

STATE OF UTAH



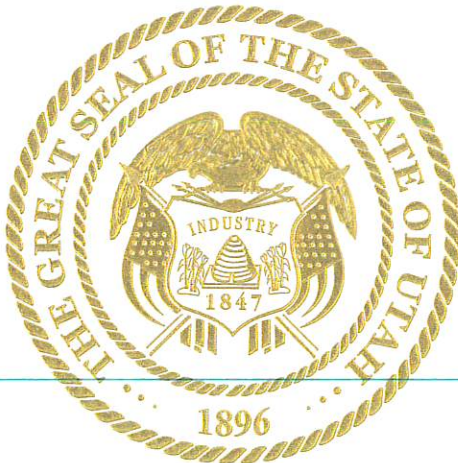
OFFICE OF THE LIEUTENANT GOVERNOR

CERTIFICATE OF INCORPORATION

I, Deidre M. Henderson, Lieutenant Governor of the State of Utah, hereby certify that there has been filed in my office a notice of incorporation for the THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 1 located in the CITY OF SALEM, dated FEBRUARY 21, 2024, complying with Section §17B-1-215, Utah Code Annotated, 1953, as amended.

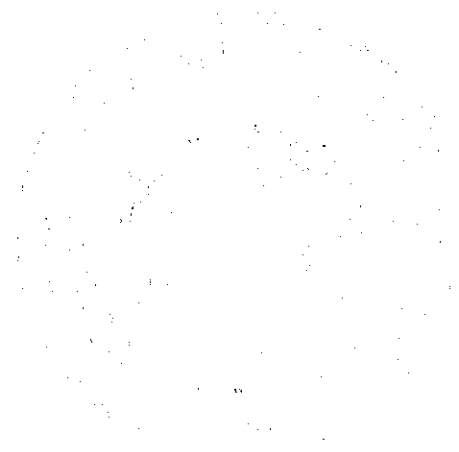
Now, therefore, notice is hereby given to all whom it may concern that the attached is a true and correct copy of the notice of incorporation, referred to above, on file with the Office of the Lieutenant Governor pertaining to the THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 1, located in UTAH COUNTY, State of Utah.

IN TESTIMONY WHEREOF, I have hereunto set my hand, and affixed the Great Seal of the State of Utah this 3rd day of April, 2024 at Salt Lake City, Utah.



A handwritten signature in black ink, reading 'Deidre M. Henderson'.

DEIDRE M. HENDERSON
Lieutenant Governor



**NOTICE OF IMPENDING BOUNDARY ACTION
(Three Bridges Public Infrastructure District No. 1)**

TO: The Lieutenant Governor, State of Utah

NOTICE IS HEREBY GIVEN that the City Council of the City of Salem, Utah (the “Council”), acting in its capacity as the creating entity for the Three Bridges Public Infrastructure District No. 1 (the “District”), at a regular meeting of the Council, duly convened pursuant to notice, on February ²¹7, 2024, adopted a Resolution Providing for the Creation of Public Infrastructure Districts, a true and correct copy of which is attached as EXHIBIT “A” hereto and incorporated by this reference herein (the “Creation Resolution”).

A copy of the Final Local Entity Plat satisfying the applicable legal requirements as set forth in Utah Code Ann. §17-23-20, approved as a final local entity plat by the Surveyor of Utah County, Utah, is attached as EXHIBIT “B” hereto and incorporated by this reference. The Council hereby certifies that all requirements applicable to the creation of the District, as more particularly described in the Creation Resolution, have been met. The District is not anticipated to result in the employment of personnel.

WHEREFORE, the Council hereby respectfully requests the issuance of a Certificate of Incorporation pursuant to and in conformance with the provisions of Utah Code Ann. §17B-1-215.

DATED this February ²¹7, 2024.

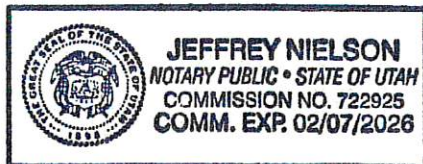
**CITY COUNCIL, THE CITY OF SALEM,
UTAH, acting in its capacity as the creating
authority for Three Bridges Public Infrastructure
District No. 1**

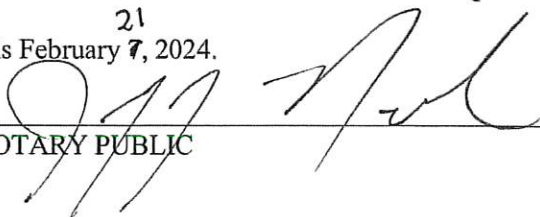
By: 
AUTHORIZED REPRESENTATIVE

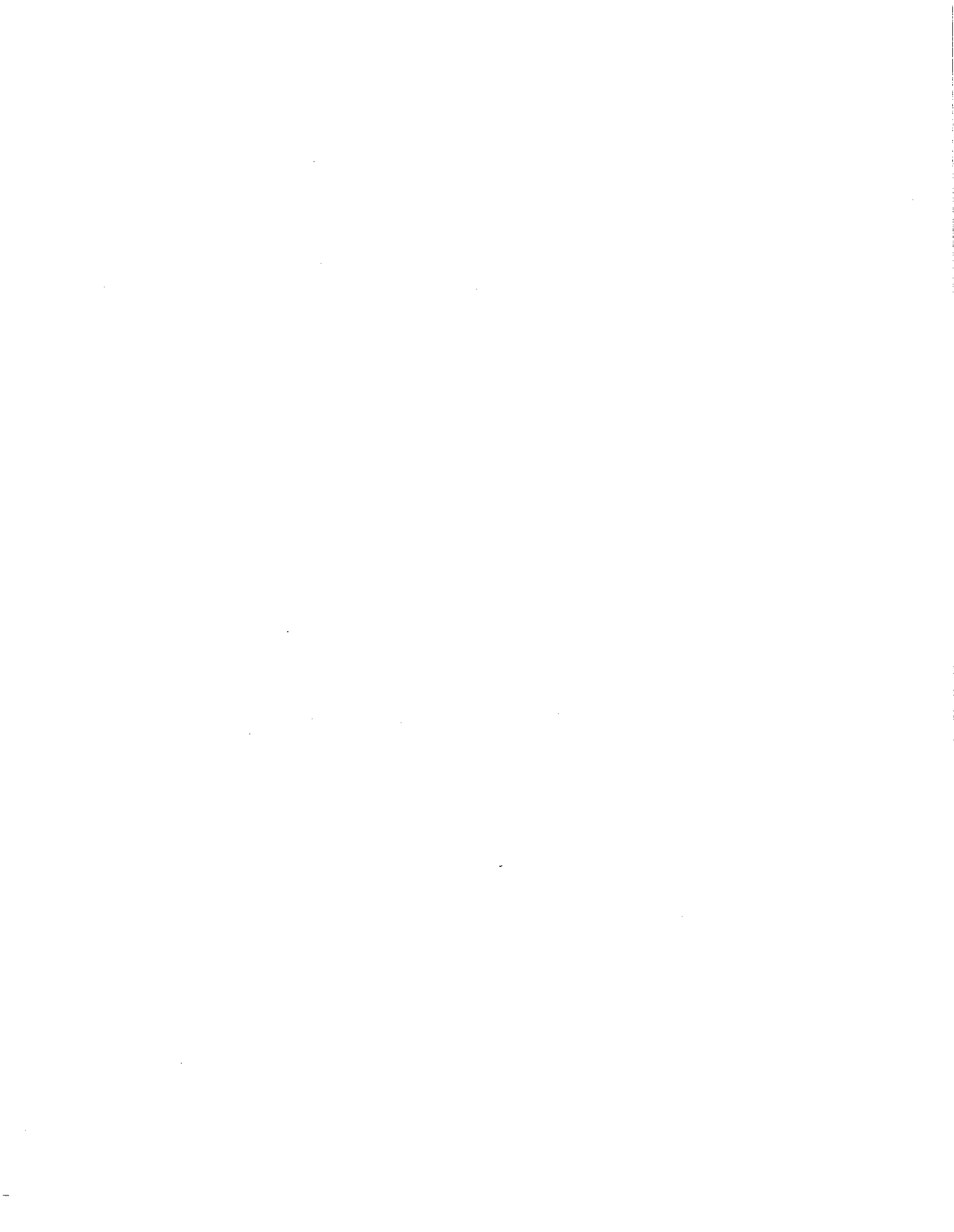
VERIFICATION

STATE OF UTAH)
 :SS.
COUNTY OF UTAH)

SUBSCRIBED AND SWORN to before me this February ²¹7, 2024.





NOTARY PUBLIC

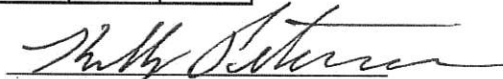


RESOLUTION No. 22124A


ROLL CALL

VOTING	YES	NO
KURT L CHRISTENSEN Mayor (votes only in case of tie)		
TIM De GRAW City Councilmember		
KELLY PETERSON City Councilmember	KP	
CRISTY SIMONS City Councilmember	CS	
CYNTHIA DEVERAUX REES City Councilmember	CDR	
PAUL TAYLOR City Councilmember	PT	

I MOVE this resolution be adopted:


City Councilmember

I SECOND the foregoing motion:


City Councilmember

**AN RESOLUTION CREATION OF THREE BRIDGES (PID) PUBLIC
INFRASTRUCTURE DISTRICT NOS. 1, 2, 3 AND 4**

The resolution was later signed by the Mayor and recorded by the City Recorder in the official records of the City. The resolution is as follows:

RESOLUTION 22124A

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF SALEM, UTAH (THE "CITY"), PROVIDING FOR THE CREATION OF THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NOS. 1, 2, 3 AND 4 (THE "DISTRICTS") EACH AS AN INDEPENDENT BODY CORPORATE AND POLITIC; AUTHORIZING AND APPROVING A GOVERNING DOCUMENT, AN INTERLOCAL AGREEMENT, AND A NOTICES OF BOUNDARY ACTION; DELEGATING TO CERTAIN OFFICERS OF THE CITY THE AUTHORITY TO EXECUTE AND APPROVE THE FINAL TERMS AND PROVISIONS OF THE GOVERNING DOCUMENT, THE INTERLOCAL AGREEMENT, THE NOTICES OF BOUNDARY ACTION AND ANY OTHER DOCUMENTS RELATED THERETO; APPROVING OF AN ANNEXATION AREA; AUTHORIZING THE DISTRICT TO PROVIDE SERVICES RELATING TO THE FINANCING AND CONSTRUCTION OF PUBLIC INFRASTRUCTURE WITHIN THE ANNEXATION AREA; AUTHORIZING THE DISTRICT TO PROVIDE SERVICES RELATING TO THE FINANCING AND CONSTRUCTION OF PUBLIC INFRASTRUCTURE WITHIN THE DISTRICT AREA; APPOINTING A BOARD OF TRUSTEES FOR EACH OF THE DISTRICTS; AUTHORIZING OTHER DOCUMENTS IN CONNECTION THEREWITH; AND RELATED MATTERS.

WHEREAS, a petition (the "Petition") was filed with the City requesting adoption by resolution the approval of the creation of four (4) public infrastructure districts pursuant to the Public Infrastructure District Act, Title 17D, Chapter 4, Utah Code Annotated 1953, as amended (the "PID Act") and relevant portions of the Limited Purpose Local Government Entities - Special Districts, Title 17B (together with the PID Act, the "Act") within the boundaries of the City and approve an annexation area (the "Annexation Area") which any of the districts may annex into therein without further approval or hearings of the City or the Council, as further described in Governing Document Exhibits A and C (as hereinafter defined) for the purpose of financing public infrastructure costs; and

WHEREAS, pursuant to the terms of the Act, the City may create one or more public infrastructure districts by adoption of a resolution of the Council and with consent of 100% of all surface property owners proposed to be included in the Districts (the "Property Owners"); and

WHEREAS, the Petition, containing the consent of such Property Owners has been certified by the Recorder of the City pursuant to the Act and it is in the best interests of the Property Owners that the creation of the Districts be authorized in the manner and for the purposes hereinafter set forth; and

WHEREAS, the City prior to consideration of this Resolution, held a public hearing after 6:00 p.m. to receive input from the public regarding the creation of the Districts and the Property Owners have waived the 60-day protest period pursuant to Section 17D-4-201 of the PID Act; and

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

WHEREAS, the hearing on the Petition was held at the City Hall because there is no reasonable place to hold a public hearing within the Districts' boundaries, and the hearing at the City Hall was held as close to the applicable area as reasonably possible; and

WHEREAS, the City properly posted the notice of the public hearing in compliance with Section 17B-1-211(1) of the Act; and

WHEREAS, none of the Property Owners submitted a withdrawal of consent to the creation of the District before the public hearing on the Petition; and

WHEREAS, each board member appointed under this Resolution has previously filed with the City a disclosure of business relationships in compliance with Section 17D-4-202(9) of the PID Act; and

WHEREAS, according to attestations filed with the City, each board member appointed under this Resolution is registered to vote at their primary residence and is further eligible to serve as a board member of the Districts under Section 17D-4-202(3)(c) of the PID Act because they are agents of property owners within the District boundaries (as further set forth in the Petition); and

WHEREAS, the governance of the Districts shall be in accordance with the PID Act and the terms of a governing document (the "Governing Document") attached hereto as Exhibit B and an Interlocal Agreement between the City and the Districts, attached to the Governing Document as Governing Document Exhibit D; and

WHEREAS, pursuant to the requirements of the Act, there shall be signed, authenticated, and submitted to the Office of the Lieutenant Governor of the State of Utah a Notices of Boundary Action attached hereto as Exhibit C (the "Boundary Notices") and a Final Entity Plat to be attached thereto as Boundary Notices Appendix B (or as shall be finalized in accordance with the boundaries approved hereunder) (the "Plat").

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL, 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 Council and by officers of the Council directed toward the creation and establishment of the Districts, are hereby ratified, approved and confirmed.

2. The Districts are hereby created as a separate entity from the City in accordance with the Governing Document and the Act. The boundaries of the Districts shall be as set forth in the Governing Document and the Plats.

3. Pursuant to the terms of the PID Act, the Council does hereby approve the annexation of any area within the Annexation Area Boundaries into one or more of the Districts without any further action of the Council or the City and further approves withdrawal of any area

within the Initial District Boundaries (as defined in the Governing Document) or Annexation Area Boundaries from the District without any further action, hearings, or resolutions of the Council or the City, upon compliance with the terms of the PID Act and the Governing Document.

4. The Council does hereby authorize the Districts to provide services relating to the financing and construction of public infrastructure within the Annexation Area upon annexation thereof into the Districts without further request of the Districts to the City to provide such service under 17B-1-407, Utah Code Annotated 1953 or resolutions of the City under 17B-1-408, Utah Code Annotated 1953.

5. It is hereby found and determined by the Council that the creation of the Districts is appropriate to the general welfare, order and security of the City, and the organization of the Districts pursuant to the PID Act is hereby approved.

6. The Governing Document and the Interlocal Agreement in the form presented to this meeting and attached hereto as Exhibits B and Governing Document Exhibit D are hereby authorized and approved and the Districts shall be governed by the terms thereof and applicable law.

7. The District Board for each of the Districts is hereby appointed as follows:

(a) Trustee 1 – Larry Myler for an initial six-year term.

(b) Trustee 2 – Kevin Miller for an initial four-year term.

(c) Trustee 3 – Ryan Miller for an initial six-year term.

(d) Such terms shall commence on the date of issuance of a Certificate of Creation by the Office of the Lieutenant Governor of the State of Utah.

8. The Council does hereby authorize the Mayor or a Councilperson to execute the Boundary Notices in substantially the form attached as Exhibit C and such other documents as shall be required to finalize the actions contemplated herein on behalf of the Council for submission to the Office of the Lieutenant Governor of the State of Utah.

9. Prior to certification of the creation of the Districts by the Office of the Lieutenant Governor of the State of Utah, the Council does hereby authorize the Mayor, a Councilperson, the City Manger, the City Attorney, or their designee to make any corrections, deletions, or additions to the Governing Document, the Interlocal Agreement, and the Boundary Notices or any other document herein authorized and approved (including, but not limited to, corrections to the property descriptions therein contained) which may be necessary to conform the same to the intent hereof, to correct errors or omissions therein, to complete the same, to remove ambiguities therefrom, or to conform the same to other provisions of said instruments, to the provisions of this Resolution or any resolution adopted by the Council or the provisions of the laws of the State of Utah or the United States (provided that the debt and mill levy limitations established therein may not be modified pursuant to this provision).

10. The Board of Trustees of each District (the "District Board") is hereby authorized and directed to record such Governing Document with the recorder of Utah County within thirty (30) days of the issuance of a Certificate of Creation by the Office of the Lieutenant Governor of the State of Utah.

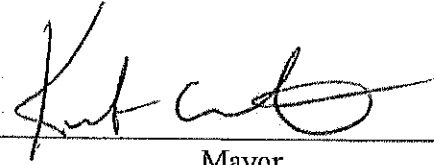
11. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.


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

13. This resolution shall take effect immediately provided that, in the event that the Plat is not finalized for submission to the Office of the Lieutenant Governor until a date that is more than thirty (30) days after adoption of this Resolution, the effective date of this Resolution will be deemed to be the date the Plat is finalized, as certified in writing by any one of the Mayor, a Councilperson, the City Manger, or the City Attorney.

PASSED AND ADOPTED by the City Council of the City of Salem, Utah, this February 21, 2024.

CITY OF SALEM, UTAH

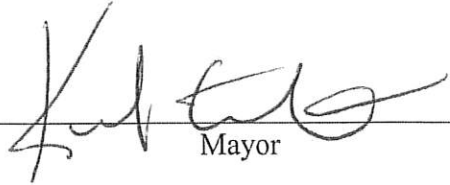
By: 
Mayor

ATTEST:
By: 
City Recorder

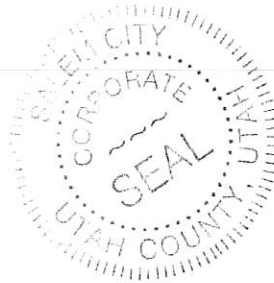


(Here follows other business not pertinent to the above.)

Pursuant to motion duly made and seconded, the meeting of the Council of the City adjourned.

By:  _____
Mayor

ATTEST: 
By: _____
City Recorder



STATE OF UTAH)
 : ss.
COUNTY OF UTAH)

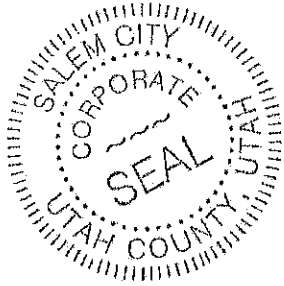
I, Jeffrey D. Nielson, the undersigned duly qualified and acting City Recorder of the City of Salem, Utah ("the City"), do hereby certify as follows:

The foregoing pages are a true, correct, and complete copy of the record of proceedings of the City Council (the "Council"), had and taken at a lawful meeting of the Council on February 21, 2024, commencing at the hour of 7:00 p.m., as recorded in the regular official book of the proceedings of the Council kept in my office, and said proceedings were duly had and taken as therein shown, and the meeting therein shown was duly held, and the persons therein were present at said meeting as therein shown.

All members of the Council were duly notified of said meeting, pursuant to law.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the City, this February 21, 2024.

(S E A L)



By:

A handwritten signature in black ink, appearing to read 'Jeffrey D. Nielson', written over a horizontal line. Below the line, the title 'City Recorder' is printed.

City Recorder

EXHIBIT A

CERTIFICATE OF COMPLIANCE WITH OPEN MEETING LAW

I, Jeffrey D. Nielson, the undersigned City Recorder of the City of Salem, Utah (the "City"), do hereby certify that I gave written public notice of the agenda, date, time and place of the regular meeting held by the Council (the "Council") on February 21, 2024, not less than twenty-four (24) hours in advance of the meeting. The public notice was given in compliance with the requirements of the Utah Open and Public Meetings Act, Section 52-4-202, Utah Code Annotated 1953, as amended, by:

(a) causing a Notice, in the form attached hereto as Schedule 1, to be posted at the City'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;

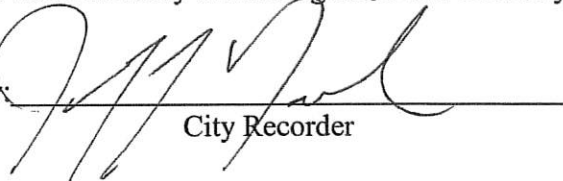
(b) causing a copy of such Notice, in the form attached hereto as Schedule 1, to be published on the Utah Public Notice Website (<http://pmn.utah.gov>) at least twenty-four (24) hours prior to the convening of the meeting; and

(c) causing a copy of such notice, in the form attached hereto as Schedule 1 to be posted on the City's official website at least twenty-four (24) hours prior to the convening of the meeting.

In addition, the Notice of 2024 Annual Meeting Schedule for the Council (attached hereto as Schedule 2) was given specifying the date, time and place of the regular meetings of the Council of the City to be held during the year, by causing said Notice to be posted at least annually (a) on the Utah Public Notice Website created under Section 63A-16-601, Utah Code Annotated 1953, as amended, (b) on the City's official website and (c) in a public location within the City that is reasonably likely to be seen by residents of the City.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature this February 21, 2024.

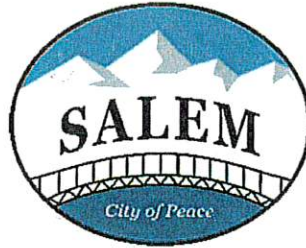
By

A handwritten signature in black ink, appearing to read 'Jeffrey D. Nielson', is written over a horizontal line. The signature is fluid and cursive.

City Recorder

SCHEDULE 1

NOTICE OF MEETING AND AGENDA



Salem City Council Meeting will also be held electronically, using the Zoom program.
If you would like to participate, please call the city offices (801-423-2770) or email (salemcity@salemcity.org) before 5:00 p.m. on Wednesday, February 21st to request the link.

