

Washington Terrace, Utah

May 3, 2023

The Board of Education (the “*Board*”) of Weber School District, Utah (the “*District*”) met in regular public session on May 3, 2023, at its regular meeting place, 5320 South Adams Avenue Parkway, in Washington Terrace, Utah, at 6:00 p.m., Utah time, due, legal and timely notice of the meeting having been given to all members as required by law and the rules of the Board.

The meeting was called to order by the President, and on roll call the following members, constituting a quorum, were determined present:

President	Paul Widdison
Vice President	Jon S. Ritchie
Member	Jan Burrell
Member	Janis Christensen
Member	Douglas R. Hurst
Member	Bruce D. Jardine
Member	Kelly Larson.
ABSENT:	_____.

There were also present Gina Butters, Superintendent, and Dr. Robert D. Petersen, Business Administrator.

After the minutes of the preceding meeting had been read and approved, the Business Administrator presented to the Board an affidavit evidencing the giving of not less than twenty-four (24) hours’ public notice of the agenda, date, time and place of the May 3, 2023 regular public

meeting of the Board in compliance with the requirements of Sections 52-4-202 and 62G-28-102, Utah Code Annotated 1953, as amended, by (1) posting written notice of the meeting on the Utah Public Notice Website, (2) posting written notice of the meeting on the District's website, and (3) posting written notice of the regular meeting in a public location in the District that is reasonably likely to be seen by the residents of the District. The affidavit was ordered recorded in the minutes of the meeting and is as follows:

STATE OF UTAH)
)
COUNTY OF WEBER)

I, the undersigned, the duly qualified and acting Business Administrator of Weber School District, Utah (the “*District*”), do hereby certify, according to the records of the Board of Education of the District (the “*Board*”) in my official possession and upon my own knowledge and belief, that in accordance with the requirements of Sections 52-4-202 and 63G-28-102, Utah Code Annotated 1953, as amended, I gave not less than twenty-four (24) hours’ public notice of the agenda, date, time and place of the May 3, 2023, regular public meeting held by the Board by:

(a) causing a Notice of Public Meeting, in the form attached hereto as *Exhibit A*, to be posted on _____, 2023, on the Utah Public Notice Website at least twenty-four (24) hours before the convening of the meeting;

(b) causing a Notice of Public Meeting, in the form attached hereto as *Exhibit A*, to be posted on _____, 2023, on the District’s website at least twenty-four (24) hours before the convening of the meeting; and

(c) causing a Notice of Public Meeting in the form attached hereto as *Exhibit B* to be posted in a public location in the District that is reasonably likely to be seen by the residents of the District, on _____, 2023, at least twenty-four (24) hours before the convening of the meeting, the Notice of Public Meeting having continuously remained so posted and available for public inspection until the convening of the meeting.

IN WITNESS WHEREOF, I have hereunto subscribed my official signature and impressed hereon the official seal of the Board of Education of Weber School District, Utah, this 3rd day of May, 2023.

Robert D. Petersen
Business Administrator,

[SEAL]

Thereupon, after the conduct of other business not pertinent to the following, the President presented to the Board copies of forms of Articles of Incorporation and Bylaws for the proposed Local Building Authority of Weber School District, Utah, and introduced a resolution in written form (a) approving the organization of the Local Building Authority of Weber School District, Utah (the “*Authority*”), (b) approving the forms of the Articles of Incorporation and Bylaws for the Authority as so presented, (c) authorizing the appropriate officers of the Board and the District to take all necessary or appropriate action in connection with the organization of the Authority, and (d) authorizing the publication of such resolution.

The resolution and the forms of the Articles of Incorporation and Bylaws were thereupon reviewed and discussed and, after all interested persons were given opportunity to express their views to the Board, _____ thereupon moved, and _____ seconded the motion, for the adoption of the following resolution. On being put to a vote, the Board adopted the resolution upon the following vote:

AYE:

NAY: _____.

After the adoption of the resolution, the President of the Board and the Business Administrator of the District signed it, and the Business Administrator affixed to it the official seal of the Board and recorded it in a book kept for that purpose. The resolution is as follows:

RESOLUTION

A RESOLUTION APPROVING THE ORGANIZATION OF THE LOCAL BUILDING AUTHORITY OF WEBER SCHOOL DISTRICT, UTAH, AND THE FORMS OF ARTICLES OF INCORPORATION AND BYLAWS RELATING THERETO; AUTHORIZING THE APPROPRIATE OFFICERS OF THE BOARD OF EDUCATION AND THE DISTRICT TO TAKE ALL NECESSARY ACTIONS IN CONNECTION THEREWITH; AND PROVIDING FOR RELATED MATTERS.

