

**APPROVED MINUTES
BLACK RIDGE INFRASTRUCTURE FINANCING DISTRICT SPECIAL MEETING**

NOTICE IS HEREBY GIVEN THAT THE BOARD OF TRUSTEES OF BLACK RIDGE INFRASTRUCTURE FINANCING DISTRICT WILL HOLD A SPECIAL MEETING ON FRIDAY, DECEMBER 12, 2025 AT 1:00 PM, AT BLACKWOOD ADVISORS, LLC, 2265 MURRAY HOLLADAY ROAD, SUITE 107, HOLLADAY, UTAH 84117

A. Call to Order

Pamela Giss called to order the meeting of Black Ridge Infrastructure Financing District at 1:00 pm on Friday, December 12, 2025, at Blackwood Advisors, LLC., 2265 Murray Holladay Road, Suite 107, Holladay, Utah 84117.

The meeting convened at 1:06 pm.

B. Roll Call

Pamela Giss conducted a roll call. The following individuals were present:

Members Present

- Austin Overman – Board Member (via Teams)
- Scott Overman – Board Member (via Teams)
- Devin Brown – Board Member (via Teams)

Also Present

- Pamela Giss – District Manager, Blackwood Advisors (via Teams)
- Kristin Matthews – District Manager, Blackwood Advisors (in person)
- Jacquelyn Clink – District Administrator, Blackwood Advisors (via Teams)
- Andrea Ashdown – District Accountant, Blackwood Advisors (via Teams)
- Austin Murray – The Connexion Group (via Teams)
- Christian Fuller - Attorney, Fier Law Group (via Teams)
- Ashley Allsop – Attorney, Fier Law Group (via Teams)

C. Preliminary Action Items

No preliminary action items on the agenda.

D. Consent Items

1. Approve the draft minutes of the Black Ridge Infrastructure Financing District Board meeting held on November 14, 2025.
 - a. Scott Overman made the motion to approve the draft minutes of the Black Ridge Infrastructure Financing District Board meeting held on November 14, 2025.
 - b. Devin Brown seconds the motion to approve the draft minutes of the Black Ridge Infrastructure Financing District Board meeting held on November 14, 2025.
 - c. Devin Brown: Aye / Scott Overman: Aye / Austin Overman: Aye

- d. The motion passes unanimously.
2. Approve and ratify payment applications and requisition requests made since the last Board meeting.
 - a. Scott Overman made a motion to approve and ratify payment applications and requisition requests made since the last Board meeting.
 - b. Devin Brown seconds the motion to approve and ratify payment applications and requisition requests made since the last Board meeting.
 - c. Devin Brown: Aye / Scott Overman: Aye / Austin Overman: Aye
 - d. The motion passes unanimously.

E. Public Hearing

1. Take public comment on the tentative operating and capital budget for Black Ridge Infrastructure Financing District adopted on November 14, 2025, which is proposed to be adopted as the final operating and capital budget for calendar year 2026.
 - a. Devin Brown moves to open the public hearing.
 - b. Scott Overman seconds the motion to open the public hearing
 - c. Devin Brown: Aye / Scott Overman: Aye / Austin Overman: Aye
 - d. The hearing is open to public comments and questions.
 - e. Pamela Giss presented the tentative operating and capital budget for Black Ridge Infrastructure Financing District, adopted on November 14, 2025, which is proposed to be adopted as the final operating and capital budget for calendar year 2026.
 - f. No members of the public are present; thus, no comments or questions are presented.
 - g. Scott Overman moves to close the public hearing.
 - h. Devin Brown seconds the motion to close the public hearing.
 - i. Scott Overman: Aye / Devin Brown: Aye
 - j. The public hearing is closed.

F. Action Items

1. Consider adoption of Resolution 2025-06: a resolution adopting the final operating and capital budget for calendar year 2026 for Black Ridge Infrastructure Financing District.
 - a. Austin Overman moves to adopt Resolution 2025-06.
 - b. Scott Overman seconds the motion to adopt Resolution 2025-06.
 - c. Devin Brown: Aye / Scott Overman: Aye / Austin Overman: Aye
 - d. The motion passes unanimously.
2. Consider approval of engagement for an auditor for the 2025 audit of Black Ridge Infrastructure Financing District.
 - a. Andrea Ashdown and the board discussed several potential firms. We are moving this action item to the January 9, 2026, meeting.

G. Administrative Non-Action Items

1. Open meeting discussion with Board members of any infrastructure financing district business.
 - a. There were no items presented.

H. Adjourn

Pamela Giss asked for a motion to adjourn.

- a. Scott Overman moves to adjourn the meeting.
- b. Devin Brown seconds the motion to adjourn the meeting.
- c. Devin Brown: Aye / Scott Overman: Aye / Austin Overman: Aye
- d. Meeting adjourned at 1:33 pm.

Signed: Devin Brown
Devin Brown, District Clerk/Secretary

Dated: 28/01/2026







2025-12-12 Black Ridge IFD Approved Minutes

Final Audit Report

2026-01-28

Created:	2026-01-07
By:	Jacquelyn Clink (Jacquelync@launch-dfa.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAMekmO1yVn0llz6F1h3pTi_pKIOlp8wOt

"2025-12-12 Black Ridge IFD Approved Minutes" History

-  Document created by Jacquelyn Clink (Jacquelync@launch-dfa.com)
2026-01-07 - 9:13:16 PM GMT
-  Document emailed to Devin Brown (devin.brown@netwasatch.com) for signature
2026-01-07 - 9:13:20 PM GMT
-  Email viewed by Devin Brown (devin.brown@netwasatch.com)
2026-01-28 - 4:34:50 PM GMT
-  New document URL requested by Devin Brown (devin.brown@netwasatch.com)
2026-01-28 - 4:36:14 PM GMT
-  Document e-signed by Devin Brown (devin.brown@netwasatch.com)
Signature Date: 2026-01-28 - 4:37:15 PM GMT - Time Source: server
-  Agreement completed.
2026-01-28 - 4:37:15 PM GMT