

**AGENDA OF THE REGULAR MEETING  
OF THE  
BOARD OF TRUSTEES OF THE UTAH TRANSIT AUTHORITY**

**PUBLIC NOTICE** is hereby given of the  
Regular Meeting of the  
Board of Trustees of the Utah Transit Authority at  
2:00 p.m. on Wednesday, December 14, 2016,  
at the Utah Transit Authority Headquarters located at  
669 West 200 South, Salt Lake City, Utah  
Golden Spike Conference Rooms

[www.rideuta.com/board](http://www.rideuta.com/board)

1. **Welcome to UTA Board Meeting** **Robert McKinley**, Board Chair
2. **Pledge of Allegiance** **Bob Biles**, VP of Finance
3. **Safety First Minute** **Dave Goeres**, Chief Safety, Security & Technology Officer
4. **General Public Comment Period** **Robert McKinley**  
(The Board of Trustees invites brief comments or questions from the public. Please note, in order to be considerate of everyone attending the meeting and to more closely follow the published agenda times, public comments will be limited to two minutes per person per item. A spokesperson who has been asked by a group to summarize their comments may be allowed five minutes to speak.)
5. **President/CEO Report** **Jerry Benson**, President/CEO
6. **Resolution: R2016-12-01: 2017 Final Budget Resolution**
  - a. [Presentation of Item](#) Bob Biles
  - b. *Public Input*
  - c. Board Discussion and Decision/Action
7. **Resolution: R2016-12-02: Resolution Providing the Holding & Giving Notice of Regular Meetings of the Board for Calendar Year 2017**
  - a. [Presentation of Item](#) Robert McKinley
  - b. *Public Input*
  - c. Board Discussion and Decision/Action
8. **Resolution: R2016-12-03: Interlocal Assignment, Assumption and Consent – Central Wasatch Commission**
  - a. [Presentation of Item](#) Jerry Benson
  - b. *Public Input*
  - c. Board Discussion and Decision/Action

- 9. Resolution: R2016-12-04: Title VI Update**  
 a. [Presentation of Item](#) Jayme Blakesley  
 b. *Public Input*  
 c. Board Discussion and Decision/Action
- 10. Closed Session** **Robert McKinley**  
 a. Discussion of the Purchase, Exchange, Lease or Sale of Real Property when Public Discussion would Prevent the Authority from Completing the Transaction on the Best Possible Terms.  
 b. Strategy Session to Discuss the Character, Professional Competence, Physical or Mental Health of an Individual.  
 c. Strategy Session to Discuss Collective Bargaining.  
 d. Strategy Session to Discuss Pending or Reasonably Imminent Litigation.
- 11. Action Taken Regarding Matters Discussed in Closed Session** **Robert McKinley**
- 12. Resolution: R2016-12-05: Chief Internal Auditor**  
 a. [Presentation of Item](#) Robert McKinley  
 b. Board Discussion and Decision/Action
- 13. New Board Structure**  
 a. [Presentation of Item](#) Robert McKinley  
 b. *Public Input*  
 c. Board Discussion and Decision/Action
- 14. Item(s) for Consent** **Robert McKinley**  
 a. [Approval of November 16, 2016 Meeting Report](#)  
 b. [Monthly Financial Reports \(October\)](#)
- 15. Presentations/Informational Items** **Robert McKinley**  
 a. [Annual Utah Open Meetings Act & Ethics Training](#) Jayme Blakesley
- 16. Other Business** **Robert McKinley**  
 a. Board Social
- 17. Adjourn** **Robert McKinley**

Contact Regarding this Agenda:

*Rebecca Cruz, Board of Trustees Support Manager*  
*Utah Transit Authority*  
 801-287-2580  
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**The Board Mission Statement**

*Utah Transit Authority strengthens and connects communities thereby enabling individuals to pursue a fuller life with greater ease and convenience by leading through partnering, planning, and wise investment of physical, economic, and human resources.*

# Don't let a little slip ruin your holiday trip



**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES**  
**Action Agenda Item Coversheet**

<b>DATE:</b>	<b>December 14, 2016</b>
<b>CONTACT PERSON:</b>	<b>Bob Biles</b>
<b>SUBJECT:</b>	<b>Resolution R2016-12-01 Establishing the 2017 Budget</b>
<b>BACKGROUND:</b>	<p>At its meeting of October 26, 2016, the Board adopted a Tentative 2017 Budget. Notice of the November 16 public hearing and budget information were provided to UTA stakeholders, each city and county in the UTA service area, and numerous other stakeholders. This information was also posted on UTA's website. The public hearing was held on November 16 with several comments received.</p> <p>The public comment period concluded on November 30, 2016.</p> <p>The 2017 Final Budget in Exhibit A reflects four changes from the Tentative 2017 budget. They are:</p> <ul style="list-style-type: none"><li>• The Major Investment Studies line item (\$638,000) has been eliminated to simplify UTA's planning budget, with the revenue and expense associated with this department divided between several areas. Namely, revenue associated with this department has been broken out and moved to the Federal Preventative Maintenance Revenue line item in the total amount of \$711,000. Expenses for this department have been moved to the Operations Support line (\$209,000) and the Planning/Real Estate/TOD/Major Program Development line (\$1,202,000). The net change in expense in this area will be \$62,000.</li><li>• Additional Federal Preventative Maintenance (PM) grant funds have been identified to be applied to previously incurred light rail rebuild project expense. This will increase Federal PM Revenue by \$1,260,000. There is no effect on 2017 expense.</li></ul>

	<ul style="list-style-type: none"> <li>• Two small changes were made to the Commuter Rail (\$22,000) and Light Rail (\$65,000) expense lines to reflect current staffing levels for these departments. This results in an increase of \$87,000 to operating expense.</li> <li>• Other adjustments made to the Tentative 2017 budget include the following (net increase of \$73,000): <ul style="list-style-type: none"> <li>○ A \$10,000 increase in Operating Support line item to reflect an adjustment to vehicle rebuild costs.</li> <li>○ General &amp; Administrative line item reflects a shift of \$100,000 for a Communications Strategic Plan study expense from the 2016 budget to 2017 budget.</li> <li>○ General &amp; Administrative line item also recognizes additional cost savings of contract services of \$112,000.</li> <li>○ Planning/Real Estate/TOD/Major Program Development line item expense is increased to reflect \$75,000 contribution to Wasatch Front Regional Council Transportation and Land Use Connection study.</li> </ul> </li> <li>• The net impact of all of the above changes is an increase in operating revenue of \$1,971,000 and an increase in operating expense of \$933,000.</li> </ul> <p>The resolution adopts the 2017 budget.</p>
<p><b>PREFERRED ALTERNATIVE:</b></p>	<p>Approve forwarding the resolution to the Board of Trustees.</p>
<p><b>EXHIBITS:</b></p>	<ul style="list-style-type: none"> <li>• Resolution R2016-12-01</li> <li>• Exhibit A including: <ol style="list-style-type: none"> <li>1. Budget Summary</li> <li>2. Budget Detail Exhibit</li> <li>3. Capital Detail</li> </ol> </li> </ul>

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UTAH TRANSIT  
AUTHORITY RATIFYING THE ADOPTION OF THE 2017 BUDGET**

No. R2016-12-01

December 14, 2016

WHEREAS, the Utah Transit Authority (the "Authority") is a public transit district organized under the laws of the State of Utah and was created to transact and exercise all of the powers provided for in the Utah Limited Purpose Local Government Entities-Local Districts Act and the Utah Public Transit District Act; and

WHEREAS, the Board of Trustees (the "Board") of the Authority is charged by the State of Utah to complete a budget process and establish an annual budget of the Authority;

WHEREAS, as part of that budget process, the Board approved a tentative budget, provided notice for and held a public hearing, and provided copies of that budget and notice to interested persons and to those entities identified by Statute; and

WHEREAS, the Board has reviewed the budget as proposed by the Authority staff, and believes that the budget reasonably fulfills the needs of the Authority and is in keeping with its responsibility for fiscal conservancy;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Utah Transit Authority:

1. That the Board hereby ratifies the adoption of the Authority's 2017 Budget, a copy of which is attached to this Resolution as Exhibit A.
2. That this Resolution stay in full force and effect until superseded by further action of the Board.
3. That the corporate seal be attached hereto.

APPROVED AND ADOPTED this 14th day of December, 2016.

\_\_\_\_\_  
Robert W. McKinley, Chair  
Board of Trustees

ATTEST:

\_\_\_\_\_  
Robert K. Biles, Secretary/Treasurer

(Corporate Seal)

CERTIFICATE

The undersigned duly qualified Chair of the Board of Trustees of the Utah Transit Authority certifies that the foregoing is a true and correct copy of a resolution ratifying adoption at a legally convened meeting of the Board of Trustees held on the 14th day of December, 2016.

\_\_\_\_\_  
Robert W. McKinley, Chair  
Board of Trustees

\_\_\_\_\_  
Robert K. Biles, Secretary/Treasurer

Approved As To Form:

\_\_\_\_\_  
Legal Counsel

**UTAH TRANSIT AUTHORITY  
2017 OPERATING BUDGET  
December 14, 2016**

**Exhibit A**

	Actual 2015	Amended Budget 2016	Preliminary Budget 2017	Adjustments	Final Budget 2017
<b>Revenue</b>					
1 Sales Tax	\$ 227,703,023	\$ 237,249,000	\$ 249,362,000		\$ 249,362,000
2 Sales Tax - Prop 1	\$ -	\$ 4,730,732	\$ 8,747,000		\$ 8,747,000
3 Federal Prevent. Maint	\$ 52,000,012	\$ 57,588,000	\$ 58,705,000	\$ 1,971,000	\$ 60,676,000
4 Passenger Revenue	\$ 52,112,909	\$ 53,114,000	\$ 52,813,000		\$ 52,813,000
5 Passenger Revenue - Prop 1		\$ 143,967	\$ 362,000		\$ 362,000
6 Advertising	\$ 2,233,333	\$ 2,283,000	\$ 2,333,000		\$ 2,333,000
7 Investment Income	\$ 2,831,406	\$ 2,237,000	\$ 2,098,000		\$ 2,098,000
8 Other Revenues	\$ 2,671,936	\$ 3,397,704	\$ 6,391,000		\$ 6,391,000
9 Motor Vehicle Registration		\$ 1,782,000	\$ 1,823,000		\$ 1,823,000
10 2015 Crossover Refunding Reserve		\$ 8,970,655	\$ 4,485,000		\$ 4,485,000
11 Service Sustainability		\$ 4,590,564			\$ -
12 Total Revenue	<u>\$ 339,552,619</u>	<u>\$ 376,086,622</u>	<u>\$ 387,119,000</u>	<u>\$ 1,971,000</u>	<u>\$ 389,090,000</u>
<b>Operating Expense</b>					
13 Bus	\$ 77,092,676	\$ 87,683,182	\$ 90,762,000		\$ 90,762,000
14 Commuter Rail	\$ 67,254,632	\$ 32,367,306	\$ 27,678,000	\$ 22,000	\$ 27,700,000
15 Light Rail		\$ 43,302,467	\$ 48,488,000	\$ 65,000	\$ 48,553,000
16 Paratransit Service	\$ 18,511,580	\$ 20,851,218	\$ 21,795,000		\$ 21,795,000
17 Rideshare/Vanpool	\$ 2,918,871	\$ 2,416,343	\$ 2,576,000		\$ 2,576,000
18 Operations Support	\$ 32,051,926	\$ 39,317,298	\$ 41,935,000	\$ 219,000	\$ 42,154,000
19 General & Administrative	\$ 30,195,417	\$ 28,952,339	\$ 30,923,000	\$ (12,000)	\$ 30,911,000
20 Total Operating Expense	<u>\$ 228,025,102</u>	<u>\$ 254,890,153</u>	<u>\$ 264,157,000</u>	<u>\$ 294,000</u>	<u>\$ 264,451,000</u>
<b>Non-Operating Expense</b>					
21 Major Investment Studies (net)	\$ 658,400	\$ 850,000	\$ 638,000	\$ (638,000)	\$ -
22 Contribution to Reserves (Prop 1)	\$ -	\$ 676,495	\$ 574,000		\$ 574,000
23 Contribution to Capital ( Prop 1)	\$ -	\$ 2,577,320	\$ 4,178,000		\$ 4,178,000
24 Planning/Real Estate/TOD/Major Program Development	\$ 4,335,908	\$ 4,569,000	\$ 4,783,000	\$ 1,277,000	\$ 6,060,000
25 Total Non-operating Expense	<u>\$ 4,994,308</u>	<u>\$ 8,672,815</u>	<u>\$ 10,173,000</u>	<u>\$ 639,000</u>	<u>\$ 10,812,000</u>
<b>Debt Service</b>					
26 Principal and Interest	\$ 97,983,439	\$ 108,200,654	\$ 107,002,000		\$ 107,002,000
27 Contribution to Early Debt Retirement Reserve	\$ 2,132,713	\$ 4,323,000	\$ 2,842,000		\$ 2,842,000
28 Total Debt Service	<u>\$ 100,116,152</u>	<u>\$ 112,523,654</u>	<u>\$ 109,844,000</u>	<u>\$ -</u>	<u>\$ 109,844,000</u>
29 Total Expense	<u>\$ 333,135,562</u>	<u>\$ 376,086,622</u>	<u>\$ 384,174,000</u>	<u>\$ 933,000</u>	<u>\$ 385,107,000</u>

**UTAH TRANSIT AUTHORITY  
2017 CAPITAL BUDGET - SUMMARY  
December 14, 2016**

<u>Funding Sources</u>	<u>2017 Budget</u>
30 Provo Orem TRIP Funding	\$ 120,308,000
31 Leasing	\$ 34,057,000
32 UTA Current Year Funding	\$ 22,821,000
33 Grants and local partnering	\$ 21,656,000
34 UTA 2016 Carryover	\$ 18,402,000
35 UTA Bonding	\$ 15,033,000
36 Sale of Assets	\$ 9,511,000
37 Proposition 1	\$ 4,178,000
38 Total Funding Sources	<u>\$ 245,966,000</u>
<u>Expense</u>	
39 Provo-Orem TRIP	\$ 120,308,000
State of Good Repair Projects ( 59 buses, 28 Paratransit Vans, 40 Rideshare Vans, Technology upgrades and replacements, Wi-Fi FrontRunner replacement, facility maintenance, SD overhauls, Rail Maintenance, Positive Train Control)	\$ 78,014,000
40 Other Capital Projects (Joint Communications Center - JCC, Bus/Rail Amenities, C-Car Tires, Misc. Capital Projects)	<u>\$ 47,644,000</u>
42 Total Expense	<u>\$ 245,966,000</u>

**UTAH TRANSIT AUTHORITY  
2017 OPERATING BUDGET  
December 14, 2016**

**Exhibit A**

	Actual 2015	Amended Budget 2016	Preliminary Budget 2017	Planning Dept Adjustments (1)	Prev. Maintenance Revenue Adjustments (2)	Personnel Adjustments (3)	Other Adjustments (4)	Final Budget 2017
<b>Revenue</b>								
1 Sales Tax	\$ 227,703,023	\$ 237,249,000	\$ 249,362,000					\$ 249,362,000
2 Sales Tax - Prop 1	\$ -	\$ 4,730,732	\$ 8,747,000					\$ 8,747,000
3 Federal Prevent. Maint	\$ 52,000,012	\$ 57,588,000	\$ 58,705,000	\$ 711,000	\$ 1,260,000			\$ 60,676,000
4 Passenger Revenue	\$ 52,112,909	\$ 53,114,000	\$ 52,813,000					\$ 52,813,000
5 Passenger Revenue - Prop 1		\$ 143,967	\$ 362,000					\$ 362,000
6 Advertising	\$ 2,233,333	\$ 2,283,000	\$ 2,333,000					\$ 2,333,000
7 Investment Income	\$ 2,831,406	\$ 2,237,000	\$ 2,098,000					\$ 2,098,000
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18 Operations Support	\$ 32,051,926	\$ 39,317,298	\$ 41,935,000	\$ 209,000			\$ 10,000	\$ 42,154,000
19 General & Administrative	\$ 30,195,417	\$ 28,952,339	\$ 30,923,000				\$ (12,000)	\$ 30,911,000
20 Total Operating Expense	\$ 228,025,102	\$ 254,890,153	\$ 264,157,000	\$ 209,000	\$ -	\$ 87,000	\$ (2,000)	\$ 264,451,000
<b>Non-Operating Expense</b>								
21 Major Investment Studies (net)	\$ 658,400	\$ 850,000	\$ 638,000	\$ (638,000)				\$ -
22 Contribution to Reserves (Prop 1)	\$ -	\$ 676,495	\$ 574,000					\$ 574,000
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24 Planning/Real Estate/TOD/Major Program Development	\$ 4,335,908	\$ 4,569,000	\$ 4,783,000	\$ 1,202,000			\$ 75,000	\$ 6,060,000
25 Total Non-operating Expense	\$ 4,994,308	\$ 8,672,815	\$ 10,173,000	\$ 564,000	\$ -	\$ -	\$ 75,000	\$ 10,812,000
<b>Debt Service</b>								
26 Principal and Interest	\$ 97,983,439	\$ 108,200,654	\$ 107,002,000					\$ 107,002,000
27 Contribution to Early Debt Retirement Reserve	\$ 2,132,713	\$ 4,323,000	\$ 2,842,000					\$ 2,842,000
28 Total Debt Service	\$ 100,116,152	\$ 112,523,654	\$ 109,844,000	\$ -	\$ -	\$ -	\$ -	\$ 109,844,000
29 Total Expense	\$ 333,135,562	\$ 376,086,622	\$ 384,174,000	\$ 773,000	\$ -	\$ 87,000	\$ 73,000	\$ 385,107,000

(1) Major Investment Studies line reallocated to PM revenue (\$711,000), Operations Support (\$209,000) and Planning/Real Estate/TOD/Major Program Development (\$1,202,000). Results in a net increase of \$62,000.

