

**MINUTES OF A SPECIAL MEETING**  
**SKYFALL INFRASTRUCTURE FINANCING DISTRICT**  
**BOARD OF TRUSTEES**

Tuesday, November 11, 2025 at 12:30 p.m.  
ANCHOR LOCATION: 165 W Canyon Crest Rd, Ste 260, Alpine, Utah 84004

*The meeting was also held via teleconference and open to the public.*

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**Attendance**

The meeting referenced above was called and held in accordance with the applicable statutes of the State of Utah. The following members of the Board of Trustees were in attendance:

Jamie Mackay (via teleconference)  
Jordan “Guy” Williams (via teleconference)  
Doug Jessop (via teleconference)

Also present: Blair M. Dickhoner, Esq., and Betsy Russon, Esq., WBA, PC, District General Counsel; Aaron Wade, Gilmore & Bell, PC; and, Shelby Clymer and David Hutchinson, CliftonLarsonAllen, LLP. District Accountant.

**Call to Order/Declaration of Quorum**

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

**Preliminary Action Items**

**Consider Approval of Agenda**

*The Board reviewed the proposed agenda for the meeting. Following discussion, upon a motion duly made by Mr. Mackay, seconded by Mr. Williams, the Board unanimously approved the agenda as presented.*

**Conflict of Interest Disclosures**

*Mr. Dickhoner inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted.*

**Public Comment**

*None.*

**Action Items**

**Approve Resolution Amending Governing Document to Provide for Staggered Terms of Office and Authorizing the Board to Fill Vacancies**

*Mr. Dickhoner presented the Resolution Amending Governing Document to Provide for Staggered Terms of Office and Authorizing the Board to Fill Vacancies to the Board for consideration. Following review, upon a motion duly made and seconded, and upon a vote unanimously carried, the Board adopted the resolution as presented.*

**Administrative Non-Action Items**

**Board Training – Open and Public Meetings Act & Training Required by state auditor for New Board Members**

*Mr. Dickhoner reminded the Board members of the required annual board training by the state auditor and under the Open and Public Meetings Act.*

**Adjourn**

*There being no further business to come before the Board and upon a motion duly made by Mr. Mackay, seconded by Mr. Williams, and unanimously carried, the meeting was adjourned.*

*The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.*

*/s/ Jordan “Guy” Williams \_\_\_\_\_  
Guy Williams  
District Clerk/Secretary*

The foregoing minutes were approved on the 18<sup>th</sup> day of November, 2025.