DATE: February 21, 2024 (City Council Chamber 30 West 100 South)

5:30 p.m. Work Session

1. Public Safety Year End Report 2023
2. PID Discussion Three Bridges (10 min)
3. PID Discussion New Salem (15 min)
4. Agenda Items Discussion

7:00 p.m. AGENDA – REGULAR COUNCIL MEETING

1. Volunteer Motivational/Inspirational Message
2. Invitation to Say Pledge of Allegiance
3. Youth Council Report
4. SF / Salem Chamber Report
5. Public Hearing
 - a. Ordinance – Title 2 Chapter 15: Development Review Committee
 - b. Ordinance – Title 6 Chapter 7: Off-Premise Signs
 - c. Ordinance – Title 11 Chapter 6: Secondary Water – Water Efficiency
 - d. Ordinance - Power Impact Fee Facility Plan (IFFP) & Impact Fee Analysis (IFA) Amendment
 - e. Ordinance - Transportation Impact Fee Facility Plan (IFFP) & Impact Fee Analysis (IFA) Amendment
 - f. Moonlight Village Master Planned Development (MPD) Development Agreement Amendment (Approx. 1500 N 100 E)
6. Decision: Ordinance – Title 2 Chapter 15: Development Review Committee
7. Decision: Ordinance – Title 6 Chapter 7: Off-Premise Signs
8. Decision: Ordinance – Title 11 Chapter 6: Secondary Water – Water Efficiency
9. Decision: Ordinance - Power Impact Fee Facility Plan (IFFP) & Impact Fee Analysis (IFA) Amendment
10. Decision: Ordinance - Transportation Impact Fee Facility Plan (IFFP) & Impact Fee Analysis (IFA) Amendment
11. Decision: Moonlight Village Master Planned Development (MPD) Development Agreement Amendment (Approx. 1500 N 100 E)
12. Decision: Resolution – Three Bridges Public Infrastructure District
13. Decision: Ordinance - Cook Annexation (Approx. Salem Canal Rd. Woodland Hills Dr.)
14. Decision: Ordinance - Soren Christensen West Annexation (Approx. 440 S 550 W)

In compliance with the A.D.A., individuals needing special accommodations during this meeting should notify the Salem City Office at 30 W. 100 S. or call (801)423-2770 at least three working days prior to meeting.

15. Decision: Fee Schedule Amendment
16. Decision: Change Order Salem Canal Road Trail Project
17. Decision: Municipal Wastewater Planning Program (MWPP) Survey for 2024
18. Decision: Appointment City Personal:
 - a. City Manager
 - b. City Engineer
 - c. Salem City Representatives and Alternate Members to Various Boards/Agencies the city belongs to.
19. Decision: Appointment of Salem City Representative to Mt. Nebo Water Agency Board and Alternate Member
20. Decision: Meeting Minutes of February 7, 2024
21. Decision: Bills for Payment

DIRECTORS REPORTS

18. Chief Brad James, Public Safety Director
19. Steve Cox, Building Official Director
20. Attorney Walter Bird
21. Jeffrey Nielson, City Finance Director
22. Matt Marziale, Public Works/Recreation Director
23. Adam Clements, Electrical Director
24. Bruce Ward, Manager/Engineering
25. John Bowcut, Fiber Director

COUNCIL REPORTS

26. Mayor Kurt L Christensen
 - a. Finances/Budget
 - b. City Employees
 - c. Miss Salem
 - d. UMPA Report
 - e. Public Safety
27. Councilperson Kelly Peterson
 - a. Power
 - b. Fiber
 - c. SUVPS Report
28. Councilperson Cristy Simons
 - a. Parks & Recreation
 - b. Chamber of Commerce
 - c. Youth Council
29. Councilperson Cynthia Deveraux Rees
 - a. Library
 - b. Solid Waste/Recycling
30. Councilperson Paul Taylor
 - a. Water (Primary & Secondary)
 - b. Mt Nebo & SUVMWA

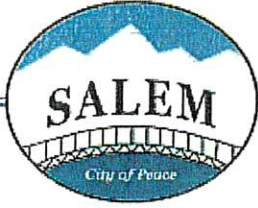
31. Councilperson Tim De Graw
 - a. Sewer
 - b. Storm Drain
 - c. Roads & Trails
32. CLOSED SESSION -The Salem City Council may temporarily recess the regular meeting and convene in a closed session to discuss pending or reasonably imminent litigation; the purchase, exchange, or lease of real property or water; or to discuss the character, professional competence or physical or mental health of an individual as provided by Utah Code Annotated §52-4-205.

Please Note: If you have an item that you would like to have discussed before the City Council, please fill out a request form, which is available online at salemcity.org or at the City Office, and return it to the City Office by 5:00 p.m. the Thursday prior to the meeting you would like to attend.

SCHEDULE 2

NOTICE OF ANNUAL MEETING SCHEDULE

Mayor
Kurt L. Christensen



Salem City Corporation

"City of Peace"

City Council
Tim De Graw
Kelly Peterson
Cristy Simons
Delys Snyder
Seth Sorensen

SALEM CITY COUNCIL MEETING 2024

COUNCIL MEETINGS WILL BE HELD ON THE FIRST AND THIRD WEDNESDAYS OF EACH MONTH, EXCEPT FOR DECEMBER WHEN ONLY ONE MEETING WILL BE HELD. ALL COUNCIL MEETINGS WILL BEGIN AT 7:00 P.M. WITH WORK SESSIONS BEING HELD PRIOR TO THE REGULAR MEETINGS. THEY WILL BE HELD IN THE SALEM CITY OFFICE BUILDING, COUNCIL CHAMBERS, 30 WEST 100 SOUTH

CALENDAR

JANUARY 3, 2024
JANUARY 17, 2024

JULY 3, 2024
JULY 17, 2024

FEBRUARY 7, 2024
FEBRUARY 21, 2024

AUGUST 7, 2024
AUGUST 21, 2024

MARCH 6, 2024
MARCH 20, 2024

SEPTEMBER 4, 2024
SEPTEMBER 18, 2024

APRIL 3, 2024
APRIL 17, 2024

OCTOBER 2, 2024
OCTOBER 16, 2024

MAY 1, 2024
MAY 15, 2024

NOVEMBER 6, 2024
NOVEMBER 20, 2024

JUNE 5, 2024
JUNE 19, 2024

DECEMBER 11, 2024

JEFFREY D. NIELSON, CITY RECORDER
KURT L. CHRISTENSEN, MAYOR

Approved November 1, 2023

30 West 100 South • P.O. Box 901 • Salem, UT 84653
Phone: 801-423-2770 • Fax: 801-423-2818 • SalemCity.org

Recorder - Jeffrey Nielson

Treasurer - Tammy M. Beck

Chief of Police - Brad S. James

EXHIBIT B

GOVERNING DOCUMENT

GOVERNING DOCUMENT
FOR
THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NOS. 1, 2, 3, AND 4
SALEM CITY, UTAH

February 21, 2024

Prepared by:
Gilmore & Bell, P.C.
Salt Lake City, Utah

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LIST OF EXHIBITS

EXHIBIT A	Legal Descriptions
EXHIBIT B	Salem City Vicinity Map
EXHIBIT C	Initial District Boundary Map and Annexation Area Boundary Map
EXHIBIT D	Public Improvements
EXHIBIT E	Interlocal Agreement between the District and Salem City
EXHIBIT F	Required Notice for Sales and Leasing Offices

I. INTRODUCTION

A. Purpose and Intent.

The Districts are independent units of local government, separate and distinct from the City, and, except as may otherwise be provided for by State or local law or this Governing Document, their activities are subject to review by the City only insofar as they may deviate in a material matter from the requirements of the Governing Document. It is intended that the Districts will provide a part or all of the Public Improvements for the use and benefit of all anticipated inhabitants and taxpayers of the Districts. The primary purpose of the Districts will be to finance the construction of these Public Improvements. The Districts are not being created to provide any ongoing operations and maintenance services.

B. Need for the Districts.

There are currently no other governmental entities, including the City, located in the immediate vicinity of the Districts that consider it desirable, feasible or practical to undertake the planning, design, acquisition, construction installation, relocation, redevelopment, and financing of the Public Improvements needed for the Project. Formation of the Districts are therefore necessary in order for the Public Improvements required for the Project to be provided in the most economic manner possible.

C. Objective of the City Regarding Districts' Governing Document.

The City's objective in approving this Governing Document for the Districts is to authorize the Districts to provide for the planning, design, acquisition, construction, installation, relocation and redevelopment of the Public Improvements from the proceeds of Debt to be issued by one or more of the Districts. All Debt is expected to be repaid by taxes imposed and collected by each respective District for no longer than the Maximum Debt Mill Levy Imposition Term for residential properties and at a tax mill levy no higher than the Maximum Debt Mill Levy and/or repaid by Assessments. Debt which is issued within these parameters and as further described in the Financial Plan will insulate property owners from excessive tax burdens to support the servicing of the Debt and will result in a timely and reasonable discharge of the Debt.

This Governing Document is intended to establish a limited purpose for the Districts and explicit financial constraints that are not to be violated under any circumstances. The primary purpose is to provide for the Public Improvements associated with development and regional needs. Although the Districts have authority to directly provide public improvements, the Districts also have the authority to pledge tax revenues to an interlocal entity that provides public improvements.

It is the intent of the Districts to dissolve upon payment or defeasance of all Debt incurred or upon a determination that adequate provision has been made for the payment of all Debt.

The Districts shall be authorized to finance the Public Improvements that can be funded from Debt to be repaid from Assessments or from tax revenues collected from a mill levy which shall not exceed the Maximum Debt Mill Levy on taxable properties and which shall not exceed

the Maximum Debt Mill Levy Imposition Term on taxable properties (or repaid from a combination of Assessments and a mill levy). It is the intent of this Governing Document to assure to the extent possible that, exclusive of Assessments, no taxable property bear an economic burden that is greater than that associated with the Maximum Debt Mill Levy in amount and that no taxable property bear an economic burden that is greater than that associated with the Maximum Debt Mill Levy Imposition Term in duration even under bankruptcy or other unusual situations. Generally, the cost of Public Improvements that cannot be funded within these parameters are not costs to be paid by the Districts.

D. Applicability.

This Governing Document is not intended to and does not create any rights in favor of any party other than the City. The failure of the Districts to comply with any terms or conditions of this Governing Document shall not relieve any property owner of an obligation to pay taxes, Assessments, Fees other charges that are adopted or imposed by the Districts.

II. DEFINITIONS

In this Governing Document, the following terms shall have the meanings indicated below, unless the context hereof clearly requires otherwise:

Annexation Area Boundaries: means the boundaries of the area described in the Annexation Area Boundary Map which have been approved by the City for annexation into or withdrawal from one or more of the Districts upon the meeting of certain requirements.

Annexation Area Boundary Map: means the map attached hereto as **Exhibit C**, describing the property proposed for annexation into or withdrawal from one or more of the Districts.

Approved Improvement Plan: means, collectively, approval by the City of preliminary construction plans (including construction timeline). For purposes of this Governing Document, the Master Infrastructure Plan for the Project, shall constitute an Approved Development Plan upon its approval.

Assessment: means (i) the levy of an assessment secured by a lien on property within a District to pay for the costs of Public Improvements benefitting such property or (2) an assessment by a District levied on private property within such District to cover the costs of an energy efficient upgrade, a renewable energy system, or an electric vehicle charging infrastructure, each as may be levied pursuant to the Assessment Act.

Assessment Act: means collectively, (i) Title 11, Chapter 42, Utah Code as may be amended from time to time and (ii) the C-PACE Act.

Assessment Debt: means Bonds, for the payment of which the Districts have promised to collect Assessments.

Board: means the board of trustees of the Districts.

Bond, Bonds or Debt: means bonds or other obligations, including loans of any property owner, for the payment of which the Districts have promised to impose an ad valorem property tax mill levy, and/or collect Assessments.

City: means Salem City, Utah.

City Code: means the City Code of Salem City, Utah.

City Council: means the City Council of Salem City, Utah.

C-PACE Act: means Title 11, Chapter 42a of the Utah Code, as amended from time to time and any successor statute thereto.

C-PACE Bonds: means bonds, loans, notes, or other structures and obligations of the District issued pursuant to the C-PACE Act, including refunding C-PACE Bonds.

C-PACE Assessments: means assessments levied under the C-PACE Act.

District: means any one of the Three Bridges Public Infrastructure District and Arrowhead Public Infrastructure District No. 2.

District Act: means, collectively, the PID Act and the Special District Act.

District No. 1: means Three Bridges Public Infrastructure District No. 1.

District No. 2: means Three Bridges Public Infrastructure District No. 2.

District No. 3: means Three Bridges Public Infrastructure District No. 3.

District No. 4: means Three Bridges Public Infrastructure District No. 4.

Districts: means collectively, District No. 1, District No. 2, District No. 3, and District No. 4.

District Area: for each District, means the property within the Initial District Boundary Map for that District, and the property within the Annexation Area Boundary Map.

End User: means any owner, or tenant of any owner, of any taxable improvement within the Districts, who is intended to become burdened by the imposition of ad valorem property taxes subject to the Maximum Debt Mill Levy and/or repayment of Assessments. By way of illustration, a resident homeowner, renter, commercial property owner, or commercial tenant is an End User. The business entity that constructs homes or commercial structures is not an End User.

Fees: means any fee imposed by the District for administrative services provided by the Districts.

Financial Plan: means the Financial Plan described in Section VIII which describes (i) the potential means whereby the Public Improvements may be financed; (ii) how the Debt is

expected to be incurred; and (iii) the estimated operating revenue derived from property taxes for the first budget year.

General Obligation Debt: means a Debt that is directly payable from and secured by ad valorem property taxes that are levied by the Districts and does not include Limited Tax Debt.

Governing Document: means this Governing Document for the Districts approved by the City Council.

Governing Document Amendment: means an amendment to the Governing Document approved by the City Council in accordance with the City's ordinance and the applicable state law and approved by the Board in accordance with applicable state law.

Initial District Boundaries: For each District, means the boundaries of the area described for that District in the Initial District Boundary Map.

Initial District Boundary Map: means the map attached hereto as **Exhibit C**, describing the initial boundaries of the Districts.

Limited Tax Debt: means a debt that is directly payable from and secured by ad valorem property taxes that are levied by a District which may not exceed the Maximum Debt Mill Levy.

Maximum Debt Mill Levy: means the maximum mill levy any of the Districts is permitted to impose for payment of Debt as set forth in Section VIII.C below.

Maximum Debt Mill Levy Imposition Term: means the maximum term for imposition of a mill levy for any given series of bonds as set forth in Section VIII.D below.

Municipal Advisor: means a consultant that: (i) advises Utah governmental entities on matters relating to the issuance of securities by Utah governmental entities, including matters such as the pricing, sales and marketing of such securities and the procuring of bond ratings, credit enhancement and insurance in respect of such securities; (ii) shall be a municipal advisor with a registered municipal advisory firm as recognized by the Securities and Exchange Commission and Municipal Securities Rulemaking Board; and (iii) is not an officer or employee of the District.

Project: means the development or property commonly referred to as Three Bridges.

PID Act: means Title 17D, Chapter 4 of the Utah Code, as amended from time to time and any successor statute thereto.

Public Improvements: means a part or all of the improvements authorized to be planned, designed, acquired, constructed, installed, relocated, redeveloped and financed as generally described in the District Act, as specifically limited in Section V below and outlined in **Exhibit D** (as may be modified and shall be more fully set forth in the Approved

Improvement Plan) to serve the future taxpayers and inhabitants of the District Areas, that shall be set forth in an Approved Improvement Plan.

Special District Act: means Title 17B of the Utah Code, as amended from time to time.

State: means the State of Utah.

Taxable Property: means real or personal property within the District Area subject to ad valorem taxes imposed by a District.

Trustee: means a member of the Board.

Utah Code: means the Utah Code Annotated 1953, as amended.

III. BOUNDARIES

The area of the Initial District Boundaries includes approximately four-tenths (0.4) of an acre, with the area of each of the Districts as follows: District No. 1, one-tenth (0.1) of an acre; District No. 2, one-tenth (0.1) of an acre; District No. 3, one tenth (0.1) of an acre, and District No. 4, one-tenth (0.1) of an acre. The total area proposed to be included in the Annexation Area Boundaries is approximately five hundred and thirty (530) acres. A legal description of the Initial District Boundaries and the Annexation Area is attached hereto as **Exhibit A**. A vicinity map is attached hereto as **Exhibit B**. A map of the Initial District Boundaries is attached hereto as **Exhibit C**. It is anticipated that the Districts' boundaries may change from time to time as they undergo annexations and withdrawals pursuant to Section 17D-4-201, Utah Code, subject to Article V below.

IV. PROPOSED LAND USE/POPULATION PROJECTIONS/ASSESSED VALUATION

The District Area consists of mostly undeveloped land. The current assessed valuation of the District Area at build out, is expected to be sufficient to reasonably discharge the Debt under the Financial Plan. Upon build out, the District Area is anticipated to contain approximately 430 residential units, a hotel, and related amenities.

Approval of this Governing Document by the City does not imply approval of the development of a specific area within the Districts, nor does it imply approval of the number of residential units or the total site/floor area of commercial or industrial buildings identified in this Governing Document or any of the exhibits attached thereto, unless the same is contained within an Approved Improvement Plan.

V. DESCRIPTION OF PROPOSED POWERS, IMPROVEMENTS AND SERVICES

A. Powers of the Districts and Governing Document Amendment.

Each District shall have the power and authority to provide the Public Improvements within and without the boundaries of the Districts as such power and authority is described in the Special

District Act, and other applicable statutes, common law and the Constitution, subject to the limitations set forth herein.

1. Improvements. The Districts shall have authority to provide for the planning, design, acquisition, construction, installation, relocation, redevelopment, maintenance, and financing of the Public Improvements within and without the boundaries of the District, as described in **Exhibit D**. Without the written consent of the City, a District shall not be authorized to finance any improvements which do not fall within the categories listed in **Exhibit D** (as may be modified and shall be more fully set forth in the Approved Improvement Plan). However, the determination of which Public Improvements, or portions thereof, shall be financed by which District shall be left to the discretion of the Districts. The Districts shall dedicate the Public Improvements to the City or other appropriate public entity in a manner consistent with the Approved Improvement Plan and other rules and regulations of the City and applicable provisions of the City Code. Trails which are interconnected with a city or regional trail system shall be open to the public free of charge and on the same basis as residents and owners of taxable property within the Districts.

The Districts shall be permitted to pay for Public Improvements permitted herein irrespective of any increase or decrease in the actual cost, provided that the Districts comply with this Section V and other requirements of this Governing Document, including but not limited to the debt limit provided in Section V.A(8) and the Maximum Debt Mill Levy provided in Section VIII.C. If the District desires to pay for the costs associated with improvements which are outside the description of the authorized Public Improvements herein, then it must first obtain approval from the City in an Approved Improvement Plan.

(a) Reimbursement for Improvements. Any impact fee reimbursements or credits which become available due to the financing of Public Improvements by a District shall be for the benefit of such Districts and not any developer. The specifics of the scope and availability of impact fee reimbursements shall be reserved and will be addressed in a future interlocal agreement between the City and the Districts.

(b) Ownership of Improvements. Notwithstanding the provisions of this Section V.A.1, without written authorization of the City, the Districts shall not be authorized to finance the costs of any improvements or facilities which are to be ultimately owned by the Districts.

2. Construction Standards Limitation. The Districts will ensure that the Public Improvements are designed and constructed in accordance with the customary standards and specifications of the City and of other governmental entities having proper jurisdiction. The Districts will obtain the City's approval of civil engineering plans and will obtain applicable permits for construction and installation of Public Improvements prior to performing such work.

3. Procurement.

(a) The Districts may acquire completed or partially completed improvements for fair market value as reasonably determined by a surveyor or engineer that is

selected or approved in writing by the City (which may include a surveyor or engineer employed by the City).

(b) Notwithstanding the ability of the District to acquire improvements for fair market value, unless exempted under paragraph (c) below or otherwise agreed to in writing by the City, each District will also require, as a condition of payment or reimbursement of all infrastructure line item costs exceeding \$200,000, any property owner or the third party seeking payment or reimbursement from the District to provide reasonable documentation evidencing that (i) the District or such property owner issued an invitation for bids, containing objective criteria to evaluate any bid, and delivered the invitation to at least three potential providers of the work, service, and/or material to be procured; and (ii) the District or such property owner awarded the bid to the responsible bidder which submitted the lowest responsible bid meeting the objective criteria stated in the invitation for bid.

(c) The procurement process described in (b) above shall be exempted from the requirements of paragraph (b) above with respect to: (i) reimbursements with respect to costs incurred prior to the date of this Governing Document for line item(s) 411 and 608, as outlined in **Exhibit D**; [(ii) reimbursements to any property owner for the acquisition of any water rights or real property, including but not limited to easements or rights-of-way, which qualify as Public Improvements hereunder;] and (iii) any work, service, or materials for which the City and the District reasonably determine that there is only one source, and the District communicates the same to the City in writing.

4. Privately Placed Debt Limitation. Prior to the issuance of any privately placed Debt, the Districts shall obtain the certification of a Municipal Advisor substantially as follows:

We are [I am] a Municipal Advisor within the meaning of the District's Governing Document.

We [I] certify that (1) the net effective interest rate to be borne by [insert the designation of the Debt] does not exceed a reasonable current [tax-exempt] [taxable] interest rate, using criteria deemed appropriate by us [me] and based upon our [my] analysis of comparable high yield securities; and (2) the structure of [insert designation of the Debt], including maturities and early redemption provisions, is reasonable considering the financial circumstances of the District.

5. Annexation and Withdrawal.

(a) The Districts shall not include within any of their boundaries any property outside the District Area without the prior written consent of the City. The City, by resolution and this Governing Document, has consented to the annexation of any area within the Annexation Area Boundaries into any of the Districts. Such area may only be annexed upon 1) for any portion of the Annexation Area, not currently in the boundaries of the City, annexation of such parcel into the City or adoption of a resolution of the County approving such annexation into the District and 2) the District obtaining any required consents under the PID Act, within the area

proposed to be annexed and the passage of a resolution such District's Board approving such annexation.

(b) The City, by approval of this Governing Document, has consented to the withdrawal of any area within the District Boundaries from one or more of the Districts. Such area may only be withdrawn upon such District obtaining any required consents under the PID Act, within the area proposed to be withdrawn and the passage of a resolution of such District's Board approving such annexation.

(c) Any annexation or withdrawal shall be in accordance with the requirements of the PID Act.

(d) Upon any annexation or withdrawal, such District shall provide the City a description of the revised District Boundaries.