(2) Additional Preventative Maintenance grant funds applied to previously incurred light rail vehicle rebuild project expenses.

(3) Changes to staffing assumptions for Commuter Rail (\$22,000) and Light Rail (\$65,000).

(4) Other changes: \$10,000 increase in Operations Support for vehicle rebuild costs. Shift of \$100,000 Communications Strategic Plan expense from 2016 to 2017 G&A budget. Reduction in expected contract services in G&A budget of \$112,000. \$75,000 increase in Planning/Real Estate/TOD/ Major Program budget for contribution to Wasatch Front Regional Council Transportation and Land Use Connection study.

**UTAH TRANSIT AUTHORITY  
2017 CAPITAL BUDGET - SUMMARY  
December 14, 2016**

<u>Funding Sources</u>	<u>2017 Budget</u>
30 Provo Orem TRIP Funding	\$ 120,308,000
31 Leasing	\$ 34,057,000
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37 Proposition 1	\$ 4,178,000
38 Total Funding Sources	<u>\$ 245,966,000</u>
<u>Expense</u>	
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State of Good Repair Projects ( 59 buses, 28 Paratransit Vans, 40 Rideshare Vans, Technology upgrades and replacements, Wi-Fi FrontRunner replacement, facility maintenance, SD overhauls, Rail Maintenance, Positive Train Control)	\$ 78,014,000
40 Other Capital Projects (Joint Communications Center - JCC, Bus/Rail Amenities, C-Car Tires, Misc. Capital Projects)	\$ 47,644,000
41	
42 Total Expense	<u>\$ 245,966,000</u>

**UTAH TRANSIT AUTHORITY  
2017 CAPITAL BUDGET - DETAIL  
December 14, 2016**

**Exhibit A**

		<u>2017 Budget</u>
1	<b><u>Provo-Orem TRIP</u></b>	<u>\$ 120,308,000</u>
	<b><u>State of Good Repair</u></b>	
	<b><u>Revenue / Service Vehicles</u></b>	
2	59 Replacement Fixed Rt. Transit buses	\$ 31,371,000
3	28 Paratransit Replacements	\$ 3,585,000
4	Bus Engine and Transmission	\$ 2,389,000
5	40 Rideshare Replacement Vans	\$ 1,316,000
6	Replacement Support Vehicles	\$ 746,000
7	Total Revenue/Service Vehicles	<u>\$ 39,407,000</u>
	<b><u>Information Technology</u></b>	
8	Validator Replacement	\$ 2,999,000
9	Network & Infrastructure Equipment	\$ 409,000
10	TSF Onboard Technology replacements	\$ 810,000
11	Wi-Fi FrontRunner Replacement 2015	\$ 824,000
12	Passenger Information	\$ 661,000
13	Fares System Improvements	\$ 300,000
14	EFC Enhancements	\$ 419,000
15	Technology Projects & Network Infrastructure Improvements	<u>\$ 4,212,000</u>
16	Total Information Technology	<u>\$ 10,634,000</u>
	<b><u>Facilities, Safety, &amp; Admin Equip.</u></b>	
17	Admin. Equipment Pool	\$ 100,000
18	Safety and Security	\$ 1,929,000
19	Facility Maintenance	\$ 245,000
20	Total Facilities, Safety, & Admin Equip.	<u>\$ 2,274,000</u>
	<b><u>Infrastructure State of Good Repair Projects</u></b>	
21	SD100 and SD160 Overhaul	\$ 14,099,000
22	N/S Tactile Replacements	\$ 1,800,000
23	N/S Trax Grade Crossing Replacements	\$ 1,650,000
24	C - Car Tires Rollover and S-70 Coupler Upgrades	\$ 1,562,000
25	Prime Mover Engine Rebuild	\$ 1,540,000
26	700 South Curve Replacement	\$ 1,400,000
27	Stray Current Mitigation	\$ 1,000,000
28	TAM System Development	\$ 650,000
29	Additoinal Infastructure Carryover State of Good Repair Projects	\$ 601,000
30	Ped Crossing Updates	\$ 500,000
31	Additoinal Infastructure State of Good Repair Projects	<u>\$ 897,000</u>
32	Total State of Good Repair	<u>\$ 25,699,000</u>
33	<b>Total State of Good Repair</b>	<u>\$ 78,014,000</u>
	<b><u>Capital Projects</u></b>	
	<b><u>Capital Projects</u></b>	
34	Electric Bus Implementation Study	\$ 5,945,000
35	Airport TRAX relocation	\$ 5,500,000
36	Positive Train Control	\$ 8,333,000
37	Red Light Signal Enforcement	\$ 5,000,000
38	Tiger Grant Projects	\$ 3,960,000
39	Safety-04 Cam Wi-Fi for LR Vehicles	\$ 1,250,000
40	Box Elder Right-of-Way	\$ 950,000
41	CoordM-04 ITS Development	\$ 697,000
42	Carryover FL ROW	\$ 650,000
43	Legal SW	\$ 500,000
44	Ped Crossing upgrades	\$ 441,000
45	Passenger Enhancements	\$ 371,000
46	Other Capital Projects	<u>\$ 992,000</u>
47	Total Capital Projects	<u>\$ 34,589,000</u>
	<b><u>Prop 1 Projects</u></b>	
48	MOBU Revenue Service Vehicles	\$ 4,543,000
49	MOBU Facility Expansion	\$ 2,200,000
50	Prop 1 Passenger Enhancements - Weber County	\$ 2,310,000
51	Prop 1 Passenger Enhancements - Davis County	\$ 2,118,000
52	Prop 1 Passenger Enhancements - Tooele County	<u>\$ 50,000</u>
53	Total Prop 1 Projects	<u>\$ 11,221,000</u>
	<b><u>5310 Grants</u></b>	
54	Salt Lake - West Valley UZA	\$ 800,000
55	Ogden - Layton UZA	\$ 655,000
56	Provo-Orem UZA	<u>\$ 379,000</u>
57	Total 5310 Grants	<u>\$ 1,834,000</u>
58	<b>Total Other Capital Projects</b>	<u>\$ 47,644,000</u>
59	<b>Total Capital Budget</b>	<u><u>\$ 245,966,000</u></u>

**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES**  
**Agenda Item Coversheet**

<b>DATE:</b>	<b>December 14, 2016</b>
<b>CONTACT PERSON:</b>	<b>Robert W. McKinley, Board Chair</b>
<b>SUBJECT:</b>	<b>R2016-12-02: Resolution of the Board of Trustees of the Utah Transit Authority Giving Notice and Setting Meeting Dates for Calendar Year 2017</b>
<b>BACKGROUND:</b>	The Authority is required to post the Board meeting dates for the upcoming year in order to meet the statutory requirement.
<b>ALTERNATIVES:</b>	<ul style="list-style-type: none"><li>• Approve as presented.</li><li>• Amend and approve.</li><li>• Return to Committee.</li></ul>
<b>PREFERRED ALTERNATIVE:</b>	Approve as presented.
<b>RATIONALE FOR PREFERRED ALTERNATIVE:</b>	
<b>FINANCIAL IMPACT:</b>	None
<b>LEGAL REVIEW:</b>	This resolution has been reviewed by legal staff and found to have no obvious legal ramifications.
<b>EXHIBITS:</b>	<ul style="list-style-type: none"><li>• <b>Resolution of the Board of Trustees of the Utah Transit Authority Giving Notice and Setting Meeting Dates for Calendar Year 2017</b></li></ul>

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UTAH TRANSIT  
AUTHORITY GIVING NOTICE AND SETTING REGULAR MEETING DATES  
FOR CALENDAR YEAR 2017**

R2016-12-02

December 14, 2016

WHEREAS, the Utah Transit Authority (the "Authority") is a public transit district organized under the laws of the State of Utah and was created to transact and exercise all of the powers provided for in the Utah Limited Purpose Local Government Entities- Local Districts Act and the Utah Public Transit District Act; and

WHEREAS, the Utah Open and Public Meetings Act as codified in Title 52, Chapter 4, Part 6 of the Utah Code provides that any public body which holds regular meetings that are scheduled in advance over the course of a year shall give public notice at least once each year of its annual meeting schedule and that such notice shall specify the date, time, and place of such meetings; and

WHEREAS, the Board of Trustees desires to afford stakeholders and the public greater participation and accessibility to the meetings of the Board of Trustees throughout the public transit district; and

WHEREAS, it is considered necessary and desirable by the Board of Trustees of the Authority to adopt a resolution providing for the holding and giving notice of regular meetings of the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Utah Transit Authority that the Board of Trustees shall hold its regular meetings for 2017 as follows:

**NOTICE OF ANNUAL MEETING SCHEDULE**  
**BOARD OF TRUSTEES OF THE UTAH TRANSIT AUTHORITY**

In accordance with the provisions of the Open and Public Meetings Act, public notice is hereby given that the Utah Transit Authority, a public transit district organized under the laws of the State of Utah, will hold its monthly meetings at the hour of \_\_:00 p.m. as follows:

<b>DATE</b>	<b>LOCATION</b>
Jan 25	Salt Lake County
Feb 22	Salt Lake County
Mar 22	Salt Lake County
Apr 26	Salt Lake County
May 24	Salt Lake County

Jun 28	Salt Lake County
Jul 26	Salt Lake County
Aug 23	Salt Lake County
Sep 27	Salt Lake County
Oct 25	Salt Lake County
Nov 15	Salt Lake County
Dec 13	Salt Lake County

The agenda of each Board meeting, together with the date, time and place of each Board meeting, shall be posted five (5) days prior to the date of said meeting by electronic mail to one or more newspaper and media representatives requesting such notice as well as posted to the State of Utah's Public Notice Website.

The Board of Trustees invites brief comments or questions from the public during its regularly scheduled Board meetings. The Chair of the Board shall determine the duration and timing of the public comment period. Persons desiring to address the Board at a regularly scheduled meeting will be given a limited amount of time to speak. A spokesperson who has been asked by a group to summarize their comments may be allowed additional time.

Approved and adopted this 14<sup>th</sup> day of December, 2016.

---

Robert W. McKinley, Chair  
Board of Trustees

ATTEST:

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Robert K. Biles, Secretary/Treasurer

(Corporate Seal)

CERTIFICATE

The undersigned duly qualified Chair of the Board of Trustees of the Utah Transit Authority certifies that the foregoing is a true and correct copy of a resolution adopted at a legally convened meeting of the Board of Trustees held on the 14<sup>th</sup> day of December, 2016.

\_\_\_\_\_  
Robert W. McKinley, Chair  
Board of Trustees

\_\_\_\_\_  
Robert K. Biles, Secretary/Treasurer

Approved As To Form:

\_\_\_\_\_  
Legal Counsel

## 2017 UTA Board Meeting Dates

	2017
<b>Committee Meetings</b>	Jan 11
	Feb 8
	Mar 8
	Apr 12
	May 10
	June 14
	Jul 12
	Aug 9
	Sept 13
	Oct 11
	Nov 1
	Dec 6
<b>Executive Committee Meeting</b> Held the <b>Monday</b> following Committee meetings at 12:00 p.m.	Jan 17*
	Feb 14*
	Mar 13
	Apr 17
	May 15
	Jun 19
	Jul 17
	Aug 14
	Sep 18
	Oct 16
	Nov 6*
	Dec 11*
<b>Board Meeting</b> 2:00 p.m. unless otherwise posted  * NOTE: November and December meeting schedules are moved (generally ahead a week; but not always) to accommodate the Holidays.	Jan 25
	Feb 22
	Mar 22
	Apr 26
	May 24
	Jun 28
	Jul 26
	Aug 23
	Sep 27
	Oct 25
	Nov 15*
	Dec 13*

Last Revised: 11/15/16

*\* meeting moved to accommodate other conflicting event or holiday schedule*

**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES**  
**Agenda Item Coversheet**

<b>DATE:</b>	<b>December 14, 2016</b>
<b>TITLE:</b>	<b>Interlocal Assignment, Assumption and Consent – Mountain Accord Transition to Central Wasatch Commission</b>
<b>UTA EXECUTIVE/RESPONSIBLE STAFF MEMBER:</b>	<b>Jerry Benson</b>
<b>SUBJECT:</b>	<b>Transfer of Mountain Accord obligation to a new interlocal entity</b>
<b>BACKGROUND:</b>	<p>This item is being brought back to the Board from the September board meeting for further explanation. The resolution (R2016-12-03) is being brought to the board for action, the execution of which will do the following:</p> <ul style="list-style-type: none"> <li>• Adopts and ratifies execution of the Interlocal Assignment</li> <li>• Ratifies prior actions taken by the Authority, including those taken by the President/CEO, the Chief Planning Officer, the General Counsel, and their staffs that were necessary or appropriate to negotiate the Interlocal Assignment, Assumption &amp; Consent Agreement</li> <li>• Authorizes the President/CEO, the General Counsel, and their staffs to take actions necessary to implement the actions identified in the Interlocal Assignment, Assumption &amp; Consent Agreement.</li> </ul>
<b>ALTERNATIVES:</b>	None presented
<b>PREFERRED ALTERNATIVE:</b>	<ul style="list-style-type: none"> <li>• Approve as presented</li> <li>• Revise/amend and approve</li> </ul>

<b>STRATEGIC GOAL ALIGNMENT:</b>	Fiscal Management and Sustainability
<b>FINANCIAL IMPACT:</b>	None – this moves/assigns an already existing commitment
<b>LEGAL REVIEW:</b>	The proposed item has been reviewed by UTA Legal staff.
<b>EXHIBITS:</b>	<ul style="list-style-type: none"><li>• R2016-12-03: ILA for Central Wasatch Commission</li><li>• CWC – Mtn Accord Transfer Agreement_8 26 16</li></ul>

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UTAH TRANSIT  
AUTHORITY ADOPTING AN INTERLOCAL  
ASSIGNMENT, ASSUMPTION & CONSENT AGREEMENT  
MOUNTAIN ACCORD TO CENTRAL WASATCH COMMISSION**

No. R2016-12-03

December 14, 2016

WHEREAS, the Utah Transit Authority (the "Authority") is a public transit district organized under the laws of the State of Utah and was created to transact and exercise all of the powers provided for in the Utah Limited Purpose Local Government Entities-Local Districts Act and the Utah Public Transit District Act; and

WHEREAS, pursuant to the provisions of the Utah Interlocal Cooperation Act (the "Interlocal Cooperation Act"), Title 11, Chapter 13, Utah Code Annotated, public agencies, including the Authority, are authorized to enter into mutually advantageous agreements for joint or cooperative action;

WHEREAS, the Authority, together with numerous other parties, entered into Program & Funding Agreement for Wasatch Summit Phases I and II ("Mountain Accord"), providing for funding and planning for the long-term protection of the Central Wasatch Mountains' water, lands, environment, recreational opportunities, economic prosperity, and a transportation system that serves these values, and thereby benefit all citizens of the State of Utah;

WHEREAS, the parties to the Mountain Accord have recommended and desire that the Phase II projects and funding be transferred to a new Utah interlocal entity to be formed and known as the "Central Wasatch Commission" to better facilitate the goals of Mountain Accord and the parties;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Utah Transit Authority:

1. That the Board of Trustees (the "Board") hereby agrees to, adopts and ratifies execution of the **Interlocal Assignment, Assumption & Consent Agreement**, a copy of the form of which is attached hereto, together with such modifications or amendments thereto as may be determined by the President/CEO, the General Counsel and their staffs to be necessary, appropriate, or desirable.
2. That the Board formally ratifies prior actions taken by the Authority, including those taken by the President/CEO, the General Counsel, and their staffs that were necessary or appropriate to negotiate the Interlocal Assignment, Assumption & Consent Agreement.
3. That the Board authorizes the President/CEO, the General Counsel, and

their staffs to take actions necessary to implement the actions identified in the Interlocal Assignment, Assumption & Consent Agreement.

