MINUTES
FOX HOLLOW INFRASTRUCTURE FINANCING DISTRICT
SPECIAL MEETING

NOTICE IS HEREBY GIVEN THAT THE BOARD OF TRUSTEES OF FOX HOLLOW INFRASTRUCTURE FINANCING DISTRICT HELD A SPECIAL MEETING ON MONDAY, JUNE 23, 2025 AT YORK HOWELL, 10610 SOUTH JORDAN GATEWAY, SUITE 200, SOUTH JORDAN, UTAH 84095

AT 1:30pm

A. Call to Order

M. Thomas Jolley called to order the special meeting of Fox Hollow Infrastructure Financing District at 1:30pm on Monday, June 23, 2025 at York Howell, 10610 South Jordan Gateway, Suite 200, South Jordan, Utah 84095.

The combined special meeting convened at 1:37pm.

B. Roll Call

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

Members Present:

- Mitch Vance – Trustee (in-person)
- Steve Petersen – Trustee (in-person)
- Scott Dunn – Trustee (via Zoom)
- Ed Bailey – Trustee (in-person)
- Jerry Hansen – Trustee (in-person)
- John Hadfield – Trustee (via Zoom)
- Curtis Wolthuis – Trustee (via Zoom)

Also Present:

- M. Thomas Jolley – District Counsel (in-person)
- Ashley Tedesco – District Counsel Paralegal (in-person)
- Adam Daly – Bond Counsel (via Zoom)
- Owen Fisher – Observer (via Zoom)
- Lynsi Neve – Observer (in-person)

C. Preliminary Action Items

1. Oaths of Office

a. Mitch Vance recites his Oath of Office, and will sign and return an original.
b. Steve Petersen recites his Oath of Office, and will sign and return an original.
c. Scott Dunn recites his Oath of Office, and will sign and return an original.
d. Ed Bailey recites his Oath of Office, and will sign and return an original.
e. Jerry Hansen recites his Oath of Office, and will sign and return an original.
f. John Hadfield recites his Oath of Office, and will sign and return an original.
g. Curtis Wolthuis recites his Oath of Office, and will sign and return an original.

2. Election of District Chair
    a. Ed Bailey moves to elect Mitch Vance as District Chair.
    b. Jerry Hansen seconds the motion to elect Mitch Vance as District Chair.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

3. Election of District Treasurer/Vice Chair
    a. Jerry Hansen moves to elect Steve Petersen as District Treasurer/Vice Chair.
    b. Mitch Vance seconds the motion to elect Steve Petersen as District Treasurer/Vice Chair.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

4. Election of District Clerk/Secretary
    a. Mitch Vance moves to elect Scott Dunn as District Clerk/Secretary.
    b. Ed Bailey seconds the motion to elect Scott Dunn as District Clerk/Secretary.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

5. Discussion of Trustees' Conflict of Interest Disclosure Forms and Ethical Behavior Pledge Forms
    a. Mitch Vance will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
    b. Steve Petersen will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
    c. Scott Dunn will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
    d. Ed Bailey will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.

e. Jerry Hansen will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
f. John Hadfield will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.
g. Curtis Wolthuis will review, complete, sign, and return his Conflict of Interest Disclosure Form and Ethical Behavior Pledge Form.

D. <u>Action Items</u>

1. Consider approval of Resolution 2025-01: A resolution of the Board of Trustees of Fox Hollow Infrastructure Financing District (1) authorizing Mitch Vance to withdraw as Trustee 1 from the District and to appoint Mitch Vance as Trustee 1 of the District; and (2) authorizing the taking of all other actions necessary to the consummation of the transactions contemplated by Resolution 2025-01.
    a. Ed Bailey moves to approve Resolution 2025-01.
    b. Jerry Hansen seconds the motion to approve Resolution 2025-01.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

2. Consider approval and ratification of the Governing Document, Final Local Entity Plat, and all actions taken by the Board of Trustees to consummate the creation of the District.
    a. Ed Bailey moves to approve and ratify the Governing Document, Final Local Entity Plat, and all actions taken by the Board of Trustees to consummate the creation of the District.
    b. Jerry Hansen seconds the motion to approve and ratify the Governing Document, Final Local Entity Plat, and all actions taken by the Board of Trustees to consummate the creation of the District.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

3. Consider approval of Resolution 2025-02: A resolution adopting rules of order.
    a. Ed Bailey moves to approve Resolution 2025-02.
    b. Steve Petersen seconds the motion to approve Resolution 2025-02.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

4. Consider approval of Resolution 2025-03: A resolution implementing an electronic meetings policy.
    a. Jerry Hansen moves to approve Resolution 2025-03.
    b. Ed Bailey seconds the motion to approve Resolution 2025-03.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

5. Consider approval of Resolution 2025-04: A resolution adopting District bylaws, including ethics and fraud prevention policies.
    a. Ed Bailey moves to approve Resolution 2025-04.
    b. Jerry Hansen seconds the motion to approve Resolution 2025-04.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

6. Consider approval of Resolution 2025-05: A resolution implementing a District records policy.
    a. Ed Bailey moves to approve Resolution 2025-05.
    b. John Hadfield seconds the motion to approve Resolution 2025-05.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

7. Consider approval of Resolution 2025-06: A resolution of the Board of Trustees of Fox Hollow Infrastructure Financing District establishing the terms and conditions of an Assessment Ordinance for the Fox Hollow Assessment Area (the "Assessment Area"), authorizing the execution of a Designation Resolution and an Assessment Ordinance for the Assessment Area; approving the appraisal for the Assessment Area; authorizing the taking of all other actions necessary to the consummation of the transactions contemplated by this resolution; and related matters.
    a. This action item has been postponed and will be discussed during the next scheduled meeting.