(e) Annexation or withdrawal of any area in accordance with V.A.5(a) and (b) shall not constitute an amendment of this Governing Document.

6. Overlap Limitation. The boundaries of the Districts (and any other public infrastructure district organized under the PID Act) shall not overlap. Additionally, the boundaries of the Districts shall not overlap the boundaries of any other financing district which is not a traditional service provider unless the aggregate mill levy for payment of Debt of the applicable District and such districts will not at any time exceed the Maximum Debt Mill Levy of the Districts.

7. Initial Debt Limitation. On or before the effective date of approval by the City of an Approved Improvement Plan, the Districts shall not: (a) issue any Debt; nor (b) impose a mill levy for the payment of Debt by direct imposition or by transfer of funds from the operating fund to the Debt service funds; nor (c) impose and collect any Assessments used for the purpose of repayment of Debt.

8. Total Debt Issuance Limitation. The Districts shall not issue Limited Tax Debt in excess of an aggregate amount of Fifty Million Dollars (\$50,000,000). This amount excludes any portion of bonds issued to refund a prior issuance of Debt by the Districts. In addition, this limitation does not apply to a District's pledge of its property tax revenues to the Debt of the other District. Any Assessment Debt or C-PACE Bonds do not count against the foregoing limitation and there is no limit to the amount of Assessment Debt or C-PACE Bonds the Districts may issue so long as such issuances are in accordance with the provisions of the applicable Assessment Act.

9. Bankruptcy Limitation. All of the limitations contained in this Governing Document, including, but not limited to, those pertaining to the Maximum Debt Mill Levy, Maximum Debt Mill Levy Imposition Term and the Fees have been established under the authority of the City to approve a Governing Document with conditions pursuant to Section 17D-4-201(5), Utah Code. It is expressly intended that such limitations:

(a) Shall not be subject to set-aside for any reason or by any court of competent jurisdiction, absent a Governing Document Amendment; and

(b) Are, together with all other requirements of Utah law, included in the “political or governmental powers” reserved to the State under the U.S. Bankruptcy Code (11 U.S.C.) Section 903, and are also included in the “regulatory or electoral approval necessary under applicable nonbankruptcy law” as required for confirmation of a Chapter 9 Bankruptcy Plan under Bankruptcy Code Section 943(b)(6).

(c) Any Debt, issued with a pledge or which results in a pledge, that exceeds the Maximum Debt Mill Levy and the Maximum Debt Mill Levy Imposition Term, shall be deemed a material modification of this Governing Document and shall not be an authorized issuance of Debt unless and until such material modification has been approved by the City as part of a Governing Document Amendment.

10. Eminent Domain. The Districts shall not exercise eminent domain or utilize any funds of the Districts to support any eminent domain action or proceeding unless (i) the public improvements for which eminent domain is proposed are permitted under this Agreement, a Development Agreement, the Approved Improvement Plan, or separate agreement of the City and (ii) their location complies with a master infrastructure plan or similar plan of the City or the applicable service provider.

11. Governing Document Amendment Requirement

(a) This Governing Document has been designed with sufficient flexibility to enable the Districts to provide the Public Improvements under evolving circumstances without the need for numerous amendments.

(b) Subject to the limitations and exceptions contained herein, this Governing Document may be amended by passage of resolutions of the City and the affected District(s) approving such amendment.

B. Preliminary Engineering Survey.

The Districts shall have authority to provide for the planning, design, acquisition, construction, installation, relocation, redevelopment, maintenance, and financing of the Public Improvements within and without the boundaries of the Districts, to be more specifically defined in an Approved Improvement Plan. An estimate of the costs of the Public Improvements which may be planned for, designed, acquired, constructed, installed, relocated, redeveloped, maintained or financed was prepared based upon a preliminary engineering survey and estimates derived from the zoning on the property in the District Area and is approximately One Hundred Twelve Million Dollars (\$112,000,000). The costs of Public Improvements as outlined in **Exhibit D** are estimates and the approval of this Governing Document does not constitute the City’s approval of actual costs for Public Improvements. The actual costs of Public Improvements eligible for reimbursement shall be determined by Section V.A.(3) of this Governing Document.

All of the Public Improvements will be designed in such a way as to assure that the Public Improvements standards will be compatible with those of the City and/or any other applicable public entity and shall be in accordance with the requirements of the Approved Improvement Plan.

All construction cost estimates are based on the assumption that construction conforms to applicable local, State or Federal requirements.

VI. THE BOARD OF TRUSTEES

A. Board Composition. The Board shall be composed of three (3) Trustees who shall be appointed by the City Council pursuant to the PID Act. Trustees 1, 2, and 3 shall initially be at large. Trustee terms shall be staggered with initial terms as follows: Trustee 2 shall serve an initial term of four (4) years; Trustees 1 and 3 shall each serve an initial term of six (6) years. All terms shall commence on the date of issuance of a certificate of creation by the Office of the Lieutenant Governor of the State of Utah. In accordance with the PID Act, appointed Trustees shall not be required to be residents of the District.

B. Transition to Elected Board.

(a) For a District anticipated to include residential uses, At the time of annexation of property into a District, such District shall estimate the total number of residential units within the District at full buildout of the property within the District (the "Anticipated Units"). Upon any annexation or withdrawal in accordance with this Governing Document, any affected District may adjust its Anticipated Units to reflect such boundary change. The respective board seats for the District Boards with residential property shall transition from appointed to elected seats according to the following milestones:

Trustee 1. Trustee 1 shall transition to an elected seat after the end of a full term during which 50% of the Anticipated Units have received certificates of occupancy.

Trustee 2. Trustee 2 shall transition to an elected seat after the end of a full term during which 75% of the Anticipated Units have received certificates of occupancy.

Trustee 3. Trustee 3 shall transition to an elected seat after the end of a full term during which 90% of the Anticipated Units have received certificates of occupancy.

(b) For any District which is not anticipated to include any residential property, the Board shall continue to be appointed by the City Council and comprised of owners of land or agents and officers of an owner of land within the boundaries of the District. Any property owner owning at least one-third of the taxable value of the property within such District shall be entitled to nominate one trustee seat for each one-third value (provided that the City retains discretion to reject any nominee and request a new nominee from such property owner).

(c) No transition pursuant to this Section on the basis of the number of building permits issued shall become effective until the next scheduled regular election of the Districts. Seats set to transition on January 1 of a given year shall hold an election for such seats at the regular election immediately preceding such January 1.

C. Reelection and Reappointment. Upon the expiration of a Trustee's respective term, any seat which has not transitioned to an elected seat shall be appointed by the City Council pursuant to the PID Act and any seat which has transitioned to an elected seat shall be elected at the next municipal election pursuant to an election held for such purpose. In the event that no

qualified candidate files to be considered for appointment or files a declaration of candidacy for a seat, such seat may be filled in accordance with the Special District Act.

D. Vacancy. Any vacancy on the Board shall be filled pursuant to the Special District Act.

E. Compensation. Only Trustees who are residents of the Districts may be compensated for services as Trustee. Such compensation shall be in accordance with State Law.

F. Conflicts of Interest. Trustees shall disclose all conflicts of interest. Any Trustee who discloses such conflicts in accordance with 17D-4-202 and 67-16-9, Utah Code, shall be entitled to vote on such matters.

VII. RESERVED

VIII. FINANCIAL PLAN

A. General.

The Districts shall be authorized to provide for the planning, design, acquisition, construction, installation, relocation and/or redevelopment of the Public Improvements from its revenues and by and through the proceeds of Debt to be issued by the Districts. The Financial Plan for the Districts shall be to issue such Debt as the Districts can reasonably pay from revenues derived from the Maximum Debt Mill Levy within the Maximum Debt Mill Levy Imposition Term, Assessments, impact fees remitted by the City, and other legally available revenues. The total Limited Tax Debt that the Districts shall be permitted to issue shall not exceed Fifty Million Dollars (\$50,000,000) and shall be permitted to be issued on a schedule and in such year or years as the Districts determine shall meet the needs of the Financial Plan referenced above and phased to serve development as it occurs. Any portion of Debt issued to refund a prior issuance of Debt by the Districts shall not count against the permitted total Debt. In addition, this limitation does not apply to a District's pledge of its property tax revenues to the Debt of the other District. In addition, any Assessment Debt or C-PACE Bonds do not count against the foregoing limitation and there is no limit to the amount of Assessment Debt or C-PACE Bonds the District may issue so long as such issuances are in accordance with the provisions of the applicable Assessment Act. All Bonds and other Debt issued by the Districts may be payable from any and all legally available revenues of the Districts, including without limitation general ad valorem taxes to be imposed upon all Taxable Property within the Districts, impact fees, and Assessments. The Districts will also rely upon various other revenue sources authorized by law. These will include the power to assess Fees, penalties, or charges, including as provided in Section 17D-4-304, Utah Code, as amended from time to time.

B. Maximum Interest Rate and Maximum Underwriting Discount.

The interest rate on any Debt is expected to be the market rate at the time the Debt is issued. In the event of a default, the proposed maximum interest rate on any Debt is not expected to exceed fifteen percent (15%). The proposed maximum underwriting discount will be five percent (5%).

Debt, when issued, will comply with all relevant requirements of this Governing Document, State law and Federal law as then applicable to the issuance of public securities.

C. Maximum Debt Mill Levy; Prepayment of Assessments.

(a) The “Maximum Debt Mill Levy” shall be the maximum mill levy the Districts are permitted to impose upon the taxable property within the Districts for payment of Limited Tax Debt and administrative expenses.

(b) For a District anticipated at the time of issuance of Debt to include residential uses, such maximum shall be 0.006 per dollar of taxable value of taxable property in such District.

(c) For a District anticipated at the time of issuance of Debt to include no residential uses, such maximum shall be 0.010 per dollar of taxable value of taxable property in such District.

(d) The foregoing Maximum Debt Mill Levies shall be subject to adjustment as provided in Section 17D-4-301(8), Utah Code.

(e) The Maximum Debt Mill Levy may only be amended pursuant to a Governing Document Amendment and as provided in Section 17D-4-202, Utah Code.

(f) In the event the District has issued Limited Tax Debt, any Assessments (other than C-PACE Assessments) imposed by any District on a parcel zoned for residential uses shall be payable at or before the time of conveyance to an End User with respect to such parcel. Any C-PACE Assessments may be repayable in accordance with the provisions of such act.

D. Maximum Debt Mill Levy Imposition Term.

Each Bond issued by the Districts shall mature within Thirty-One (31) years from the date of issuance of such Bond. In addition, no mill levy may be imposed for the repayment of a series of Bonds after a period exceeding forty (40) years from the first date of imposition of the mill levy for such Bond (the “Maximum Debt Mill Levy Imposition Term”).

E. Debt Repayment Sources.

(a) The Districts may impose a mill levy on taxable property within their respective boundaries as a primary source of revenue for repayment of debt service. The Districts shall also pledge any impact fees remitted by the City for the repayment of debt service. The Districts may also rely upon various other revenue sources authorized by law. At the Districts’ discretion, these may include the power to assess Assessments, penalties, or charges, including as provided in Section 17D-4-304, Utah Code, as amended from time to time. Except as described in Section VIII.C(a), the debt service mill levy in the Districts shall not exceed the Maximum Debt Mill Levy or, the Maximum Debt Mill Levy Imposition Term, except for repayment of General Obligation Debt.

(b) The Districts shall not be permitted to charge an End User the costs of any portion of a Public Improvement for which such End User has already paid or is presently obligated to pay through any combination of mill levy, Assessment, or impact fee. This provision shall not prohibit the division of costs between mill levies, Assessments, or impact fees, but is intended to prevent double taxation of End Users for the costs of Public Improvements.

F. Debt Instrument Disclosure Requirement.

In the text of each Bond and any other instrument representing and constituting Debt, the Districts shall set forth a statement in substantially the following form:

By acceptance of this instrument, the owner of this Bond agrees and consents to all of the limitations in respect of the payment of the principal of and interest on this Bond contained herein, in the resolution of the Districts authorizing the issuance of this Bond and in the Governing Document for creation of the Districts.

Similar language describing the limitations in respect of the payment of the principal of and interest on Debt set forth in this Governing Document shall be included in any document used for the offering of the Debt for sale to persons, including, but not limited to, a developer of property within the boundaries of the Districts.

G. Security for Debt.

The Districts shall not pledge any revenue or property of the City as security for the indebtedness set forth in this Governing Document. Approval of this Governing Document shall not be construed as a guarantee by the City of payment of any of the Districts' obligations; nor shall anything in the Governing Document be construed so as to create any responsibility or liability on the part of the City in the event of default by the Districts in the payment of any such obligation.

H. Districts' Operating Costs.

The estimated cost of engineering services, legal services and administrative services, together with the estimated costs of the Districts' organization and initial operations, are anticipated to be Seventy-Five Thousand Dollars (\$75,000), which will be eligible for reimbursement from Debt proceeds.

In addition to the capital costs of the Public Improvements, the Districts will require operating funds for administration and to plan and cause the Public Improvements to be constructed. The first year's operating budget for each District is estimated to be approximately Fifty Thousand Dollars (\$50,000) which is anticipated to be derived from property taxes and other revenues.

I. Bond and Disclosure Counsel; Municipal Advisor.

It is the intent of the City that the Districts shall use competent and nationally recognized bond and disclosure counsel and Municipal Advisor with respect to District Bonds to ensure proper issuance and compliance with this Governing Document. The Districts have agreed to utilize the City's counsel, Gilmore & Bell, P.C., as bond and disclosure counsel and Zions Public Finance, Inc., as Municipal Advisor with respect to District Bonds as permitted by law. The foregoing requirement may be waived in writing by the City.

IX. ANNUAL REPORT

A. General.

Each District shall be responsible for submitting an annual report to the City Manager's Office no later than 180 days following the end of such District's fiscal year.

B. Reporting of Significant Events.

The annual report shall include information as to any of the following:

1. Boundary changes made or proposed to the District's boundary as of December 31 of the prior year.
2. List of current interlocal agreements, if changed (to be delivered to the City upon request);
3. Names and terms of Board members and officers and progress towards milestones required for transition to elected Board;
4. District office contact information;
5. Rules and regulations of the District regarding bidding, conflict of interest, contracting, and other governance matters, if changed;
6. A summary of any litigation which involves the District Public Improvements as of the last day of the prior fiscal year;
7. Status of the District's construction of the Public Improvements as of last day of the prior fiscal year and listing all facilities and improvements constructed by the District that have been dedicated to and accepted by the City as of the last day of the prior fiscal year;
8. A table summarizing total debt authorized and total debt issued by the District as well as any presently planned debt issuances;
9. Official statements of current outstanding bonded indebtedness, if not previously provided to the City;
10. Current year budget including a description of the Public Improvements to be constructed in such year;

11. The District's financial statements, for the previous fiscal year, such statements shall be audited if required pursuant to State law or relevant bond documents (such statements shall be submitted within 30 days of completion if completed after 180 days following the end of the fiscal year);

12. Notice of any uncured events of default by the District, which continue beyond a 90 day period, under any Debt instrument; and

13. Any inability of the District to pay its obligations as they come due, in accordance with the terms of such obligations, which continue beyond a 90 day period.

X. DISSOLUTION

Upon an independent determination of each District Board that the purposes for which such District was created have been accomplished, the District shall file petitions for dissolution, pursuant to the applicable State statutes. In no event shall a dissolution occur until such District has provided for the payment or discharge of all of their outstanding indebtedness and other financial obligations as required pursuant to State statutes and disbursed of all assets of such District.

XI. DISCLOSURE TO PURCHASERS; ANNUAL NOTICE

A. Recorded Notice of District Creation. Within thirty (30) days of the issuance of a certificate of incorporation by the Office of the Lieutenant Governor of the State for each District, the Board shall cause to be recorded a notice of such creation with the recorder of Utah County. Such notice shall (i) contain a description of the boundaries of the District, (ii) state that a copy of this Governing Document is on file at the office of the City, (iii) state that the District may finance and repay infrastructure and other improvements through the levy of a property tax; (iv) state the Maximum Debt Mill Levy of the District; and (v) if applicable, stating that the debt may convert to general obligation debt and outlining the provisions relating to conversion. A copy of the notice shall further be provided to the City.

In addition, the Applicant and the Board shall ensure that the Applicant, homebuilders, commercial developers, and commercial lessors, as applicable, disclose the following information to initial resident homeowners, renters, commercial property owners, and/or commercial tenants:

- (1) All of the information in the first paragraph of this XI.A.;
- (2) A disclosure outlining the impact of any applicable property tax, in substantially the following form:

“Under the maximum property tax rate of the District, for every \$100,000 of taxable value, there would be an additional annual property tax of [\$600 [FOR RESIDENTIAL]] [\$1,000 [FOR NON-RESIDENTIAL]] for the duration of the District's Bonds.”

- (3) Such disclosures shall be contained on a separate-colored page of the applicable closing or lease documents and shall require a signature of such end user acknowledging the foregoing.

B. Notice to Buyers and Lessees. In addition, the Board of each District shall make commercially reasonable efforts to ensure that the Project developer, homebuilders, sub-developers, and commercial lessors, as applicable, disclose the following information to initial resident homeowners, renters, commercial property owners, and/or commercial tenants in such District:

- (1) All of the information in the first paragraph of this XI.A.;
- (2) A disclosure outlining the impact of any applicable property tax, in substantially the following form:

“Under the maximum property tax rate of the District, **for every \$100,000 of taxable value**, there would be an **additional annual property tax of [\$600 [FOR RESIDENTIAL]] [\$1,000 [FOR NON-RESIDENTIAL]]** for the duration of the District’s Bonds.”

- (3) Such disclosures shall be contained on a separate-colored page of the applicable closing or lease documents and shall require a signature of such End User acknowledging the foregoing.

Additionally, the Developer and the Board shall ensure that the Developer, homebuilders, and commercial developers, and commercial lessors, as applicable post a notice, in the same form and size (or larger) as the form attached as **Exhibit F** in a conspicuous area on bright-colored paper within all model homes and sales offices within the Districts.

C. Annual Notice to Property Owners. On or before July 15 of each year, commencing in the first calendar year following the year in which a District issues Debt, such District shall mail a notice to all owners of property within the boundaries of the Districts a notice providing:

- (1) A disclosure outlining the impact of any applicable property tax, in substantially the following form:

“Under the maximum property tax rate of the Districts, **for every \$100,000 of taxable value**, there would be an **additional annual property tax of [\$600 [FOR RESIDENTIAL]] [\$1,000 [FOR NON-RESIDENTIAL]]** for the duration of the District’s Bonds.”

- (2) The applicable tax rate of the Districts for the then current year;
- (3) That budgets and financial information for the Districts may be found on the State Auditor’s Website (currently <https://reporting.auditor.utah.gov/searchreports/s/>); and
- (4) Contact information for members of the board.

XII. INTERLOCAL AGREEMENT

The form of the Interlocal Agreement required by the City Code, relating to the limitations imposed on the Districts' activities, is attached hereto as **Exhibit E**. The Districts shall approve the Interlocal Agreement in the form attached as **Exhibit E** at its first Board meeting after its organization. Failure of the Districts to execute the Interlocal Agreement as required herein shall constitute a material modification and shall require a Governing Document Amendment. The City Council shall approve the Interlocal Agreement in the form attached as **Exhibit E** at the public hearing approving the Governing Document.

EXHIBIT A

Legal Descriptions

INITIAL BOUNDARY LEGAL DESCRIPTION

District No. 1

BEGINNING AT A POINT LOCATED NORTH 00°10'58" WEST 1529.19 FEET ALONG THE QUARTER SECTION LINE AND EAST 732.70 FEET FROM THE NORTH 1/4 CORNER OF SECTION 19, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE & MERIDIAN; THENCE NORTH 100.00 FEET; THENCE EAST 40.00 FEET; THENCE SOUTH 100.00 FEET; THENCE WEST 40.00 FEET TO THE POINT OF BEGINNING.

AREA = 0.092 ACRES.

District No. 2

BEGINNING AT A POINT LOCATED SOUTH 00°01'28" EAST 1148.64 FEET ALONG THE QUARTER SECTION LINE AND WEST 894.35 FEET FROM THE NORTH 1/4 CORNER OF SECTION 19, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE & MERIDIAN; THENCE WEST 40.00 FEET; THENCE NORTH 100.00 FEET; THENCE EAST 40.00 FEET; THENCE SOUTH 100.00 FEET TO THE POINT OF BEGINNING.

AREA = 0.092 ACRES.

District No. 3

BEGINNING AT A POINT LOCATED SOUTH 00°01'28" EAST 1441.39 FEET ALONG THE QUARTER SECTION LINE AND EAST 1840.56 FEET FROM THE NORTH 1/4 CORNER OF SECTION 19, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE & MERIDIAN; THENCE NORTH 100.00 FEET; THENCE EAST 40.00 FEET; THENCE SOUTH 100.00 FEET; THENCE WEST 40.00 FEET TO THE POINT OF BEGINNING.

AREA = 0.092 ACRES.

District No. 4

BEGINNING AT A POINT LOCATED SOUTH 00°17'10" EAST 417.99 FEET ALONG THE SECTION LINE AND WEST 1205.16 FEET FROM THE EAST 1/4 CORNER OF SECTION 19, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE & MERIDIAN; THENCE SOUTH 100.00 FEET; THENCE WEST 40.00 FEET; THENCE NORTH 100.00 FEET; THENCE EAST 40.00 FEET TO THE POINT OF BEGINNING.

AREA = 0.092 ACRES.

ANNEXATION AREA PARCEL DESCRIPTION

The entirety of the Initial District Boundaries described above.

