

NOTICE OF SPECIAL MEETING

TO THE MEMBERS OF THE ADMINISTRATIVE CONTROL BOARD OF THE WEBER AREA DISPATCH 911 AND EMERGENCY SERVICES DISTRICT, UTAH:

NOTICE IS HEREBY GIVEN that a special meeting of the Administrative Control Board of the Weber Area Dispatch 911 and Emergency Services District, Utah (the "Authority"), will be held at 11:30 p.m. on Thursday, August 4, 2016, for the purpose of creating a local building authority and for the transaction of such other business incidental to the foregoing as may come before said meeting.

Executive Director

ACKNOWLEDGMENT OF NOTICE
AND CONSENT TO SPECIAL MEETING

We, the Boardmembers of the Administrative Control Board of the Weber Area Dispatch 911 and Emergency Services District, Utah, do hereby acknowledge receipt of the foregoing Notice of Special Meeting, and we hereby waive any and all irregularities, if any, in such notice and in the manner of service thereof upon us and consent and agree to the holding of such special meeting at the time and place specified in said notice, and to the transaction of any and all business which may come before said meeting.

Boardmember

Ogden, Utah

August 4, 2016

The Administrative Control Board (the “Board”) of the Weber Area Dispatch 911 and Emergency Services District, Utah (the “District”), met in special public session at the regular meeting place of the Board in Ogden City, Utah, on August 4, 2016 at the hour of 11:30 a.m., with the following members of the Board being present:

Toby Mileski	Chair
James Minster	Vice Chair
Matthew G. Bell	Boardmember
Mike Caldwell	Boardmember
Leonard Call	Boardmember
Willard S. Cragun	Boardmember
James Ebert	Boardmember

Also present:

Tina L. Mathieu	Executive Director
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Absent:

After the meeting had been duly called to order and after other matters not pertinent to this Resolution had been discussed, a Certificate of Compliance with Open Meeting Law with respect to this August 4, 2016, meeting was presented to the Board, a copy of which is attached hereto as Exhibit A.

Thereupon, Boardmember _____ moved for adoption of the following resolution and Boardmember _____ seconded the motion to adopt said resolution and the motion and resolution were adopted on the following recorded vote:

Those voting AYE:

Those voting NAY:

The resolution was then signed by the Chair in open meeting and recorded by the Executive Director in the official records of the District. The resolution is as follows:

RESOLUTION

A RESOLUTION PROVIDING FOR THE CREATION OF A LOCAL BUILDING AUTHORITY; AUTHORIZING OFFICIAL ACTION; AND PROVIDING AN EFFECTIVE DATE; AND AUTHORIZING INCIDENTAL ACTION; AND RELATED MATTERS.

WHEREAS, the Weber Area Dispatch 911 and Emergency Services District, Utah (the “District”), is a body politic and political subdivision existing as such by virtue of the Constitution and laws of the State of Utah; and

WHEREAS, the District desires to create a building authority in the form of a nonprofit corporation (the “Authority”), and pursuant to the Local Building Authority Act, Title 17D, Chapter 2, Utah Code Annotated 1953, as amended (the “Building Authority Act”) for the purpose of acquiring, improving, or extending one or more projects as defined in the Building Authority Act, and to finance their costs on behalf of the District in accordance with the procedures and subject to limitations of the Building Authority Act in order to accomplish the public purposes for which the District exists; and

WHEREAS, it is in the best interests of the citizens of the District that the creation of the Authority be authorized in the manner and for the purposes hereinafter set forth; and

WHEREAS, it is necessary to authorize the establishment of the Authority under and in compliance with the laws of the State of Utah and to authorize other actions in connection therewith;

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

1. Terms defined in the foregoing recitals shall have the same meaning when used herein. All action heretofore taken (not inconsistent with the provisions of this Resolution) by the Board and by other officers of the District directed toward the creation and establishment of the Authority, are hereby ratified, approved and confirmed.

