

MINUTES
FIELDS ESTATES PUBLIC INFRASTRUCTURE DISTRICT
SPECIAL MEETING

A. Call to Order

M. Thomas Jolley called to order the special meeting of Fields Estates Public Infrastructure District at 10:00am on Tuesday, June 11, 2024 at York Howell, 10610 South Jordan Gateway, Suite 200, South Jordan, Utah 84095.

The combined special meeting convened at 10:03am.

B. Roll Call

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

Members Present:

- Pete Evans – Trustee (via Zoom)
- Terry Wade – Trustee (via Zoom)
- Bronson Tatton – Trustee (via Zoom)

Also Present:

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

C. Preliminary Action Items

Not applicable.

D. Consent Items

1. Approve the draft minutes of the board meeting held on May 1, 2024.
 - a. Bronson Tatton moves to approve the draft minutes of the board meeting held on May 1, 2024.
 - b. Terry Wade seconds the motion to approve the draft minutes of the board meeting held on May 1, 2024.
 - c. Pete Evans: Aye / Terry Wade: Aye / Bronson Tatton: Aye

- d. The motion passes unanimously.

E. Action Items

1. Consider approval and ratification of the engagement letter for forecasting services between the District and Clifton Larson Allen LLP, and authorizing the District Chair to sign.
 - a. Terry Wade moves to approve and ratify Pete Evan's signing of the engagement letter for forecasting services between the District and Clifton Larson Allen LLP.
 - b. Pete Evans seconds the motion to approve and ratify his signing of the engagement letter for forecasting services between the District and Clifton Larson Allen LLP.
 - c. Pete Evans: Aye / Terry Wade: Aye / Bronson Tatton: Aye
 - d. The motion passes unanimously.
2. Consider adopting Resolution No. 2024-06: A RESOLUTION OF THE BOARD OF TRUSTEES OF THE FIELDS ESTATES PUBLIC INFRASTRUCTURE DISTRICT (THE "ISSUER"), AUTHORIZING THE ISSUANCE AND SALE OF LIMITED TAX GENERAL OBLIGATION BONDS, SERIES 2024A-1 AND SUBORDINATE LIMITED TAX GENERAL OBLIGATION BONDS, SERIES 2024B IN THE COMBINED AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$12,000,000, FIXING THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF THE BONDS, THE MAXIMUM NUMBER OF YEARS OVER WHICH THE BONDS MAY MATURE, THE MAXIMUM INTEREST RATE WHICH THE BONDS MAY BEAR, AND THE MAXIMUM DISCOUNT FROM PAR AT WHICH THE BONDS MAY BE SOLD; DELEGATING TO CERTAIN OFFICERS OF THE ISSUER THE AUTHORITY TO APPROVE THE FINAL TERMS AND PROVISIONS OF THE BONDS WITHIN THE PARAMETERS SET FORTH HEREIN; PROVIDING FOR THE POSTING OF A NOTICE OF PUBLIC HEARING AND BONDS TO BE ISSUED; PROVIDING FOR THE RUNNING OF A CONTEST PERIOD AND SETTING OF A PUBLIC HEARING DATE; AUTHORIZING AND APPROVING THE EXECUTION OF INDENTURES, A PRELIMINARY LIMITED OFFERING MEMORANDUM, A LIMITED OFFERING MEMORANDUM, A BOND PURCHASE AGREEMENT, A CONTINUING DISCLOSURE AGREEMENT; AND OTHER DOCUMENTS REQUIRED IN CONNECTION THEREWITH; AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION; AND RELATED MATTERS.
 - a. Terry Wade moves to approve Resolution 2024-06, and set a public hearing for June 27, 2024 at 10:00am to take public comment on the same.

- b. Bronson Tatton seconds the motion to approve Resolution 2024-06, and set a public hearing for June 27, 2024 at 10:00am to take public comment on the same.
 - c. Pete Evans: Aye / Terry Wade: Aye / Bronson Tatton: Aye
 - d. The motion passes unanimously.
- 3. Consider adopting Resolution No. 2024-07: A RESOLUTION OF THE BOARD OF TRUSTEES OF THE FIELDS ESTATES PUBLIC INFRASTRUCTURE DISTRICT (THE “DISTRICT”), ESTABLISHING THE TERMS AND CONDITIONS OF THE ISSUANCE OF THE DISTRICT’S NOT TO EXCEED \$21,936,000 SPECIAL ASSESSMENT BONDS, SERIES 2024A-2 (FIELDS ESTATES ASSESSMENT AREA) (THE “SERIES 2024A-2 BONDS”); AUTHORIZING THE EXECUTION BY THE DISTRICT OF AN INDENTURE OF TRUST AND PLEDGE RELATING TO THE SERIES 2024A-2 BONDS; PROVIDING FOR THE RUNNING OF A CONTEST PERIOD; AUTHORIZING THE TAKING OF ALL OTHER ACTIONS NECESSARY TO THE CONSUMMATION OF THE TRANSACTIONS CONTEMPLATED BY THIS RESOLUTION; AND RELATED MATTERS.
 - a. Terry Wade moves to approve Resolution 2024-07.
 - b. Pete Evans seconds the motion to approve Resolution 2024-07.
 - c. Pete Evans: Aye / Terry Wade: Aye / Bronson Tatton: Aye
 - d. The motion passes unanimously.

F. Administrative Non-Action Items

- 1. Open meeting discussion with Board members of any public infrastructure business.
 - a. No matters for discussion are presented.

G. Adjourn

- 1. Bronson Tatton moves to adjourn the meeting.
- 2. Pete Evans seconds the motion to adjourn the meeting.
- 3. Pete Evans: Aye / Terry Wade: Aye / Bronson Tatton: Aye
- 4. Meeting adjourned at 10:16am.

Signed:

Bronson Tatton, District Clerk/Secretary

Date:

June 11, 2024