4. That a fully executed original counterpart of the final definitive Interlocal Assignment, Assumption & Consent Agreement, and all related documents shall be permanently kept in the official records of the Authority.
5. That the corporate seal be attached hereto.

Approved and adopted this 14th day of December, 2016.

---

Robert W. McKinley, Chair  
Board of Trustees

ATTEST:

---

Robert K. Biles, Secretary/Treasurer

[SEAL]

CERTIFICATE

The undersigned duly qualified Chair of the Board of Trustees of the Utah Transit Authority certifies that the foregoing is a true and correct copy of a resolution adopted at a legally convened meeting of the Board held on the 14<sup>th</sup> day of December, 2016.

---

Robert W. McKinley, Chair  
Board of Trustees

---

Robert K. Biles, Secretary/Treasurer

Approved as to Form

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Legal Counsel

EXHIBIT "A"

Form of  
INTERLOCAL ASSIGNMENT, ASSUMPTION & CONSENT AGREEMENT

## **INTERLOCAL ASSIGNMENT, ASSUMPTION & CONSENT AGREEMENT**

This Interlocal Assignment, Assumption and Consent Agreement (this "Agreement") is entered into effective \_\_\_\_\_, 2016 by and among Cottonwood Heights ("Cottonwood Heights"), Draper City ("Draper"), the Metropolitan Water District of Salt Lake & Sandy ("MWDSLS"), Park City Municipal Corporation ("Park City"), Sandy City ("Sandy"), Salt Lake City ("SLC"), Salt Lake County ("Salt Lake County"), Summit County ("Summit County"), the Town of Alta ("Alta"), Utah Department of Transportation ("UDOT"), Utah Transit Authority ("UTA"), the Wasatch Front Regional Council ("WFRC") and the Central Wasatch Commission (the "Commission"). Each is individually referred to as a "Party" and collectively as the "Parties."

### **RECITALS:**

Whereas, most of the parties to this Agreement (namely, Cottonwood Heights, MWDSLS, Park City, Sandy, Salt Lake City, Salt Lake County, Summit County, Alta, UDOT & UTA, called the "Phase I Parties") have previously entered into a Program & Funding Agreement for Wasatch Summit Phase I (the "Phase 1 Agreement") dated February 3, 2014;

Whereas, the Phase I Parties, along with Draper and WFRC (the "Phase II Parties") also signed the Program & Funding Agreement Mountain Accord Phase II (the "Phase II Agreement") dated February 16, 2016, which superseded the completed Phase I Agreement;

Whereas, the Mountain Accord Executive Committee subsequently recommended that the Phase II projects and funding be transferred to a new Interlocal governmental entity;

Whereas, the Commission has been formed pursuant to the Utah Interlocal Cooperation Act, UCA Title 11, Chapter 13 (the "Interlocal Act"), to assume the management of the Mountain Accord Charter and the Accord (dated July 13, 2015) (the "Mountain Accord");

Whereas, the WFRC is currently managing two of the Phase II Projects;

Whereas, Salt Lake County is currently managing one of the Phase II Projects;

Whereas, Summit County is currently managing one of the Phase II Projects; and

Whereas, the Parties now desire to assign and transfer the remaining rights and obligations of the Phase II Agreement to the Commission.

### **AGREEMENT:**

NOW, THEREFORE, in consideration of the recitals, mutual covenants and agreements herein set forth, the mutual benefits to the Parties to be derived, and for other valuable consideration, the receipt and sufficiency of which the Parties acknowledge, the Parties agree as follows:

1. **ASSIGNMENT AND ASSUMPTION.** The remaining rights and obligations of the Phase II Agreement are hereby assigned and delegated to the Commission. The Commission accepts and assumes the remaining rights and obligations of the Phase II Agreement.

2. **FUNDING.** The Phase II Agreement requires the Phase II Parties to contribute funding as shown on Table 1. These amounts were payable over a 3-year period of work pursuant to the Phase II Agreement. As of the date of this Agreement, the Phase II Parties have contributed the amounts shown on the Table 1 and acknowledge that the remaining amounts are due on the timetable specified in the Phase II Agreement:

Table 1.

Parties	Amount allocated	Amount Paid for 2015	Remaining Allocation for 2016 - 2017
Cottonwood Heights	\$150,000	\$50,000	\$100,000
Draper	180,000	60,000	120,000
MWDSLS	300,000	100,000	200,000
Park City	300,000	100,000	200,000
Sandy	300,000	100,000	200,000
SLC	600,000	200,000	400,000
Salt Lake County	600,000	200,000	400,000
Summit County	150,000	50,000	100,000
Alta	45,000	15,000	30,000
UDOT	150,000	50,000	100,000
UTA	600,000	<u>0*</u>	<u>600,000*</u>
Totals	\$3,375,000	\$925,000	\$2,450,000

Note \*: Although UTA will not pay the \$600,000 in cash for the Phase II projects, it will provide \$600,000 in additional bus service over the same three-year period provided in the Phase II Agreement. The \$200,000 due in 2015 has been approved by the UTA Board as an in-kind contribution for additional bus service in 2016. In 2016 UTA, subject to Board approval, plans to pay the remaining \$400,000 over a two-year period by providing \$200,000 in additional bus service for 2017, and another \$200,000 in additional bus service for 2018.

3. **UTA HOLDING ACCOUNT.** The cash heretofore contributed by the Phase II parties has been deposited in the UTA Holding Account established by the Phase I Agreement and the Phase II Agreement. UTA shall transfer all funds in the UTA Holding Account to the Commission as soon as practicable after the effective date of this Agreement. At the time of transfer, UTA will provide the Commission with an accounting of all funds received and disbursed from the UTA Holding Account, reconciling receipts and disbursements to the amount being transferred to the Commission.

4. **CURRENT PHASE II PROJECTS.** The following Phase II projects are currently under way:

a. WFRM has a program director contract (the "Program Director Contract") with LJ Consulting. \$1,000,000 has been transferred from the UTA Holding Account and received by

WFRC for use under the Program Director Contract. As soon as practicable after the effective date of this Agreement, WFRC will assign the Program Director contract to the Commission together with (i) the remaining funds held by WFRC for the Program Director Contract; (ii) an accounting for all funds received from the UTA Holding Account and disbursed by WFRC for the Program Director Contract, and (iii) a progress report on the Program Director Contract. The Commission accepts the assignment and assumes responsibility for the Program Director Contract.

b. WFRC has entered into a Cottonwood Canyons transportation study contract (the "*Canyons Transportation Study Contract*") with WSP / Parsons Brinckerhoff. \$1,000,000 has been transferred from the UTA Holding Account and received by WFRC for use under the Canyons Transportation Study Contract, work under which is ongoing. As soon as practicable after the effective date of this Agreement, WFRC will assign the Canyons Transportation Study Contract to the Commission together with (i) the remaining funds held by WFRC for the Canyons Transportation Study Contract; (ii) an accounting for all funds received from the UTA Holding Account and disbursed by WFRC for the Canyons Transportation Study Contract; and (iii) a progress report on the Canyons Transportation Study Contract. The Commission accepts the assignment and assumes responsibility for the Canyons Transportation Study Contract.

c. Salt Lake County has received \$250,000 from the UTA Holding Account for an "Environmental Dashboard" project. Those funds will remain with Salt Lake County for the operation of the project. Salt Lake County will provide periodic reports to the Commission on the "Environmental Dashboard" project, including a final report upon its completion.

d. Summit County has received \$400,000 from the UTA Holding Account for an I-80 transportation study (the "I-80 Study"). Those funds will remain with Summit County for the operation of the project. Summit County will provide periodic reports to the Commission on the I-80 Study, including a final report upon its completion.

5. INVOICES. Payments for existing contracts are currently subject to the Phase II Agreement, Paragraph 11 Payment of Invoices requirements. Those payment requirements shall continue to be used hereunder until the Commission develops and implements a new procedure for processing and payment of project/program invoices, including the projects referenced in paragraph 4 above.

6. ENTIRE AGREEMENT; AMENDMENT. This Agreement contains the entire agreement between the Parties with respect to the subject matter hereof, and no statements, promises, or inducements made by any Party or agents of any Party that are not contained in this Agreement shall be binding or valid. Alterations, extensions, supplements or modifications to the terms of this Agreement shall be agreed to in writing by the Parties, incorporated as amendments (an "Amendment" or "Amendments") to this Agreement, and made a part hereof. To the extent of any conflict between the provisions of this Agreement and the provisions of any later Amendments, the later Amendments shall be controlling.

7. RECORDS. Records pertaining to this Agreement, specifically including but not limited to records pertaining to procurement or financial matters under this Agreement, will be subject to the Utah Government Records Access and Management Act and other applicable state and federal law. Records created by or through work performed by Commission staff or consultants shall be maintained by such staff and consultants in accordance with their respective duties and scopes of work.

8. WITHDRAWAL FROM AGREEMENT. Any Party may withdraw from participation in the Program as defined under the Phase II Agreement by giving written notice of such termination to all other Parties and specifying the effective date thereof. No Party or Parties withdrawing from participation shall be entitled to any refund of any monies previously contributed pursuant to the Phase II Agreement; provided, however, any such Party or Parties shall not be obligated to make any further contributions contemplated in the Phase II Agreement following the date of such withdrawal.

9. TERMINATION OF THE AGREEMENT. If the Commission determines the Phase II Projects should be discontinued and the Commission terminated, any remaining funds after payment of all Commission liabilities shall be refunded to each Party or contributor *pro rata* based on respective contributions over the duration of the Commission.

10. NOTICE. Notices required under this Agreement shall be sent to the Parties at the contact information set forth below:

COTTONWOOD HEIGHTS

Mayor Kelvyn H. Cullimore, Jr.  
Cottonwood Heights  
1265 East Fort Union Blvd, Suite 250  
Cottonwood Heights, UT 84047  
Email: [kcullimore@ch.utah.gov](mailto:kcullimore@ch.utah.gov)

Copy to:

Wm. Shane Topham  
Callister Nebeker & McCullough  
10 East South Temple, 9<sup>th</sup> Floor  
Salt Lake City, UT 84133  
Telephone: (801) 530-7478  
Email: [wstopham@cnmlaw.com](mailto:wstopham@cnmlaw.com)

DRAPER CITY

Mayor Troy K. Walker  
Draper City  
1020 East Pioneer Road  
Draper, UT 84020  
Email: [troy.walker@draper.ut.us](mailto:troy.walker@draper.ut.us)

METROPOLITAN WATER DISTRICT  
OF SALT LAKE & SANDY

Michael L. Wilson  
Metropolitan Water District of Salt  
Lake & Sandy  
3430 East Danish Road  
Cottonwood Heights, UT 84093  
Telephone: (801) 942.9685  
Email: [wilson@swdsls.org](mailto:wilson@swdsls.org)

PARK CITY MUNICIPAL CORPORATION

Council Member Andy Beerman  
Park City Municipal Corporation  
P.O. Box 1480  
Park City, UT 84060-1480  
Email: [andy@parkcity.org](mailto:andy@parkcity.org)

Copies to:

Diane Foster, City Manager  
Park City Municipal Corporation  
P.O. Box 1480  
Park City, UT 84060-1480  
Email: [diane@parkcity.org](mailto:diane@parkcity.org)

City Attorney  
Park City Municipal Corporation  
P.O. Box 1480  
Park City, UT 84060-1480  
Telephone: (435) 615-5025

SANDY CITY

Mayor Tom Dolan  
Sandy City  
10000 Centennial Parkway  
Sandy, UT 84070

Copy to:

John Hiskey  
Sandy City  
10000 Centennial Parkway  
Sandy, UT 84070  
Telephone: (801) 568-7104  
Email: [jhiskey@sandy.utah.gov](mailto:jhiskey@sandy.utah.gov)

SALT LAKE CITY

Mayor Jackie Biskupski  
Salt Lake City Mayor's Office  
451 South State Street, Room 306  
P.O. Box 145474  
Salt Lake City, UT 84114  
Telephone:  
Email: [jackie.biskupski@slcgov.com](mailto:jackie.biskupski@slcgov.com)

Copies to:

Salt Lake City Attorney  
451 South State Street, Room 505  
P.O. Box 145478  
Salt Lake City, UT 84114-5478  
Telephone: (801) 535-7788

Laura Briefer  
Salt Lake City Department of Public Utilities  
1530 South West Temple  
Salt Lake City, UT 84115  
Email: [laura.briefer@slcgov.com](mailto:laura.briefer@slcgov.com)

SALT LAKE COUNTY

Mayor Ben McAdams  
Salt Lake County Government Center  
2001 South State Street, Ste. N2100  
P.O. Box 144575  
Salt Lake City, UT 84111-4575

Copy to:

Kimberly Barnett  
Salt Lake County Government Center  
2001 South State Street, Ste. N2100  
P.O. Box 144575  
Salt Lake City, UT 84114-4575  
Email: [kbarnett@slco.org](mailto:kbarnett@slco.org)

SUMMIT COUNTY

Christopher Robinson  
Summit County Council  
P.O. Box 982288  
Park City, UT 84098  
Email: [cfrobinson@summitcounty.org](mailto:cfrobinson@summitcounty.org)

Copy to:  
Tom Fisher  
Summit County Council  
60 North Main  
Box 128  
Coalville, UT 84017  
Email: [tfisher@summitcounty.org](mailto:tfisher@summitcounty.org)

TOWN OF ALTA

Mayor Tom Pollard  
Town of Alta  
P.O. Box 8016  
Alta, UT 84052  
Telephone: (801) 363-5105  
Email: [tjp@townofalta.com](mailto:tjp@townofalta.com)

UTAH DEPARTMENT OF TRANSPORTATION

Carlos Braceras  
Executive Director  
P.O. Box 141265  
Salt Lake City, UT 84114-1265  
[cbraceras@utah.gov](mailto:cbraceras@utah.gov)

Copy to:

James Palmer  
Assistant Attorney General  
4501 South 2700 West  
P.O. Box 148455  
Salt Lake City UT 84114-8455  
[jimpalmer@ut.gov](mailto:jimpalmer@ut.gov)

UTAH TRANSIT AUTHORITY

Jerry Benson  
President & CEO  
669 West 200 South  
Salt Lake City, UT 84101  
[jbenson@rideuta.com](mailto:jbenson@rideuta.com)

Copy to:

Jayne Blakesley  
General Counsel  
699 West 200 South  
Salt Lake City, UT 84101  
Email: [jblakesley@rideuta.com](mailto:jblakesley@rideuta.com)

WASATCH FRONT REGIONAL COUNCIL

Andrew S. Gruber  
Executive Director  
Wasatch Front Regional Council  
295 North Jimmy Doolittle Road  
Salt Lake City, UT 84116  
Email: [agruber@wfrc.org](mailto:agruber@wfrc.org)

CENTRAL WASATCH COMMISSION

Except as otherwise provided in this Agreement, any notice given by a Party under this Agreement shall be made in writing and mailed by U.S. mail, hand-delivered, or emailed (with a confirmation copy sent by US mail) to the other Parties addressed as specified above. A Party may change its contact information from time to time by giving written notice to the other Parties in accordance with the procedures set forth in this section.

