

NS PUBLIC INFRASTRUCTURE DISTRICT NO. 2
INITIAL MEETING

Thursday, September 5, 2024, at 2:30 p.m.
460 W. 50 N. Suite 300, Salt Lake City UT 84101

This meeting is open to the public and may be joined using the following information:

LINK: <https://us06web.zoom.us/j/84347494064>
MEETING ID: 843 4749 4064
DIAL IN: 720-707-2699

Trustees	Terms
Burke Staker	Term from May 2, 2024 to 6 years from appointment
Josh Clark	Term from May 2, 2024 to 4 years from appointment
Ryan Beck	Term from May 2, 2024 to 4 years from appointment
Vacant	Term from [date of appointment] to [4 years from appointment]
Vacant	Term from [date of appointment] to [6 years from appointment]

NOTICE OF SPECIAL MEETING AND AGENDA

1. Call to Order/Declaration of Quorum
2. Preliminary Action Items
 - a. Election of District Chair
 - b. Election of District Treasurer/Vice Chair
 - c. Election of District Clerk/Secretary
 - d. Election of Recording Secretary/Records Officer
 - e. Consider Approval of Agenda
3. Public Comment – Members of the public may express their views to the Board on matters that affect the District. Comments will be limited to three (3) minutes.
4. Action Items
 - a. Engagement Letters
 - i. Approve Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services
 - ii. Approve Master Services Agreement and Statement of Work from CliftonLarsonAllen, LLP for Accounting Services
 - iii. Approve Proposal from The Connexion Group for District Engineering Services
 - iv. Approve Engagement Letter with Piper Sandler & Co., for Underwriting Services
 - v. Approve Engagement Letter with CliftonLarsonAllen LLP for Cash Flow Analysis
 - vi. Approve Engagement Letter with Gilmore & Bell, P.C. for Bond Counsel and Disclosure Counsel

- vii. Approve Engagement Letter with Zions Public Finance for Municipal Advisor Services
 - viii. Approve Engagement Letter with Zonda Advisory for Market Study
 - ix. Approve Special Fee Disclosure Letter from White Bear Ankele Tanaka & Waldron
- b. Agreements
 - i. Approve of Interlocal Agreement with Salem City
 - ii. Approve Funding and Reimbursement Agreement with Woodside Homes of Utah, LLC
 - iii. Approve Infrastructure Acquisition Agreement with Woodside Homes of Utah, LLC
- c. Resolutions
 - i. Adopt Resolution Adopting a Conflicts of Interest Policy
 - ii. Adopt Resolution Adopting Rules of Order and Procedure
 - iii. Adopt Resolution Adopting Written Procedures Governing Electronic Meetings
 - iv. Adopt Resolution Adopting a Public Records Policy
 - v. Adopt Annual Administrative Resolution
- d. Approve Written Certification to State Auditor
- e. Tentative Budget
 - i. Adopt Tentative Operating and Capital Budget for 2024 and Set Public Hearing Date to take Public Comment on Same
 - ii. Authorize Trustees to obtain public surety bonds, as required, through the Utah Local Governments Trust in the amount of \$5,000 for the District Treasurer and \$1,000 each for the District Chair and District Clerk
- f. Bond Issuance
 - i. CONSIDER ADOPTION OF A RESOLUTION OF THE BOARD OF TRUSTEES OF THE NS PUBLIC INFRASTRUCTURE DISTRICT NO. 2 (THE “DISTRICT”), AUTHORIZING THE ISSUANCE AND SALE OF THE ISSUANCE OF THE DISTRICT’S LIMITED TAX GENERAL OBLIGATION BONDS, SERIES 2024A (THE “SERIES 2024A BONDS”) AND THE DISTRICT’S LIMITED TAX GENERAL OBLIGATION SUBORDINATE CASH FLOW BONDS, SERIES 2024B (THE “SERIES 2024B BONDS”) AND TOGETHER WITH THE SERIES 2024A BONDS, THE “BONDS”) IN THE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$10,000,000 FIXING THE MAXIMUM 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 DISTRICT THE AUTHORITY TO APPROVE THE FINAL TERMS

AND PROVISIONS OF THE BONDS WITHIN THE PARAMETERS SET FORTH HEREIN; AUTHORIZING THE EXECUTION BY THE DISTRICT OF AN INDENTURE OF TRUST AND PLEDGE, 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; PROVIDING FOR A POSTING OF A NOTICE OF BONDS TO BE ISSUED; AND RELATED MATTERS.

g. Administrative Non-Action Items

i. Discussion Regarding Liability Insurance

h. Board Training – Open and Public Meetings Act

i. Training required by state auditor for New Board Members:
<https://training.auditor.utah.gov>

5. Adjourn