In addition, the following is included in the Annexation Area:

A PARCEL OF GROUND LOCATED IN THE SOUTH HALF OF SECTION 18, SECTION 19, AND THE NORTHEAST QUARTER OF SECTION 30, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE AND MERIDIAN, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 1320.38 FEET NORTH 0°06'43" WEST ALONG THE WEST LINE OF THE SOUTH WEST QUARTER OF SAID SECTION 18 AND 10.79 FEET EAST FROM THE SOUTHWEST CORNER OF SAID SECTION 18; RUNNING THENCE SOUTH 88°35'57" EAST, 1,289.20 FEET TO A FOUND MONUMENT, MARKED "BLP PLS 166406"; THENCE NORTH 0°00'47" WEST, 24.80 FEET TO THE NORTH LINE OF THE SOUTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 18; THENCE ALONG SAID NORTH LINE SOUTH 89°45'17" EAST, 847.37 FEET TO A FOUND MONUMENT, MARKED "BLP PLS 166406" AND THE SOUTHWEST CORNER OF THE EAST HALF OF THE WEST HALF OF THE EAST HALF OF THE NORTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 18; THENCE NORTH 0°09'56" WEST, 1,324.20 FEET ALONG THE WESTERLY LINE OF SAID EAST HALF TO THE NORTHWEST CORNER OF SAID EAST HALF; THENCE SOUTH 89°53'16" EAST, 118.71 FEET TO THE NORTHWEST CORNER OF DESCRIBED PROPERTY FOUND ON WARRANTY DEED RECORDED IN THE UTAH COUNTY RECORDER'S OFFICE ON JUNE 7, 2021, ENTRY No. 103688:2021; THENCE ALONG SAID DEED DESCRIPTION THE FOLLOWING SEVEN (7) CALLS: (1) SOUTH 0°09'47" EAST, 716.89 FEET TO A SURVEY CAP MARKED 10708886, (2) SOUTH 89°48'17" EAST, 377.09 FEET TO A SURVEY CAP MARKED 10708886, (3) NORTH 0°10'23" WEST, 54.50 FEET, (4) NORTH 1°35'34" WEST, 286.07 FEET TO A SURVEY CAP MARKED 10708886, (5) NORTH 2°56'56" WEST, 350.39 FEET, (6) NORTH 8°58'26" EAST, 21.62 FEET, (7) NORTH 0°10'03" WEST, 5.73 FEET TO THE NORTH LINE OF THE SOUTH HALF OF SAID SECTION 18; THENCE SOUTH 89°53'16" EAST, 1,356.69 FEET ALONG SAID NORTH LINE TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SAID SECTION 18; THENCE SOUTH 0°02'12" EAST, 2,656.50 FEET ALONG THE EASTERLY LINE OF SAID NORTHWEST QUARTER OF THE SOUTHEAST QUARTER TO THE NORTHWEST CORNER OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 19; THENCE SOUTH 89°38'13" EAST, 1,130.08 FEET ALONG THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 19 TO A YELLOW PLASTIC SURVEY CAP MARKED "RBG PLS142870"; THENCE SOUTH 0°25'29" WEST, 500.00 FEET; THENCE SOUTH 89°38'13" EAST, 200.00 FEET TO THE EAST LINE OF SAID NORTHEAST QUARTER; THENCE SOUTH 0°25'29" WEST, 2,152.08 FEET ALONG SAID EAST LINE TO A 1" PIPE MONUMENTING THE EAST QUARTER CORNER OF SAID SECTION 19; THENCE SOUTH 0°16'46" EAST, 1,166.15 FEET ALONG THE EAST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 19; THENCE NORTH 89°46'30" WEST, 330.63 FEET; THENCE SOUTH 0°07'24" WEST, 1,428.00 FEET; THENCE SOUTH 89°49'25" EAST, 340.67 FEET TO SAID EAST LINE; THENCE SOUTH 0°16'20" EAST, 44.65 FEET ALONG SAID EAST LINE TO THE SOUTHWEST CORNER OF SAID SECTION 19; THENCE SOUTH 89°23'32" EAST, 2.60 FEET ALONG THE NORTH LINE OF SECTION 30, TO THE NORTHEAST CORNER OF LOT 2, SECTION 30; THENCE (1) SOUTH 0°14'06" WEST, 484.03 FEET ALONG THE EAST LINE OF SAID LOT 2; THENCE NORTH 89°56'00" WEST, 1,601.44 FEET TO THE EASTERLY LINE OF LOT 4, PLAT "A", GAMMA SUBDIVISION, FILED IN THE UTAH COUNTY RECORDER'S OFFICE, DECEMBER 3, 1980, ENTRY NO. 41770, MAP FILING NO. 2611; THENCE ALONG SAID GAMMA SUBDIVISION THE FOLLOWING SIX (6) COURSES; (1) NORTH 28°23'20" EAST, 71.71 FEET ALONG THE EASTERLY LINE TO THE EASTERLY CORNER OF SAID LOT 4 TO A FOUND REBAR, (2) NORTH 80°53'28" WEST, 73.77 FEET ALONG THE NORTHERLY LINE OF SAID LOT 4 TO A FOUND REBAR AND THE SOUTHEAST CORNER OF LOT 3 OF SAID GAMMA SUBDIVISION, (3) NORTH 38°56'02" EAST, 233.44 FEET ALONG THE EASTERLY LINE OF SAID LOT 3 TO A FOUND REBAR AND THE CORNER COMMON TO LOT 3 AND LOT 2 OF SAID GAMMA SUBDIVISION, (4)

THENCE NORTH 39°28'57" EAST, 213.63 FEET ALONG THE EASTERLY LINE OF SAID LOT 2 TO AN ANGLE POINT, (5) NORTH 63°39'10" EAST, 75.56 FEET CONTINUING ALONG SAID LOT 2 TO A FOUND REBAR AND THE EAST CORNER OF SAID LOT 2, (6) NORTH 0°09'43" EAST, 40.69 FEET TO THE NORTHEAST CORNER OF SAID LOT 2 AND THE SOUTHEAST CORNER OF "BRIDLE PATH", PLAT "B", WOODLAND HILLS PLANNED DWELLING GROUP, FILED IN THE UTAH COUNTY RECORDER'S OFFICE, APRIL 5, 1973, ENTRY No. 5732, MAP FILING No. 1123; THENCE ALONG SAID PLAT "B" WOODLAND HILLS THE FOLLOWING TWO (2) COURSES: (1) NORTH 0°05'45" WEST, 19.41 FEET ALONG SAID "BRIDLE PATH" TO THE EAST CORNER OF LOT 97 OF SAID PLAT "B", (2) NORTH 23°49'12" WEST, 372.69 FEET TO A FOUND REBAR AND THE NORTHERLY CORNER OF LOTS 97 OF SAID PLAT "B" AND THE EASTERLY CORNER OF LOT 3, PLAT "A" BETA SUBDIVISION, FILED IN THE UTAH COUNTY RECORDER'S OFFICE, DECEMBER 3, 1980, ENTRY No. 41771, MAP FILING No. 2612; THENCE NORTH 64°39'10" WEST, 308.61 FEET TO A FOUND REBAR AND THE NORTHERLY CORNER COMMON TO LOTS 3 AND 1 OF SAID BETA; THENCE NORTH 64°39'54" WEST, 300.23 FEET TO THE NORTH CORNER OF SAID LOT 3 AND THE SOUTHEAST CORNER OF LOT 69, PLAT "A", WOODLAND HILLS PLANNED DWELLING GROUP, FILED IN THE UTAH COUNTY RECORDER'S OFFICE, JUNE 19, 1970, ENTRY No. 6205, MAP FILING No. 851; THENCE NORTH 0°02'26" WEST, 370.29 FEET ALONG THE EAST LINE OF SAID LOT 69 TO A FOUND MONUMENT AND THE NORTHEAST CORNER OF SAID LOT 69 AND THE SOUTHEAST CORNER OF PLAT "A", DAVRON, FILED IN THE UTAH COUNTY RECORDER'S OFFICE, DECEMBER 31, 1996, ENTRY No. 105096, MAP FILING No. 6887; THENCE NORTH 0°16'27" EAST, 432.71 FEET TO A FOUND REBAR AND THE NORTHEAST CORNER OF SAID DAVRON; THENCE NORTH 89°59'14" WEST, 721.70 FEET TO THE NORTHWEST CORNER OF SAID DAVRON AND THE EAST LINE OF MAPLE DRIVE; THENCE NORTH 41°05'20" WEST, 157.92 FEET ALONG MAPLE DRIVE TO THE SOUTH LOT CORNER OF LOT 71 OF SAID PLAT "A", WOODLAND HILLS; THENCE ALONG THE EASTERLY BOUNDARY OF SAID PLAT "A", WOODLAND HILLS THE FOLLOWING TEN (10) COURSES; (1) NORTH 0°05'20" WEST, 257.53 FEET TO A FOUND REBAR MONUMENTING THE NORTHEASTERLY CORNER OF SAID LOT 71, (2) NORTH 36°03'43" WEST, 427.69 FEET TO A FOUND REBAR MONUMENTING THE NORTHEASTERLY CORNER COMMON TO LOTS 72 AND 73, (3) NORTH 37°32'47" WEST, 238.18 FEET ALONG THE NORTHEASTERLY LINE OF SAID LOT 73 TO A FOUND REBAR MONUMENTING THE NORTHEASTERLY CORNER COMMON TO LOTS 73 AND 74, (4) NORTH 37°26'12" WEST, 220.24 FEET TO THE NORTHEASTERLY CORNER COMMON TO LOTS 75 AND 76, (5) NORTH 29°25'20" WEST, 424.49 FEET TO THE NORTHEASTERLY ANGLE POINT OF LOT 76, (6) NORTH 42°55'11" WEST, 243.21 FEET TO A FOUND REBAR MONUMENTING THE NORTHEASTERLY CORNER COMMON TO LOTS 76 AND 77, (7) NORTH 26°21'53" WEST, 200.32 FEET TO A FOUND YELLOW PLASTIC SURVEY CAP, MARKED "S.A.I. LS1722", MONUMENTING THE NORTHEASTERLY CORNER COMMON TO LOTS 77 AND 78, (8) NORTH 26°38'35" WEST, 211.32 FEET TO THE EASTERLY CORNER COMMON TO LOTS 78 AND 79, (9) NORTH 0°37'26" WEST, 252.76 FEET ALONG THE EASTERLY LINE OF LOT 79 AND 80, (10) NORTH 0°07'53" WEST, 200.24 FEET ALONG THE EASTERLY LINE OF LOT 80; THENCE SOUTH 89°38'09" EAST, 12.57 FEET ALONG A FENCE LINE AND FENCE LINE EXTENDED TO A FENCE CORNER; THENCE NORTH 0°00'24" EAST, 496.18 FEET ALONG A FENCE LINE TO A FENCE CORNER; THENCE NORTH 89°59'36" WEST, 120.19 FEET ALONG A FENCE LINE TO A FENCE CORNER; THENCE NORTH 0°24'37" WEST, 928.21 FEET; THENCE NORTH 89°38'38" WEST, 590.10 FEET; THENCE NORTH 0°21'21" EAST, 1,252.26 FEET; THENCE NORTH 88°37'56" WEST, 664.55 FEET; THENCE NORTH 0°12'40" WEST, 27.74 FEET; THENCE NORTH 88°36'38" WEST, 22.27 FEET; THENCE NORTH 0°20'39" EAST, 28.29 FEET TO THE POINT OF BEGINNING.

CONTAINING 23,143,045 SQ. FT., OR 531.291 ACRES MORE OR LESS

BASIS OF BEARING: ALL BEARINGS ARE GRID BEARINGS OF THE UTAH STATE PLANE COORDINATE SYSTEM, CENTRAL ZONE, NORTH AMERICAN DATUM 1983. THE MONUMENTED SECTION LINE OF THE SOUTH QUARTER CORNER OF SECTION 19 TO THE SOUTHWEST CORNER WHICH BEARS N 89°56'00" W AS SHOWN HEREON.

EXHIBIT B

Salem City Vicinity Map

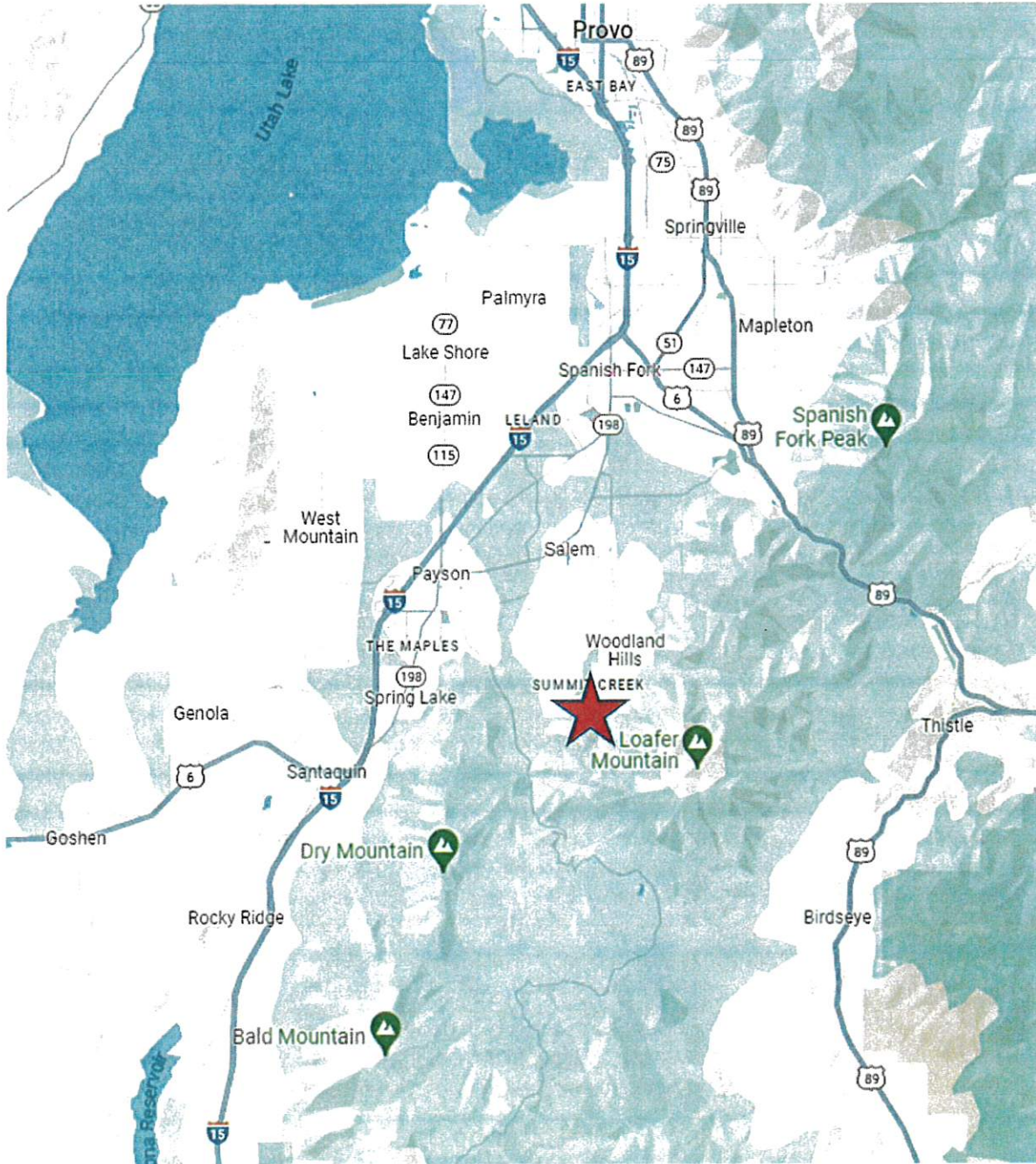
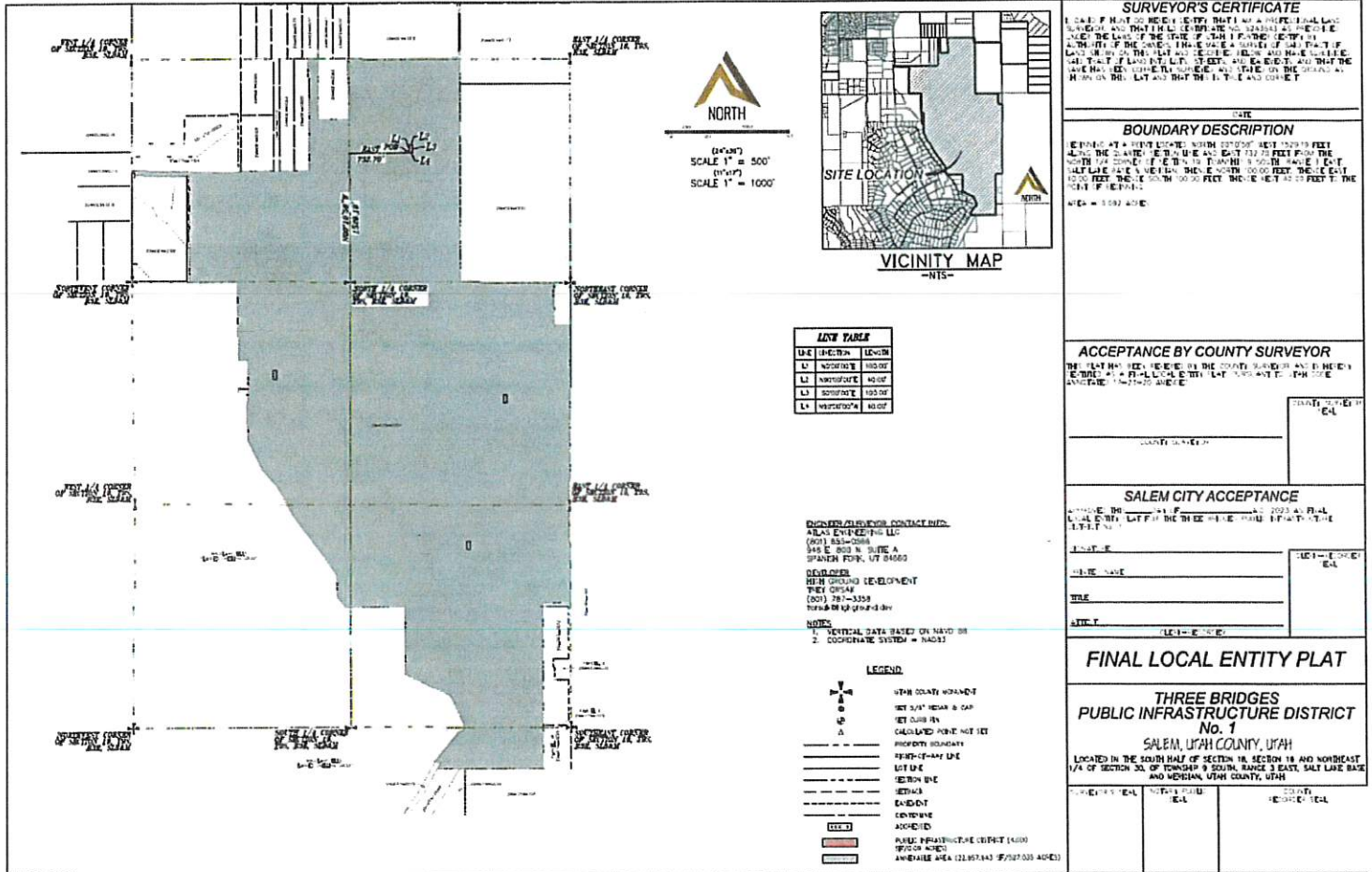


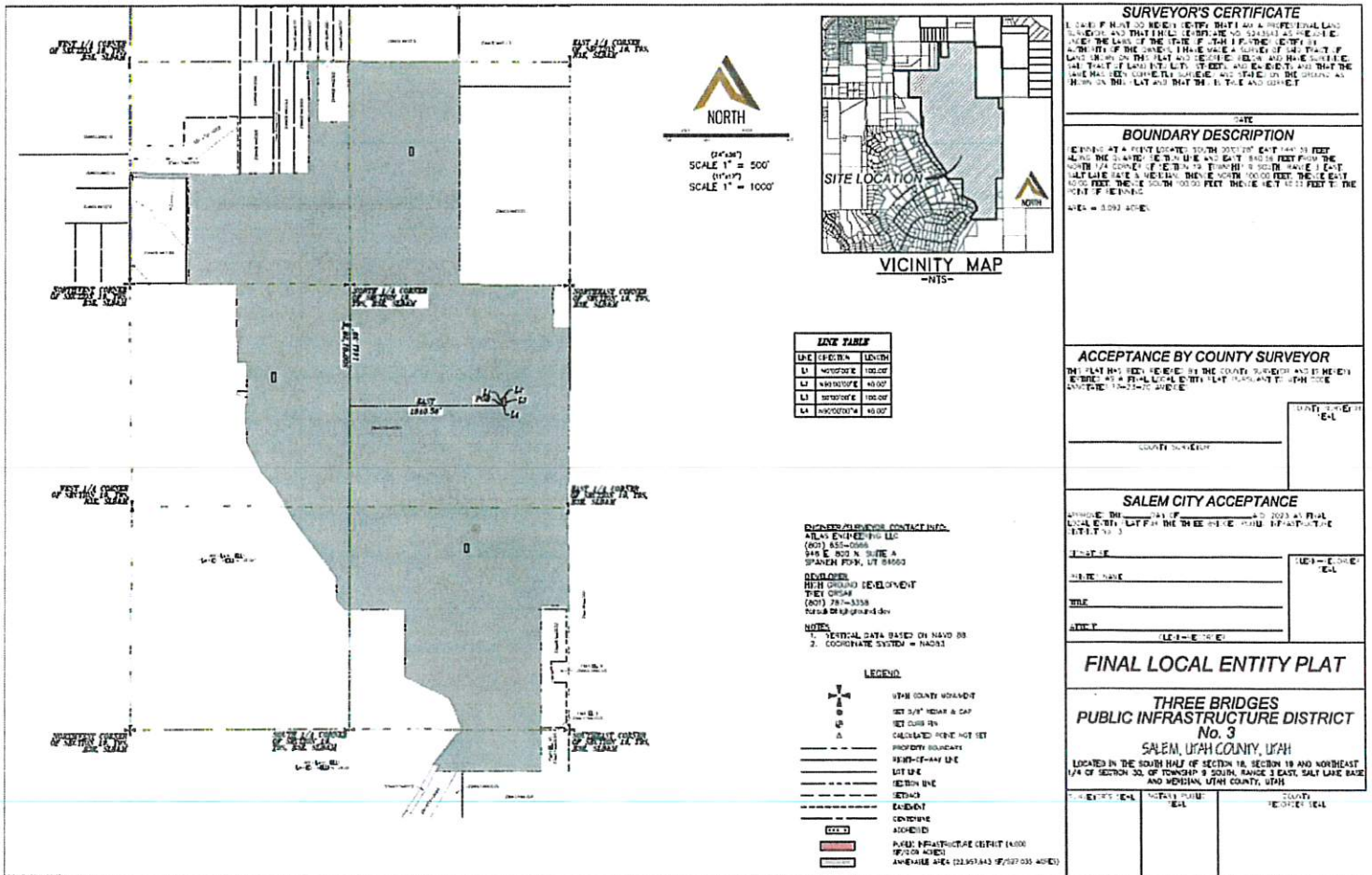
EXHIBIT C

Initial District Boundary and Annexation Area Map

District No. 1



District No. 3



SURVEYOR'S CERTIFICATE
I, SAUL P. HAYES, A PROFESSIONAL SURVEYOR, HAVE BEEN LICENSED BY THE STATE OF UTAH AS A PROFESSIONAL SURVEYOR AND THAT I HAVE PERSONALLY CONDUCTED THIS SURVEY AND THAT I AM A MEMBER OF THE SURVEYORS ASSOCIATION OF THE STATE OF UTAH. I HAVE PERSONALLY CONDUCTED THIS SURVEY AND THAT I HAVE BEEN LICENSED BY THE STATE OF UTAH AS A PROFESSIONAL SURVEYOR AND THAT I AM A MEMBER OF THE SURVEYORS ASSOCIATION OF THE STATE OF UTAH. I HAVE PERSONALLY CONDUCTED THIS SURVEY AND THAT I HAVE BEEN LICENSED BY THE STATE OF UTAH AS A PROFESSIONAL SURVEYOR AND THAT I AM A MEMBER OF THE SURVEYORS ASSOCIATION OF THE STATE OF UTAH.

