MINUTES OF A JOINT MEETING

WOHALI PUBLIC INFRASTRUCTURE DISTRICT NOS. 1 & 2
BOARD OF TRUSTEES

January 22, 2025 at 2:00 p.m.

ANCHOR LOCATION: 10610 South Jordan Gateway, Suite 200, South Jordan, Utah 84095

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 board members were in attendance:

Dave Boyden
John Kaiser
Mike Gibbons

Also present: Blair Dickhoner, Esq., and Betsy Fowler-Russon, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, Districts' General Counsel.

Call to Order/Declaration of Quorum

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

Preliminary Action Items

Consider Approval of Meeting Agenda

The Boards reviewed the proposed agenda for the meeting. Following discussion, upon a motion duly made by Mr. Kaiser and seconded by Mr. Boyden, the Boards unanimously approved the agenda as presented.

Public Comment

No members of the public were in attendance.

Action Items

Acknowledge resignation of York Howell as General Counsel and ratified Termination of Engagement.

The Boards acknowledge receipt of the resignation notice from York Howell and requested that such resignation be stated in the meeting minutes.

Ratify the Termination of Engagement of Independent District Engineering Services

The Boards reviewed the termination of Engagement of Independent District Engineering Services. Following discussion, upon a motion duly made by Mr. Kaiser and seconded by Mr. Boyden, the Board unanimously ratified the Termination.

<u>Ratify Engagement of The Connextion Group – Civil, LLC for Engineering Services</u>

The Boards reviewed the Engagement of The Connextion Group – Civil, LLC for Engineering Services. Following discussion, upon a motion duly made by Mr. Kaiser and seconded by Mr. Boyden, the Board unanimously ratified the Engagement.

<u>Approve Engagement of White Bear Ankele Tanaka & Waldron as District Counsel</u>

Mr. Dickhoner presented the Engagement Letter from White Bear Ankele Tanaka and Waldron to the Boards of the Districts for consideration. Mr. Dickhoner stated that he is not independent as to the engagement and the Boards of the Districts are advised to have separate legal counsel review the engagement letter. The Boards of Districts declined to engage separate legal counsel to review the letter. Following review, upon a motion duly made by Mr. Boyden, seconded by Mr. Kaiser, and upon a vote unanimously carried, the Boards approved the Engagement Letter from White Bear Ankele Tanaka and Waldron.

<u>Administrative Non-Action Items</u>

<u>Discussion Items:</u>

Mr. Dickhoner and the Boards discussed the cost certification process, including the language of allowance in the Governing Document. It was proposed by Mr. Dickhoner that the Boards may want to pass a resolution or draft a policy statement clarifying the cost certification procedure.

<u>Annual Board Member Training – Open and Public Meetings Act</u>

Mr. Dickhoner reminded the Trustees to complete the Trustee Training regarding the Open and Public Meetings Act required by the state auditor for new Board members. No action was taken.

<u>Adjourn</u>

There being no further business to come before the Boards 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.

____
Dave Boyden
District Chair

The foregoing minutes were approved on the _____ day of _____, 2025.