MINUTES OF A JOINT MEETING

UTAH CITY WEST PUBLIC INFRASTRUCTURE DISTRICT NOS. 1-5
BOARD OF TRUSTEES

Wednesday, July 17, 2024 at 2:00 p.m.
95 South State Street, Suite 1500, Salt Lake City, Utah 84111

The meeting was also held via teleconference and open to the public.

Attendance

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Utah. The following members were in attendance:

Nate Hutchinson

Peter Evans

McKinnon Woodbury

Curtis Woodbury

Also present: Blair M. Dickhoner, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Shelby Clymer, CliftonLarsonAllen, LLP District Accountants; and Sam Elder and Ben Wilhelm, D.A. Davidson & Co.

Call to Order/Declaration of Quorum

It was noted that a quorum of each Board was present. Upon a motion duly made by Mr. McKinnon Woodbury and seconded by Mr. Curtis Woodbury, the meeting was called to order.

Joint Meetings

The Boards of Trustees of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Preliminary Action Items

Election of District Chair

Upon a motion duly made by Mr. Curtis Woodbury and seconded by Mr. Evans, the Boards unanimously appointed Mr. McKinnon Woodbury to the office of District Chair for each Board.

Election of District Treasurer/Vice Chair

Upon a motion duly made by Mr. McKinnon Woodbury and seconded by Mr. Evans, the Boards unanimously appointed Mr. Curtis Woodbury to the office of District Treasurer for each Board.

Election of District Clerk/Secretary

Upon a motion duly made by Mr. McKinnon Woodbury and seconded by Mr. Curtis Woodbury, the Boards unanimously appointed Mr. Bishop to the office of District Clerk/Secretary for each Board.

Election of Recording Secretary

Upon a motion duly made by Mr. McKinnon Woodbury and seconded by Mr. Curtis Woodbury, the Board unanimously approved appointing Emilee Hansen of the Law Offices of White Bear Ankele Tanaka & Waldron as Recording Secretary.

Consider Approval of Agenda

The Board reviewed the proposed agenda for the meeting. Following discussion, upon motion, duly made by Mr. McKinnon Woodbury and seconded by Mr. Curtis Woodbury, the Board unanimously approved the agenda as presented.

Public Comment

No members of the public were in attendance.

Action Items

Engagement Letters

Approval of Engagement Letter with White Bear Ankele Tanaka & Waldron for Legal Services

Mr. Dickhoner presented the Engagement Letters with White Bear Ankele Tanaka & Waldron for Legal Services to the Boards for consideration. Mr. Dickhoner stated that as he is not independent as to the engagement, the Boards are advised to have separate legal counsel review the engagement letter. The Boards declined to engage separate legal counsel to review the letters. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Board approved the engagement of White Bear Ankele Tanaka & Waldron as General Counsel.

Approval of Engagement Letter with CliftonLarsonAllen, LLP for Accounting Services

Mr. Dickhoner presented the Master Service Agreement and Statement of Work with CliftonLarsonAllen, LLP to the Boards for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Board approved the Master Service Agreement and Statement of Work with CliftonLarsonAllen, LLP.

Discuss and Consider Approval of Proposal for District Engineering Services

Mr. Dickhoner presented the Boards with proposals for District Engineering Services from The ConNEXTion Group, LLC, Independent District Engineering Services, LLC, and Ranger Engineering, LLC for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Boards approved the proposal from The ConNEXTion Group, LLC for District Engineering Services.

<u>Agreements</u>

Consider Approval of Funding and Reimbursement Agreement with Flagborough, LLC

Mr. Dickhoner presented the Funding and Reimbursement Agreement (Operations and Maintenance) with Flagborough, LLC to the Board of District No. 1 for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Board of District No. 1 approved the agreement, subject to finalization by legal counsel.

Approval of Funding and Reimbursement Agreement with Flagborough, LLC

Mr. Dickhoner presented the Funding and Reimbursement Agreement (Operations and Maintenance) with Flagborough, LLC to the Board of District No. 2 for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Board of District No. 2 approved the agreement, subject to finalization by legal counsel.