BOUNDARY DESCRIPTION
BEGINNING AT A POINT LOCATED SOUTH 00°00'00" EAST 50 FEET ALONG THE 1/4 SECTION 18 T20N R3E S4E AND EAST 500 FEET FROM THE NORTH 1/4 CORNER OF SECTION 18 TO POINT A SOUTH 89°59'59" EAST 500 FEET TO POINT B; FROM POINT B SOUTH 89°59'59" WEST 1000 FEET TO POINT C; FROM POINT C SOUTH 00°00'00" WEST 1000 FEET TO POINT D; FROM POINT D SOUTH 00°00'00" WEST 1000 FEET TO POINT E; FROM POINT E SOUTH 00°00'00" WEST 1000 FEET TO POINT F; FROM POINT F SOUTH 00°00'00" WEST 1000 FEET TO POINT G; FROM POINT G SOUTH 00°00'00" WEST 1000 FEET TO POINT H; FROM POINT H SOUTH 00°00'00" WEST 1000 FEET TO POINT I; FROM POINT I SOUTH 00°00'00" WEST 1000 FEET TO POINT J; FROM POINT J SOUTH 00°00'00" WEST 1000 FEET TO POINT K; FROM POINT K SOUTH 00°00'00" WEST 1000 FEET TO POINT L; FROM POINT L SOUTH 00°00'00" WEST 1000 FEET TO POINT M; FROM POINT M SOUTH 00°00'00" WEST 1000 FEET TO POINT N; FROM POINT N SOUTH 00°00'00" WEST 1000 FEET TO POINT O; FROM POINT O SOUTH 00°00'00" WEST 1000 FEET TO POINT P; FROM POINT P SOUTH 00°00'00" WEST 1000 FEET TO POINT Q; FROM POINT Q SOUTH 00°00'00" WEST 1000 FEET TO POINT R; FROM POINT R SOUTH 00°00'00" WEST 1000 FEET TO POINT S; FROM POINT S SOUTH 00°00'00" WEST 1000 FEET TO POINT T; FROM POINT T SOUTH 00°00'00" WEST 1000 FEET TO POINT U; FROM POINT U SOUTH 00°00'00" WEST 1000 FEET TO POINT V; FROM POINT V SOUTH 00°00'00" WEST 1000 FEET TO POINT W; FROM POINT W SOUTH 00°00'00" WEST 1000 FEET TO POINT X; FROM POINT X SOUTH 00°00'00" WEST 1000 FEET TO POINT Y; FROM POINT Y SOUTH 00°00'00" WEST 1000 FEET TO POINT Z; FROM POINT Z SOUTH 00°00'00" WEST 1000 FEET TO POINT A.

ACCEPTANCE BY COUNTY SURVEYOR
THIS PLAN HAS BEEN REVIEWED BY THE COUNTY SURVEYOR AND IT IS HEREBY ACCEPTED AS A FINAL RECORD WITH THE FOLLOWING COMMENTS:
NONE

SALEM CITY ACCEPTANCE
APPROVED BY THE CITY OF SALEM, UTAH, AS A FINAL LOCAL ENTITY PLAN FOR THE THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT.
DATE: _____
TITLE: _____
SCALE: _____

FINAL LOCAL ENTITY PLAT
THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT No. 3 SALEM, UTAH COUNTY, UTAH
LOCATED IN THE SOUTH HALF OF SECTION 18, SECTION 18 AND NORTHEAST 1/4 OF SECTION 30, OF TOWNSHIP 8 SOUTH, RANGE 3 EAST, SALT LAKE BASIN AND MERIDIAN, UTAH COUNTY, UTAH

LINE TABLE

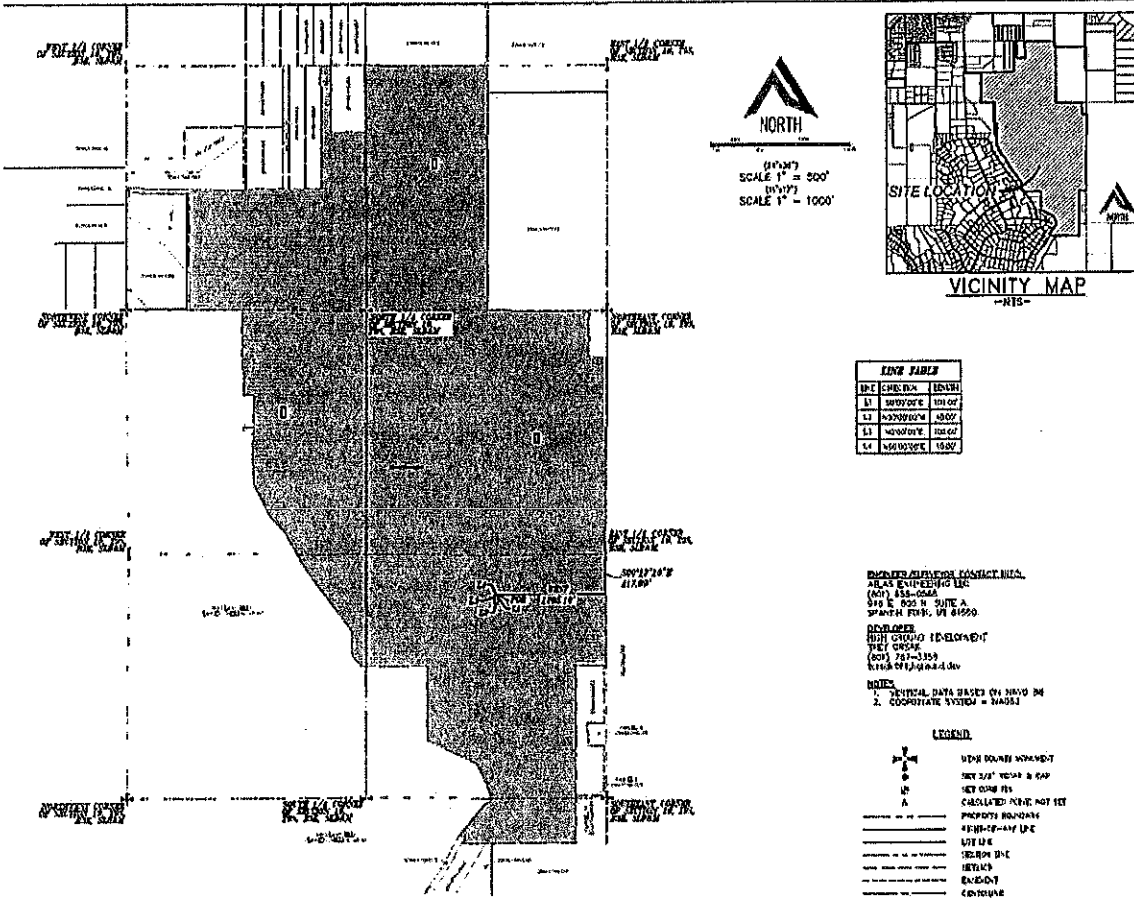
LINE	SECTION	LENGTH
L1	SECTION 18	1000.00
L2	SECTION 18	1000.00
L3	SECTION 18	1000.00
L4	SECTION 18	1000.00

DISSEMINATION CONTACT INFO:
ATLAS ENGINEERING LLC
(801) 455-0066
340 E. 800 N. SUITE A
SPRING PARK, UT 84603
DEVELOPER:
HIGH GROUND DEVELOPMENT
7551 CHASE
(801) 781-3338
PUBS@highground.com

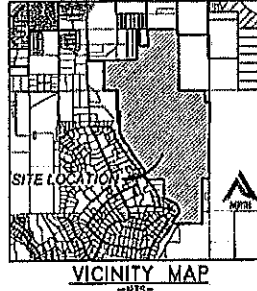
NOTES:
1. VERTICAL DATA BASED ON NAVD 83
2. COORDINATE SYSTEM = NAD83

- LEGEND**
- UTAH COUNTY BOUNDARY
 - SET SURV. MARK & CAP
 - SET CURB RN
 - CALCULATED POINT NOT SET
 - PROPERTY BOUNDARY
 - RIGHT-OF-WAY LINE
 - LOT LINE
 - SECTION LINE
 - SETBACK
 - EASEMENT
 - CONCRETE
 - ASPHALT
 - PUBLIC INFRASTRUCTURE DEBIT (A008)
 - PROPOSED
 - ADVISORY AREA (21567143 17/27 030 4000)

District No. 4



NORTH
 SCALE 1" = 500'
 (NAD 83)
 SCALE 1" = 1000'



LINE NUMBER	LENGTH	BEARING
L1	100.00'	S 00° 00' 00" W
L2	100.00'	S 00° 00' 00" W
L3	100.00'	S 00° 00' 00" W
L4	100.00'	S 00° 00' 00" W

REGISTERED PROFESSIONAL ENGINEER
 SALEM ENGINEERING INC.
 (503) 435-0544
 810 N. 222 N. SUITE A
 SALEM, OREGON 97305

DEVELOPER
 HIGH COUNTRY DEVELOPMENT
 TRUST COMPANY
 (503) 787-3359
 11000 NE 17th Avenue

NOTES:
 1. METRIC DATA BASED ON NAD 83
 2. COORDINATE SYSTEM = NAD83

LEGEND

	UTILITY POLE MONUMENT
	SET CORNER WITH CAP
	SET CORNER PIN
	CALCULATED POINT NOT SET
	PROPERTY BOUNDARY
	FRONT-OF-LOT LINE
	UTILITY LINE
	EASEMENT LINE
	CENTERLINE
	EASEMENT
	PUBLIC INFRASTRUCTURE CENTER LINE
	EASEMENT AREA
	EASEMENT AREA WITH EASEMENT

SURVEYOR'S CERTIFICATE
 I, SALEM ENGINEERING INC., A PROFESSIONAL ENGINEERING FIRM, HAVE SURVEYED AND PREPARED THIS MAP TO SHOW THE BOUNDARIES OF THE DISTRICT NO. 4 AND THE LOCATION OF THE DISTRICT NO. 4 WITHIN THE CITY OF SALEM, OREGON. THE DISTRICT NO. 4 IS A PUBLIC INFRASTRUCTURE DISTRICT AS DEFINED BY THE CITY OF SALEM, OREGON. THE DISTRICT NO. 4 IS A PUBLIC INFRASTRUCTURE DISTRICT AS DEFINED BY THE CITY OF SALEM, OREGON. THE DISTRICT NO. 4 IS A PUBLIC INFRASTRUCTURE DISTRICT AS DEFINED BY THE CITY OF SALEM, OREGON.

BOUNDARY DESCRIPTION
 BEING AT A POINT BEING SOUTH 00° 00' 00" WEST 100.00 FEET ALONG THE NORTH LINE AND 100.00 FEET FROM THE EAST PROPERTY CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON. BEING SOUTH 00° 00' 00" WEST 100.00 FEET FROM THE NORTH PROPERTY CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON. BEING EAST 00° 00' 00" WEST 100.00 FEET FROM THE SOUTH PROPERTY CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON. BEING EAST 00° 00' 00" WEST 100.00 FEET FROM THE SOUTH PROPERTY CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON.

AREA = 3.000 ACRES.

ACCEPTANCE BY COUNTY SURVEYOR
 THIS PLAN HAS BEEN REVIEWED BY THE COUNTY SURVEYOR AND IS HEREBY RECORDED AS A FINAL LOCAL ENTITY PLAT. THE COUNTY SURVEYOR'S OFFICE IS LOCATED AT 1000 N. 2ND AVENUE, SALEM, OREGON 97305.

COUNTY SURVEYOR: _____

DATE: _____

SALEM CITY ACCEPTANCE
 I, SALEM ENGINEERING INC., A PROFESSIONAL ENGINEERING FIRM, HAVE SURVEYED AND PREPARED THIS MAP TO SHOW THE BOUNDARIES OF THE DISTRICT NO. 4 AND THE LOCATION OF THE DISTRICT NO. 4 WITHIN THE CITY OF SALEM, OREGON. THE DISTRICT NO. 4 IS A PUBLIC INFRASTRUCTURE DISTRICT AS DEFINED BY THE CITY OF SALEM, OREGON. THE DISTRICT NO. 4 IS A PUBLIC INFRASTRUCTURE DISTRICT AS DEFINED BY THE CITY OF SALEM, OREGON. THE DISTRICT NO. 4 IS A PUBLIC INFRASTRUCTURE DISTRICT AS DEFINED BY THE CITY OF SALEM, OREGON.

ENGINEER: _____

DATE: _____

FINAL LOCAL ENTITY PLAT
THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT No. 4 SALEM, OREGON
 LOCATED IN THE SOUTH HALF OF SECTION 16, SECTION 19 AND NORTHEAST 1/4 OF SECTION 30, OF TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON. BEING SOUTH 00° 00' 00" WEST 100.00 FEET FROM THE NORTH PROPERTY CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON. BEING SOUTH 00° 00' 00" WEST 100.00 FEET FROM THE NORTH PROPERTY CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON. BEING EAST 00° 00' 00" WEST 100.00 FEET FROM THE SOUTH PROPERTY CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON. BEING EAST 00° 00' 00" WEST 100.00 FEET FROM THE SOUTH PROPERTY CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALEM LAND DISTRICT, OREGON.

CITY SURVEYOR: _____

DATE: _____

EXHIBIT D

Public Improvements

Three Bridges Construction Estimate--PID Eligible

Item No.	Description	Quantity	Unit	Unit Cost	PID Eligible
	Total Residential Units	576	Lot		
	Hotel Units	151	Keys		
	Project Acreage	532	Acres		\$ 111,815,368.14

IMPROVEMENT COST ESTIMATE

Item No.	Description	Quantity	Unit	Unit Price	Project Cost
0. SOFT COSTS					
0	Geotechnical Report	1	LS	\$ 80,000.00	\$ 80,000.00
1	Engineering	1	LS	\$ 1,000,000.00	\$ 1,000,000.00
2	Surveying	1	LS	\$ 240,000.00	\$ 240,000.00
3	City Permit, Review, & Impact Fees	1	LS	\$ 350,000.00	\$ 350,000.00
Subtotal:					\$ 1,670,000.00
1. GRADING/EARTHWORK					
101	Excavation	1	LS	\$ 5,508,000.00	\$ 5,508,000.00
Subtotal:					\$ 5,508,000.00
2. STORM DRAIN					
201	15" Class III RCP	30,000	LF	\$ 70.00	\$ 2,100,000.00
202	18" Class III RCP	28,700	LF	\$ 75.00	\$ 2,152,500.00
203	24" Class III RCP	800	LF	\$ 90.00	\$ 72,000.00
204	30" Class III RCP	500	LF	\$ 70.00	\$ 35,000.00
205	2' x 4' Catch Basin	170	EA	\$ 2,500.00	\$ 425,000.00
206	Storm Drain Cleanouts	80	EA	\$ 3,000.00	\$ 240,000.00
207	Storm Drain Combo Boxes	150	EA	\$ 11,500.00	\$ 1,725,000.00
210	Trench Import	41,111	LS	\$ 16.00	\$ 657,776.00
Subtotal:					\$ 7,407,276.00
3. SANITARY SEWER					
301	8" SDR-35 PVC Sanitary Sewer Pipe	60,000	LF	\$ 59.00	\$ 3,540,000.00
302	4" Manhole	150	EA	\$ 7,500.00	\$ 1,125,000.00
303	4" San. Sewer Laterals	999	EA	\$ 1,800.00	\$ 1,798,200.00
304	Connect to Existing Sewer	3	EA	\$ 3,800.00	\$ 11,400.00
305	Concrete Collar	150	EA	\$ 84.00	\$ 12,600.00
306	Trench Import	185,000	EA	\$ 16.00	\$ 2,960,000.00
307	Lateral Trench Import	85,563	EA	\$ 16.00	\$ 1,369,008.00
308	Testing	60,000	EA	\$ 1.25	\$ 75,000.00
Subtotal:					\$ 10,891,208.00
4. CULINARY WATER					
401	8" PVC C900 Water Line	65,492	LF	\$ 70.00	\$ 4,584,440.00
402	Waterline Bends, Tees, and Reducers	105	EA	\$ 1,000.00	\$ 105,000.00
403	Connect to Existing Water Mains	3	EA	\$ 1,250.00	\$ 3,750.00
404	Main Line Gate Valves (8" & 6")	275	EA	\$ 2,600.00	\$ 715,000.00
405	Fire Hydrants Complete W/ Valve	150	EA	\$ 9,000.00	\$ 1,350,000.00
406	1" Water Meters & Service	999	EA	\$ 2,300.00	\$ 2,297,700.00
407	Concrete Collar	275	EA	\$ 550.00	\$ 151,250.00
408	Trench Import	14,445	TN	\$ 16.00	\$ 231,120.00
409	Service Trench Import	13,773	TN	\$ 16.00	\$ 220,368.00
410	Testing	65,492	LS	\$ 1.25	\$ 81,865.00
411	Water Rights for non-golf course only (already purchase)	1	LS	\$ 1,677,143.50	\$ 1,677,143.50
412	Water Rights for non-golf course only (future purchase)	1	LS	\$ 1,750,000.00	\$ 1,750,000.00
Subtotal:					\$ 13,167,636.50
5. PRESSURIZED IRRIGATION					
501	6" PVC C900 PI Line	65,492	LF	\$ 52.00	\$ 3,405,584.00
502	Waterline Bends, Tees, and Reducers	105	EA	\$ 1,000.00	\$ 105,000.00
503	Connect to Existing Irrigation Mains	3	EA	\$ 4,500.00	\$ 13,500.00
504	Main Line Gate Valves (8" & 6")	275	EA	\$ 2,600.00	\$ 715,000.00
505	Blowoff Valves for PI	80	EA	\$ 1,500.00	\$ 120,000.00
506	1" Water Meters & Service	999	EA	\$ 2,000.00	\$ 1,998,000.00
507	Concrete Collar	275	EA	\$ 550.00	\$ 151,250.00
508	Trench Import	26,722	EA	\$ 16.00	\$ 427,552.00
509	Service Trench Import	6,783	EA	\$ 16.00	\$ 108,528.00
510	Testing	65,492	LS	\$ 1.25	\$ 81,865.00
Subtotal:					\$ 7,126,279.00

Three Bridges Construction Estimate--PID Eligible

Item No.	Description	Quantity	Unit	Unit Cost	PID Eligible
	Total Residential Units	576	Lot		
	Hotel Units	151	Keys		
	Project Acreage	532	Acres		\$ 111,815,368.14

6. ROADWAY					
601	Sawcut, Remove, and Dispose of Existing Asphalt	1	LS	\$ 40,000.00	\$ 40,000.00
602	3" Asphalt	2,357,712	SF	\$ 2.13	\$ 5,021,926.56
603	8" Untreated Granular Base	2,357,712	SF	\$ 1.70	\$ 4,008,110.40
604	16" Granular Borrow	2,357,712	SF	\$ 3.40	\$ 8,016,220.80
605	24" Curb and Gutter w/Base	130,984	LF	\$ 32.00	\$ 4,191,488.00
606	4" Thick Sidewalk w/ Base	654,920	SF	\$ 8.34	\$ 5,462,032.80
607	ADA Ramp w/ Base Course	180	EA	\$ 3,000.00	\$ 540,000.00
608	Land Acquisition Roadways (already purchased)	2,357,712	EA	\$ 1.84	\$ 4,338,190.08
				Subtotal:	\$ 31,617,968.64

7. SIGNS					
701	Stop/Street Sign	70	EA	\$ 2,500.00	\$ 175,000.00
702	Street Monument	120	EA	\$ 1,000.00	\$ 120,000.00
703	Mobilization	1	LS	\$ 25,000.00	\$ 25,000.00
704	Traffic Control	1	LS	\$ 27,000.00	\$ 27,000.00
				Subtotal:	\$ 347,000.00

8. MISC					
801	Street Light - Per City Stds.	140	EA	\$ 5,000.00	\$ 700,000.00
802	SWPPP & Erosion Control	3	LS	\$ 80,000.00	\$ 240,000.00
803	Mobilization	7	LS	\$ 100,000.00	\$ 700,000.00
804	Dry Utilities	1	LS	\$ 6,500,000.00	\$ 6,500,000.00
805	Retaining Wall	1	LS	\$ 2,100,000.00	\$ 2,100,000.00
806	Landscaping in public right of way only	1		\$ 1,900,000.00	\$ 1,900,000.00
807	Bridges	2		\$ 2,700,000.00	\$ 5,400,000.00
808	Traffic Control	1		\$ 40,000.00	\$ 40,000.00
				Subtotal:	\$ 17,530,000.00

9. OFFSITE IMPROVEMENTS					
901	Water Improvements and Tank	1	LS	\$ 2,000,000.00	\$ 2,000,000.00
902	Sanitary Sewer Services	1	LS	\$ 2,000,000.00	\$ 2,000,000.00
903	Sewer Plant Upsize	1	LS	\$ 7,500,000.00	\$ 7,500,000.00
904	Power Substation	1	LS	\$ 5,000,000.00	\$ 5,000,000.00
				Subtotal:	\$ 16,500,000.00

TOTAL: \$ 111,815,368.14

EXHIBIT E

INTERLOCAL AGREEMENT BETWEEN

SALEM CITY, UTAH

AND

THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 1

AND

THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 2

AND

THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 3

AND

THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 4

THIS AGREEMENT is made and entered into as of this 21st day of February, 2024, by and between SALEM CITY, a home-rule municipal corporation of the State of Utah (the “City”), THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 1, a political subdivision of the State of Utah (“District No. 1”), THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 2, a political subdivision of the State of Utah (“District No. 2”), THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 3, a political subdivision of the State of Utah (“District No. 3”), and THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NO. 4, a political subdivision of the State of Utah (“District No. 4” and together with District Nos. 1-3, the “Districts”). The City and the Districts are collectively referred to as the Parties.

