

RESOLUTION _____

A RESOLUTION OF THE COUNTY COMMISSIONERS (THE “COUNTY COMMISSION”) OF THE COUNTY OF WEBER COUNTY, UTAH (THE “COUNTY”), APPROVING A THIRD AMENDMENT TO THE GOVERNING DOCUMENT OF PROMONTORY COMMERCE CENTER PUBLIC INFRASTRUCTURE DISTRICT NOS. 1, 2, AND 3 (THE “DISTRICTS”) TO ALLOW THE BOUNDARY OF DISTRICT NO. 1 TO OVERLAP DISTRICT NOS. 2 AND 3; AND RELATED MATTERS.

WHEREAS, by a resolution adopted June 27, 2023, the County, as creating entity, previously approved the creation of the Districts as 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 County; and

WHEREAS, the District is governed in accordance with the PID Act and the terms of a governing document approved on June 27, 2023, with a first amendment approved June 25, 2024, and a second amendment approved August 12, 2025 (collectively, the “Governing Document”); and

WHEREAS, pursuant to the PID Act and Section V.A.11. of the Governing Document, the Governing Document may be amended by resolutions adopted by the creating entity and the applicable District(s) approving such amendment; and

WHEREAS, the previous amendments of the Governing Document were to expand the approved annexation area described and depicted in Exhibits B and C thereto; and

WHEREAS, the Districts have requested this third amendment due to the restructuring of the planned bond financing of the Districts, in response to project need and market conditions. The purpose of the third amendment is to authorize the boundaries of District No. 1 to overlap the boundaries of District Nos. 2 and 3. This will allow District No. 1, which is issuing bonds first, to issue a special assessment bond supported by a larger portion of the property in the project area, while still preventing overlapping tax levies; and

WHEREAS, the County Commission now hereby adopts this resolution approving the amendment contemplated herein, in the form attached as Exhibit A to this resolution.

NOW, THEREFORE, BE IT RESOLVED BY THE COUNTY COMMISSION 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 County Commission and by officers of the County Commission directed toward the amendments contemplated herein, are hereby ratified, approved, and confirmed.
2. The Governing Document of the Districts is hereby amended, and the Third Amendment thereto approved, as set forth in Exhibit A.

3. The Third Amendment shall be made effective when the Boards of the Districts also approve resolutions (or a joint resolution) approving the Third Amendment, consistent with applicable law and the requirements of the Governing Document.

4. 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.

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

6. This resolution shall take effect immediately.

PASSED AND ADOPTED by the County Commission of the County of Weber County, Utah, this March 3, 2026.

COUNTY OF WEBER COUNTY, UTAH

By: _____
Gage Froerer, Chair

Commissioner Bolos voted _____

Commissioner Froer voted _____

Commissioner Harvey voted _____

ATTEST:

By: _____
Ricky Hatch, CPA
Weber County Clerk Auditor

EXHIBIT A

THIRD AMENDMENT TO GOVERNING DOCUMENT

**THIRD AMENDMENT TO GOVERNING DOCUMENT
FOR
PROMONTORY COMMERCE CENTER PUBLIC INFRASTRUCTURE
DISTRICT NOS. 1, 2 AND 3**

WEBER COUNTY, UTAH

**Approved by the County: March 3, 2026
Approved by the District: March __, 2026**

**Amending the Governing Document approved on June 27, 2023, and previously amended
as approved by the County on:
1st Amendment: June 25, 2024
2nd Amendment: August 12, 2025**

**THIRD AMENDMENT TO GOVERNING DOCUMENT
PROMONTORY COMMERCE CENTER
PUBLIC INFRASTRUCTURE DISTRICT NOS. 1, 2 AND 3**

This THIRD AMENDMENT TO GOVERNING DOCUMENT (the “Third Amendment”), amends and supplements the Governing Document for the Promontory Commerce Center Public Infrastructure District Nos. 1, 2 and 3 (the “Districts”) first approved by the County Commission of Weber County, Utah (the “County”) on June 27, 2023, and amended by the First Amendment approved by the County on June 25, 2024, and the Second Amendment approved by the County on August 12, 2025 (collectively, the “Governing Document”). This Third Amendment shall become effective upon passage of resolutions of the County and the District approving this Third Amendment (the latter date being the “Effective Date”), in accordance with the provisions of the Governing Document.

I. Purpose and Intent of Second Amendment

This Third Amendment is necessary due to the restructuring of the planned bond financing of the Districts in response to project need and market conditions. The purpose of this Third Amendment is to authorize the boundaries of District No. 1 to overlap the boundaries of District Nos. 2 and 3. This will allow District No. 1, which is issuing bonds first, to issue a special assessment bond which is supported by a larger portion of the property in the project area, and Nos. 2 and 3 to be reserved for future tax levies if needed.

II. Amendment

Section V.A.6. of the Governing Document is hereby amended to read as follows:

Overlap Limitation. Without the written consent of the County, the boundaries of PID Nos. 2 and 3 shall not overlap. The boundary of PID No. 1 may overlap with the boundaries of PID Nos. 2 and 3, on the condition that PID No. 1 will not levy a property tax.

Section VIII.C.(a) of the Governing Document is hereby amended to read as follows:

The “Maximum Debt Mill Levy,” which is the maximum mill levy a District is permitted to impose upon the taxable property within such District for payment of Limited Tax Debt and administrative expenses shall be 0.005 per dollar of taxable value of taxable property in such District; provided that such levy shall be subject to adjustment as provided in Section 17D-4-301(8), Utah Code. Pursuant to Section V.A.6. of this Governing Document, should PID No. 1 overlap with the boundaries of PID Nos. 2 and 3, PID No. 1 shall have no authority to levy a property tax.

III. Effective Date; Third Amendment Construed with Governing Document

This Third Amendment shall become effective immediately upon adoption of resolutions of the County and the District Boards, each approving such Third Amendment. All of the provisions of this Third Amendment supplement and amend the Governing Document, and shall

be deemed to be, and shall be construed as, part of the Governing Document to the same extent as if fully set forth therein. The Governing Document, as previously amended, remains in full force and effect where not modified herein.

(End of Third Amendment; signature pages to follow)

MADE AND EXECUTED as of the Effective Date set forth above.

WEBER COUNTY, UTAH

By: _____
Chair

Attest:

By: _____
Clerk/Auditor

**PROMONTORY COMMERCE CENTER
PUBLIC INFRASTRUCTURE DISTRICT
NO. 1**

By: _____
Chair

Attest:

By: _____
Clerk/Secretary

**PROMONTORY COMMERCE CENTER
PUBLIC INFRASTRUCTURE DISTRICT
NO. 2**

By: _____
Chair

Attest:

By: _____
Clerk/Secretary

**PROMONTORY COMMERCE CENTER
PUBLIC INFRASTRUCTURE DISTRICT
NO. 3**

By: _____
Chair

Attest:

By: _____
Clerk/Secretary