

MINUTES
RIDGES ESTATES INFRASTRUCTURE FINANCING DISTRICT
SPECIAL MEETING

A. Call to Order

M. Thomas Jolley called to order the special meeting of Ridges Estates Infrastructure Financing District at 10:00am on Thursday, July 18, 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:

- David G. Killpack – Trustee (in-person)
- McLloyd K. Jensen – Trustee (in-person)
- Ryan Tidwell – Trustee (via Zoom)

Also Present:

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

C. Preliminary Action Items

1. Oaths of Office

- a. David Killpack recites his Oath of Office, and will sign and return an original.
- b. McLloyd Jensen recites his Oath of Office, and will sign and return an original.
- c. Ryan Tidwell recites his Oath of Office, and will sign and return an original.

2. Election of District Chair

- a. McLloyd Jensen moves to elect David Killpack as District Chair.
- b. Ryan Tidwell seconds the motion to elect David Killpack as District Chair.
- c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
- d. The motion passes unanimously.

3. Election of District Treasurer/Vice Chair
 - a. David Killpack moves to elect Ryan Tidwell as District Treasurer/Vice Chair.
 - b. McLloyd Jensen seconds the motion to elect Ryan Tidwell as District Treasurer/Vice Chair.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
4. Election of District Clerk/Secretary
 - a. Ryan Tidwell moves to elect McLloyd Jensen as District Clerk/Secretary.
 - b. David Killpack seconds the motion to elect McLloyd Jensen as District Clerk/Secretary.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
5. Discussion of Trustees' Conflict of Interest Disclosure Forms and Ethical Behavior Pledge Forms
 - a. David Killpack will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
 - b. McLloyd Jensen will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
 - c. Ryan Tidwell will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.

D. Action Items

1. Consider approval and ratification of the Governing Document, Final Local Entity Plat, and all actions taken by the Board of Trustees to consummate the creation of the District.
 - a. David Killpack moves to approve and ratify the Governing Document, Final Local Entity Plat, and all actions taken by the Board of Trustees to consummate the creation of the District.
 - b. McLloyd Jensen seconds the motion to approve and ratify the Governing Document, Final Local Entity Plat, and all actions taken by the Board of Trustees to consummate the creation of the District.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
2. Consider approval of Resolution 2024-01: A resolution adopting rules of order.
 - a. David Killpack moves to approve Resolution 2024-01.
 - b. McLloyd Jensen seconds the motion to approve Resolution 2024-01.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye

- d. The motion passes unanimously.
3. Consider approval of Resolution 2024-02: A resolution implementing an electronic meetings policy.
 - a. David Killpack moves to approve Resolution 2024-02.
 - b. McLloyd Jensen seconds the motion to approve Resolution 2024-02.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
 4. Consider approval of Resolution 2024-03: A resolution adopting District bylaws, including ethics and fraud prevention policies.
 - a. David Killpack moves to approve Resolution 2024-03.
 - b. McLloyd Jensen seconds the motion to approve Resolution 2024-03.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
 5. Consider approval of Resolution 2024-04: A resolution implementing a District records policy.
 - a. David Killpack moves to approve Resolution 2024-04.
 - b. McLloyd Jensen seconds the motion to approve Resolution 2024-04.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
 6. Consider approval of Resolution 2024-05: A resolution of the Board of Trustees of the Ridges Estates Infrastructure Financing District establishing the terms and conditions of an Assessment Ordinance for the Ridges Estates Assessment Area (the “Assessment Area”), authorizing the execution of a Designation Resolution and an Assessment Ordinance for the Assessment Area; approving the appraisal for the Assessment Area; authorizing the taking of all other actions necessary to the consummation of the transactions contemplated by this resolution; and related matters.
 - a. David Killpack moves to approve Resolution 2024-05.
 - b. McLloyd Jensen seconds the motion to approve Resolution 2024-05.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
 7. Consider authorizing the District Chair to (a) obtain a general liability policy proposal from Utah Local Governments Trust or such other insurance provider, (b) accept any policy proposal for aggregate coverage of a minimum of \$2 million with an annual premium not to exceed \$3,000; and (c) to adjust the policy period as needed to coordinate with pending bond issuance.

- a. Ryan Tidwell moves to authorize the District Chair to obtain a general liability policy proposal from Utah Local Governments Trust or such other insurance provider, accept any policy proposal for aggregate coverage of a minimum of \$2 million with an annual premium not to exceed \$3,000, and to adjust the policy period as needed to coordinate with pending bond insurance.
 - b. McLloyd Jensen seconds the motion to authorize the District Chair to obtain a general liability policy proposal from Utah Local Governments Trust or such other insurance provider, accept any policy proposal for aggregate coverage of a minimum of \$2 million with an annual premium not to exceed \$3,000, and to adjust the policy period as needed to coordinate with pending bond insurance.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
- 8. Consider authorizing the District Chair to obtain public officials' bonds for the District's officers from Utah Local Governments Trust or such other insurance provider in the amounts of \$250,000 for the District Treasurer and \$100,000 for each of the other District Officers, and authorizing the payment of premiums for the same.
 - a. Ryan Tidwell moves to authorize the District Chair to obtain public officials' bonds for the District's officers from Utah Local Governments Trust or such other insurance provider in the amounts of \$250,000 for the District Treasurer and \$100,000 for each of the other District Officers, and authorizes the payment of premiums for the same.
 - b. McLloyd Jensen seconds the motion to authorize the District Chair to obtain public officials' bonds for the District's officers from Utah Local Governments Trust or such other insurance provider in the amounts of \$250,000 for the District Treasurer and \$100,000 for each of the other District Officers, and authorizes the payment of premiums for the same.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.
- 9. Consider approval of a tentative District board meeting calendar for the remaining calendar year of 2024.
 - a. David Killpack moves to approve the tentative District board meeting calendar for the remaining calendar year of 2024.
 - b. McLloyd Jensen seconds the motion to approve the tentative District board meeting calendar for the remaining calendar year of 2024.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.

10. Consider approval of an engagement agreement for legal services between the District and York Howell, and authorizing the District Chair to sign.
 - a. David Killpack moves to approve the engagement agreement for legal services between the District and York Howell, and authorizes the District Chair to sign.
 - b. McLloyd Jensen seconds the motion to approve the engagement agreement for legal services between the District and York Howell, and authorizes the District Chair to sign.
 - c. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
 - d. The motion passes unanimously.

E. Administrative Non-Action Items

1. Board Training – Open and Public Meetings Act
2. Training required by state auditor for new board members:
<https://training.auditor.utah.gov>
 - a. David Killpack intends on completing his training before the next special meeting.
 - b. McLloyd Jensen intends on completing his training before the next special meeting.
 - c. Ryan Tidwell intends on completing his training before the next special meeting.

F. Adjourn

1. McLloyd Jensen moves to adjourn the meeting.
2. David Killpack seconds the motion to adjourn the meeting.
3. David G. Killpack: Aye / Ryan Tidwell: Aye / McLloyd K. Jensen: Aye
4. Meeting adjourned at 10:38am

Signed:

McLloyd Jensen, District Clerk/Secretary

Date:

July 18, 2024