

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS ZION MOUNTAIN LOCAL SERVICE DISTRICT

Date: Wednesday, May 28, 2025

Location: 9065 West Highway 9, Mt. Carmel, UT 84755

Board Members present: Kevin McLaws, Todd McLaws

Board Members not in attendance: Steve Neeleman

Others present: Annie Cozzens, Tom Preston, Mark Petersen, Jason Burningham, Darci Stephens

1. **Call to Order** – Todd called the meeting to order at 5:00 pm. Kevin noted that Jason Burningham and Darci Stephens were joining the meeting. Jason is Principal and Owner of LRB Public Finance Advisors and they are the municipal finance advisors to the Zion Mountain Local Service District. His purpose tonight is to be available to address any questions that the Board might have concerning the action items. Darci Stephens is with Gilmore Bell, the Bond Counsel for the District that has drafted the Resolution that the Board is going to consider at the meeting today. She is here to walk through the resolution and answer questions.
2. **Approval of Meeting Agenda** – Kevin motioned to approve the meeting agenda; Todd seconded the motion. Kevin voted aye. Todd voted aye.
3. **Legislative Action Items**
 - a. None
4. **Administrative Action Items**
 - a. **Consideration for adoption of a resolution of the governing board of the Zion Mountain Local Service District, Utah (the “District”) authorizing and approving the execution and delivery of a first amendment to master lease agreement, by and between the District and the Local Building Authority of Zion Mountain Local Service District, Utah (the “Authority”), and an amendment to ground lease agreement; authorizing the issuance and sale by the authority of not more than \$6,500,000 aggregate principal amount of lease revenue bonds, series 2025 and related matters.** – Jason Burningham gave some background on this item. The District was successful in receiving supplemental authorization for additional monies that would go towards the Discovery Center that is in a loan authorization letter from the Community Impact Board. The original authorization letter that had been issued in April had some unintended language that they had since removed and sent out a new letter in May, conforming the transaction to a similar transaction for the series 2023 bonds that were issued by the District, including that the Local Building Authority would be the issuer and the Lease Rev bonds would be the security for the Bonds. Jason wanted to let the Board know that they are issuing the Bonds consistent with the 2023 Bonds so that this is just supplemental proceeds going to Discovery Center and that the original letter kind of misguided what the transaction would look like, but they have since modified or changed that. The action items tonight are the very first in a process of getting bonds issued. Darci Stephens with Gilmore Bell introduced the resolution, as the creating entity of the Local Building Authority of Zion Mountain Local Service District, the Board of the Zion Mountain Local Service District has a

resolution to approve certain documents and authorizing certain matters in connection with the bond issuance by the Authority. The District and the Board are parties to certain documents that would be executed in connection with the bond issuance, namely the first amendment to the Master Lease Agreement, as well as the Supplement and amendment to the Ground Lease Agreement. This resolution authorizes the execution of those documents and other documents needed in connection with the bond issuance. This also authorizes the issuance by the Authority of the \$6,500,000.00, that's a not to exceed amount, and it sets some terms under which the bonds may be issued at a rate not to exceed 2.5%, and maturing not more than 32 years, and to be sold at a price not less than 98% of principal amount. The proceeds of the bonds would be used to finance a portion of the cost of the Visitor Center that has already been financed with the 2023 bonds. This would be additional financing to fund the needed amounts to complete the project. This resolution further authorizes the execution of any documents needed in connection with the bond issuance and then authorizes the appropriate officials of the Authority to execute the documents that are required in connection with issuance that includes a Master Resolution, a Master Lease Agreement and Supplement, Ground Lease Agreement and Supplement, Deed of Trust and Supplement, and execution of the bonds themselves. Since the original project has documents that were executed in 2023, this resolution will authorize the supplementing of those documents with new documents. Kevin and Todd don't have any questions regarding this.

Kevin motioned to approve the resolution of the Governing Board of Zion Mountain Local Service District for the, not to exceed \$6,500,000.00 series 2025 Bond and related matters, so they can close with the CIB supplemental funding according to the authorization letter received in May as described previously by the financial advisor, Jason Burningham. Todd seconded the motion. Kevin vote aye. Todd voted aye. Steve was not in attendance to vote.

5. Administrative Non-Action Items –

a. None

6. Adjourn – Kevin motioned to adjourn the meeting at 5:28 pm. Todd seconded, all voted aye. The duration of the meeting lasted 28 minutes.

Todd McLaws, Chairperson