

**MINUTES
FIREFLY PUBLIC INFRASTRUCTURE DISTRICT NOS. 1-10
COMBINED SPECIAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE BOARD OF TRUSTEES OF FIRELY PUBLIC
INFRASTRUCTURE DISTRICT NOS. 1-10 HELD A COMBINED SPECIAL MEETING ON
THURSDAY, MARCH 6, 2025 AT YORK HOWELL, 10610 SOUTH JORDAN GATEWAY,
SUITE 200, SOUTH JORDAN, UTAH 84095**

AT 10:00am

A. Call to Order

M. Thomas Jolley called to order the special meeting of Firefly Public Infrastructure District Nos. 1-10 at 10:00am on Thursday, March 6, 2025 at York Howell, 10610 South Jordan Gateway, Suite 200, South Jordan, Utah 84095.

The combined special meeting convened at 10:04am.

B. Roll Call

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

Members Present:

- Nate Shipp – Trustee (via Zoom)
- Jared Westhoff – Trustee (via Zoom)

Also Present:

- M. Thomas Jolley – District Counsel (in-person)
- Ashley Tedesco – District Counsel Paralegal (in-person)
- Shelby Clymer – District Accountant (via Zoom)
- Chase Andrizzi – Observer (via Zoom)

Absent:

- Bryan Flamm – Trustee

C. Preliminary Action Items

1. Consider combined board meeting for Firefly Public Infrastructure District Nos. 1-10.
 - a. Jared Westhoff moves for a combined board meeting for Firefly Public Infrastructure District Nos. 1-10.

- b. Nate Shipp seconds the motion for a combined board meeting for Firefly Public Infrastructure District Nos. 1-10.
 - c. Nate Shipp: Aye / Jared Westhoff: Aye
 - d. The motion passes by a quorum of the board.
- 2. Renewal of Trustees' Conflict of Interest Disclosure Forms and Ethical Behavior Pledge Forms.
 - a. Nate Shipp will review, complete, and sign his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
 - b. Jared Westhoff will review, complete, and sign his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
 - c. Bryan Flamm will review, complete, and sign 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 December 10, 2024.
 - a. Jared Westhoff moves to approve the draft minutes of the board meeting held on December 10, 2024.
 - b. Nate Shipp seconds the motion to approve the draft minutes of the board meeting held on December 10, 2024.
 - c. Nate Shipp: Aye / Jared Westhoff: Aye
 - d. The motion passes by a quorum of the board.
- 3. Approve and ratify payment applications and requisition requests made since last board meeting.
 - a. Jared Westhoff moves to approve and ratify payment applications and requisition requests made since last board meeting.
 - b. Nate Shipp seconds the motion to approve and ratify payment applications and requisition requests made since last board meeting.
 - c. Nate Shipp: Aye / Jared Westhoff: Aye
 - d. The motion passes by a quorum of the board.

E. Action Items

- 1. Consider accepting the Q4 financial statements.
 - a. Jared Westhoff moves to accept the Q4 financial statements.
 - b. Nate Shipp seconds the motion to accept the Q4 financial statements.
 - c. Nate Shipp: Aye / Jared Westhoff: Aye
 - d. The motion passes by a quorum of the board.

2. Consider the proposals from HintonBurdick and Haynie & Company to perform auditing services for 2024 for Firefly Public Infrastructure District No. 1, and authorizing the District Chair to sign the engagement agreement of the selected company.
 - a. Nate Shipp moves to approve the proposal from Haynie & Company to perform auditing services for 2024 for Firefly Public Infrastructure District No. 1, and authorizes the District Chair to sign Haynie & Company's engagement agreement.
 - b. Jared Westhoff seconds the motion to approve the proposal from Haynie & Company to perform auditing services for 2024 for Firefly Public Infrastructure District No. 1, and authorizes the District Chair to sign Haynie & Company's engagement agreement.
 - c. Nate Shipp: Aye / Jared Westhoff: Aye
 - b. The motion passes by a quorum of the board.
3. Consider approval of Resolution 2025-01: A resolution authorizing the Second Amendment to the Governing Document.
 - a. Nate Shipp moves to approve Resolution 2025-01.
 - b. Jared Westhoff seconds the motion to approve Resolution 2025-01.
 - c. Nate Shipp: Aye / Jared Westhoff: Aye
 - d. The motion passes by a quorum of the board.
4. Consider approval of the Second Amendment to the Governing Document, and authorizing the District Chair to sign.
 - a. Nate Shipp moves to approve the Second Amendment to the Governing Document, and authorizes the District Chair to sign.
 - b. Jared Westhoff seconds the motion to approve the Second Amendment to the Governing Document, and authorizes the District Chair to sign.
 - c. Nate Shipp: Aye / Jared Westhoff: Aye
 - d. The motion passes by a quorum of the board.

F. Administrative Non-Action Items

1. Annual Board Training – Open and Public Meetings Act (<https://training.auditor.utah.gov>)
 - a. Nate Shipp has completed his training for 2025.
 - b. Jared Westhoff intends on completing his training before the next special meeting.
 - c. Bryan Flamm has completed his training for 2025.

2. Open meeting discussion with Board members of any public infrastructure district business.

a. No matters for discussion are presented.

G. Adjourn

1. Nate Shipp moves to adjourn the meeting.
2. Jared Westhoff seconds the motion to adjourn the meeting.
3. Nate Shipp: Aye / Jared Westhoff: Aye
4. Meeting adjourned at 10:18am

Signed:

Bryan Flamm, District Clerk/Secretary

Date:

March 6, 2025