

**MINUTES
SOLEIL HILLS PUBLIC INFRASTRUCTURE DISTRICT NOS. 1-5
COMBINED SPECIAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE BOARD OF TRUSTEES OF SOLEIL HILLS PUBLIC
INFRASTRUCTURE DISTRICT NOS. 1-5 HELD A COMBINED SPECIAL MEETING ON
FRIDAY, JANUARY 24, 2025 AT YORK HOWELL, 10610 SOUTH JORDAN GATEWAY, SUITE
200, SOUTH JORDAN, UTAH 84095**

AT 11:00am

A. Call to Order

M. Thomas Jolley called to order the combined special meeting of Soleil Hills Public Infrastructure District Nos. 1-5 at 11:00am on Friday, January 24, 2025 at York Howell, 10610 South Jordan Gateway, Suite 200, South Jordan, Utah 84095.

The special meeting convened at 11:02am.

B. Roll Call

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

Members Present:

- Leif Smith – Trustee (in-person)
- Matt Wilcox – Trustee (in-person)
- Alex Dahlstrom – Trustee (in-person)

Also Present:

- M. Thomas Jolley – District Counsel (in-person)
- Ashley Tedesco – District Counsel Paralegal (in-person)
- Madison Olsen – District Counsel Legal Assistant (in-person)
- Benjamin Wilhelm – Underwriter (via Zoom)
- Craig Martin – Developer Project Manager (in-person)

C. Preliminary Action Items

1. Consider combined board meeting for Soleil Hills Public Infrastructure District Nos. 1-5.
 - a. Matt Wilcox moves for a combined board meeting for Soleil Hills Public Infrastructure District Nos. 1-5.
 - b. Leif Smith seconds the motion for a combined board meeting for Soleil Hills Public Infrastructure District Nos. 1-5.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye

- d. The motion passes unanimously

Soleil Hills Public Infrastructure District Nos. 2-5:

2. Oaths of Office

- a. Leif Smith recites and signs his Oath of Office.
- b. Matt Wilcox recites and signs his Oath of Office.
- c. Alex Dahlstrom recites and signs his Oath of Office.

3. Election of District Chair

- a. Matt Wilcox moves to elect Leif Smith as District Chair.
- b. Alex Dahlstrom seconds the motion to elect Leif Smith as District Chair.
- c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
- d. The motion passes unanimously.

4. Election of District Treasurer/Vice Chair

- a. Alex Dahlstrom moves to elect Matt Wilcox as District Treasurer/Vice Chair.
- b. Leif Smith seconds the motion to elect Matt Wilcox as District Treasurer/Vice Chair.
- c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
- d. The motion passes unanimously.

5. Election of District Clerk/Secretary

- a. Leif Smith moves to elect Alex Dahlstrom as District Clerk/Secretary.
- b. Matt Wilcox seconds the motion to elect Alex Dahlstrom as District Clerk/Secretary.
- c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
- d. The motion passes unanimously.

6. Discussion of Trustees' Conflict of Interest Disclosure Forms and Ethical Behavior Pledge Forms

- a. Leif Smith reviews, completes, and signs his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
- b. Matt Wilcox reviews, completes, and signs his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
- c. Alex Dahlstrom reviews, completes, and signs his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.

D. Consent Items

- 1. Approve the draft minutes of the board meeting held on January 17, 2025.

- a. Leif Smith moves to approve the draft minutes of the board meeting held on January 17, 2025.
- b. Alex Dahlstrom seconds the motion to approve the draft minutes of the board meeting held on January 17, 2025.
- c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
- d. The motion passes unanimously

E. Action Items

1. Consider approval of Resolution 2025-06: A resolution authorizing a Contract Fee Agreement between Soleil Hills Public Infrastructure District No. 1 and Wasatch South Hills Development Co, LLC.
 - a. Matt Wilcox moves to approve Resolution 2025-06.
 - b. Leif Smith seconds the motion to approve Resolution 2025-06.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
 - d. The motion passes unanimously
2. Consider approval of the Contract Fee Agreement between Soleil Hills Public Infrastructure District No. 1 and Wasatch South Hills Development Co, LLC, and authorizing the District Chair to sign.
 - a. Alex Dahlstrom moves to approve the Contract Fee Agreement between Soleil Hills Public Infrastructure District No. 1 and Wasatch South Hills Development Co, LLC, and authorizes the District Chair to sign.
 - b. Matt Wilcox seconds the motion to approve the Contract Fee Agreement between Soleil Hills Public Infrastructure District No. 1 and Wasatch South Hills Development Co, LLC, and authorizes the District Chair to sign.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
 - d. The motion passes unanimously

Soleil Hills Public Infrastructure District Nos. 2-5:

3. Consider approval and ratification of the Interlocal Agreement between Herriman City and the Districts, which is signed by Herriman City and attached to the Governing Document, and authorizing the District Chair to sign.
 - a. Matt Wilcox moves to approve and ratify the Interlocal Agreement between Herriman City and the Districts, which is signed by Herriman City and attached to the Governing Document, and authorizes the District Chair to sign.
 - b. Alex Dahlstrom seconds the motion to approve and ratify the Interlocal Agreement between Herriman City and the Districts, which is signed by Herriman City and attached to the Governing Document, and authorizes the District Chair to sign.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye

- d. The motion passes unanimously.
4. Consider approval of Resolution 2025-01: A resolution adopting rules of order.
 - a. Leif Smith moves to approve Resolution 2025-01.
 - b. Alex Dahlstrom seconds the motion to approve Resolution 2025-01.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
 - d. The motion passes unanimously.
5. Consider approval of Resolution 2025-02: A resolution implementing an electronic meetings policy.
 - a. Leif Smith moves to approve Resolution 2025-02.
 - b. Alex Dahlstrom seconds the motion to approve Resolution 2025-02.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
 - d. The motion passes unanimously.
6. Consider approval of Resolution 2025-03: A resolution adopting District bylaws, including ethics and fraud prevention policies.
 - a. Matt Wilcox moves to approve Resolution 2025-03.
 - b. Alex Dahlstrom seconds the motion to approve Resolution 2025-03.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
 - d. The motion passes unanimously.
7. Consider approval of Resolution 2025-04: A resolution implementing a District records policy.
 - a. Leif Smith moves to approve Resolution 2025-04.
 - b. Alex Dahlstrom seconds the motion to approve Resolution 2025-04.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
 - d. The motion passes unanimously.
8. Consider approval of a tentative District board meeting calendar for the calendar year of 2025.
 - a. Leif Smith moves to approve the tentative District board meeting calendar for the calendar year of 2025.
 - b. Alex Dahlstrom seconds the motion to approve the tentative District board meeting calendar for the calendar year of 2025.
 - c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
 - d. The motion passes unanimously.
9. Consider approval of an engagement agreement for legal services between the Districts and York Howell, and authorizing the District Chair to sign.

- a. Leif Smith moves to approve the engagement agreement for legal services between the Districts and York Howell, and authorizes the District Chair to sign.
- b. Matt Wilcox seconds the motion to approve the engagement agreement for legal services between the Districts and York Howell, and authorizes the District Chair to sign.
- c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
- d. The motion passes unanimously.

10. Consider authorizing the Notice of Public Infrastructure Districts to be filed with the Salt Lake County Recorder's Office in compliance with the Governing Document, and authorizing the District Chair to sign.

- a. Leif Smith moves to authorize the Notice of Public Infrastructure Districts to be filed with the Salt Lake County Recorder's Office in compliance with the Governing Document, and authorizes the District Chair to sign.
- b. Alex Dahlstrom seconds the motion to authorize the Notice of Public Infrastructure Districts to be filed with the Salt Lake County Recorder's Office in compliance with the Governing Document, and authorizes the District Chair to sign.
- c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
- d. The motion passes unanimously.

11. Consider approval of the proposed Funding and Reimbursement Agreement (Administrative) between the Districts and Wasatch South Hills Development Co, LLC, and authorizing the District Chair to sign.

- a. Leif Smith moves to approve the proposed Funding and Reimbursement Agreement (Administrative) between the Districts and Wasatch South Hills Development Co, LLC, and authorizes the District Chair to sign.
- b. Alex Dahlstrom seconds the motion to approve the proposed Funding and Reimbursement Agreement (Administrative) between the Districts and Wasatch South Hills Development Co, LLC, and authorizes the District Chair to sign.
- c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
- d. The motion passes unanimously.

12. Consider approval of the proposed Infrastructure Acquisition and Reimbursement Agreement between the Districts and Wasatch South Hills Development Co, LLC, and authorizing the District Chair to sign.

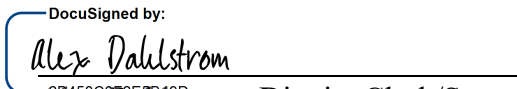
- a. Leif Smith moves to approve the proposed Infrastructure Acquisition and Reimbursement Agreement between the Districts and Wasatch South Hills Development Co, LLC, and authorizes the District Chair to sign.
- b. Matt Wilcox seconds the motion to approve the proposed Infrastructure Acquisition and Reimbursement Agreement between the Districts and Wasatch South Hills Development Co, LLC, and authorizes the District Chair to sign.
- c. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
- d. The motion passes unanimously.

F. Administrative Non-Action Items

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

G. Adjourn

1. Leif Smith moves to adjourn the meeting.
2. Alex Dahlstrom seconds the motion to adjourn the meeting.
3. Leif Smith: Aye / Matt Wilcox: Aye / Alex Dahlstrom: Aye
4. Meeting adjourned at 11:20am.

Signed: 
Alex Dahlstrom, District Clerk/Secretary

Date: January 24, 2025