WHEREAS, pursuant to the provisions of the Local Building Authority Act, Title 17D, Chapter 2 of the Utah Code Annotated 1953, as amended (the “*Act*”), the Board of Education (the “*Board*”) of Weber School District, Utah (the “*District*”), is authorized to create a local building authority solely for the purpose of accomplishing the public purposes for which the District and the Board exist by acquiring, improving, or extending any improvements, facilities or properties and appurtenances to them that the Board is authorized or permitted by law to acquire, including, but not limited to, public buildings or other structures of every nature or any joint or partial interest in the same, which improvements, facilities, properties and appurtenances need not be situated within the boundaries of the District;

WHEREAS, the Board considers it necessary and desirable for the Board to organize a nonprofit corporation as the local building authority (the “*Corporation*”) solely for the purpose of accomplishing the public purposes for which the District and the Board exist by acquiring, improving or extending such improvements, facilities or properties and appurtenances to them and financing their costs on behalf of the Board, all in accordance with the procedures and subject to the limitations of the Act;

WHEREAS, Section 17D-2-201(2) of the Act provides that the articles of incorporation and bylaws of a local building authority, such as the Corporation, are to be approved by the Board; and

WHEREAS, there have been presented to and reviewed by the Board proposed Articles of Incorporation (a copy of the form of which is attached hereto as *Exhibit B* and which by this reference is incorporated herein) and proposed Bylaws (a copy of the form of which is attached

hereto as *Exhibit C* and which by this reference is incorporated herein) for the Corporation, and the Board desires to approve the organization of the Corporation and such proposed documents and to authorize the appropriate officers of the Board and the District to take all necessary or desirable actions in connection with the organization of the Corporation as required by law;

NOW, THEREFORE, Be it Resolved by the Board of Education of Weber School District, Utah, as follows:

Section 1. The Board hereby approves the organization of the Local Building Authority of Weber School District, Utah (the "*Corporation*"), to function on behalf of the Board and the District as its local building authority in accordance with the provisions of the Act, as the same now exists or as it may be from time to time amended. In connection with the organization of the Corporation as hereby approved, the Board hereby approves (a) the Articles of Incorporation of the Corporation in the form presented to and reviewed by the Board that is attached hereto as *Exhibit C* and (b) the Bylaws of the Corporation in the form presented to and reviewed by the Board that is attached hereto as *Exhibit D*.

Section 2. The members of the Board are hereby authorized and directed as incorporators to execute the Articles of Incorporation of the Corporation in the form hereby approved, the legal counsel of the Board shall cause such executed Articles of Incorporation to be filed with the Division of Corporations and Commercial Code of the State of Utah, and the President, the Business Administrator, the legal counsel of the Board and other officers of the Board and the District are hereby authorized and directed to take all necessary or desirable actions to cause the organization of the Corporation in accordance with the Act and the Utah Revised Nonprofit Corporation Act, Title 16, Chapter 6a, Utah Code Annotated 1953, as amended.

Section 3. The Board hereby approves and consents, for purposes of the Act, to the appointment of Chapman and Cutler LLP to act as bond counsel in connection with the lease revenue bonds to be issued by the Corporation, all of the proceeds of which are to be used to finance the acquisition, construction, improvement and extension of a project (as defined in the Act) for the benefit of the Board.

Section 4. The Board hereby ratifies, confirms and approves all actions heretofore taken by the officers of the Board to arrange for the organization of the Corporation, the financing of certain projects on behalf of the Board by the Corporation as authorized by the Act and the selection of the bond counsel as described in Section 3 hereof.

Section 5. It is hereby declared that all parts of this resolution are severable, and 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 any such section, paragraph, clause or provision shall not affect the remaining sections, paragraphs, clauses or provisions of this resolution.

Section 6. All resolutions or parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and this resolution shall be in full force and effect immediately upon its adoption.

APPROVED AND ADOPTED this 3rd day of May, 2023.

By _____
Paul Widdison
President

COUNTERSIGN AND ATTEST:

By _____
Robert D. Petersen
Business Administrator

[SEAL]

After conduct of other business not pertinent to the above, it was moved, seconded and carried that the meeting adjourn.

By _____
Paul Widdison
President

[SEAL]

ATTEST:

By _____
Robert D. Petersen
Business Administrator

STATE OF UTAH)
)
COUNTY OF WEBER)

I, Dr. Robert D. Petersen, the duly chosen, qualified and acting Business Administrator of Weber School District, Utah (the “*District*”), do hereby certify that the foregoing is a full, true and correct copy of excerpts from the minutes of a regular public meeting of the Board of Education of the District (the “*Board*”) held at 5320 South Adams Avenue Parkway, in Washington Terrace, Utah, within the District, on May 3, 2023, including a resolution adopted at the meeting, as recorded in the regular official book of minutes of the proceedings of the Board kept in my office, that all members of the Board were given due, legal and timely notice of the meeting, that the meeting therein shown was in all respects called, held and conducted in accordance with law and in full conformity therewith and that the persons therein named were present at the meeting as therein shown.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Board of Education of Weber School District, Utah, at Washington Terrace, Utah, this 3rd day of May, 2023.

By _____
Robert D. Petersen
Business Administrator
[SEAL]

EXHIBIT A

[ATTACH NOTICE OF PUBLIC MEETING]

EXHIBIT B

[ATTACH COPY OF NOTICE POSTED ON THE UTAH PUBLIC NOTICE WEBSITE]

EXHIBIT C

[ATTACH COPY OF ARTICLES OF INCORPORATION]

EXHIBIT D

[ATTACH COPY OF BYLAWS]