8. Consider authorizing the District Chair to (a) obtain a general liability policy proposal from Utah Local Governments Trust or such other insurance provider, (b) accept any policy proposal for aggregate coverage of a minimum of $5 million with an annual premium not to exceed $3,500; and (c) to adjust the policy period as needed to coordinate with pending bond issuance.
    a. Ed Bailey moves to authorize the District Chair to obtain a general liability policy proposal from Utah Local Governments Trust or such other insurance

   provider, accept any policy proposal for aggregate coverage of a minimum of $5 million with an annual premium not to exceed $3,500, and to adjust the policy period as needed to coordinate with pending bond insurance.
   b. Curtis Wolthuis seconds the motion to authorize the District Chair to obtain a general liability policy proposal from Utah Local Governments Trust or such other insurance provider, accept any policy proposal for aggregate coverage of a minimum of $5 million with an annual premium not to exceed $3,500, and to adjust the policy period as needed to coordinate with pending bond insurance.
   c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
   d. The motion passes unanimously.

9. Consider authorizing the District Chair to obtain public officials' bonds for the District's officers from Utah Local Governments Trust or such other insurance provider in the amounts of $250,000 for the District Treasurer and $100,000 for each of the other District Officers, and authorizing the payment of premiums for the same.
   a. Ed Bailey moves to authorize the District Chair to obtain public officials' bonds for the District's officers from Utah Local Governments Trust or such other insurance provider in the amounts of $250,000 for the District Treasurer and $100,000 for each of the other District Officers, and authorizes the payment of premiums for the same.
   b. Steve Petersen seconds the motion to authorize the District Chair to obtain public officials' bonds for the District's officers from Utah Local Governments Trust or such other insurance provider in the amounts of $250,000 for the District Treasurer and $100,000 for each of the other District Officers, and authorizes the payment of premiums for the same.
   c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
   d. The motion passes unanimously.

10. Consider approval of a tentative District board meeting calendar for the calendar year of 2025.
   a. Jerry Hansen moves to approve the tentative District board meeting calendar for the calendar year of 2025.
   b. Ed Bailey seconds the motion to approve the tentative District board meeting calendar for the calendar year of 2025.
   c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
   d. The motion passes unanimously.

11. Consider approval of an engagement agreement for legal services between the District and York Howell, and authorizing the District Chair to sign.
    a. Ed Bailey moves to approve the engagement agreement for legal services between the District and York Howell, and authorizes the District Chair to sign.
    b. John Hadfield seconds the motion to approve the engagement agreement for legal services between the District and York Howell, and authorizes the District Chair to sign.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

12. Consider approval of the proposed Funding and Reimbursement Agreement (Administrative) between the District and SCP Fox Hollow, LLC, and authorizing the District Chair to sign.
    a. Ed Bailey moves to approve the proposed Funding and Reimbursement Agreement (Administrative) between the District and SCP Fox Hollow, LLC, and authorizes the District Chair to sign.
    b. Curtis Wolthuis seconds the motion to approve the proposed Funding and Reimbursement Agreement (Administrative) between the District and SCP Fox Hollow, LLC, and authorizes the District Chair to sign.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

13. Consider approval of the proposed Infrastructure Acquisition and Reimbursement Agreement between the District and SCP Fox Hollow, LLC, and authorizing the District Chair to sign.
    a. Ed Bailey moves to approve the proposed Infrastructure Acquisition and Reimbursement Agreement between the District and SCP Fox Hollow, LLC, and authorizes the District Chair to sign.
    b. Jerry Hansen seconds the motion to approve the proposed Infrastructure Acquisition and Reimbursement Agreement between the District and SCP Fox Hollow, LLC, and authorizes the District Chair to sign.
    c. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
    d. The motion passes unanimously.

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

1. Board Training – Open and Public Meetings Act

2. Training required by state auditor for new board members: https://training.auditor.utah.gov
    a. Mitch Vance intends on completing his training before the next special meeting.
    b. Steve Petersen intends on completing his training before the next special meeting.
    c. Scott Dunn intends on completing his training before the next special meeting.
    d. Ed Bailey intends on completing his training before the next special meeting.
    e. Jerry Hansen intends on completing his training before the next special meeting.
    f. John Hadfield intends on completing his training before the next special meeting.
    g. Curtis Wolthuis intends on completing his training before the next special meeting.

F. <u>Adjourn</u>

1. Ed Bailey moves to adjourn the meeting.
2. Jerry Hansen seconds the motion to adjourn the meeting.
3. Mitch Vance: Aye / Steve Petersen: Aye / Scott Dunn: Aye / Ed Bailey: Aye / Jerry Hansen: Aye / John Hadfield: Aye / Curtis Wolthuis: Aye
4. Meeting adjourned at 2:18pm.

Signed: ______________________________
Scott Dunn, Clerk/Secretary

Date: June 23, 2025