Approval of Funding and Reimbursement Agreement with Flagborough, LLC

Mr. Dickhoner presented the Funding and Reimbursement Agreement (Operations and Maintenance) with Flagborough, LLC to the Board of District No. 3 for consideration. Following review, upon a motion duly made by Mr. Bishop, seconded by Mr. C. Woodbury, and upon a vote unanimously carried, the Board of District No. 3 approved the agreement, subject to finalization by legal counsel.

Approval of Funding and Reimbursement Agreement with Flagborough, LLC

Mr. Dickhoner presented the Funding and Reimbursement Agreement (Operations and Maintenance) with Flagborough, LLC to the Board of District No. 4 for consideration. Following review, upon a motion duly made by Mr. Bishop, seconded by Mr. C. Woodbury, and upon a vote unanimously carried, the Board of District No. 4 approved the agreement, subject to finalization by legal counsel.

Approval of Funding and Reimbursement Agreement with Flagborough, LLC

Mr. Dickhoner presented the Funding and Reimbursement Agreement (Operations and Maintenance) with Flagborough, LLC to the Board of District No. 5 for consideration. Following review, upon a motion duly made by Mr. Bishop, seconded by Mr. C. Woodbury, and upon a vote *unanimously carried, the Board of District No. 5 approved the agreement, subject to finalization by legal counsel.*

Approval of Infrastructure Acquisition Agreement with Flagborough, LLC

Mr. Dickhoner presented the Infrastructure Acquisition Agreement with Flagborough, LLC to the Board of District No. 1 for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Board of District No. 1 approved the agreement, subject to finalization by legal counsel.

<u>Resolutions</u>

Adoption of Joint Resolution Adopting a Conflicts of Interest Policy

Mr. Dickhoner presented the Joint Resolution Adopting a Conflicts of Interest Policy to the Boards for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Boards adopted the resolution and policy.

Adoption of Joint Resolution Adopting Rules of Order and Procedure

Mr. Dickhoner presented the Joint Resolution Adopting Rules of Order and Procedure to the Boards for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Boards adopted the resolution.

Adoption of a Joint Resolution Adopting Written Procedures Governing Electronic Meetings

Mr. Dickhoner presented the Joint Resolution Adopting Written Procedures Governing Electronic Meetings to the Boards for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Boards adopted the resolution.

Adoption of a Joint Resolution Adopting a Public Records Policy

Mr. Dickhoner presented the Joint Resolution Adopting a Public Records Policy to the Boards for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Boards adopted the resolution and policy.

Adoption of Joint Annual Administrative Resolution

Mr. Dickhoner presented the Joint Annual Administrative Resolution to the Boards for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Boards adopted the resolution.

<u>Approval of Joint Written Certification to State Auditor</u>

Mr. Dickhoner presented the Joint Written Certification to State Auditor to the Boards for consideration. Following review, upon a motion duly made by Mr. McKinnon Woodbury, seconded by Mr. Curtis Woodbury, and upon a vote unanimously carried, the Boards approved the certification.

Tentative Budgets

Consider Adoption of Tentative 2024 Budgets

Mr. Dickhoner presented the tentative budgets to the Boards for review. Following review and discussion, the Boards determined to set a public hearing date for October 25, 2024 at 8:00 a.m. to take public comment on the tentative budgets prior to final adoption.

Administrative Non-Action Items

Discussion Regarding Liability Insurance

Mr. Dickhoner and the Boards engaged in discussion regarding liability insurance and surety bonds for through the Utah Local Government Trust. Following discussion, the Board of District No. 1 directed legal counsel to obtain a proposal for general liability and surety bonds for those members identified by the Board to be presented at the next meeting.

Board Training – Open and Public Meetings Act

Mr. Dickhoner informed the Board members of the required annual training.

Training Required by State Auditor for New Board Members

Mr. Dickhoner informed the Board members of the required annual training.

Adjourn

There being no further business to come before the Board and upon a motion duly made, seconded, and unanimously carried, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Scott Bishop (Oct 25, 2024 13:33 MDT)

Scott Bishop
District Clerk/Secretary

The foregoing minutes were approved on the 25th day of October 2024.