2. It is hereby found and determined by the Board that the creation of the Authority as a nonprofit corporation under the provisions of the Utah Revised Nonprofit Corporation Act, Title 16, Chapter 6a, Utah Code Annotated 1953, as amended and under the Act is appropriate to the general welfare, order and security of the District and is in the best interests of the citizens of the District, and the organization of the Authority pursuant to the Act is hereby approved.

3. The Articles of Incorporation and the Bylaws of the Authority in the form presented to this meeting and attached hereto as Exhibits B and C, respectively, are hereby authorized and approved and the Board is hereby authorized and directed to (i) execute and file Articles of Incorporation in substantially the form attached as Exhibit B, (ii) hold an organizational meeting for such corporation, (iii) adopt bylaws in substantially the form attached as Exhibit C, (iv) elect officers for such corporation, and

(v) take all other action necessary and appropriate to properly organize said corporation under the laws of the State of Utah.

4. The governing board of the Authority shall at all times be comprised of the members of the Board of the District.

5. The appropriate officers of the District are hereby authorized and directed to take all other action necessary or appropriate to effectuate the provisions of this Resolution.

6. The District hereby declares its intention and reasonable expectation to use proceeds of tax-exempt bonds to reimburse itself for expenditures for costs of acquisition and construction of office building space for the District (the "Project"). The bonds are to be issued, and the reimbursements made, by the later of 18-months after the payment of the costs or after the Project is placed in service, but in any event, no later than three years after the date the original expenditure was paid. The maximum principal amount of the bonds which will be issued to finance the Project is not expected to exceed \$5,300,000.

7. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

8. All acts, orders and resolutions, and parts thereof in conflict with this Resolution be, and the same are hereby, rescinded.

9. This Resolution shall become effective immediately after the adoption thereof.

PASSED AND ADOPTED by the Board of the Weber Area Dispatch 911 and
Emergency Services District, Utah, this August 4, 2016.

(SEAL)

By: _____
Chair

ATTEST:

By: _____
Executive Director

After the conduct of other business not pertinent to the foregoing, the meeting was on motion duly made and seconded, adjourned.

(SEAL)

By: _____
Chair

ATTEST:

By: _____
Executive Director

EXHIBIT A

CERTIFICATE OF COMPLIANCE WITH OPEN MEETING LAW

I, Tina L. Mathieu, the duly qualified and acting Executive Director of the Weber Area Dispatch 911 and Emergency Services District, Utah (the "District"), do hereby certify, according to the records of the District in my official possession, and upon my own knowledge and belief, that in accordance with the requirements of Section 52-4-202, Utah Code Annotated 1953, as amended, I gave not less than twenty-four (24) hours public notice of the agenda, date, time, and place of the August 4, 2016, public meeting held by the District as follows:

(a) By causing a Notice, in the form attached hereto as Schedule 1, to be posted at the District's principal offices at least twenty-four (24) hours prior to the convening of the meeting, said Notice having continuously remained so posted and available for public inspection until the completion of the meeting;

(b) By causing a copy of such Notice, in the form attached hereto as Schedule 1, to be delivered to the Standard Examiner at least twenty-four (24) hours prior to the convening of the meeting; and

(c) By causing a copy of such Notice to be published on the Utah Public Notice Website (<http://pmn.utah.gov>) at least twenty-four (24) hours prior to the convening of the meeting.

In addition, the Notice of 2016 Annual Meeting Schedule for the District (attached hereto as Schedule 2) was given specifying the date, time and place of the regular meetings of the District to be held during the year, by causing said Notice to be (i) posted on _____, at the principal office of the District, (ii) provided to at least one newspaper of general circulation within the geographic jurisdiction of the District on _____ and (iii) published on the Utah Public Notice Website (<http://pmn.utah.gov>) during the current calendar year. Inasmuch as this was a special meeting, such Notice of 2016 Annual Meeting Schedule does not refer to this special meeting.

IN WITNESS WHEREOF, I have hereunto subscribed my signature this August 4, 2016.

(SEAL)

By: _____
Executive Director

SCHEDULE 1
NOTICE OF MEETING

SCHEDULE 2

NOTICE OF ANNUAL MEETING SCHEDULE

EXHIBIT B

ARTICLES OF INCORPORATION

EXHIBIT C

BYLAWS