11. INTERLOCAL COOPERATION ACT REQUIREMENTS. In satisfaction of the requirements of the Interlocal Act, the Parties agree as follows;

a. This Agreement shall be authorized by resolution of the legislative body of each Party pursuant to Section 11-13-202.5 of the Interlocal Act, and the Executive Director of UDOT.

b. This Agreement shall be reviewed as to proper form and compliance with applicable law by a duly authorized attorney on behalf of each Party, pursuant to Section 11-13-202.5 of the Interlocal Act.

c. A duly executed copy of this Agreement shall be filed with the keeper of records of each Party, pursuant to Section 11-13-209 of the Interlocal Act.

d. Except as otherwise specifically provided herein, each Party shall be responsible for its own costs of any action taken pursuant to this Agreement, and for any financing of such costs, if any.

e. No separate legal entity is created by the terms of this Agreement. To the extent that this Agreement requires administration other than as set forth herein, it shall be administered by the mayor or chief executive officer of each Party. No real or personal property shall be acquired jointly by the Parties as a result of this Agreement. To the extent that a Party acquires, holds, or disposes of any real or personal property for use in the joint or cooperative undertaking contemplated by this Agreement, such Party shall do so in the same manner that it deals with other property of such Party.

12. NO THIRD PARTY BENEFICIARIES. There are no intended third party beneficiaries to this Agreement. It is expressly understood that enforcement of the terms and conditions of this Agreement, and all rights of action relating to such enforcement, shall be strictly reserved to the Parties, and nothing contained in this Agreement shall give or allow any claim or right of action by any third person under this Agreement. It is the express intention of the Parties that

any person other than the Party who receives benefits under this Agreement shall be deemed an incidental beneficiary only.

13. EXECUTION IN COUNTERPARTS. This Agreement may be executed in counterpart originals, all such counterparts constituting one complete executed document.

14. AUTHORIZATION. Each Party is duly authorized to enter this Agreement.

IN WITNESS WHEREOF, the above-identified Parties enter into this Agreement effective the date of the last Party's signature. Except for the purposes of funding Paragraph 3, the effective date as to each Party is the date of that Party's signature.

**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES**  
**Agenda Item Coversheet**

<b>DATE:</b>	<b>December 14, 2016</b>
<b>TITLE:</b>	<b>Title VI Proposed Policy Changes</b>
<b>UTA EXECUTIVE/RESPONSIBLE STAFF MEMBER:</b>	<b>Jayne Blakesley</b>
<b>SUBJECT:</b>	<b>Revisions to policies:</b> 1. EL Policy 2.1.4 2. EL Policy 2.4.2
<b>BACKGROUND:</b>	In review of UTA’s Title VI Program earlier this year, the Federal Transit Administration (FTA) instructed that certain policy changes were needed to comply with FTA requirements – revised policies are attached for Board review and adoption.  EL 2.1.4 Updates the title to include “Fare Equity Analysis” and adds an additional paragraph regarding public input opportunities.  EL 2.4.2 Refers to rates and charges for services to be reviewed by the Board and evaluated on the merits and approve the same.
<b>ALTERNATIVES:</b>	
<b>PREFERRED ALTERNATIVE:</b>	<ul style="list-style-type: none"> <li>• Approve as presented</li> <li>• Revise/amend and approve</li> <li>• Return to Committee</li> </ul>
<b>STRATEGIC GOAL ALIGNMENT:</b>	
<b>FINANCIAL IMPACT:</b>	
<b>LEGAL REVIEW:</b>	The proposed item has been reviewed by UTA Legal staff.
<b>EXHIBITS:</b>	a. R2016-12-04: Title VI Update b. EL Policy 2.1.4 Changes to Level of Service c. EL Policy 2.4.2 Review of Rates & Charges

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UTAH TRANSIT  
AUTHORITY AMENDING EXECUTIVE LIMITATIONS POLICY NO. 2.1.4 –  
CHANGES TO LEVELS OF SERVICE AND ROUTING, AND FARE EQUITY  
ANALYSIS AND EXECUTIVE LIMITATIONS  
POLICY NO. 2.4.2 – REVIEW OF RATES AND CHARGES FOR SERVICES**

No. R2016-12-04

December 14, 2016

WHEREAS, the Utah Transit Authority (the “Authority”) is a public transit district organized under the laws of the State of Utah and was created to transact and exercise all of the powers provided for in the Utah Limited Purpose Local Government Entities-Local Districts Act and the Utah Public Transit District Act; and

WHEREAS, the Board of Trustees (the “Board”) desires to amend Executive Limitations Policy No. 2.1.4 – *Changes to Levels of Service and Routing, and Fare Equity* and Executive Limitations Policy No. 2.4.2 – *Review of Rates and Charges for Services* (the “Policies”) in keeping with the Board’s philosophy to provide leadership and governance to the Authority, and to comply with changes to Federal Transit Administration requirements and the Authority’s Title VI Policy.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Utah Transit Authority:

1. That the Board hereby amends Executive Limitations Policy No. 2.1.4 – *Changes to Levels of Service and Routing, and Fare Equity* and Executive Limitations Policy No. 2.4.2 – *Review of Rates and Charges for Services*, copies of which are attached to this Resolution as Exhibit A and Exhibit B, respectively.
2. That the Board hereby ratifies any and all actions taken by Authority management and staff in furtherance of and effectuating the intent of this Resolution.
3. That this Policy stay in force and effect until rescinded, amended, or superseded by further action of the Board of Trustees.
4. That the corporate seal be attached hereto.

Approved and adopted this 14th day of December, 2016.

---

Robert W. McKinley, Chair  
Board of Trustees

ATTEST:

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Robert K. Biles, Secretary/Treasurer

[SEAL]

CERTIFICATE

The undersigned duly qualified Chair of the Board of Trustees of the Utah Transit Authority certifies that the foregoing is a true and correct copy of a resolution adopted at a legally convened meeting of the Board held on the 14<sup>th</sup> day of December, 2016.

---

Robert W. McKinley, Chair  
Board of Trustees

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Robert K. Biles, Secretary/Treasurer

Approved as to Form

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Legal Counsel

EXHIBIT A

Copy of Board Executive Limitations Policy 2.1.4  
Change to Levels of Service and Routing, and Fare Equity Analysis

Executive Limitations Policy No. 2.1.4

**Changes to Levels of Service and Routing, and Fare Equity Analysis**

Changes to levels of service and routing shall not deviate materially from the Board of Trustee's Ends policies. In addition, the General Manager shall not;

1. Fail to appoint a public hearing officer(s) to conduct public hearings regarding service and/or routing changes;
2. Fail to provide notice to the Mayor, City Manager, Council Chair, Planning Commission Chair, and Economic Development Department representative of the municipality or county in which proposed changes to levels of service and/or routing are in excess of thirty-three percent (33%);
3. Fail to conduct public hearings, except for service additions, for:
  - a. A proposed service level reduction in miles, hours, or trips of thirty-three percent (33%) or more of any route, or the elimination of all service during a time period (peak, midday, evening, Saturday, or Sunday);
  - b. A proposed twenty-five percent (25%) or greater change in route alignment;
4. **Fail to provide public input opportunities on the addition of new service from a new route or rail segment as required by UTA's Title VI Policy;**
5. Fail to notify each Board member of the public hearings;
6. Fail to report to the Board of Trustees through the Finance and Operations Committee:
  - a. Findings, conclusions and public comments from the hearing;
  - b. The General Manager's determination regarding the proposed changes;

**7. Fail to present all service and fare equity analyses conducted pursuant to UTA's Title VI Policy for approval by the Board of Trustees.**

Revision History	
Originally Adopted	January 28, 2004
Adopted by	R2004-01-07
10-23-13	Revisions adopted by Board of Trustees
<b>12-05-16</b>	<b>Revisions proposed to the Executive Committee</b>

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EXHIBIT B

Copy of Board Executive Limitations Policy 2.4.2  
Review of Rates and Charges for Services

Executive Limitations Policy No. 2.4.2

**Review of Rates and Charges for Services**

When considering an adjustment of rates and charges for services provided by Utah Transit Authority, the General Manager shall not disregard the legislative mandate that rates and charges shall be reasonable, and in so far as practicable, be fixed to result in enough revenue to make the transit system self-supporting; nor ignore impacts of increased rates and charges on riders' ability or willingness to use the services. Additionally the General Manager shall not:

1. Fail to consider timely adjustments of rates and charges for services as appropriate under the circumstances of each particular program.
2. Fail to present to the Board a review and evaluation of the entire fare structure on even numbered years no later than the May Board meeting in conjunction with development of the annual budget.
3. Fail to solicit and consider public comments in advance of a fare increase in accordance with Federal Transit Administration requirements.
4. Deviate materially from the Board's Ends priorities to encourage ridership, to fulfill important community needs, to be fair to transit users and taxpayers, and to sufficiently offset operating expenses.
5. Fail to present to the Board recommendations regarding adjustments to rates and charges for services, [together with any fare equity analysis conducted pursuant to UTA's Title VI Policy](#), in advance of the proposed implementation date to allow the Board to review the business justification for the adjustments in such detail as necessary to make an educated decision on the merits [and approve the same](#).

**Deleted:** Finance and Operations Committee of the

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Revision History	
Originally Adopted	July 30, 2003
Rescinds	Board Process Policy No. 2.4.2 Review of Rates and Charges for Service previously adopted by R2003-07-03
Effective Date:	March 23, 2011
Adopted by:	R2011-03-01

**Deleted:** 12-14-16

**Deleted:** Revisions adopted by Board of Trustees

**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES  
Agenda Item Coversheet**

<b>DATE:</b>	<b>December 14, 2016</b>
<b>TITLE:</b>	<b>Chief Internal Auditor</b>
<b>UTA EXECUTIVE/RESPONSIBLE STAFF MEMBER:</b>	<b>Chair Robert McKinley</b>
<b>SUBJECT:</b>	<b>Selection of a new Chief Internal Auditor</b>
<b>BACKGROUND:</b>	The purpose of the proposed resolution is to forward to the full board confirmation of a new chief internal auditor.
<b>ALTERNATIVES:</b>	
<b>PREFERRED ALTERNATIVE:</b>	<ul style="list-style-type: none"> <li>• Approve as presented</li> <li>• Revise/amend and approve</li> <li>• Return to Committee</li> </ul>
<b>STRATEGIC GOAL ALIGNMENT:</b>	
<b>FINANCIAL IMPACT:</b>	
<b>LEGAL REVIEW:</b>	The proposed item has been reviewed by UTA Legal staff.
<b>EXHIBITS:</b>	a. R2016-12-05: Resolution appointing Chief of Internal Audit

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UTAH TRANSIT  
AUTHORITY APPOINTING CHIEF OF INTERNAL AUDIT**

No. R2016-12-05

December 14, 2016

WHEREAS, the Utah Transit Authority (the "Authority") is a public transit district organized under the laws of the State of Utah and was created to transact and exercise all of the powers provided for in the Utah Limited Purpose Local Government Entities-Local Districts Act and the Utah Public Transit District Act (the "Act"); and

WHEREAS, the Act requires that the Authority's Board of Trustees (the "Board") appoint an internal auditor who is a licensed certified internal auditor or certified public accountant with at least five years' experience in the auditing or public accounting profession, or the equivalent; and

WHEREAS, Riana De Villiers is a Certified Internal Auditor and Chartered Accountant, with nineteen (19) years of experience in the auditing profession, meeting the requirements of the Act.

WHEREAS, the Chair and Vice-Chair of the Board have negotiated terms and conditions for the employment of an internal auditor, and have reported the resulting terms of those negotiations to the Board in accordance with the Bylaws of the Authority; and

WHEREAS, recruiting and retaining outstanding, high-performing leadership is critical to the Authority's continued success, the Authority has adopted a compensation philosophy and program that seeks to fairly compensate its employees and executives; and

WHEREAS, Authority policy is to remain competitive and fair by compensating employees and executives at a rate of pay that is within the average of the labor market as determined by an administrative compensation plan; and

WHEREAS, the Board values the experience and skills of Ms. De Villiers, and has identified Ms. De Villiers to be qualified to serve as Chief Internal Auditor of the Authority; and

WHEREAS, the Board desires to set the salary of the newly appointed Chief Internal Auditor, and to provide for annual salary adjustments, without further Board action, as with other Board-appointed executives (President & CEO, and the General Counsel), in accordance with UTA compensation policies.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Utah Transit Authority:

1. That the Board hereby appoints Riana De Villiers as the Authority's Chief of Internal Audit.

2. That the Board hereby authorizes that Ms. De Villiers take the oath of office specified in the Utah Constitution, Article IV, Section 10, and the Act.
3. That the Board establishes and sets Ms. Riana De Villiers' initial base annual salary at \$130,000.
4. That the Board will provide Ms. De Villiers with opportunities for annual merit increases to be determined in the same manner as increases for other Authority executive and administrative employees.
5. That the Chair and the General Manager are authorized and empowered to take or direct such other actions as may be reasonably necessary to give effect to the employment of Ms. De Villiers.
6. That the Board formally ratifies all prior actions taken by the Authority, including those taken by the Executives and their respective staffs that were necessary or appropriate to these actions.
7. That this Resolution stay in full force and effect unless amended or rescinded by further action of the Board of Trustees.
8. That the corporate seal be attached hereto.

Approved and adopted this 14th day of December, 2016.

---

Robert W. McKinley, Chair  
Board of Trustees

ATTEST:

---

Robert K. Biles, Secretary/Treasurer

[SEAL]

CERTIFICATE

The undersigned duly qualified Chair of the Board of Trustees of the Utah Transit Authority certifies that the foregoing is a true and correct copy of a resolution adopted at a legally convened meeting of the Board held on the 14<sup>th</sup> day of December, 2016.

