



Minutes of the Executive Committee (EXC) Meeting
of the Board of Trustees of the Utah Transit Authority (UTA)
Wednesday, April 19, 2017
FrontLines Headquarters, 669 West 200 South, Salt Lake City, UT

EXC Members Attending:

Robert McKinley, Chair	Charles Henderson
Sherrie Hall Everett, Vice Chair	Bret Millburn
Jeff Acerson	Troy Walker
Keith Bartholomew	

Excused/Not in Attendance: Jeff Hawker

Other Board Members in Attendance: Dannie McConkie

Chair McKinley called the meeting to order at 4:50 p.m. with seven committee members present.

Chair McKinley then yielded the floor to Dave Goeres, UTA Chief Safety, Security & Technology Officer, for a safety message.

Executive Consent Agenda.

1. Approval of March 13, 2017 Meeting Report.
 - a. A motion to approve the consent agenda was made by Trustee Walker and seconded by Trustee Henderson. The motion carried by unanimous consent with seven aye votes.

Informational Items.

1. No informational items were discussed.

Items for Discussion.

1. Board Workshop Pre-Work and Milestone Timeline of Activity.
 - a. Trustee Henderson reminded EXC members to visit with their appointing authorities and invited them to attend the next Planning and Long-Term Visioning Committee meeting in May. He also encouraged the EXC to participate in a UTA ride-along and in the Transit Academy scheduled on May 31, 2017.

2. 2017 Leasing Program.
 - a. Richard Swenson, UTA Financial Services Manager, summarized the needs for the 2017 leasing program, indicating that in 2017 the agency has budgeted leasing on 49 buses, 29 paratransit vans, and 40 rideshare vans.

Board Meeting Agenda Approval.

1. TOD Policy Update.
2. Internal and External Audit Update.
3. December 2016/January 2017/February 2017 Financial Reports and Dashboards.
4. March 22, 2017 Meeting Report.
5. 2017 Leasing Program.

A motion to forward items 1-5 to the board agenda was made by Trustee Henderson and seconded by Trustee Walker. The motion carried by unanimous consent.

6. Conflicts of Interest Policy.
 - a. Chair McKinley asked if it would be appropriate to bring the new board conflicts of interest policy to the full board in April. Discussion ensued. Vice Chair Everett requested that a packet explaining UTA's policies related to board members be prepared for distribution to appointing authorities along with the new policy. Jayme Blakesley, UTA General Counsel, suggested information in the packet include context for the policies. Chair McKinley asked Mr. Blakesley to prepare a packet for review in advance of the April board meeting. A motion to forward the new board conflicts of interest policy to the board agenda was made by Trustee Millburn and seconded by Trustee Henderson. The motion carried by unanimous consent.

Chair McKinley stated the next item on the agenda involves UTA property at the Clearfield Station and that his law firm has done work for a party involved in the proposed Clearfield Station transaction. He recused himself from the related discussion and asked Vice Chair Everett to conduct the meeting on the Clearfield item.

7. Clearfield Station Property. Trustee Bartholomew indicated it would be appropriate to remove the Clearfield Station property from UTA's transit-oriented development program and then to surplus it. Discussion ensued. Vice Chair Everett requested a recording of today's Transit-Oriented Communities Committee meeting be made available to trustees in advance of the April board meeting. Chair McKinley requested that for all board meetings (committee and full), information be distributed to board members as far in advance of the meetings as possible. A motion to forward the removal of the Clearfield property from UTA's transit-oriented development program and surplus of the same property to the full board was made by Trustee Bartholomew and seconded by Trustee Millburn. Discussion ensued.

Jerry Benson, UTA President/CEO, suggested the motion also include a letter of intent to Clearfield. Mr. Blakesley advised that a conditional approval could compromise UTA's

negotiation position relative to track access and rail design. He also mentioned that in light of the ongoing federal investigation, he would recommend being deliberate and cautious in making property decisions. Trustee Bartholomew stated that his motion was intentional and requested that any additional steps, such as a letter of intent, take into account UTA's ability to leverage the transaction and protect its interests and its constituents' interests. Trustee Millburn expressed that the urgency for finalizing details on the site stems from the prospective tenant's commitment to fulfill some existing manufacturing contracts. Mr. Blakesley reiterated his concerns regarding the property.

Trustee Henderson suggested the motion be amended to add the condition that if the Clearfield property is added as surplus for the specific project discussed, that all necessary conditions be met or the property reverts to a transit-oriented development designation. Trustee Bartholomew agreed and restated his motion to forward to the full board a recommendation to remove the Clearfield property from the transit-oriented development program and declare it surplus subject to the condition that the property is used for the proposed development discussed in today's Transit-Oriented Communities Committee meeting or revert to a transit-oriented development designation with an added encouragement to UTA's CEO and general counsel to develop a formal list of conditions required on the property sale by the April board meeting. The motion was seconded by Trustee Walker. The motion carried by majority consent with one abstention from Chair McKinley. Mr. Benson said the basic conditions on the property sale were outlined in today's presentation to the Transit-Oriented Communities Committee. He then assured the EXC that he would fully support the board's decisions regarding the property.

Chair McKinley resumed control of the meeting.

Closed Session. No closed session was held.

Action Taken Regarding Matters Discussed in Closed Session. No closed session was held.

May Committee Items for Consideration.

1. Chair McKinley listed the committees that would be meeting in May.

Other Business. No other business was discussed.

Adjourn. The meeting was adjourned at 5:42 p.m. by motion.

Transcribed by Cathie Griffiths
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