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

**NOTICE IS HEREBY GIVEN THAT THE BOARD OF TRUSTEES OF BLACK RIDGE INFRASTRUCTURE FINANCING DISTRICT HELD A BOARD MEETING ON THURSDAY, JANUARY 29, 2026, 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 Thursday, January 29, 2026, at Blackwood Advisors, LLC., 2265 Murray Holladay Road, Suite 107, Holladay, Utah 84117.

The meeting convened at 1:03 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)

Also Present:
- Pamela Giss – District Manager, Blackwood Advisors (via Teams)
- Andrea Ashdown – District Accountant, Blackwood Advisors (via Teams)
- Kristin Matthews – District Manager, Blackwood Advisors (in person)
- Jacquelyn Clink – District Administrator, Blackwood Advisors (via Teams)
- Zach Harding - 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 January 7, 2026.
   a. Scott Overman made the motion to approve the draft minutes of the Black Ridge Infrastructure Financing District Board meeting held on January 7, 2026.
   b. Austin Overman seconds the motion to approve the draft minutes of the Black Ridge Infrastructure Financing District Board meeting held on January 7, 2026.
   c. Scott Overman: Aye / Austin Overman: Aye
   d. The motion passes unanimously.

## E. Action Items

1. Consider the adoption of Resolution 2026-01: a resolution adopting the Joint Administrative Resolution for 2026.
   a. Austin Overman moves to adopt Resolution 2026-01.
   b. Scott Overman seconds the motion to adopt Resolution 2026-01.
   c. Austin Overman: Aye / Scott Overman: Aye
   d. The motion passes unanimously.

## F. Administrative Non-Action Items

1. Open meeting discussion with Board members of any public infrastructure district business.
   a. Austin Overman will provide required information for Continuing Disclosure report to Andrea A.
2. Review of the Fraud Risk Assessment Questionnaire.
   a. Jacquelyn C. will circulate for signature from the Board.
3. Reminder that the Annual Board Member Training, Conflict of Interest and Ethical Behavior forms are due January 31st.

## G. Adjourn

Pamela Giss asked for a motion to adjourn.

a. Scott Overman moves to adjourn the meeting.
b. Austin Overman seconds the motion to adjourn the meeting.
c. Scott Overman: Aye / Austin Overman: Aye
d. Meeting adjourned at 1:20 pm.

Signed: Devin Brown

Devin Brown, District Clerk/Secretary

Dated: 06/23/2026