RECITALS

WHEREAS, the Districts were organized to provide to exercise powers as are more specifically set forth in the District’s Governing Document approved by the City on February 21, 2024 (“Governing Document”); and

WHEREAS, the Governing Document makes reference to the execution of an Interlocal Agreement between the City and the Districts; and

WHEREAS, the City and the Districts have determined it to be in the best interests of their respective taxpayers, residents and property owners to enter into this Interlocal Agreement (“Agreement”).

NOW, THEREFORE, in consideration of the covenants and mutual agreements herein contained, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto agree as follows:

COVENANTS AND AGREEMENTS

1. Improvements. The Districts shall have authority to provide for the planning, design, acquisition, construction, installation, relocation, redevelopment, maintenance, and financing of the Public Improvements within and without the boundaries of the District, as described in **Exhibit D** of the Governing Document. Without the written consent of the City, a

District shall not be authorized to finance any improvements which do not fall within the categories listed in **Exhibit D** (as may be modified and shall be more fully set forth in the Approved Improvement Plan). However, the determination of which Public Improvements, or portions thereof, shall be financed by which District shall be left to the discretion of the Districts. The Districts shall dedicate the Public Improvements to the City or other appropriate public entity in a manner consistent with the Approved Improvement Plan and other rules and regulations of the City and applicable provisions of the City Code. Trails which are interconnected with a city or regional trail system shall be open to the public free of charge and on the same basis as residents and owners of taxable property within the Districts.

The Districts shall be permitted to pay for Public Improvements permitted herein irrespective of any increase or decrease in the actual cost, provided that the Districts comply with this Section V and other requirements of this Governing Document, including but not limited to the debt limit provided in Section V.A(8) and the Maximum Debt Mill Levy provided in Section VIII.C. If the District desires to pay for the costs associated with improvements which are outside the description of the authorized Public Improvements herein, then it must first obtain approval from the City in an Approved Improvement Plan.

2. Construction Standards. The Districts will ensure that the Public Improvements are designed and constructed in accordance with the customary standards and specifications of the City and of other governmental entities having proper jurisdiction, as applicable. The Districts will obtain the City's approval of civil engineering plans and will obtain applicable permits for construction and installation of Public Improvements prior to performing such work.

3. Issuance of Privately Placed Debt. Prior to the issuance of any privately placed Debt, the Districts shall obtain the certification of a Municipal Advisor substantially as follows:

We are [I am] a Municipal Advisor within the meaning of the District's Governing Document.

We [I] certify that (1) the net effective interest rate to be borne by [insert the designation of the Debt] does not exceed a reasonable current [tax-exempt] [taxable] interest rate, using criteria deemed appropriate by us [me] and based upon our [my] analysis of comparable high yield securities; and (2) the structure of [insert designation of the Debt], including maturities and early redemption provisions, is reasonable considering the financial circumstances of the District.

4. Inclusion Limitation. The Districts shall not include within its boundaries any property outside the District Area without the prior written consent of the City. By the Governing Document, the City has consented to the annexation of any area within the Annexation Area into any of the Districts. Such area may only be annexed upon 1) for any portion of the Annexation Area, not currently in the boundaries of the City, annexation of such parcel into the City or adoption of a resolution of the County approving such annexation into the Districts and 2) the Districts obtaining any required consents under the PID Act, within the area proposed to be annexed and the passage of a resolution of the Board approving such annexation.

5. Overlap Limitation. The boundaries of the Districts (and any other public infrastructure district organized under the PID Act) shall not overlap. Additionally, the boundaries of the Districts shall not overlap the boundaries of any other financing district which is not a traditional service provider unless the aggregate mill levy for payment of Debt of the applicable District and such districts will not at any time exceed the Maximum Debt Mill Levy of the Districts.

6. Initial Debt. On or before the effective date of approval by the City of an Approved Improvement Plan (as defined in the Governing Document), the Districts shall not: (a) issue any Debt; nor (b) impose a mill levy for the payment of Debt by direct imposition or by transfer of funds from the operating fund to the Debt service funds; nor (c) impose and collect any fees used for the purpose of repayment of Debt.

7. Total Debt Issuance. The Districts shall not issue Limited Tax Debt in excess of the amount of Fifty Million Dollars (\$50,000,000). This amount excludes any portion of bonds issued to refund a prior issuance of debt by the Districts. In addition, this limitation does not apply to the District's pledge of its property tax revenues to the Debt of one of the other Districts. Any Assessment Debt or C-PACE Bonds do not count against the foregoing limitation and there is no limit to the amount of Assessment Debt or C-PACE Bonds the District may issue so long as such issuances are in accordance with the provisions of the applicable Assessment Act.

8. Bankruptcy. All of the limitations contained in this Governing Document, including, but not limited to, those pertaining to the Maximum Debt Mill Levy and the Maximum Debt Mill Levy Imposition Term have been established under the authority of the City to approve a Governing Document with conditions pursuant to Section 17D-4-201(4), Utah Code. It is expressly intended that such limitations:

(a) Shall not be subject to set-aside for any reason or by any court of competent jurisdiction, absent a Governing Document Amendment; and

(b) Are, together with all other requirements of Utah law, included in the "political or governmental powers" reserved to the State under the U.S. Bankruptcy Code (11 U.S.C.) Section 903, and are also included in the "regulatory or electoral approval necessary under applicable nonbankruptcy law" as required for confirmation of a Chapter 9 Bankruptcy Plan under Bankruptcy Code Section 943(b)(6).

(c) Any Debt, issued with a pledge or which results in a pledge, that exceeds the Maximum Debt Mill Levy and the Maximum Debt Mill Levy Imposition Term, shall be deemed a material modification of this Governing Document and shall not be an authorized issuance of Debt unless and until such material modification has been approved by the City as part of a Governing Document Amendment.

9. Eminent Domain. The Districts shall not exercise eminent domain or utilize any funds of the District to support any eminent domain action or proceeding unless (i) the public improvements for which eminent domain is proposed are permitted under this Agreement, a Development Agreement, the Approved Improvement Plan, or separate agreement of the City and (ii) their location complies with a master infrastructure plan or similar plan of the City or the applicable service provider.

10. Dissolution. Upon an independent determination of each District Board that the purposes for which the Districts were created have been accomplished, the District agrees to file petitions for dissolution, pursuant to the applicable State statutes. In no event shall a dissolution occur until the Districts have provided for the payment or discharge of all of their outstanding indebtedness and other financial obligations as required pursuant to State statutes and disbursed all assets of the Districts.

11. Disclosure to Purchasers; Annual Notice.

(a) Within thirty (30) days of the issuance of a certificate of incorporation by the Office of the Lieutenant Governor of the State, the Board shall record a notice with the recorder of Utah County, Utah. Such notice shall (a) contain a description of the boundaries of the Districts, (b) state that a copy of this Governing Document is on file at the office of the City, (c) state that the Districts may finance and repay infrastructure and other improvements through the levy of a property tax; (d) state the Maximum Debt Mill Levy of the Districts; and (e) if applicable, stating that the debt may convert to General Obligation Debt and outlining the provisions relating to conversion. A copy of the notice shall further be provided to the City.

In addition, the Applicant and the Board shall ensure that the Applicant, homebuilders, commercial developers, and commercial lessors, as applicable, disclose the following information to initial resident homeowners, renters, commercial property owners, and/or commercial tenants:

i. All of the information in the first paragraph of this Section 12;

ii. A disclosure outlining the impact of any applicable property tax, in substantially the following form:

“Under the maximum property tax rate of the District, for every \$100,000 of taxable value, there would be an additional annual property tax of [\$600 [FOR RESIDENTIAL]] [\$1,000 [FOR NON-RESIDENTIAL]] for the duration of the Districts’ Bonds.”

iii. Such disclosures shall be contained on a separate-colored page of the applicable closing or lease documents and shall require a signature of such end user acknowledging the foregoing.

(b) In addition, the Board of each District shall make commercially reasonable efforts to ensure that the Project developer, homebuilders, sub-developers, and commercial lessors, as applicable, disclose the following information to initial resident homeowners, renters, commercial property owners, and/or commercial tenants in such District:

i. All of the information in the first paragraph of this Section 12;

ii. A disclosure outlining the impact of any applicable property tax, in substantially the following form:

“Under the maximum property tax rate of the District, for every \$100,000 of taxable value, there would be an additional annual property tax of [\$600 [FOR RESIDENTIAL]] [\$1,000 [FOR NON-RESIDENTIAL]] for the duration of the District’s Bonds.”

iii. Such disclosures shall be contained on a separate-colored page of the applicable closing or lease documents and shall require a signature of such End User acknowledging the foregoing.

Additionally, the Developer and the Board shall ensure that the Developer, homebuilders, and commercial developers, and commercial lessors, as applicable post a notice, in the same form and size (or larger) as the form attached as **Exhibit F** in a conspicuous area on bright-colored paper within all model homes and sales offices within the Districts.

(c) On or before July 15 of each year, commencing July 15, 2024, the Districts shall mail a notice to all owners of property within the boundaries of the Districts a notice providing:

i. A disclosure outlining the impact of any applicable property tax, in substantially the following form:

“Under the maximum property tax rate of the District, **for every \$100,000 of taxable value**, there would be an **additional annual property tax of [\$600 [FOR RESIDENTIAL]] [\$1,000 [FOR NON-RESIDENTIAL]]** for the duration of the Districts’ Bonds.”

ii. The applicable tax rate of the Districts for the then current year;

iii. That budgets and financial information for the Districts may be found on the State Auditor’s Website (currently <https://reporting.auditor.utah.gov/searchreports/s/>); and

iv. Contact information for members of the board.

12. Governing Document Amendment Requirement. Actions of the Districts which violate the limitations set forth in V.A.1-9 or VIII.B-G of the Governing Document shall be deemed to be material modifications to the Governing Document and the City shall be entitled to all remedies available under State and local law to enjoin such actions of the Districts.

13. Annual Report. The Districts shall be responsible for submitting an annual report to the City Manager’s Office no later than 180 days following the closing of the Districts’ fiscal year, containing the information set forth in Section VIII of the Governing Document.

14. Reserved.

15. Maximum Debt Mill Levy; Prepayment of Assessments.

(a) The “Maximum Debt Mill Levy” shall be the maximum mill levy the Districts are permitted to impose upon the taxable property within the Districts for payment of Limited Tax Debt and administrative expenses.

(b) For a District anticipated at the time of issuance of Debt to include residential uses, such maximum shall be 0.006 per dollar of taxable value of taxable property in such District.

(c) For a District anticipated at the time of issuance of Debt to include no residential uses, such maximum shall be 0.010 per dollar of taxable value of taxable property in such District.

(d) The foregoing Maximum Debt Mill Levies shall be subject to adjustment as provided in Section 17D-4-301(8), Utah Code.

(e) Such Maximum Debt Mill Levy may only be amended pursuant to a Governing Document Amendment and as provided in Section 17D-4-202, Utah Code.

(f) In the event a District has issued Limited Tax Debt, any Assessments (other than C-PACE Assessments) imposed by such District on a parcel zoned for residential uses shall be payable at or before the time of conveyance to an End User with respect to such parcel. For the avoidance of doubt, if a District has not issued Limited Tax Debt, Assessments levied by such District are not required to be prepaid at the time a building permit is issued or prior to conveyance. Any C-PACE Assessments may be repayable in accordance with the provisions of such act.

16. Maximum Debt Mill Levy Imposition Term. Each bond issued by the Districts shall mature within thirty-one (31) years from the date of issuance of such bond. In addition, no mill levy may be imposed for the repayment of a series of bonds after a period exceeding forty (40) years from the first date of imposition of the mill levy for such bond (the "Maximum Debt Mill Levy Imposition Term").

17. Notices. All notices, demands, requests or other communications to be sent by one party to the other hereunder or required by law shall be in writing and shall be deemed to have been validly given or served by delivery of same in person to the address or by courier delivery, via United Parcel Service or other nationally recognized overnight air courier service, or by depositing same in the United States mail, postage prepaid, addressed as follows:

To the Districts: Three Bridges Public Infrastructure District Nos.
 1-4
 c/o []
 [Address]
 Attn:
 Phone:

To the City: Salem City
 30 W 100 S
 Salem, UT 84653
 Attn: City Manager
 Phone: (801) 423-2770

All notices, demands, requests or other communications shall be effective upon such personal delivery or one (1) business day after being deposited with United Parcel Service or other nationally recognized overnight air courier service or three (3) business days after deposit in the United States mail. By giving the other party hereto at least ten (10) days written notice thereof in

accordance with the provisions hereof, each of the Parties shall have the right from time to time to change its address.

18. Amendment. This Agreement may be amended, modified, changed, or terminated in whole or in part only by a written agreement duly authorized and executed by the Parties hereto and without amendment to the Governing Document.

19. Assignment. Neither Party hereto shall assign any of its rights nor delegate any of its duties hereunder to any person or entity without having first obtained the prior written consent of the other Party, which consent will not be unreasonably withheld. Any purported assignment or delegation in violation of the provisions hereof shall be void and ineffectual.

20. Default/Remedies. In the event of a breach or default of this Agreement by any Party, the non-defaulting Party shall be entitled to exercise all remedies available at law or in equity, specifically including suits for specific performance and/or monetary damages. In the event of any proceeding to enforce the terms, covenants or conditions hereof, the prevailing Party in such proceeding shall be entitled to obtain as part of its judgment or award its reasonable attorneys' fees.

21. Term. This Agreement shall terminate upon the earlier to occur of dissolution of the Districts or fifty (50) years from the date hereof.

22. Governing Law and Venue. This Agreement shall be governed and construed under the laws of the State of Utah.

23. Inurement. Each of the terms, covenants and conditions hereof shall be binding upon and inure to the benefit of the Parties hereto and their respective successors and assigns.

24. Integration. This Agreement constitutes the entire agreement between the Parties with respect to the matters addressed herein. All prior discussions and negotiations regarding the subject matter hereof are merged herein.

25. Parties Interested Herein. Nothing expressed or implied in this Agreement is intended or shall be construed to confer upon, or to give to, any person other than the Districts and the City any right, remedy, or claim under or by reason of this Agreement or any covenants, terms, conditions, or provisions thereof, and all the covenants, terms, conditions, and provisions in this Agreement by and on behalf of the Districts and the City shall be for the sole and exclusive benefit of the Districts and the City.

26. Severability. If any covenant, term, condition, or provision under this Agreement shall, for any reason, be held to be invalid or unenforceable, the invalidity or unenforceability of such covenant, term, condition, or provision shall not affect any other provision contained herein, the intention being that such provisions are severable.

27. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall constitute an original and all of which shall constitute one and the same document.

28. Paragraph Headings. Paragraph headings are inserted for convenience of reference only.

29. Defined Terms. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Governing Document.

[SIGNATURE PAGE TO INTERLOCAL AGREEMENT]

THREE BRIDGES PUBLIC
INFRASTRUCTURE DISTRICT NO. 1

By: _____
Chair

Attest:

Secretary

APPROVED AS TO FORM: _____

THREE BRIDGES PUBLIC
INFRASTRUCTURE DISTRICT NO. 2

By: _____
Chair

Attest:

Secretary

APPROVED AS TO FORM: _____

THREE BRIDGES PUBLIC
INFRASTRUCTURE DISTRICT NO. 3

By: _____
Chair

Attest:

Secretary

APPROVED AS TO FORM: _____

THREE BRIDGES PUBLIC
INFRASTRUCTURE DISTRICT NO. 4

By: _____
Chair

Attest:

Secretary

APPROVED AS TO FORM: _____

SALEM CITY, UTAH

By: _____
Mayor

Attest:

By: _____
Its: _____

APPROVED AS TO FORM: _____

EXHIBIT F

Required Notice for Sales and Leasing Offices

NOTICE: This Development is located within the Three Bridges Public Infrastructure Districts.

The Districts with residential uses are authorized to impose a property tax of 0.006 per dollar of taxable value and Districts without residential uses are authorized to impose a property tax of 0.010 per dollar of taxable value.

Under the maximum property tax rate of the Districts, for every \$100,000 of taxable value, there would be an additional annual property tax of \$600 (for Districts with residential uses) and \$1,000 (for Districts with no residential uses) for the duration of the Districts' Bonds.

EXHIBIT C

NOTICES OF BOUNDARY ACTION

**NOTICE OF IMPENDING BOUNDARY ACTION
(Three Bridges Public Infrastructure District No. 1)**

TO: The Lieutenant Governor, State of Utah

NOTICE IS HEREBY GIVEN that the City Council of the City of Salem, Utah (the "Council"), acting in its capacity as the creating entity for the Three Bridges Public Infrastructure District No. 1 (the "District"), at a regular meeting of the Council, duly convened pursuant to notice, on February ²¹7, 2024, adopted a Resolution Providing for the Creation of Public Infrastructure Districts, a true and correct copy of which is attached as EXHIBIT "A" hereto and incorporated by this reference herein (the "Creation Resolution").

A copy of the Final Local Entity Plat satisfying the applicable legal requirements as set forth in Utah Code Ann. §17-23-20, approved as a final local entity plat by the Surveyor of Utah County, Utah, is attached as EXHIBIT "B" hereto and incorporated by this reference. The Council hereby certifies that all requirements applicable to the creation of the District, as more particularly described in the Creation Resolution, have been met. The District is not anticipated to result in the employment of personnel.

WHEREFORE, the Council hereby respectfully requests the issuance of a Certificate of Incorporation pursuant to and in conformance with the provisions of Utah Code Ann. §17B-1-215.

DATED this February ²¹7, 2024.

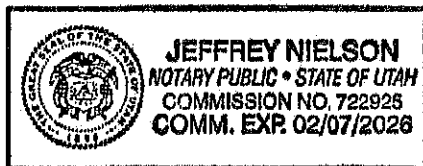
**CITY COUNCIL, THE CITY OF SALEM,
UTAH, acting in its capacity as the creating
authority for Three Bridges Public Infrastructure
District No. 1**

By: 
AUTHORIZED REPRESENTATIVE

VERIFICATION

STATE OF UTAH)
 : ss.
COUNTY OF UTAH)

SUBSCRIBED AND SWORN to before me this February ²¹7, 2024.




NOTARY PUBLIC

**NOTICE OF IMPENDING BOUNDARY ACTION
(Three Bridges Public Infrastructure District No. 2)**


TO: The Lieutenant Governor, State of Utah

NOTICE IS HEREBY GIVEN that the City Council of the City of Salem, Utah (the "Council"), acting in its capacity as the creating entity for the Three Bridges Public Infrastructure District No. 2 (the "District"), at a regular meeting of the Council, duly convened pursuant to notice, on February 9, 2024, adopted a Resolution Providing for the Creation of Public Infrastructure Districts, a true and correct copy of which is attached as EXHIBIT "A" hereto and incorporated by this reference herein (the "Creation Resolution").

A copy of the Final Local Entity Plat satisfying the applicable legal requirements as set forth in Utah Code Ann. §17-23-20, approved as a final local entity plat by the Surveyor of Utah County, Utah, is attached as EXHIBIT "B" hereto and incorporated by this reference. The Council hereby certifies that all requirements applicable to the creation of the District, as more particularly described in the Creation Resolution, have been met. The District is not anticipated to result in the employment of personnel.

WHEREFORE, the Council hereby respectfully requests the issuance of a Certificate of Incorporation pursuant to and in conformance with the provisions of Utah Code Ann. §17B-1-215.

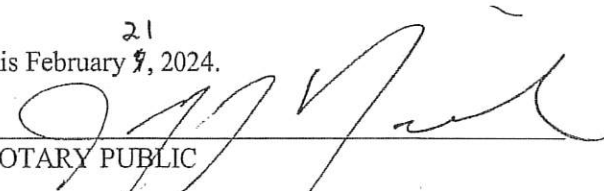
DATED this February 9, 2024.
21

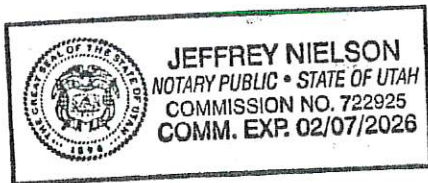
**CITY COUNCIL, THE CITY OF SALEM,
UTAH, acting in its capacity as the creating
authority for Three Bridges Public Infrastructure
District No. 2**
By: 
AUTHORIZED REPRESENTATIVE

VERIFICATION

STATE OF UTAH)
 :ss.
COUNTY OF UTAH)

SUBSCRIBED AND SWORN to before me this February 9, 2024.
21


NOTARY PUBLIC



**NOTICE OF IMPENDING BOUNDARY ACTION
(Three Bridges Public Infrastructure District No. 3)**

TO: The Lieutenant Governor, State of Utah

NOTICE IS HEREBY GIVEN that the City Council of the City of Salem, Utah (the "Council"), acting in its capacity as the creating entity for the Three Bridges Public Infrastructure District No. 3 (the "District"), at a regular meeting of the Council, duly convened pursuant to notice, on February 7th, 2024, adopted a Resolution Providing for the Creation of Public Infrastructure Districts, a true and correct copy of which is attached as EXHIBIT "A" hereto and incorporated by this reference herein (the "Creation Resolution").

A copy of the Final Local Entity Plat satisfying the applicable legal requirements as set forth in Utah Code Ann. §17-23-20, approved as a final local entity plat by the Surveyor of Utah County, Utah, is attached as EXHIBIT "B" hereto and incorporated by this reference. The Council hereby certifies that all requirements applicable to the creation of the District, as more particularly described in the Creation Resolution, have been met. The District is not anticipated to result in the employment of personnel.

