infrastructure District, a true and correct copy of which is attached as EXHIBIT “A” hereto and incorporated by this reference herein (the “Creation Resolution”).

A copy of the Final Local Entity Plat satisfying the applicable legal requirements as set forth in Utah Code Ann. §17-23-20, approved as a final local entity plat by the Surveyor of Tooele County, Utah, is attached as EXHIBIT “B” hereto and incorporated by this reference. The Board hereby certifies that all requirements applicable to the creation of the District, as more particularly described in the Creation Resolution, have been met. The District is not anticipated to result in the employment of personnel.

WHEREFORE, the Board hereby respectfully requests the issuance of a Certificate of Incorporation pursuant to and in conformance with the provisions of Utah Code Ann. §17B-1-215.

DATED this March 26, 2024.

**BOARD OF DIRECTORS, UTAH INLAND
PORT AUTHORITY, acting in its capacity as the
creating authority for TV Public Infrastructure
District**

By: _____
AUTHORIZED REPRESENTATIVE

VERIFICATION

STATE OF UTAH)
 :ss.
COUNTY OF TOOELE)

SUBSCRIBED AND SWORN to before me this March 26, 2024.

NOTARY PUBLIC

EXHIBIT “A” TO NOTICE OF BOUNDARY ACTION

Copy of the Creation Resolution

EXHIBIT “B” TO NOTICE OF BOUNDARY ACTION

Final Local Entity Plats