\_\_\_\_\_  
Robert W. McKinley, Chair  
Board of Trustees

\_\_\_\_\_  
Robert K. Biles, Secretary/Treasurer

Approved as to Form

\_\_\_\_\_  
Legal Counsel

**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES**  
**Agenda Item Coversheet**

<b>DATE:</b>	<b>December 14, 2016</b>
<b>TITLE:</b>	<b>New Board Structure</b>
<b>UTA EXECUTIVE/RESPONSIBLE STAFF MEMBER:</b>	<b>Chair Robert McKinley</b>
<b>SUBJECT:</b>	<b>The Board has developed a new committee structure and is looking to formalize the new groups</b>
<b>BACKGROUND:</b>	<p>Recognizing the need to restructure our committees of the Board of Trustees, Susan S. Radwan presented at a Committee of the Whole meeting on 10/12/16, “Board Accountability in an Age of Transparency.” At that time, Ms. Radwan reviewed our role as a Board from the Utah Code along with the Carver Model and asked the question, “What kind of Board do we wish to be?”</p> <p>As a follow-up to this training, Trustees were asked for their input and ideas on how our committees should be structured moving forward and the role each group should play. The attached document outlines the committees as follows:</p> <ul style="list-style-type: none"><li>• Finance &amp; Operations</li><li>• Stakeholder/Government Relations</li><li>• Transit-Oriented Communities</li><li>• Service &amp; Customer Relations</li><li>• Planning &amp; Long-Term Vision</li><li>• Audit Review</li><li>• Executive Committee</li></ul> <p>This document also recognizes the potential of holding a Committee of the Whole meeting on a quarterly basis.</p>

	This is being brought to the full Board, seeking official approval of the seven committees by motion. Upon approval, the UTA Staff will be authorized to begin the formation of the committees and for the UTA Bylaws to be brought for consideration to the 01/17/17 Executive Committee meeting.
<b>ALTERNATIVES:</b>	All suggestions will be considered
<b>PREFERRED ALTERNATIVE:</b>	<ul style="list-style-type: none"> <li>• Approve as presented</li> <li>• Revise/amend and approve</li> <li>• Return to Committee</li> </ul>
<b>STRATEGIC GOAL ALIGNMENT:</b>	Public Trust & Accountability
<b>FINANCIAL IMPACT:</b>	Unknown at this time
<b>LEGAL REVIEW:</b>	The proposed item has been reviewed by UTA Legal staff.
<b>EXHIBITS:</b>	<ol style="list-style-type: none"> <li>a. Board Committees Structure – FINAL v2016-12-06</li> <li>b. 2016-10-12 Susan Radwan ppt to the Board</li> </ol>

## Main responsibilities of the Board

- Oversight
- Accountability
- Community Connection
- Strategic Direction
- Policy Development

**Board Values:** Honest, Ethical, Trusted, Respected, Informed

## Committees for Consideration

**EXECUTIVE COMMITTEE** - Oversight, Accountability, Policy, Strategy, Connection

- Manage agenda
- Refine and prepare policy recommendations for consideration of the full Board
- Forward recommendations and information of other committees to the General Board Meetings
- Ongoing communication to board members
- Board engagement

**FINANCE & OPERATIONS** - Oversight, Accountability

- Financial oversight
- Operational oversight
- Recommend additional review and internal audit

*TRUE NORTH Alignment: Stewardship*

**STAKEHOLDER/GOV. RELATIONS** - Community, Accountability

- Legislative communications/outreach
- Appointing authorities reporting and connection
- City Relationships outreach
- Recommend and coordinate communications

*TRUE NORTH Alignment: People, Community*

## **TRANSIT-ORIENTED COMMUNITIES** - Strategic Direction /Policy

- Policy development
- Best practices
- Coordination with COGs on objectives
- Outreach with City Community Dev/Econ Dev
- Outreach to School Districts

*TRUE NORTH Alignment: People, Community, Environment, Stewardship, Service*

## **SERVICE & CUSTOMER RELATIONS** - Community Connection

- Service oversight
- Visioning for future service opportunities
- Customer focus improvements
- Oversight of outreach efforts and communications

*TRUE NORTH Alignment: People, Community, Environment, Stewardship, Service*

## **PLANNING & LONG-TERM VISION** - Strategic Direction /Policy

- Project review
- Oversight on Development
- Vision planning and future strategies
- Long-term Vision – 2030, 2040, 2050

*TRUE NORTH Alignment: Community, Environment, Stewardship, Service*

## **AUDIT REVIEW** - Oversight, Accountability

- Discuss needs & process
- Oversight for audit
- Oversight on corrective measures

*TRUE NORTH Alignment: Stewardship*

## **COMMITTEE OF WHOLE** (Quarterly)

- Discussion of significant actions
- Training, education, and informational work sessions
- Board engagement

## **CHANGES TO BYLAWS**

- Regular reporting to appointing authorities
- Attendance reporting to appointing authorities
- Audit reporting and feedback to-from Board Chair
- Ad Hoc committees for special projects

# Board Accountability in an Age of Transparency

## Utah Transit Authority

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FACILITATED BY

SUSAN S RADWAN, MED, CAE, SMP, ARM

LEADING EDGE MENTORING

GRAND LEDGE, MICHIGAN

# What is governance?

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## Origins

- Latin word gubernāre:  
**to steer (a ship)**
- Kubernetes, a Greek naval term:  
**direction & protection**

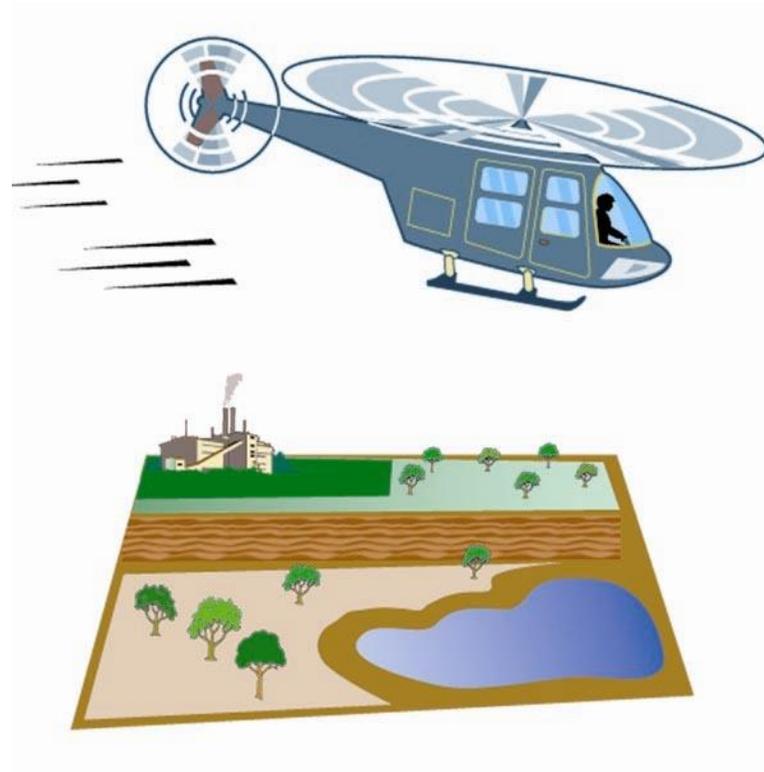


# Governing well requires a helicopter view

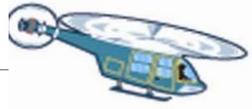
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## Focus on the big picture

- Primary concern is for the whole system
- Optimize the parts so that you can maximize the whole.



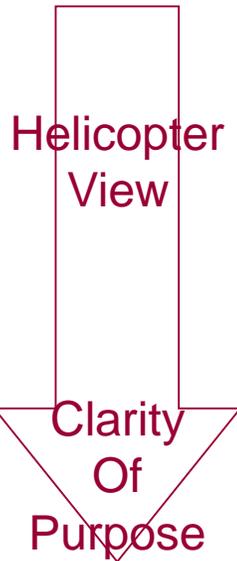
# Let's Get into the Helicopter



Work **ON** the Enterprise First



OUTSIDE  
(Plan)  
1.



1. Work **ON** the Enterprise

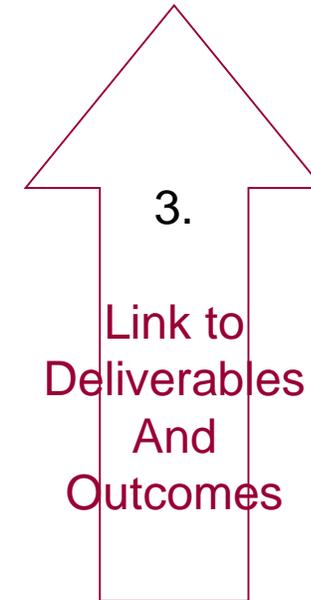


INSIDE  
(Do)



2. Work **IN** the Enterprise

OUTSIDE  
(Check)

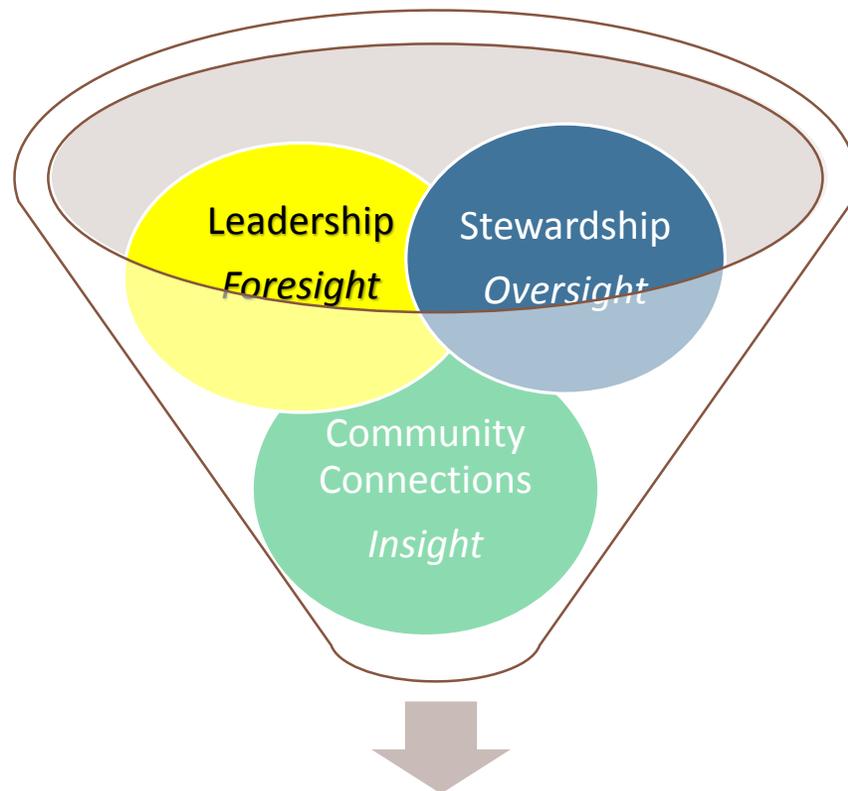


3. Check **ON** the Enterprise

<b>Analytic Thinking</b>			<b>Systems Thinking</b>
<b>(Analysis of Today)</b>			<b>(Synthesis for the Future)</b>
1	We/they	v	<b>Beneficiaries/customers/stakeholders</b>
2	Independent	v	<b>Interdependent</b>
3	Activities/tasks/means	v	<b>Outcomes/Ends</b>
4	Problem solving	v	<b>Solution-seeking</b>
5	Today is fine	v	<b>Shared vision</b>
6	Units/departments	v	<b>Total organization</b>
7	Silo mentality	v	<b>Cross-functional teamwork</b>
8	Closed environment	v	<b>Openness and feedback</b>
9	Hierarchy and controls	v	<b>Serve the beneficiary</b>
10	Not my job	v	<b>Communications and collaboration</b>
11	Isolated change	v	<b>Systemic change</b>
12	Linear/begin-end	v	<b>Circular/repeat cycles</b>
Sum	<b>Parts are primary</b>		<b>Whole is Primary</b>

# Three Lenses to View Total Enterprise

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Fulfilling the Governance Function

# What is the board accountable for?

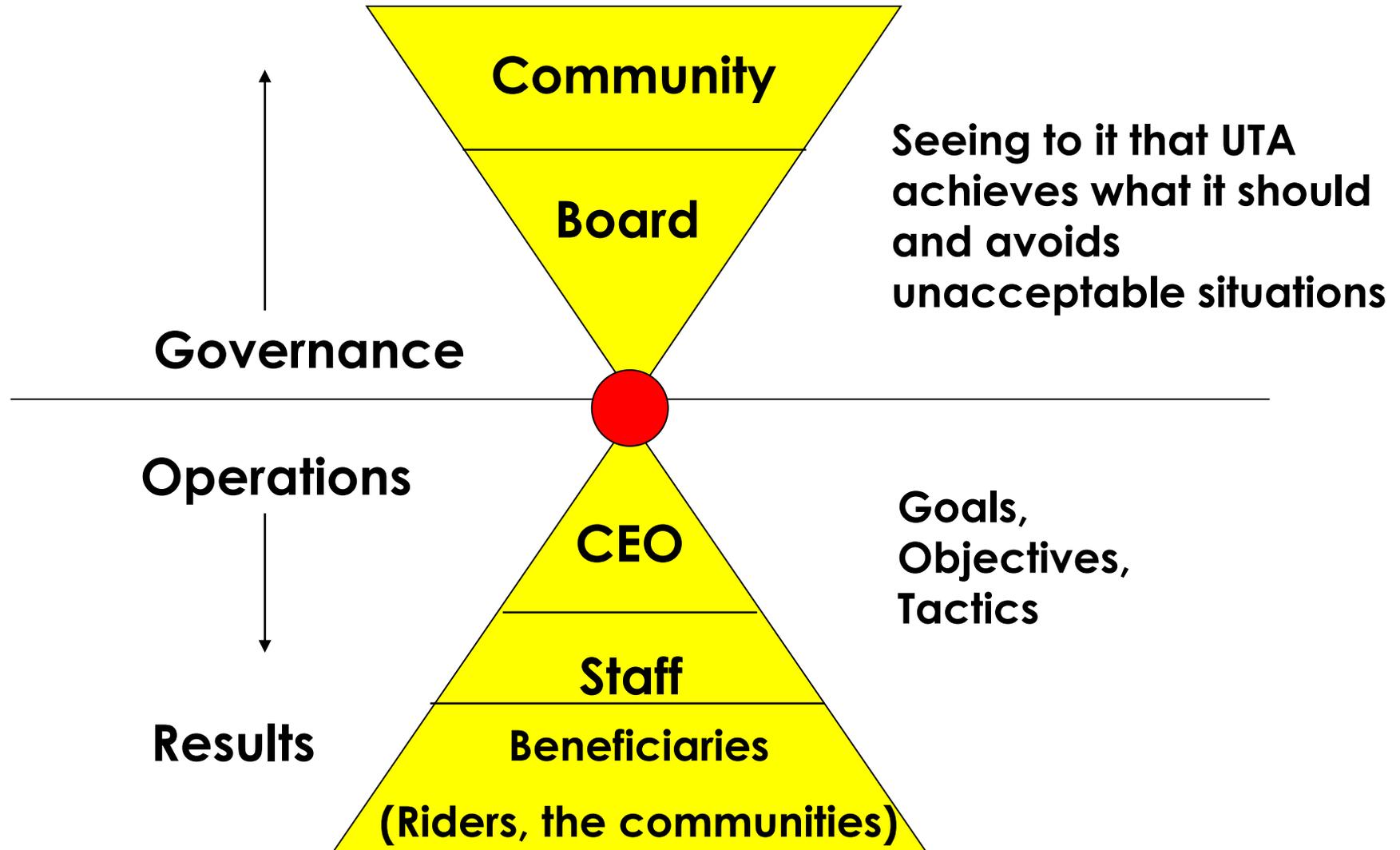
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Governance is seeing to it that the organization

- achieves what it should and
- avoids unacceptable situations

To whom are you accountable?

