

**UTAH FAIRPARK AREA INVESTMENT AND RESTORATION DISTRICT (UFAIR)
RESOLUTION 2026-03**

A RESOLUTION OF THE BOARD (THE "BOARD") OF THE UTAH FAIRPARK AREA INVESTMENT AND RESTORATION DISTRICT ("UFAIR"), ACCEPTING THE RESIGNATION OF BRAD HOLMES AS A TRUSTEE ON THE BOARDS OF TRUSTEES OF POWER DISTRICT PUBLIC INFRASTRUCTURE DISTRICT NOS. 4 AND 11; APPOINTING SPENCER HILLE TO FILL THE RESULTING VACANCIES AS A TRUSTEE ; AND AUTHORIZING RELATED ACTIONS

WHEREAS, UFAIR is an independent entity and political subdivision of the State of Utah duly created and authorized to transact business and exercise its powers pursuant to the Utah Fairpark Area Investment and Restoration District Act, Title 11, Chapter 70, Utah Code (the "UFAIR Act"); and

WHEREAS, pursuant to the Public Infrastructure District Act, Title 17D, Chapter 4, Utah Code (the "PID Act") and the UFAIR Act (collectively, the "Acts"), UFAIR possesses the authority to create and oversee public infrastructure districts as subsidiaries to provide for the financing and construction of public improvements; and

WHEREAS, on October 14, 2025, the Board adopted Resolution 2025-03 (the "Creating Resolution"), which provided for the creation of Power District Public Infrastructure District Nos. 4 and 11 as subsidiary districts of UFAIR (the "Subsidiary Districts"); and

WHEREAS, pursuant to the Creating Resolution, Brad Holmes was appointed to serve as a Trustee for the Boards of Trustees of both Subsidiary Districts; and

WHEREAS, Brad Holmes has submitted his formal resignation as a Trustee for the Boards of Trustees of Power District Public Infrastructure District Nos. 4 and 11, effective April 17, 2026; and

WHEREAS, Section VI.A and VI.B of the Governing Documents for the Subsidiary Districts authorize UFAIR to appoint Trustees and fill vacancies on the Boards of Trustees, and provide that such Trustees serve at the direction of the UFAIR Board and may be removed or replaced by UFAIR at any time by resolution; and

WHEREAS, Spencer Hille has been identified as a qualified individual and nominated by the applicable property owner pursuant to Section VI.A of the Governing Documents, and the Board desires to appoint Spencer Hille to fill the resulting vacancies.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD, AS FOLLOWS:

1. Acceptance of Resignation. The Board hereby officially accepts the resignation of Brad Holmes as a Trustee on the Boards of Trustees of Power District Public Infrastructure District Nos. 4 and 11, effective April 17, 2026.
2. Appointment of Successor Trustee. Spencer Hille is hereby appointed as a Trustee on the Boards of Trustees for Power District Public Infrastructure District No. 4 and Power District Public Infrastructure District No. 11 to fill the vacancies resulting from said resignation.
3. Term of Office. Pursuant to Sections VI.A and VI.E of the Governing Documents, Spencer Hille shall serve as a Trustee at the pleasure of the UFAIR Board until replaced by a subsequent appointment of the UFAIR Board, or until his earlier resignation or removal in accordance with the Act and the Governing Documents.
4. Authorization of Further Action. The Board hereby authorizes and directs the Executive Director and his respective designees to take any actions necessary or appropriate to carry out the intent of this Resolution.

ADOPTED AND APPROVED this 16th day of June, 2026.

UTAH FAIRPARK AREA INVESTMENT AND RESTORATION DISTRICT

By: _____ Scott Sandall, Chair

ATTEST:

By: _____ Benjamin Buys, Executive Director

