

Salt Lake City, Utah

March 24, 2025

The Board of Directors (the “Board”) of the Utah Inland Port Authority (“UIPA”) met in regular session (including by electronic means) on March 24, 2025, at its regular meeting place in the Utah State Capitol, Room 445 at the hour of 10:00 AM, with the following members of the Board being present:

Ryan Starks	Board Vice Chair
Jonathan Freedman	Board Member
Jefferson Moss	Board Member
Jerry Stevenson	Board Member (Acting Board Chair for this meeting)

Also Present:

Ben Hart	Executive Director
Ariane Gibson	Deputy Director & Chief Financial Officer

Absent:

Abby Osborne	Board Chair
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After the meeting had been duly called to order and after other matters not pertinent to this Resolution had been discussed, a Certificate of Compliance with Open Meeting Law with respect to this March 24, 2025 meeting was presented to the Board.

Thereupon, the following Resolution was introduced in writing, read in full and pursuant to motion duly made by Board Member Starks and seconded by Board Member Freedman adopted by the following vote:

AYE: Ryan Starks, Jonathan Freedman, Jefferson Moss, Jerry Stevenson

NAY: None

The resolution is as follows:

## RESOLUTION 2025-20

A RESOLUTION OF THE BOARD OF DIRECTORS (THE “BOARD”) OF THE UTAH INLAND PORT AUTHORITY (“UIPA”), CLARIFYING HOW UIPA APPOINTMENTS TO THE BOARD OF TRUSTEES (THE “DISTRICT BOARD”) OF THE VERK INDUSTRIAL REGIONAL PUBLIC INFRASTRUCTURE DISTRICT (THE “DISTRICT”) ARE MADE, APPOINTING A NEW MEMBER; AND RELATED MATTERS.

WHEREAS, on August 1, 2024 UIPA approved the creation of the District 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 Verk Project Area for the purpose of financing public infrastructure costs; and

WHEREAS, pursuant to the Governing Document of the District, UIPA appoints two members to the District Board; and

WHEREAS, Benn Buys was appointed to the District Board and subsequently resigned as the Chief Financial Officer of UIPA (the “CFO”); and

WHEREAS, Ariane Gibson was subsequently appointed as the CFO; and

WHEREAS, the Board wishes for the CFO to automatically be appointed to the District Board, including upon any appointment of a new CFO; and

WHEREAS, Scott Wolford was appointed to the District Board and UIPA wishes to clarify that such position shall be an individual selected by the Executive Director of UIPA and that Scott Wolford shall remain on the Board; and

WHEREAS, according to representations made to UIPA, Ariane Gibson and Scott Wolford are registered to vote at her primary residence and is further eligible to serve as a board member of the District under Section 17D-4-202(3)(c) of the PID Act.

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

1. The CFO (currently Ariane Gibson) is hereby appointed as Trustee 1 for the remainder of the initial term of six years.

2. The Executive Director shall select the individual to serve as Trustee 2 by writing to UIPA. Scott Wolford shall remain the individual serving as Trustee 2.

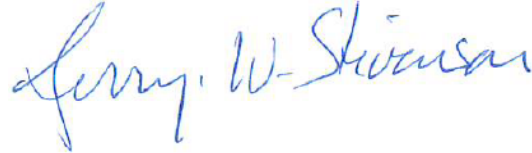
3. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

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

5. This resolution shall take effect immediately.

PASSED AND ADOPTED by the Board of Directors of the Utah Inland Port Authority,  
this March 24, 2025.

UTAH INLAND PORT AUTHORITY



By: \_\_\_\_\_  
Acting Board Chair

ATTEST: 

By: \_\_\_\_\_  
UIPA Staff