# UTA Board Relationships



# Board Role (from Utah Code)

<b>Stewardship/ Oversight</b>	<ul style="list-style-type: none"><li>• <b>Appoint and fix salary of general manager/CEO.</b></li><li>• <b>Invest all funds</b></li><li>• <b>Control the investments</b></li><li>• <b>Cause an annual audit</b></li><li>• <b>Communicate financial status</b></li><li>• <b>Supervise and regulate each transit facility that the district owns and operates</b></li><li>• <b>Direct the internal auditor</b></li></ul>
Leadership/ Foresight	<ul style="list-style-type: none"><li>• Determine transit facilities that the district should acquire or construct</li><li>• Communicate short-term and long-range transit plans</li></ul> Permissible: Make or pass ordinances, resolutions and orders
What's missing?	

# How does the board function as a collective, single body?

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The board will govern with an emphasis on:

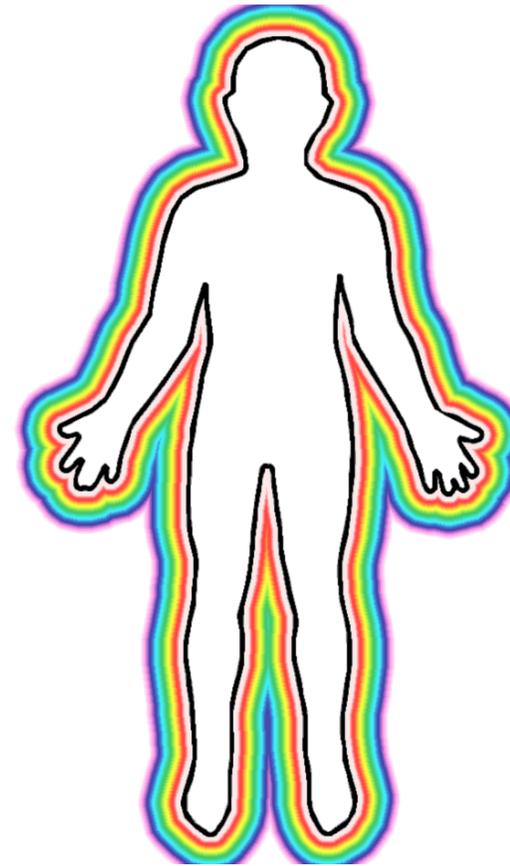
- (a) outward vision rather than an internal preoccupation,
- (b) encouragement of diversity in viewpoints,
- (c) strategic leadership more than administrative detail,
- (d) clear distinction of board and chief executive roles,
- (e) collective rather than individual decisions,
- (f) future rather than past or present, and
- (g) proactivity rather than reactivity.

On any issue, the Board must insure that all divergent views are considered in making decisions, yet must resolve into a single position.

# One Body, One Mouth

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- Get into the helicopter together
- Cultivate group responsibility
  - Chairman is the first among equals
  - Build trust with each other
- Deal in values, not opinions
- Listen to individual voices, but put those opinions into the whole



# What disrupts board holism?

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- Watchdog energy?
- Calls for transparency when you think you are doing the right job?
- Feeling like you are operating in a fishbowl?
- Disagreements among board members?
- Siloed committee work

# The Board Must Be Trustworthy

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1. Achieve RESULTS
2. Act with INTEGRITY
3. Demonstrate CONCERN



Robert Bruce Shaw  
*Trust in the Balance*

# The Board as Watchdog

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When the board serves as watchdog...

- There is continuous concern about the needs of the whole community and what is the best course of action for the common good.
- In the Board's discussions, the Board talks about concerns for the public
  - The winners and the losers in any decision
  - The challenge of setting priorities
  - Minimizing the risk of adverse effects of any decision



# Creating the Board as Watchdog

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- The whole board is concerned about accountability to the community.
  - Define who we are accountable to
  - How we will be accountable
- Insist on fact-based discussion v emotionalism and pronouncements
- Set board policy:
  - What is transparency for UTA?
  - How you will communicate with the community?
    - Listening & Reporting

How do we create a safe environment for the  
Board operating in fishbowl?

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# How do we bring a value-added role to UTA?

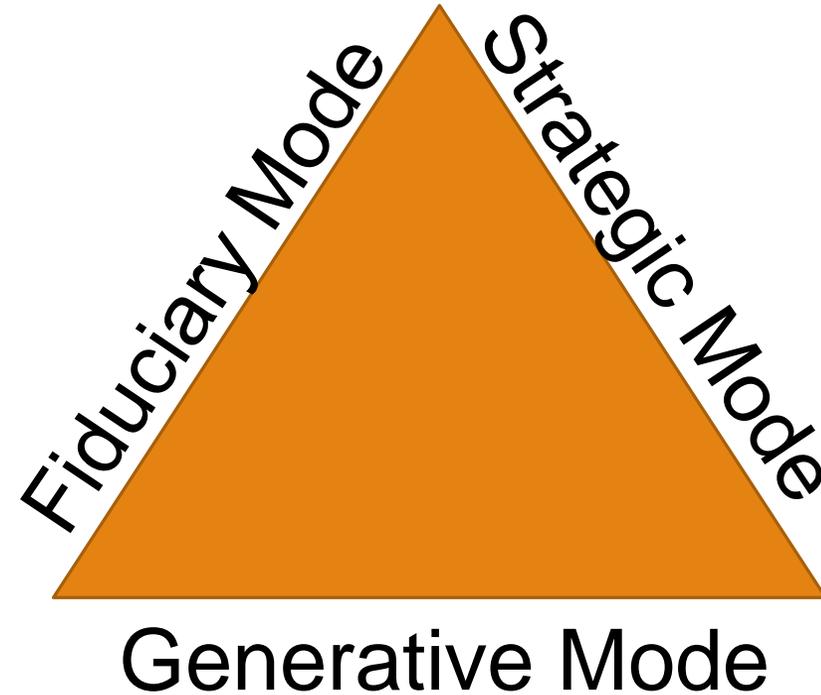
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- What kind of board do we wish to be?
- What should our relationship be with the community?
- What should our relationship be with the operational organization?

# Types of Governance

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*From Governance as Leadership*  
by Chait, Ryan, Taylor



# Type 1 Fiduciary Mode

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Boards are concerned primarily with the stewardship of tangible assets



# Type 1 Fiduciary Mode

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- Management defines problems and opportunities. Board listens and learns, approves and monitors.
- Volunteer structure parallels administrative functions.
- Board meetings are process-driven. Function follows form. Protocol rarely varies.
- Staff transmits to the board large quantities of technical data from few sources.

# Type 2 Strategic Mode

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The Board creates a strategic partnership with management with clear delineation of roles and responsibilities.

# Type 2 Strategic Mode

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- Board and management think together to discover strategic priorities and drivers.
- Volunteer structure mirrors the organization's strategic priorities with a premium on flexibility.
- Board meetings are content-driven. Form follows function. Protocol often varies.
- Board and staff discuss strategic data from multiple sources.

# Type 3 Generative Mode

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The Board provides a critical source of leadership for the organization... a **value-added** role.



# Type 3 Generative Mode

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- Board is reflective
- Board offers insight from the field
- Board is a sense-maker
- Board is a community of learners
- Board and CEO think strategically together

# Once the Strategic Plan is in Place....

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# What Changes Can Be Expected From the Future? (10-15 yrs)

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S ocio-Demographic

C ompetition/substitutes

E conomy

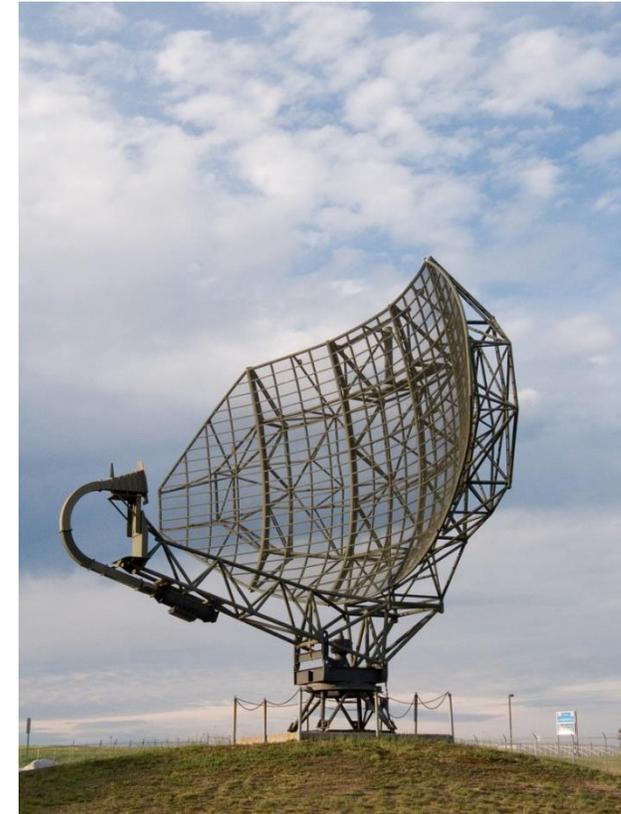
E cology (Environmental/Human)

P olitical/Regulatory

T echnology

I ndustry/Suppliers

C onsumers/Citizens Preferences



# What should our relationship be with the community?

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- Define transparency
  - Consider instituting first and second reading on motions.
- Systematically link with the community to understand what they value.
  - *Not what they want!*
    - *Community values, customers want.*



# What should our relationship be with the operational organization?

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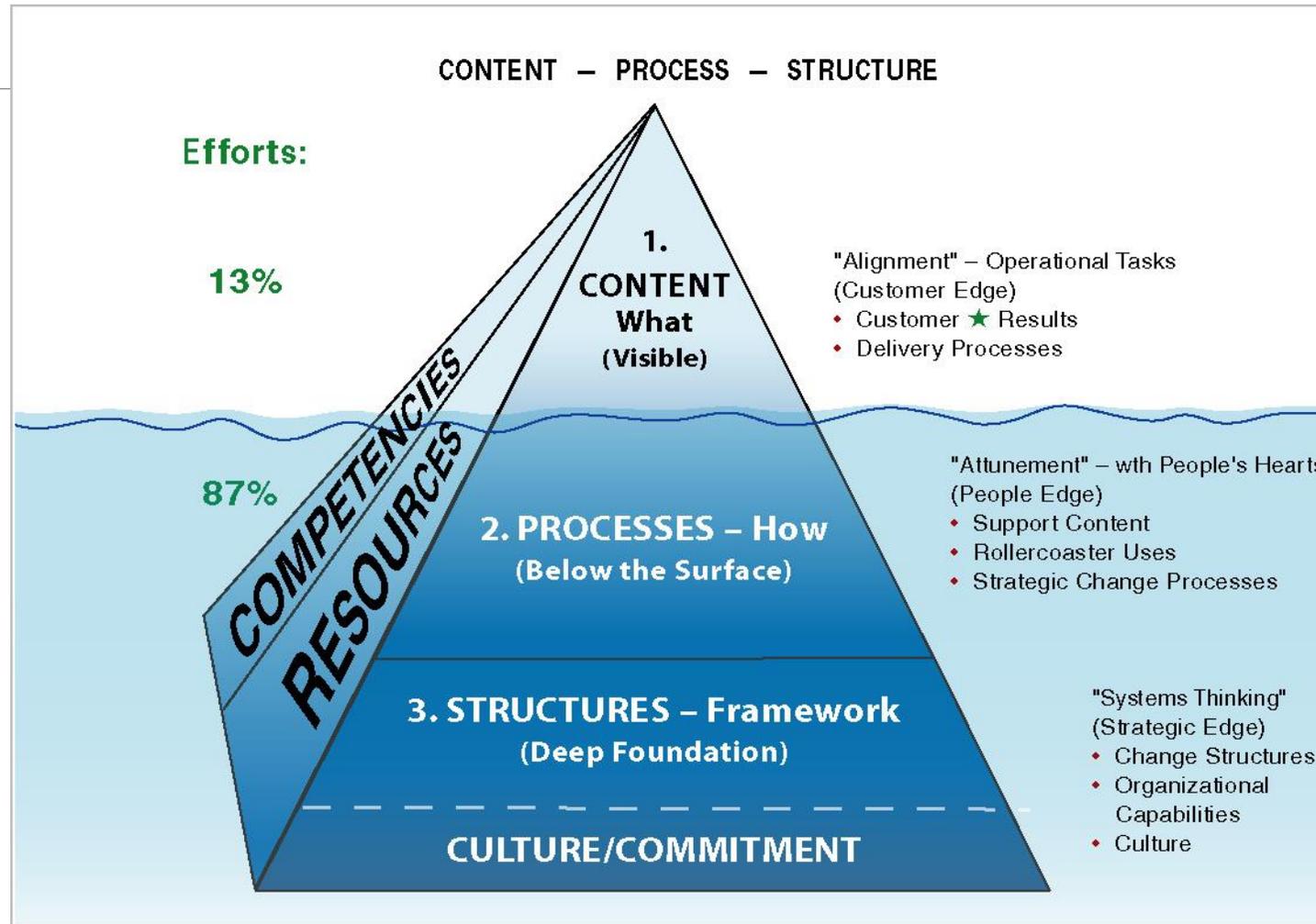
- Focus on creating a culture of accountability
  - Honor boundaries of the roles
  - Systematically monitor results against a standard
    - Define what should be achieved and what would be unacceptable.

# What kind of Board do we wish to be?

---

- The Board is responsible for its own job design, job development, job discipline, and job performance.
  - Form follows function
  - Determine your committee structure based on clear role delineation and job description

# The Organizational Capacity For Strategic Change



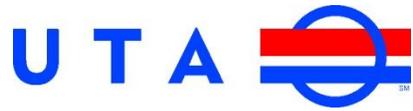
# Next Steps

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- Hold a debrief at your next meeting
- Answer the questions:
  - So what?
    - What does this information mean to us?
    - How do we make sense of it?
  - Now what?

**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES**  
Agenda Item Coversheet

<b>DATE:</b>	<b>December 14, 2016</b>
<b>CONTACT PERSON:</b>	<b>Robert W. McKinley, Chair</b>
<b>SUBJECT:</b>	<b>Minutes of the UTA Board Meeting</b>
<b>BACKGROUND:</b>	The minutes were distributed to the Board and any revisions or changes have been incorporated. The minutes are presented for approval.
<b>ALTERNATIVES:</b>	<ul style="list-style-type: none"><li>• Approve as presented</li><li>• Amend and approve</li><li>• No action</li></ul>
<b>PREFERRED ALTERNATIVE:</b>	Approve as presented.
<b>RATIONALE FOR PREFERRED ALTERNATIVE:</b>	The minutes have been reviewed by the Board.
<b>FINANCIAL IMPACT:</b>	None
<b>LEGAL REVIEW:</b>	The minutes have been reviewed by legal staff and found to have no obvious legal ramifications.
<b>EXHIBITS:</b>	<ul style="list-style-type: none"><li>• 11-16-16 Board Meeting Report</li></ul>



**Report of the Meeting  
of the  
Board of Trustees of the Utah Transit Authority (UTA)  
held at UTA FrontLines Headquarters located at  
669 West 200 South, Salt Lake City, Utah  
November 16, 2016**

---

**Board Members Present:**

Robert McKinley, Chair  
Sherrie Hall Everett, Vice Chair  
Jeff Hawker, Vice Chair  
Jeff Acerson  
Cortland Ashton  
Keith Bartholomew  
Gregory Bell

Necia Christensen  
Karen Cronin  
Babs De Lay  
Charles Henderson  
Dannie McConkie  
Michael Romero  
Troy Walker

**Board Members Excused/Not in Attendance:** Matthew Bell and Bret Millburn

Also attending were members of UTA staff, as well as interested citizens and media representatives.

---

**Welcome and Call to Order.** Chair McKinley welcomed attendees and called the meeting to order at 2:07 p.m. with thirteen voting board members present. The board and meeting attendees then recited the Pledge of Allegiance.

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

Trustee Walker joined the meeting at 2:12 p.m.