WHEREFORE, the Council hereby respectfully requests the issuance of a Certificate of Incorporation pursuant to and in conformance with the provisions of Utah Code Ann. §17B-1-215.

DATED this February 7th, 2024.

**CITY COUNCIL, THE CITY OF SALEM,
UTAH, acting in its capacity as the creating
authority for Three Bridges Public Infrastructure
District No. 3**

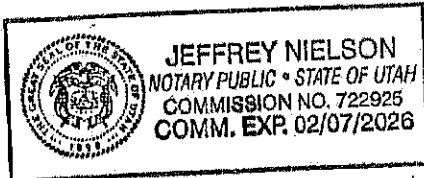
By: 
AUTHORIZED REPRESENTATIVE

VERIFICATION

STATE OF UTAH)
 :SS.
COUNTY OF UTAH)

SUBSCRIBED AND SWORN to before me this February 7th, 2024.


NOTARY PUBLIC



**NOTICE OF IMPENDING BOUNDARY ACTION
(Three Bridges Public Infrastructure District No. 4)**

TO: The Lieutenant Governor, State of Utah

NOTICE IS HEREBY GIVEN that the City Council of the City of Salem, Utah (the "Council"), acting in its capacity as the creating entity for the Three Bridges Public Infrastructure District No. 4 (the "District"), at a regular meeting of the Council, duly convened pursuant to notice, on February 7th, 2024, adopted a Resolution Providing for the Creation of Public Infrastructure Districts, a true and correct copy of which is attached as EXHIBIT "A" hereto and incorporated by this reference herein (the "Creation Resolution").

A copy of the Final Local Entity Plat satisfying the applicable legal requirements as set forth in Utah Code Ann. §17-23-20, approved as a final local entity plat by the Surveyor of Utah County, Utah, is attached as EXHIBIT "B" hereto and incorporated by this reference. The Council hereby certifies that all requirements applicable to the creation of the District, as more particularly described in the Creation Resolution, have been met. The District is not anticipated to result in the employment of personnel.

WHEREFORE, the Council hereby respectfully requests the issuance of a Certificate of Incorporation pursuant to and in conformance with the provisions of Utah Code Ann. §17B-1-215.

DATED this February 7th, 2024.

**CITY COUNCIL, THE CITY OF SALEM,
UTAH, acting in its capacity as the creating
authority for Three Bridges Public Infrastructure
District No. 4**

By: _____

AUTHORIZED REPRESENTATIVE

VERIFICATION

STATE OF UTAH)
 :SS.
COUNTY OF UTAH)

SUBSCRIBED AND SWORN to before me this February 7th, 2024.

NOTARY PUBLIC

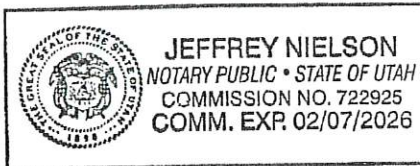



EXHIBIT "A" TO NOTICES OF BOUNDARY ACTION

Copy of the Creation Resolution

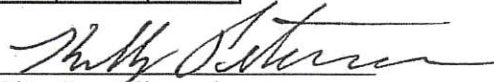
RESOLUTION No. 22124A

ROLL CALL


VOTING	YES	NO
KURT L CHRISTENSEN Mayor (votes only in case of tie)		
TIM De GRAW City Councilmember		
KELLY PETERSON City Councilmember	KP	
CRISTY SIMONS City Councilmember	CS	
CYNTHIA DEVERAUX REES City Councilmember	CDR	
PAUL TAYLOR City Councilmember	PT	

COPY

I MOVE this resolution be adopted:


City Councilmember

I SECOND the foregoing motion:


City Councilmember

**AN RESOLUTION CREATION OF THREE BRIDGES (PID) PUBLIC
INFRASTRUCTURE DISTRICT NOS. 1, 2, 3 AND 4**

The resolution was later signed by the Mayor and recorded by the City Recorder in the official records of the City. The resolution is as follows:

RESOLUTION 22124A

COPY

A RESOLUTION OF THE CITY COUNCIL (THE "COUNCIL") OF THE CITY OF SALEM, UTAH (THE "CITY"), PROVIDING FOR THE CREATION OF THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT NOS. 1, 2, 3 AND 4 (THE "DISTRICTS") EACH AS AN INDEPENDENT BODY CORPORATE AND POLITIC; AUTHORIZING AND APPROVING A GOVERNING DOCUMENT, AN INTERLOCAL AGREEMENT, AND A NOTICES OF BOUNDARY ACTION; DELEGATING TO CERTAIN OFFICERS OF THE CITY THE AUTHORITY TO EXECUTE AND APPROVE THE FINAL TERMS AND PROVISIONS OF THE GOVERNING DOCUMENT, THE INTERLOCAL AGREEMENT, THE NOTICES OF BOUNDARY ACTION AND ANY OTHER DOCUMENTS RELATED THERETO; APPROVING OF AN ANNEXATION AREA; AUTHORIZING THE DISTRICT TO PROVIDE SERVICES RELATING TO THE FINANCING AND CONSTRUCTION OF PUBLIC INFRASTRUCTURE WITHIN THE ANNEXATION AREA; AUTHORIZING THE DISTRICT TO PROVIDE SERVICES RELATING TO THE FINANCING AND CONSTRUCTION OF PUBLIC INFRASTRUCTURE WITHIN THE DISTRICT AREA; APPOINTING A BOARD OF TRUSTEES FOR EACH OF THE DISTRICTS; AUTHORIZING OTHER DOCUMENTS IN CONNECTION THEREWITH; AND RELATED MATTERS.

WHEREAS, a petition (the "Petition") was filed with the City requesting adoption by resolution the approval of the creation of four (4) public infrastructure districts pursuant to the Public Infrastructure District Act, Title 17D, Chapter 4, Utah Code Annotated 1953, as amended (the "PID Act") and relevant portions of the Limited Purpose Local Government Entities - Special Districts, Title 17B (together with the PID Act, the "Act") within the boundaries of the City and approve an annexation area (the "Annexation Area") which any of the districts may annex into therein without further approval or hearings of the City or the Council, as further described in Governing Document Exhibits A and C (as hereinafter defined) for the purpose of financing public infrastructure costs; and

WHEREAS, pursuant to the terms of the Act, the City may create one or more public infrastructure districts by adoption of a resolution of the Council and with consent of 100% of all surface property owners proposed to be included in the Districts (the "Property Owners"); and

WHEREAS, the Petition, containing the consent of such Property Owners has been certified by the Recorder of the City pursuant to the Act and it is in the best interests of the Property Owners that the creation of the Districts be authorized in the manner and for the purposes hereinafter set forth; and

WHEREAS, the City prior to consideration of this Resolution, held a public hearing after 6:00 p.m. to receive input from the public regarding the creation of the Districts and the Property Owners have waived the 60-day protest period pursuant to Section 17D-4-201 of the PID Act; and

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

WHEREAS, the hearing on the Petition was held at the City Hall because there is no reasonable place to hold a public hearing within the Districts' boundaries, and the hearing at the City Hall was held as close to the applicable area as reasonably possible; and

WHEREAS, the City properly posted the notice of the public hearing in compliance with Section 17B-1-211(1) of the Act; and

WHEREAS, none of the Property Owners submitted a withdrawal of consent to the creation of the District before the public hearing on the Petition; and

WHEREAS, each board member appointed under this Resolution has previously filed with the City a disclosure of business relationships in compliance with Section 17D-4-202(9) of the PID Act; and

WHEREAS, according to attestations filed with the City, each board member appointed under this Resolution is registered to vote at their primary residence and is further eligible to serve as a board member of the Districts under Section 17D-4-202(3)(c) of the PID Act because they are agents of property owners within the District boundaries (as further set forth in the Petition); and

WHEREAS, the governance of the Districts shall be in accordance with the PID Act and the terms of a governing document (the "Governing Document") attached hereto as Exhibit B and an Interlocal Agreement between the City and the Districts, attached to the Governing Document as Governing Document Exhibit D; and

WHEREAS, pursuant to the requirements of the Act, there shall be signed, authenticated, and submitted to the Office of the Lieutenant Governor of the State of Utah a Notices of Boundary Action attached hereto as Exhibit C (the "Boundary Notices") and a Final Entity Plat to be attached thereto as Boundary Notices Appendix B (or as shall be finalized in accordance with the boundaries approved hereunder) (the "Plat").

NOW, THEREFORE, BE IT RESOLVED BY THE COUNCIL, 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 Council and by officers of the Council directed toward the creation and establishment of the Districts, are hereby ratified, approved and confirmed.

2. The Districts are hereby created as a separate entity from the City in accordance with the Governing Document and the Act. The boundaries of the Districts shall be as set forth in the Governing Document and the Plats.

3. Pursuant to the terms of the PID Act, the Council does hereby approve the annexation of any area within the Annexation Area Boundaries into one or more of the Districts without any further action of the Council or the City and further approves withdrawal of any area

within the Initial District Boundaries (as defined in the Governing Document) or Annexation Area Boundaries from the District without any further action, hearings, or resolutions of the Council or the City, upon compliance with the terms of the PID Act and the Governing Document.

4. The Council does hereby authorize the Districts to provide services relating to the financing and construction of public infrastructure within the Annexation Area upon annexation thereof into the Districts without further request of the Districts to the City to provide such service under 17B-1-407, Utah Code Annotated 1953 or resolutions of the City under 17B-1-408, Utah Code Annotated 1953.

5. It is hereby found and determined by the Council that the creation of the Districts is appropriate to the general welfare, order and security of the City, and the organization of the Districts pursuant to the PID Act is hereby approved.

6. The Governing Document and the Interlocal Agreement in the form presented to this meeting and attached hereto as Exhibits B and Governing Document Exhibit D are hereby authorized and approved and the Districts shall be governed by the terms thereof and applicable law.

7. The District Board for each of the Districts is hereby appointed as follows:

(a) Trustee 1 – Larry Myler for an initial six-year term.

(b) Trustee 2 – Kevin Miller for an initial four-year term.

(c) Trustee 3 – Ryan Miller for an initial six-year term.

(d) Such terms shall commence on the date of issuance of a Certificate of Creation by the Office of the Lieutenant Governor of the State of Utah.

8. The Council does hereby authorize the Mayor or a Councilperson to execute the Boundary Notices in substantially the form attached as Exhibit C and such other documents as shall be required to finalize the actions contemplated herein on behalf of the Council for submission to the Office of the Lieutenant Governor of the State of Utah.

9. Prior to certification of the creation of the Districts by the Office of the Lieutenant Governor of the State of Utah, the Council does hereby authorize the Mayor, a Councilperson, the City Manger, the City Attorney, or their designee to make any corrections, deletions, or additions to the Governing Document, the Interlocal Agreement, and the Boundary Notices or any other document herein authorized and approved (including, but not limited to, corrections to the property descriptions therein contained) which may be necessary to conform the same to the intent hereof, to correct errors or omissions therein, to complete the same, to remove ambiguities therefrom, or to conform the same to other provisions of said instruments, to the provisions of this Resolution or any resolution adopted by the Council or the provisions of the laws of the State of Utah or the United States (provided that the debt and mill levy limitations established therein may not be modified pursuant to this provision).

10. The Board of Trustees of each District (the "District Board") is hereby authorized and directed to record such Governing Document with the recorder of Utah County within thirty (30) days of the issuance of a Certificate of Creation by the Office of the Lieutenant Governor of the State of Utah.

11. 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.

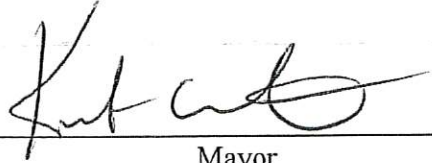
12. All acts, orders and resolutions, and parts thereof in conflict with this Resolution be, and the same are hereby, rescinded.

13. This resolution shall take effect immediately provided that, in the event that the Plat is not finalized for submission to the Office of the Lieutenant Governor until a date that is more than thirty (30) days after adoption of this Resolution, the effective date of this Resolution will be deemed to be the date the Plat is finalized, as certified in writing by any one of the Mayor, a Councilperson, the City Manger, or the City Attorney.

COPY

PASSED AND ADOPTED by the City Council of the City of Salem, Utah, this February 21, 2024.

CITY OF SALEM, UTAH

By: 
Mayor

ATTEST:
By: 
City Recorder



COPY

EXHIBIT "B" TO NOTICES OF BOUNDARY ACTION

Final Local Entity Plats

SURVEYOR'S CERTIFICATE
 I, DANIEL J. HARRIS, CERTIFIED THAT I AM AN AS PRACTICING SURVEYOR UNDER THE LAWS OF THE STATE OF UTAH. I FURTHER CERTIFY BY MY AUTHORITY OF THE OWNERS I HAVE MADE A SURVEY OF SAID TRACT OF LAND AND TRACT OF LAND INTO LOTS, STREETS, AND EASEMENTS AND THAT THE SAID TRACT HAS BEEN CORRECTLY SURVEYED AND STAKED ON THE GROUND AS SHOWN ON THIS PLAN AND THAT THIS IS TRUE AND CORRECT.

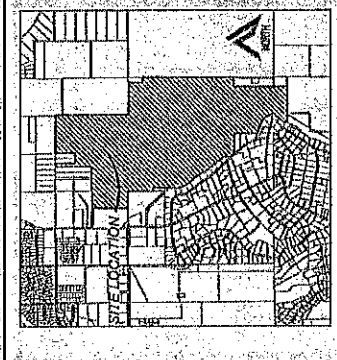
BOUNDARY DESCRIPTION
 BEGINNING AT A POINT LOCATED NORTH 80°10'35" WEST 13269.87 FEET FROM THE SOUTHWEST CORNER OF SECTION 16, TOWNSHIP 8 NORTH, RANGE 3 EAST, SALT LAKE BASE & MERIDIAN; THENCE NORTH 100.00 FEET THENCE EAST 100.00 FEET THENCE SOUTH 100.00 FEET THENCE WEST 40.00 FEET TO THE POINT OF BEGINNING.
 AREA = 6.052 ACRES

ACCEPTANCE BY COUNTY SURVEYOR
 THIS PLAN HAS BEEN REVIEWED BY THE COUNTY SURVEYOR AND IS HEREBY CERTIFIED AS A FINAL LOCAL ENTITY PLAN, SUBSIDIARY TO UTAH CODE ANTI-CORRUPTION ACT, CHAPTER 102.

SALEM CITY ACCEPTANCE
 APPROVED THIS 21ST DAY OF FEBRUARY 2024 AS FINAL LOCAL ENTITY PLAN FOR THE THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT.
 SIGNATURE: *Veronica J. Clumbrock*
 PRINTED NAME: Veronica J. Clumbrock
 TITLE: CLERK-RECORDER
 ATTEST: *M. Myers*
 TITLE: CLERK-RECORDER

FINAL LOCAL ENTITY PLAN
THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT
 No. 1
 SALEM, UTAH COUNTY, UTAH
 LOCATED IN THE SALT LAKE BASIN OF UTAH COUNTY, UTAH, HAVING A TOTAL AREA OF 6.052 ACRES.

UTAH COUNTY PUBLIC INFRASTRUCTURE DISTRICT (4.000 97.639 ACRES)
 ARCHDALE AREA, (21.87143 97.757100 ACRES)



VICINITY MAP

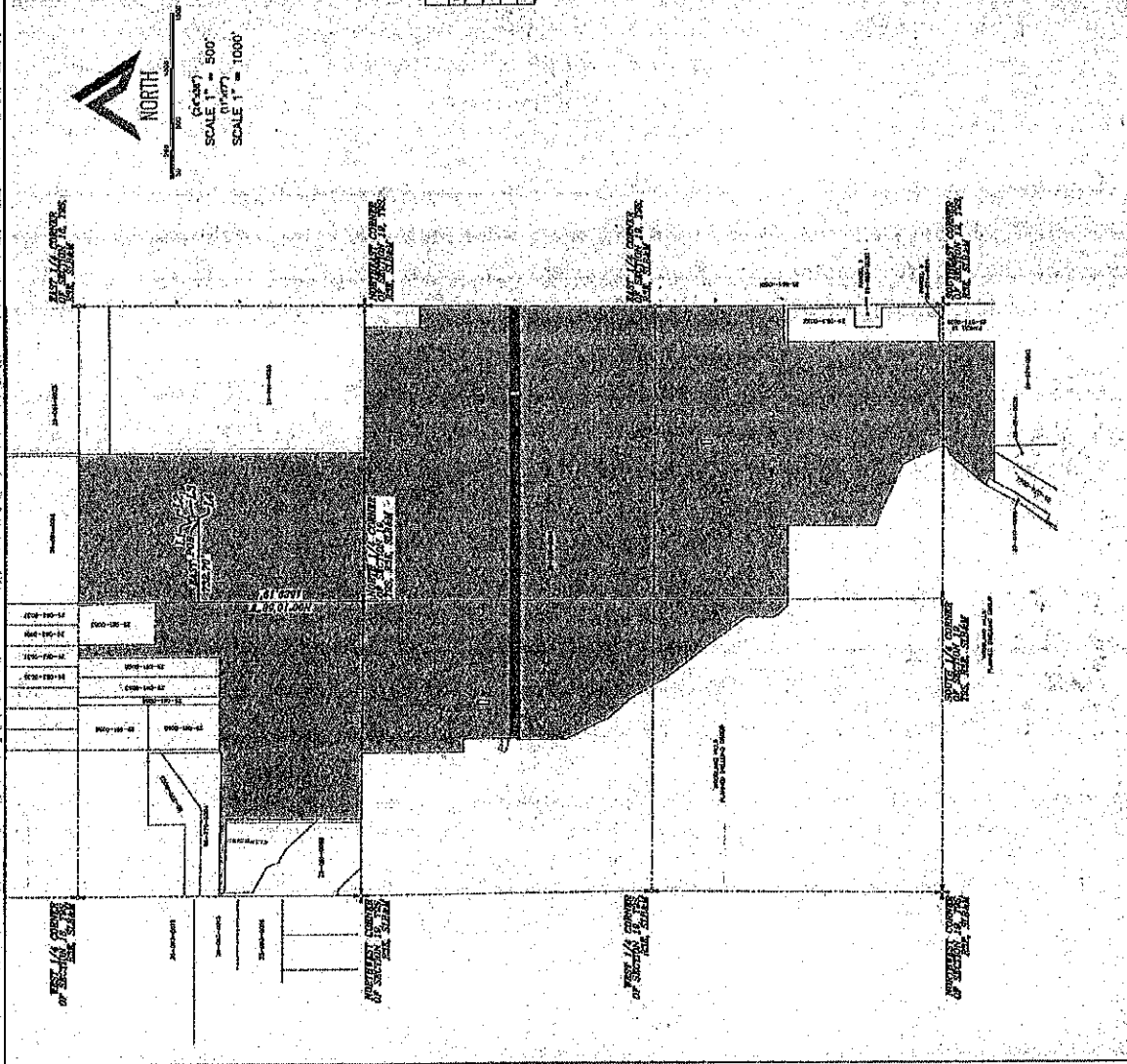
ZONE	DIRECTION	LENGTH
L1	NORTH	100.00'
L2	EAST	100.00'
L3	SOUTH	100.00'
L4	WEST	40.00'

ENGINEER/SURVEYOR CONTACT INFO:
 ATLAS ENGINEERING LLC
 540 E. 800 N. SUITE A
 SPANISH FORK, UT 84602
 DEVELOPER:
 HIGH GROUND DEVELOPMENT
 1501 300 S
 SPANISH FORK, UT 84602
 (435) 438-3188
 harrisd@highground.com

NOTES:
 1. ALL DATA BASED ON NAVD 83.
 2. COORDINATE SYSTEM - NAD83

LEGEND

- UTAH COUNTY MOUNTAIN
- SET 5 FT TIE IN 6-CP
- SET 5 FT PIN
- CALCULATED POINT, NOT SET
- PROPERTY BOUNDARY
- 90°-45°-45°-90°
- LOT LINE
- SECTION LINE
- STREET
- EASEMENT
- CENTRAL
- ADDRESS
- PUBLIC INFRASTRUCTURE DISTRICT (4.000 97.639 ACRES)
- ARCHDALE AREA, (21.87143 97.757100 ACRES)



SURVEYOR'S CERTIFICATE

I, DANIEL J. HUNT, DO HEREBY CERTIFY THAT I AM A PROFESSIONAL LAND SURVEYOR AND THAT I HAVE PERSONALLY CONDUCTED THE SURVEY UNDER THE LAWS OF THE STATE OF UTAH. I FURTHER CERTIFY BY AUTHORITY OF THE OWNERS, I HAVE MADE A SURVEY OF SAID TRACT OF LAND INTO LOTS, BLOCKS, AND SUBDIVISIONS, AND THAT THE SAME HAS BEEN CORRECTLY SURVEYED AND STAKED ON THE GROUND AS SHOWN ON THIS PLAT AND THAT THIS IS TRUE AND CORRECT.

D. Hunt
DATE: 08-28-24

BOUNDARY DESCRIPTION

BEGINNING AT A POINT LOCATED SOUTH 00°00'38" EAST 1148.64 FEET ALONG THE QUARTER SECTION LINE AND WEST 884.35 FEET FROM THE EAST CORNER OF SECTION 19, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE & MERIDIAN THENCE WEST 40.00 FEET, THENCE SOUTH 100.00 FEET, THENCE EAST 40.00 FEET, THENCE SOUTH 100.00 FEET TO THE POINT OF BEGINNING.
AREA = 0.092 ACRES.

ACCEPTANCE BY COUNTY SURVEYOR

THIS PLAT HAS BEEN REVIEWED BY THE COUNTY SURVEYOR AND IS HEREBY ENTERED INTO THE PUBLIC RECORDS OF SALEM CITY, UTAH AS FINAL ANNOTATED 17-23-20 AMENDED.

COUNTY SURVEYOR
SEAL
Kurt L. Clark
COUNTY SURVEYOR

SALEM CITY ACCEPTANCE

APPROVED THIS 21 DAY OF FEBRUARY, A.D. 2024 AS FINAL PUBLIC INFRASTRUCTURE PLAT FOR THE THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT (NO. 2).