**Swearing in of New Trustee.** Rebecca Cruz, UTA Board of Trustees Support Manager, administered the oath of office to Cortland Ashton.

**Public Hearing Regarding 2017 Budget.** No in-person public comment was given. Robert Biles, acting in his capacity as board secretary, stated that comments received online regarding the 2017 budget would be distributed to the board after the public comment period closes on November 30, 2016.

**General Public Comment Period.** Public comment was given by Tammi Diaz.

**President/CEO Report.** Jerry Benson, UTA President/CEO, delivered the “State of UTA” address. The report covered results of his listening tour, gaps and opportunities in the agency, and his vision for the future.

Following Mr. Benson’s remarks, Chair McKinley congratulated the agency for its outstanding performance despite budget constraints and underfunding when compared with peer agencies. Questions were then posed by the board and answered by Mr. Benson.

**Items for Consent.** Consent items were comprised of the following:

- Approval of October 26, 2016 Meeting Report
- Monthly Financial Reports for September 2016

A motion to approve the consent items was made by Trustee Christensen and seconded by Trustee Henderson. The motion carried by unanimous consent.

**Provo-Orem Transportation Improvement Project (TRIP) Update.** Steve Meyer, UTA Capital Development Director, gave a presentation on the current status of the Provo-Orem TRIP procurement and construction.

**Resolution: Sandy Phase 3 Approval.**

**Presentation of Item.** Mr. Meyer outlined the resolution which authorizes the construction of a fourth residential building at the Sandy East Village transit-oriented development. As part of the agreement, UTA would dedicate land for road infrastructure and convey 0.8 acres of real property in exchange for partial ownership in

a real estate joint venture at the site. UTA would then be entitled to a proportionate share of profits and return of equity.

**Public Input.** Mr. Biles indicated that no public comments were received online. No in-person public comment was given.

**Board Discussion and Decision/Action.** Action on this matter was deferred until after the closed session portion of the meeting.

Vice Chair Hawker and Trustee Christensen left the meeting at 3:27 p.m.

**Closed Session.** Chair McKinley indicated there were matters to be discussed in closed session relative to real property, collective bargaining, litigation, and personnel. A motion to move into closed session was made by Vice Chair Everett and seconded by Trustee Bartholomew. The motion carried by unanimous consent and the board moved into closed session at 3:27 p.m.

**Open Session.** A motion to return to open session was made by Trustee Bartholomew and seconded by Trustee De Lay. The motion carried by unanimous consent and the board returned to open session at 4:20 p.m.

Trustee Greg Bell left the meeting during closed session at 4:01 p.m.

Trustee De Lay left the meeting at 4:20 p.m.

**Action Taken Regarding Matters Discussed in Closed Session.**

**Resolution: Sandy Phase 3 Approval.** A motion to approve the resolution was made by Trustee Henderson and seconded by Trustee Walker. The motion carried by unanimous consent with nine aye votes.

**Other Business.** Chair McKinley initiated a conversation among the board on board governance. He indicated that each of the board members was sent a communication outlining a list of seven committees. Brief discussion ensued. Chair McKinley requested that trustees tell him on which of the seven committees they would prefer to serve.

**Adjournment.** The meeting was adjourned at 4:25 p.m. by motion.

Transcribed by Cathie Griffiths  
Assistant to the President/CEO  
Utah Transit Authority  
[cgriffiths@rideuta.com](mailto:cgriffiths@rideuta.com)  
801.237.1945

UNAPPROVED

**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES**  
**Agenda Item Coversheet**

<b>DATE:</b>	<b>December 14, 2016</b>
<b>TITLE:</b>	<b>Monthly Finance Report</b>
<b>UTA EXECUTIVE/RESPONSIBLE STAFF MEMBER:</b>	<b>Robert Biles</b>
<b>SUBJECT:</b>	<b>October Monthly Dashboard &amp; Financial Report</b>
<b>BACKGROUND:</b>	In accordance with Board direction, staff prepares and presents a monthly financial statement to the Board.
<b>ALTERNATIVES:</b>	none
<b>PREFERRED ALTERNATIVE:</b>	Receive the monthly financial reports.
<b>STRATEGIC GOAL ALIGNMENT:</b>	Finances/Financial
<b>FINANCIAL IMPACT:</b>	
<b>LEGAL REVIEW:</b>	N/A
<b>EXHIBITS:</b>	1. Dashboard – October 2016 2. Monthly Financial Report – October 2016

### STAKEHOLDER RELATIONS

<b>Core Goal #1</b>	<b>PUBLIC TRUST &amp; ACCOUNTABILITY</b>	<i>Executive</i>
	<b>CREATE &amp; CONDUCT A STATE-OF-THE-ART SURVEY PROCESS, COMBINING QUALITATIVE &amp; QUANTITATIVE COMPONENTS DESIGNED TO GAUGE SENTIMENT REGARDING TRUST, ACCOUNTABILITY AND CONFIDENCE IN UTA.</b>	ANDREA PACKER
	<i>Current Issues</i>	<i>Rating</i>
	The annual Benchmark Survey was completed, including a qualitative (two focus groups) component as well as a quantitative (telephone/online survey) component. The survey was modified to include additional questions pertaining to the goal and issues of stewardship, accountability and trust. Staff developed and implemented a comprehensive, pro-active communications and outreach plan for 2016, which has been underway. Under the new organizational structure implemented by President & CEO Jerry Benson, the External Affairs division is preparing to conduct the Benchmark Survey again and developing communication plans and strategies for 2017.	

<b>Strategic Goal #2</b>	<b>LEVERAGE TECHNOLOGY IN FARES</b>	<i>Executive</i>
	<b>DEVELOP &amp; IMPLEMENT A BLUEPRINT FOR A COMPREHENSIVE FARE POLICY &amp; PRODUCTS FOCUSED ON ELECTRONIC FARE COLLECTION</b>	ANDREA PACKER
	<i>Current Issues</i>	<i>Rating</i>
	Based on the information gathered through the Fare Analysis Project completed last year, staff is currently developing a comprehensive multi-year proposal for the public fare structure. A draft proposal has been taken to corporate staff for feedback and further direction. As a result, staff is doing additional analysis using more recent data, and conducting additional Title VI analysis and outreach in preparation to develop a long-term plan or "blueprint" with recommendations regarding future fare policy, products and pricing.	

### FINANCE & OPERATIONS

<b>Core Goal #2</b>	<b>RIDERSHIP</b>	<i>Executive</i>
	<b>LONG-TERM POSITIVE GROWTH USING A 60 MONTH MOVING AVERAGE. INCREASE RIDERSHIP TO 47,741,595 - 2.5% OVER 2015 ACTUAL</b>	JERRY BENSON
	<i>Current Issues</i>	<i>Rating</i>
	Ridership as of October 31, 2016 is down 2.14% compared to the same period in 2015	

<b>Core Goal #3</b>	<b>INVESTMENT PER RIDER (IPR)</b>	<i>Executive</i>
	<b>INVESTMENT PER RIDER (IPR) OF \$4.23</b>	BOB BILES
	<i>Current Issues</i>	<i>Rating</i>
	IPR as of October 31, 2016 is \$3.98 (without fuel savings is \$4.21)	

<b>Core Goal # 4</b>	<b>REVENUE DEVELOPMENT</b>	<i>Executive</i>
	<b>\$15.2 MILLION IN NON-SMALL STARTS REVENUE DEVELOPMENT</b>	BOB BILES
	<i>Current Issues</i>	<i>Rating</i>
	Revenue as of October 31, 2016 = \$4,884,143. Percent Complete = 32.1%.	

### PLANNING & DEVELOPMENT

<b>Strategic Goal #1</b>	<b>TRANSIT ORIENTED DEVELOPMENT</b>	<i>Executive</i>
	<b>COMPLETION OF TWO (2) STATION AREA PLANS IN COORDINATION W/THE METROPOLITAN PLANNING ORGANIZATIONS</b>	STEVE MEYER
	<i>Current Issues</i>	<i>Rating</i>
	Goal is complete. Station Area Plans have been completed at and around the Pleasant View Frontrunner Station and the 2100 South Central Point TRAX Station. Both plans received support from WFRC's new Transportation and Land Use Connections grant program.	

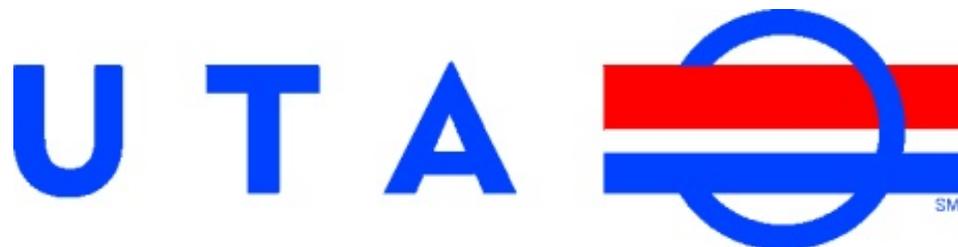
<b>Strategic Goal #3</b>	<b>IMPROVE FIRST/ LAST MILE ACCESS TO UTA'S SYSTEM</b>	<i>Executive</i>
	<b>COMPLETE THREE(3) PROJECTS IDENTIFIED IN UTA'S FIRST/LAST MILE STUDY</b>	MATT SIBUL
	<i>Current Issues</i>	<i>Rating</i>
	First/Last Mile Phase II work is being completed. As we finalize that work, we continue to implement recommendations from the study. This year we have installed new bike racks (testing on one car) on Frontrunner, we will have a new bike share station at North Temple, and we are installing several new bus shelters and amenities. We will continue to complete additional projects throughout the year. The project list from this study was used to develop an FLM focused TIGER grant, which was submitted to USDOT in April of this year. We were awarded the grant for \$20 million, which will help us, and our partners build projects more quickly than originally planned. Although the grant amount was less than the amount requested, we will continue to work with our partners to fill the funding gap and implement as many of these projects as possible.	

# **Utah Transit Authority**

## **Financial Statement**

(Unaudited)

October 31, 2016



KEY ITEM REPORT  
(UNAUDITED)  
As of October 31, 2016

EXHIBIT 1-1

	2016 YTD ACTUAL	2016 YTD BUDGET	VARIANCE FAVORABLE (UNFAVORABLE)	% FAVORABLE (UNFAVORABLE)
1 Sales Tax	\$ 199,638,700	\$ 196,665,000	\$ 2,973,700	2%
2 Passenger Revenue	42,501,554	44,286,812	(1,785,258)	-4%
3 Other Revenue	52,347,158	56,071,474	(3,724,316)	-7%
4 Total Revenue	<u>294,487,412</u>	<u>297,023,286</u>	<u>(2,535,874)</u>	-1%
5 Net Operating Expenses	(194,197,273)	(210,560,358)	16,363,085	8%
Net Operating Income (Loss)	<u>100,290,139</u>	<u>86,462,928</u>	<u>13,827,211</u>	<u>16%</u>
6 Debt Service	87,390,195	90,256,335	2,866,140	3%
7 Other Non-Operating Expenses	3,850,295	4,515,059	664,764	15%
8 Sale of Assets	(372,289)	-	(372,289)	100%
9 Contribution to Capital Reserves	<u>\$ 9,421,938</u>	<u>\$ (8,308,466)</u>	<u>\$ 16,985,826</u>	<u>204%</u>
10 Bond Debt Service - Series 2007A CAB	150,907			
11 Amortization	(5,211,234)			
12 Depreciation	128,429,915			
13 Total Non-cash Items	<u>\$ 123,369,588</u>			

2016 GOALS

RIDERSHIP				% YEAR ELAPSED	% of Goal <sup>2</sup>	% FAVORABLE (UNFAVORABLE)
2015 Actual <sup>1</sup>	2016 Goal	Current Month	YTD			
13 46,577,166	47,741,595	4,010,545	38,124,165	84.0%	79.9%	-4.1%
REVENUE DEVELOPMENT				% YEAR ELAPSED	% of Goal	% FAVORABLE (UNFAVORABLE)
	2016 Goal	YTD				
14 Federa/Local/Regional	\$ 15,200,000	\$ 4,884,143		84.0%	32.1%	-51.9%
OPERATING INVESTMENT PER RIDER				Amount per Rider	Goal: Equal or Less than	% FAVORABLE (UNFAVORABLE)
15	\$194,197,273	-	\$42,501,554			
	Net Operating Expense	-	Passenger Revenue			
16	<u>38,124,165</u> =			\$3.98	\$4.23	6%
	Ridership					
17	\$194,197,273	-	\$42,501,554	+	\$8,769,385	
	Net Operating Expense	-	Passenger Revenue	+	Diesel Savings	
18	<u>38,124,165</u> =			\$4.21	\$4.23	0%
	Ridership					

SUMMARY FINANCIAL DATA  
(UNAUDITED)

EXHIBIT 1-2

As of October 31, 2016

BALANCE SHEET

	10/31/2016	10/31/2015
<b>CURRENT ASSETS</b>		
1 Cash	\$ 9,684,780	\$ 9,191,372
2 Investments (Unrestricted)	15,408,132	32,202,533
3 Investments (Restricted)	159,780,845	147,752,240
4 Receivables	77,522,888	81,977,157
5 Inventories	25,516,849	22,457,510
6 Prepaid Expenses	3,589,347	2,619,774
<b>7 TOTAL CURRENT ASSETS</b>	<b>\$ 291,502,841</b>	<b>\$ 296,200,586</b>
8 Federal Capital Grants Available	\$ 85,158,723	\$ 100,880,378
9 Unearned Federal Capital Grants	(82,952,033)	(89,943,044)
10 Property, Plant & Equipment (Net)	3,143,700,514	3,250,352,917
11 Other Assets	130,024,029	148,711,851
12 Receivables -Long term	-	-
<b>13 TOTAL ASSETS</b>	<b>\$ 3,567,434,074</b>	<b>\$ 3,706,202,688</b>
14 Current Liabilities	\$ 23,393,171	\$ 26,218,975
15 Other Liabilities	248,674,024	254,553,890
16 Net Pension Liability	117,437,871	117,437,871
17 Outstanding Bonds	2,075,003,567	2,094,785,000
18 Equity	1,102,925,441	1,213,206,952
<b>19 TOTAL LIABILITIES &amp; EQUITY</b>	<b>\$ 3,567,434,074</b>	<b>\$ 3,706,202,688</b>

RESTRICTED CASH AND CASH EQUIVALENTS RECONCILIATION

<b>RESTRICTED RESERVES</b>		
20 Debt Service Reserves	42,979,366	42,882,598
21 2015A Sub Interest Reserves	5,980,437	-
22 Debt Service Interest Payable	34,147,934	33,390,120
23 Risk Contingency	7,416,534	7,351,651
24 Box Elder County ROW (sales tax)	5,105,586	4,450,919
25 Mountain Accord	265,227	2,140,127
26 Joint Insurance Trust	3,186,474	3,149,622
27 Amounts held in escrow	9,299,580	10,484,927
<b>28 TOTAL RESTRICTED RESERVES</b>	<b>108,381,138</b>	<b>103,849,964</b>
<b>DESIGNATED OPERATING RESERVES</b>		
29 Service Stabilization Reserve	12,543,246	12,084,930
30 Fuel Reserve	1,915,000	1,400,000
31 Parts Reserve	3,000,000	3,000,000
32 Operating Reserve	23,405,698	22,550,480
33 Early Debt Retirement Reserve	10,535,764	4,866,866
<b>34 TOTAL DESIGNATED OPERATING RESERVES</b>	<b>51,399,708</b>	<b>43,902,276</b>
<b>35 TOTAL RESTRICTED CASH AND EQUIVALENTS</b>	<b>\$ 159,780,845</b>	<b>\$ 147,752,240</b>

SUMMARY FINANCIAL DATA  
(UNAUDITED)