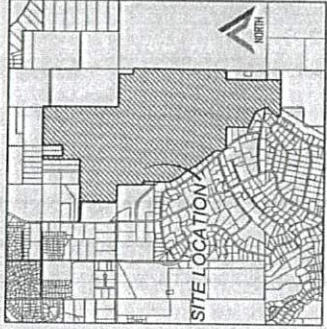
SENATOR: Kurt L. Clark
PRINTED NAME: Kurt L. Clark
TITLE: Mayor
ATTEST: J. H. Hunt
CLERK-RECORDER

FINAL LOCAL ENTITY PLAT

THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT No. 2

SALEM, UTAH COUNTY, UTAH
LOCATED IN THE NORTHWEST 1/4 OF SECTION 19, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE AND MERIDIAN, UTAH COUNTY, UTAH

SURVEYOR'S SEAL
NOTARY PUBLIC SEAL
COUNTY RECORDER SEAL



VICINITY MAP
-NTS-

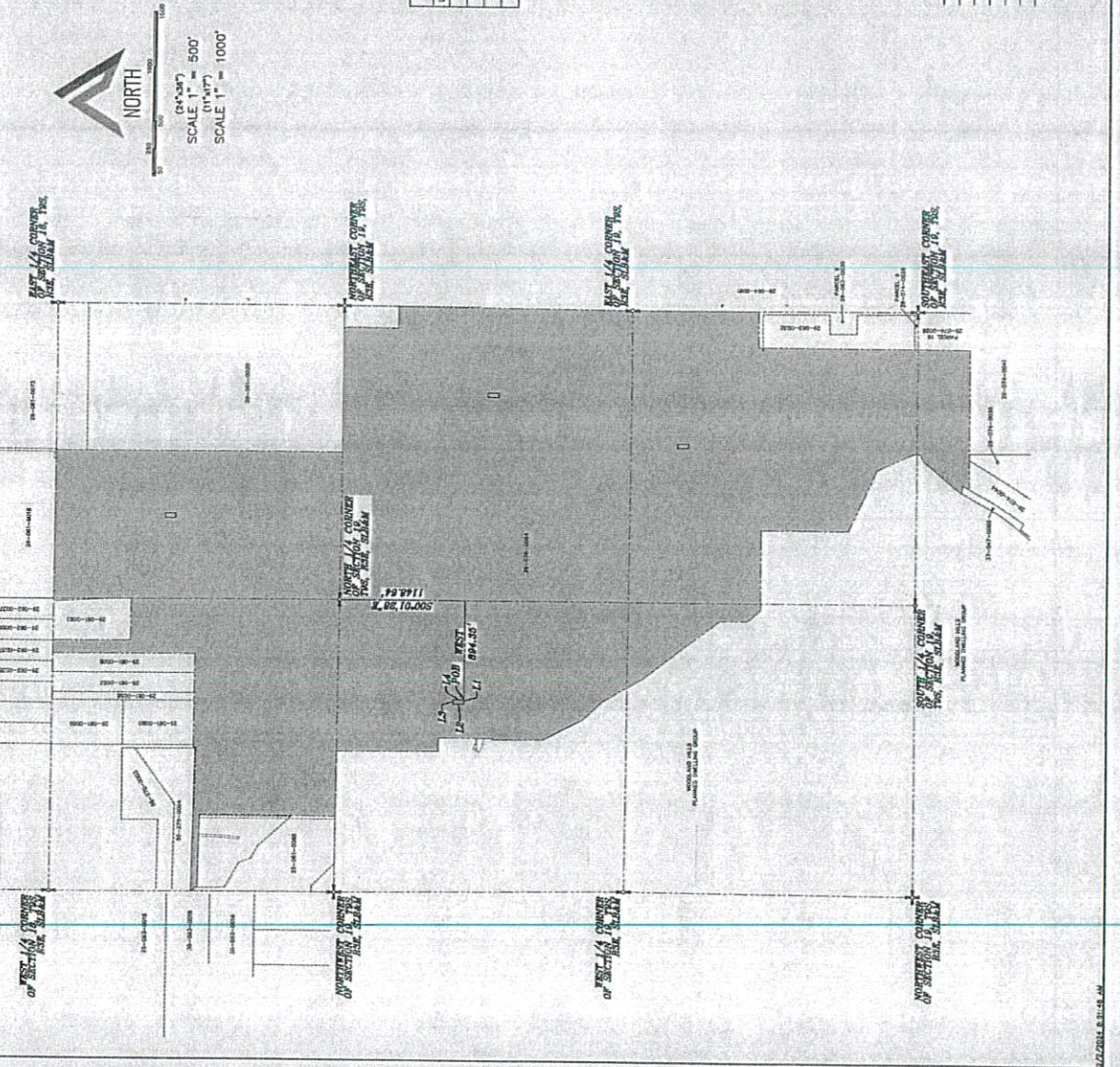
LINE	DIRECTION	LENGTH
L1	INDUCTIVE	40.00'
L2	INDUCTIVE	100.00'
L3	INDUCTIVE	40.00'
L4	INDUCTIVE	100.00'

REGISTERED SURVEYOR CONTACT INFO:
DANIEL J. HUNT, LLC
(801) 655-0508
946 E. 800 N. SUITE A
SPANISH FORK, UT 84600
DEVELOPER: TONY DEVELOPMENT
THEY GRESAM
(801) 787-3358
tony@theyground.com

- NOTES**
- VERTICAL DATA BASED ON NAVD 83.
 - COORDINATE SYSTEM = NAD83

LEGEND

- UTAH COUNTY MONUMENT
- SET 5/4" REBAR & CAP
- SET CURB FIN
- CALCULATED POINT, NOT SET
- PROPERTY BOUNDARY
- RIGHT-OF-WAY LINE
- LOT LINE
- SECTION LINE
- SETBACK
- EASEMENT
- CONTRIBUTED
- ADDRESSES



SURVEYOR'S CERTIFICATE
 I, DAVID R. PETERSON, a duly licensed Professional Land Surveyor, and that I hold Certificate No. 56533, as prescribed under the laws of the State of Utah, I further certify by this certificate that I have personally examined the plat and also shown on this plat and described below, and have subdivided the said tract of land into lots, streets, and easements and that the shown on this plat and that this is true and correct.

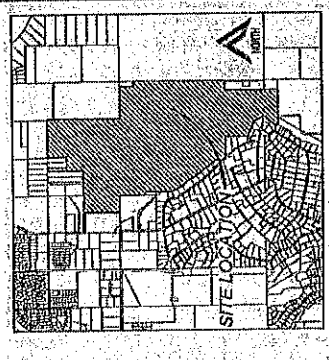
BOUNDARY DESCRIPTION
 BEGINNING AT A POINT LOCATED IN THE EAST 1/4 CORNER OF SECTION 19, TOWNSHIP 3 SOUTH, RANGE 3 EAST, SALT LAKE BASIN & MERIDIAN, THENCE NORTH 100.00 FEET TO THE POINT OF BEGINNING, 100.00 FEET, THENCE NORTH 100.00 FEET TO THE POINT OF BEGINNING.
 AREA: 10.000 ACRES.

ACCEPTANCE BY COUNTY SURVEYOR
 THIS PLAT HAS BEEN REVIEWED BY THE COUNTY SURVEYOR AND IS HEREBY APPROVED FOR RECORDATION IN THE PUBLIC RECORDS OF THE COUNTY OF DAVIDSON, NORTH CAROLINA.

SALEM CITY ACCEPTANCE
 APPROVED THIS 21ST DAY OF SEPTEMBER, A.D. 2014, AT THE OFFICE OF THE CITY ENGINEER FOR THE CITY OF SALEM, OREGON.
 SIGNATURE: [Signature]
 PRINTED NAME: Kurt L. Clavette
 TITLE: City Engineer
 ADDRESS: [Address]

FINAL LOCAL ENTITY PLAT
THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT
 No. 3
 SALEM, UTAH COUNTY, UTAH
 LOCATED IN THE NW 1/4 CORNER OF SECTION 19, TOWNSHIP 3 SOUTH, RANGE 3 EAST, SALT LAKE BASIN AND MERIDIAN, STAN COUNTY, UTAH.

NOTARY PUBLIC SEAL
 DAVID R. PETERSON
 1000 N. 1000 E.
 SALT LAKE CITY, UT 84116
 801-467-1234

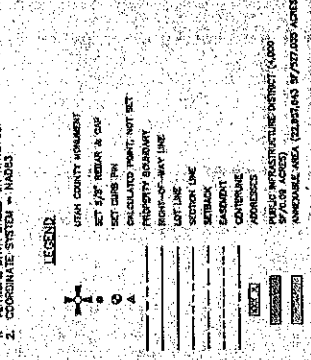


ZONE TABLE

LINE	DIRECTION	LENGTH
L1	NORTH	100.00'
L2	EAST	100.00'
L3	SOUTH	100.00'
L4	WEST	100.00'

NOTICE
 1. VERTICAL DATA BASED ON NAVD 88
 2. COORDINATE SYSTEM = NAD83

LEGEND
 UTAH COUNTY BOUNDARY
 SET BACK FROM R.O.P.
 SET BACK FROM
 CALCULATED POINT - NOT SET
 PROPERTY BOUNDARY
 RIGHT-OF-WAY LINE
 LOT LINE
 SECTION LINE
 SETBACK
 EASEMENT
 CENTERLINE
 ADDRESS



NOTICE
 PUBLIC INFRASTRUCTURE DISTRICT (PID) IS A PUBLIC UTILITY DISTRICT (PUD) AS DEFINED IN UTAH CODE ANN. § 17-27-100. ALL RIGHTS RESERVED.

SURVEYOR'S CERTIFICATE
 I, DAVID F. HUNT DO HEREBY CERTIFY THAT I AM A PROFESSIONAL LAND SURVEYOR AND THAT THE BOUNDARY CERTIFICATE NO. 5243343 AS PRESCRIBED BY THE UTAH PROFESSIONAL LAND SURVEYORS ACT AND THE RULES AND REGULATIONS OF THE BOARD OF PROFESSIONAL LAND SURVEYORS AND THE AUTHORITY OF THE OWNERS, I HAVE MADE A SURVEY OF SAID TRACT OF LAND AND THAT THE BOUNDARY LINE AND DIMENSIONS THEREON AND THE ADJACENT LANDS AND DIMENSIONS THEREON ARE TRUE AND CORRECT AND HAVE BEEN DIVIDED INTO LOTS AND BLOCKS AND THE DIMENSIONS THEREON ARE TRUE AND CORRECT AND HAVE BEEN CORRECTLY SURVEYED AND STAKED ON THE GROUND AS SHOWN ON THIS PLAT AND THAT THIS IS TRUE AND CORRECT.

DATE: 08-08-24
BOUNDARY DESCRIPTION
 BEGINNING AT A POINT LOCATED SOUTH 00°17'10" EAST 417.99 FEET ALONG THE SECTION LINE AND WEST 1205.16 FEET FROM THE EAST 1/4 CORNER OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 100.00 FEET, THENCE WEST 40.00 FEET, THENCE NORTH 100.00 FEET, THENCE EAST 40.00 FEET TO THE POINT OF BEGINNING.
 AREA = 0.092 ACRES.

ACCEPTANCE BY COUNTY SURVEYOR
 THIS PLAT HAS BEEN REVIEWED BY THE COUNTY SURVEYOR AND IS HEREBY CERTIFIED AS A FINAL LOCAL ENTRY PLAT, PURSUANT TO UTAM CODE ANNOTATED 17-23-20 AMENDED.

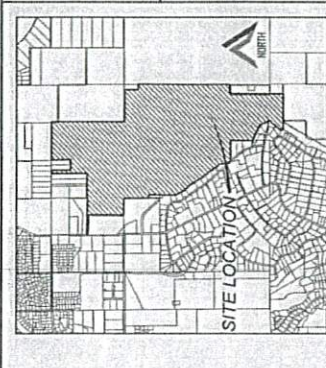
COUNTY SURVEYOR
 [Signature]
 COUNTY SURVEYOR

SALEM CITY ACCEPTANCE
 APPROVED THIS 21 DAY OF February, A.D. 2024 AS FINAL LOCAL ENTRY PLAT FOR THE THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT No. 4.

SIGNATURE: [Signature]
 PRINTED NAME: Kart L. Christensen
 TITLE: Mayor
 ATTEST: [Signature]
 CLERK-RECORDER

FINAL LOCAL ENTRY PLAT
THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT No. 4
 SALEM, UTAH COUNTY, UTAH
 LOCATED IN THE SOUTHEAST 1/4 OF SECTION 16, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE AND MERIDIAN, UTAH COUNTY, UTAH.

SURVEYOR'S SEAL: [Seal]
 COUNTY RECORDER SEAL: [Seal]



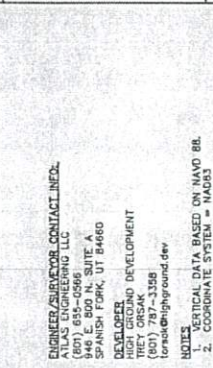
LINE TABLE

LINE	DIRECTION	LENGTH
L1	S00°00'00"E	100.00'
L2	N00°00'00"W	40.00'
L3	N00°00'00"E	100.00'
L4	N00°00'00"E	40.00'

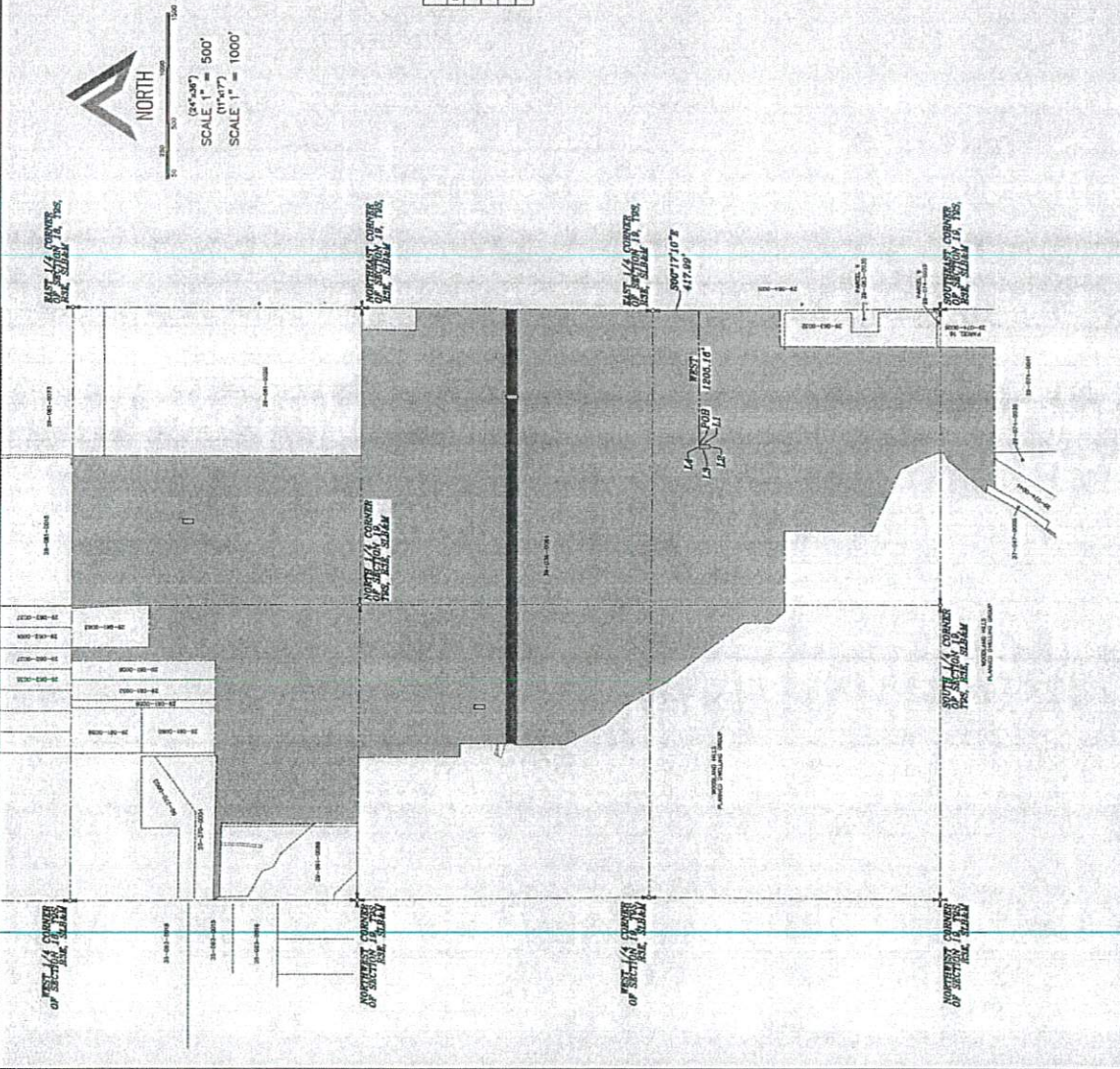
ENGINEER/SURVEYOR CONTACT INFO:
 ATLAS ENGINEERING LLC
 (801) 655-0566
 1000 S. STATE A.
 SPANISH FORK, UT 84603
 (801) 655-0566
 atlas@atlaseng.com

DEVELOPER:
 HIGH GROUND DEVELOPMENT
 1000 S. STATE A.
 SPANISH FORK, UT 84603
 (801) 655-0566
 atlas@atlaseng.com

NOTES:
 1. VERTICAL DATA BASED ON NAVD 83.
 2. COORDINATE SYSTEM = NAD83



PUBLIC INFRASTRUCTURE DISTRICT (A.000 57,029 ACRES)
 ANNEXABLE AREA (22,927.643 57,027.032 ACRES)



12/2/2024 8:30:11 AM



SURVEYOR'S CERTIFICATE

I, DAVID F. HUNT DO HEREBY CERTIFY THAT I AM A PROFESSIONAL LAND SURVEYOR, AND THAT I HOLD CERTIFICATE NO. 5243543 AS PRESCRIBED BY THE UTAH PROFESSIONAL LAND SURVEYORS ACT, CHAPTER 10, TITLE 49, UTAH CODE ANNOTATED. I HAVE MADE A SURVEY OF SAID TRACT OF LAND SHOWN ON THIS PLAT AND DESCRIBED BELOW, AND HAVE SUBDIVIDED THE SAME INTO LOTS, BLOCKS, AND SECTIONS, AND HAVE STAKED THE SAME. THE SAME HAS BEEN CORRECTLY SURVEYED AND STAKED ON THE GROUND AS SHOWN ON THIS PLAT AND THAT THIS IS TRUE AND CORRECT.

DATE: 08-08-24
 COUNTY SURVEYOR SEAL

BOUNDARY DESCRIPTION

BEGINNING AT A POINT LOCATED NORTH 07°03'58" WEST 1509.19 FEET ALONG THE QUARTER SECTION LINE AND EAST 732.70 FEET FROM THE NORTH 1/4 CORNER OF SECTION 19, TOWNSHIP 9 SOUTH, RANGE 3 EAST, RANGE 3 EAST, RANGE 3 EAST, RANGE 3 EAST, RANGE 3 EAST, RANGE 3 EAST, 40.00 FEET THENCE SOUTH 100.00 FEET; THENCE WEST 40.00 FEET TO THE POINT OF BEGINNING.
 AREA = 0.092 ACRES.

ACCEPTANCE BY COUNTY SURVEYOR

THIS PLAT HAS BEEN REVIEWED BY THE COUNTY SURVEYOR AND IS HEREBY ACCEPTED AS A FINAL LOCAL ENTRY PLAT, PURSUANT TO UTAH CODE ANNOTATED 17-23-20 AMENDED.

COUNTY SURVEYOR SEAL
 COUNTY SURVEYOR: *Chas. East* 02/05/24

SALEM CITY ACCEPTANCE

APPROVED THIS 21ST DAY OF February, A.D. 2024 AS FINAL DISTRICT ENTRY PLAT FOR THE THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT.

SIGNATURE: *Kurt L. Clark*
 PRINTED NAME: Kurt L. Clark
 TITLE: Mayor
 ATTEST: *G.H. A. Clark*
 CLERK-RECORDER

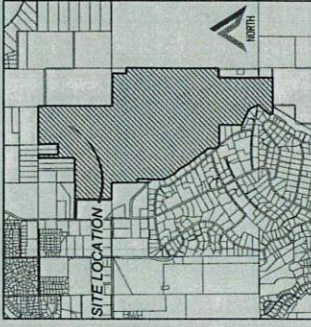
FINAL LOCAL ENTRY PLAT

THREE BRIDGES PUBLIC INFRASTRUCTURE DISTRICT No. 1

SALEM, UTAH COUNTY, UTAH

LOCATED IN THE SOUTHEAST QUARTER OF SECTION 19, TOWNSHIP 9 SOUTH, RANGE 3 EAST, SALT LAKE BASE AND MERIDIAN, UTAH COUNTY, UTAH.

SURVEYOR'S SEAL
 COUNTY SURVEYOR SEAL
 NOTARY PUBLIC SEAL
 RECORDER SEAL



VICINITY MAP
 -NTS-

LINE	DIRECTION	LENGTH
L1	N90°00'00"E	100.00'
L2	N89°00'00"E	40.00'
L3	S0°00'00"E	100.00'
L4	N90°00'00"W	40.00'

ENGINEER/SURVEYOR CONTACT INFO.

ATLAS ENGINEERING LLC
 946 E. 800 N. SUITE A
 SPANISH FORK, UT 84660

DEVELOPER
 HIGH GROUND DEVELOPMENT
 (801) 787-3358
 torres@highground.dev

NOTES
 1. VERTICAL DATA BASED ON NAVD 88.
 2. COORDINATE SYSTEM = NAD83

LEGEND

- UTAH COUNTY MONUMENT
- SET 5/8" REBAR & CAP
- SET CURB PIN
- CALCULATED POINT, NOT SET
- PROPERTY BOUNDARY
- RIGHT-OF-WAY LINE
- LOT LINE
- SECTION LINE
- SETBACK
- EASEMENT
- CENTRELINE
- ADDRESS
- PUBLIC INFRASTRUCTURE DISTRICT (1,000 SF/1.00 ACRES)
- ANNEXABLE AREA (22,857,843 SF / 527.035 ACRES)