EXHIBIT 1-3

As of October 31, 2016

REVENUE & EXPENSES

	ACTUAL Oct-16	ACTUAL Oct-15	YTD Oct-16	YTD Oct-15
<b>REVENUE</b>				
1 Passenger Revenue	\$ 4,493,797	\$ 4,555,405	\$ 42,501,554	\$ 43,264,579
2 Advertising Revenue	200,000	131,944	1,933,336	1,969,441
3 Investment Revenue	123,249	112,567	1,536,351	1,472,110
4 Sales Tax	18,904,224	17,363,994	194,902,833	185,100,405
5 Sales Tax - Prop 1	634,343	-	4,735,867	-
6 Other Revenue	(80,542)	278,323	2,245,664	3,255,954
7 Fed Operations/Preventative Maint.	4,476,821	4,385,983	46,631,807	44,307,756
8 <b>TOTAL REVENUE</b>	<b>\$ 28,751,892</b>	<b>\$ 26,828,216</b>	<b>\$ 294,487,412</b>	<b>\$ 279,370,245</b>
<b>OPERATING EXPENSE</b>				
9 Bus Service	\$ 6,658,935	\$ 6,795,903	\$ 67,753,027	\$ 64,193,178
10 Commuter Rail	1,408,473	1,783,443	16,695,691	17,119,287
11 Light Rail	958,219	2,197,605	24,777,645	25,996,065
12 Maintenance of Way	1,252,172	1,291,370	13,995,994	13,502,789
13 Paratransit Service	1,737,395	1,597,888	15,716,909	15,380,824
14 RideShare/Van Pool Services	172,465	116,447	1,745,052	1,526,645
15 Operations Support	2,871,210	2,643,947	30,381,782	27,696,860
16 Administration	2,715,364	2,001,238	23,131,173	22,217,700
17 <b>TOTAL OPERATING EXPENSE</b>	<b>\$ 17,774,233</b>	<b>\$ 18,427,841</b>	<b>\$ 194,197,273</b>	<b>\$ 187,633,348</b>
18 <b>NET OPERATING INCOME (LOSS)</b>	<b>\$ 10,977,659</b>	<b>\$ 8,400,375</b>	<b>\$ 100,290,139</b>	<b>\$ 91,736,897</b>
<b>NON-OPERATING EXPENSE (REVENUE)</b>				
19 Planning & Development	\$ 357,792	\$ 449,165	\$ 3,487,081	\$ 3,646,232
20 Major Investment Studies	58,216	47,681	679,373	599,056
21 Offsetting Investment Studies	-	-	(316,159)	(280,279)
22 Bond Principal	729,167	1,130,834	9,501,043	10,334,376
23 Bond Interest	7,051,064	4,056,270	68,147,254	63,477,229
24 Bond Funded Interest - 2015A Sub	747,555	-	7,475,548	-
25 Bond Cost of Issuance/Fees	71,000	10,500	771,583	2,535,704
26 Offsetting Bond Funds	-	-	-	-
27 Lease Cost	268,702	136,246	1,494,767	408,739
28 Sale of Assets	(366,821)	(52,971)	(372,289)	(5,011,427)
29 <b>TOTAL NON-OPERATING EXPENSE</b>	<b>\$ 8,916,675</b>	<b>\$ 5,777,725</b>	<b>\$ 90,868,201</b>	<b>\$ 75,709,630</b>
30 <b>CONTRIBUTION TO CAPITAL RESERVES</b>	<b>\$ 2,060,984</b>	<b>\$ 2,622,650</b>	<b>\$ 9,421,938</b>	<b>\$ 16,027,267</b>
<b>OTHER EXPENSES (NON-CASH)</b>				
31 Bond Debt Service - Series 2007A CAB	\$ 15,091	\$ -	\$ 150,907	\$ -
32 Bond Premium/Discount Amortization	(1,330,455)	(1,311,857)	(12,754,945)	(11,147,940)
33 Bond Refunding Cost Amortization	686,795	790,708	6,867,951	6,367,077
34 Future Revenue Cost Amortization	67,576	67,576	675,760	675,760
35 Depreciation	12,726,918	13,381,230	128,429,915	131,183,090
36 <b>NET OTHER EXPENSES (NON-CASH)</b>	<b>\$ 12,165,925</b>	<b>\$ 12,927,657</b>	<b>\$ 123,369,588</b>	<b>\$ 127,077,987</b>

ACTUAL REPORT  
(UNAUDITED)  
As of October 31, 2016

EXHIBIT 1-4

CURRENT MONTH

	ACTUAL	BUDGET	VARIANCE	%
	Oct-16	Oct-16	FAVORABLE (UNFAVORABLE)	FAVORABLE (UNFAVORABLE)
<b>REVENUE</b>				
1 Passenger Revenue	\$ 4,493,797	\$ 4,679,578	\$ (185,781)	-4%
2 Advertising Revenue	200,000	190,250	9,750	5%
3 Investment Revenue	123,249	186,400	(63,151)	-34%
4 Sales Tax	18,904,224	18,374,000	530,224	3%
5 Sales Tax - Prop 1	634,343	583,000	51,343	9%
6 Other Revenue	(80,542)	431,651	(512,193)	-119%
7 Fed Operations/Preventative Maint.	4,476,821	4,798,821	(322,000)	-7%
8 <b>TOTAL REVENUE</b>	<b>\$ 28,751,892</b>	<b>\$ 29,243,700</b>	<b>\$ (491,808)</b>	<b>-2%</b>
<b>OPERATING EXPENSE</b>				
9 Bus Service	\$ 6,658,935	\$ 7,300,435	\$ 641,500	9%
10 Commuter Rail	1,408,473	1,975,692	567,219	29%
11 Light Rail	958,219	2,857,873	1,899,654	66%
12 Maintenance of Way	1,252,172	1,519,564	267,392	18%
13 Paratransit Service	1,737,395	1,753,941	16,546	1%
14 RideShare/Van Pool Services	172,465	201,362	28,897	14%
15 Operations Support	2,871,210	3,298,795	427,585	13%
16 Administration	2,715,364	2,238,292	(477,072)	-21%
17 <b>TOTAL OPERATING EXPENSE</b>	<b>\$ 17,774,233</b>	<b>\$ 21,145,954</b>	<b>\$ 3,371,721</b>	<b>16%</b>
18 <b>NET OPERATING INCOME (LOSS)</b>	<b>\$ 10,977,659</b>	<b>\$ 8,097,746</b>	<b>\$ 2,879,913</b>	<b>36%</b>
<b>NON-OPERATING EXPENSE (REVENUE)</b>				
19 Planning & Development	\$ 357,792	\$ 380,652	\$ 22,860	6%
20 Major Investment Studies	58,216	70,831	12,615	18%
21 Offsetting Investment Studies	-	-	-	
22 Bond Principal	729,167	1,130,833	401,666	36%
23 Bond Interest	7,051,064	6,812,351	(238,713)	-4%
24 Bond Funded Interest - 2015A Sub	747,555	747,555	-	0%
25 Bond Cost of Issuance/Fees	71,000	-	(71,000)	
26 Offsetting Bond Funds	-	-	-	
27 Lease Cost	268,702	328,424	59,722	18%
28 Sale of Assets	(366,821)	-	366,821	100%
29 <b>TOTAL NON-OPERATING EXPENSE</b>	<b>\$ 8,916,675</b>	<b>\$ 9,470,647</b>	<b>\$ 553,972</b>	<b>6%</b>
30 <b>CONTRIBUTION TO CAPITAL RESERVES</b>	<b>\$ 2,060,984</b>	<b>\$ (1,372,901)</b>	<b>\$ 3,433,885</b>	<b>250%</b>
<b>OTHER EXPENSES (NON-CASH)</b>				
31 Bond Debt Service - Series 2007A CAB	\$ 15,091			
32 Bond Premium/Discount Amortization	(1,330,455)			
33 Bond Refunding Cost Amortization	686,795			
34 Future Revenue Cost Amortization	67,576			
35 Depreciation	12,726,918			
36 <b>NET OTHER EXPENSES (NON-CASH)</b>	<b>\$ 12,165,925</b>			

BUDGET TO ACTUAL REPORT  
(UNAUDITED)

EXHIBIT 1-5

As of October 31, 2016

YEAR TO DATE

	ACTUAL Oct-16	BUDGET Oct-16	VARIANCE FAVORABLE (UNFAVORABLE)	% FAVORABLE (UNFAVORABLE)
<b>REVENUE</b>				
1 Passenger Revenue	\$ 42,501,554	\$ 44,286,812	\$ (1,785,258)	-4%
2 Advertising Revenue	1,933,336	1,902,500	30,836	2%
3 Investment Revenue	1,536,351	1,864,200	(327,849)	-18%
4 Sales Tax	194,902,833	193,333,000	1,569,833	1%
5 Sales Tax - Prop 1	4,735,867	3,332,000	1,403,867	42%
6 Other Revenue	2,245,664	4,316,403	(2,070,739)	-48%
7 Fed Operations/Preventative Maint.	46,631,807	47,988,371	(1,356,564)	-3%
8 <b>TOTAL REVENUE</b>	<b>\$ 294,487,412</b>	<b>\$ 297,023,286</b>	<b>\$ (2,535,874)</b>	<b>-1%</b>
<b>OPERATING EXPENSE</b>				
9 Bus Service	\$ 67,753,027	\$ 72,969,576	\$ 5,216,549	7%
10 Commuter Rail	16,695,691	19,527,022	2,831,331	14%
11 Light Rail	24,777,645	28,626,697	3,849,052	13%
12 Maintenance of Way	13,995,994	14,947,406	951,412	6%
13 Paratransit Service	15,716,909	17,342,366	1,625,457	9%
14 RideShare/Van Pool Services	1,745,052	2,013,620	268,568	13%
15 Operations Support	30,381,782	32,734,386	2,352,604	7%
16 Administration	23,131,173	22,399,285	(731,888)	-3%
17 <b>TOTAL OPERATING EXPENSE</b>	<b>\$ 194,197,273</b>	<b>\$ 210,560,358</b>	<b>\$ 16,363,085</b>	<b>8%</b>
18 <b>NET OPERATING INCOME (LOSS)</b>	<b>\$ 100,290,139</b>	<b>\$ 86,462,928</b>	<b>\$ 13,827,211</b>	<b>16%</b>
<b>NON-OPERATING EXPENSE (REVENUE)</b>				
19 Planning & Development	\$ 3,487,081	\$ 3,806,747	\$ 319,666	8%
20 Major Investment Studies	679,373	708,312	28,939	4%
21 Offsetting Investment Studies	(316,159)	-	316,159	
22 Bond Principal	9,501,043	11,308,333	1,807,290	16%
23 Bond Interest	68,147,254	68,123,508	(23,746)	0%
24 Bond Funded Interest - 2015A Sub	7,475,548	7,475,550		
25 Bond Cost of Issuance/Fees	771,583	64,700	(706,883)	-1093%
26 Offsetting Bond Funds	-	-	-	
27 Lease Cost	1,494,767	3,284,243	1,789,476	54%
28 Sale of Assets	(372,289)	-	372,289	
29 <b>TOTAL NON-OPERATING EXPENSE</b>	<b>\$ 90,868,201</b>	<b>\$ 94,771,394</b>	<b>\$ 3,903,193</b>	<b>4%</b>
30 <b>CONTRIBUTION TO CAPITAL RESERVES</b>	<b>\$ 9,421,938</b>	<b>\$ (8,308,466)</b>	<b>\$ 17,730,404</b>	<b>213%</b>
<b>OTHER EXPENSES (NON-CASH)</b>				
31 Bond Debt Service - Series 2007A CAB	\$ 150,907			
32 Bond Premium/Discount Amortization	(12,754,945)			
33 Bond Refunding Cost Amortization	6,867,951			
34 Future Revenue Cost Amortization	675,760			
35 Depreciation	128,429,915			
36 <b>NET OTHER EXPENSES (NON-CASH)</b>	<b>\$ 123,369,588</b>			

CAPITAL PROJECTS  
(UNAUDITED)  
As of October 31, 2016

EXHIBIT 1-6

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	2016 ACTUAL	ANNUAL BUDGET	PERCENT
1 REVENUE VEHICLES	\$ 2,048,679	\$ 14,428,904	14.20%
2 INFORMATION TECHNOLOGY	3,774,941	11,976,725	31.52%
3 FACILITIES, MAINTENANCE & ADMIN. EQUIP.	1,952,274	4,901,003	39.83%
4 MAJOR STRATEGIC PROJECTS	13,702,141	41,279,405	33.19%
5 PROVO-OREM BRT	8,052,964	106,000,000	7.60%
6 STATE OF GOOD REPAIR	300,933	1,952,573	15.41%
7 RAIL PROJECTS	8,372,753	21,527,386	38.89%
8 TOTAL	<u>\$ 38,204,685</u>	<u>\$ 202,065,996</u>	18.91%
 SOURCE OF FUNDS TO PAY FOR CAPITAL PROJECTS			
9 CAPITAL GRANTS	\$ 3,699,428	\$ 56,178,370	6.59%
10 LOCAL MATCH INCLUDING FINANCING	34,505,257	145,887,626	23.65%
11	<u>\$ 38,204,685</u>	<u>\$ 202,065,996</u>	18.91%

As of October 31, 2016

BY SERVICE

	CURRENT MONTH		YEAR TO DATE	
	Sep-16	Sep-15	2016	2015
<b>UTA</b>				
Fully Allocated Costs	17,744,232	18,427,842	194,197,274	187,633,347
Passenger Farebox Revenue	4,493,797	4,555,404	42,501,556	43,264,578
Passengers	4,010,545	4,401,398	38,124,166	38,958,694
Farebox Recovery Ratio	25.3%	24.7%	21.9%	23.1%
Actual Investment per Rider	\$3.30	\$3.15	\$3.98	\$3.71
GOAL Investment per Rider				
<b>BUS SERVICE</b>				
Fully Allocated Costs	9,726,564	9,346,763	97,087,368	91,560,019
Passenger Farebox Revenue	1,587,652	1,673,110	16,235,707	16,523,849
Passengers	1,706,317	1,873,935	16,518,842	16,835,246
Farebox Recovery Ratio	16.3%	17.9%	16.7%	18.0%
Actual Investment per Rider	\$4.77	\$4.09	\$4.89	\$4.46
<b>LIGHT RAIL SERVICE</b>				
Fully Allocated Costs	2,744,832	3,812,153	43,595,593	43,693,110
Passenger Farebox Revenue	1,609,899	1,689,951	15,413,215	16,122,999
Passengers	1,721,053	1,886,440	15,980,098	16,355,469
Farebox Recovery Ratio	58.7%	44.3%	35.4%	36.9%
Actual Investment per Rider	\$0.66	\$1.12	\$1.76	\$1.69
<b>COMMUTER RAIL SERVICE</b>				
Fully Allocated Costs	2,846,016	3,106,571	30,802,236	30,574,622
Passenger Farebox Revenue	455,706	512,692	4,583,961	4,808,309
Passengers	404,429	443,254	3,758,477	3,849,685
Farebox Recovery Ratio	16.0%	16.5%	14.9%	15.7%
Actual Investment per Rider	\$5.91	\$5.85	\$6.98	\$6.69
<b>PARATRANSIT</b>				
Fully Allocated Costs	2,186,250	1,966,864	20,062,772	19,404,749
Passenger Farebox Revenue	531,259	332,574	2,973,695	2,258,227
Passengers	73,443	78,746	734,988	722,623
Farebox Recovery Ratio	24.3%	16.9%	14.8%	11.6%
Actual Investment per Rider	\$22.53	\$20.75	\$23.25	\$23.73
<b>RIDESHARE</b>				
Fully Allocated Costs	240,571	195,490	2,649,304	2,400,847
Passenger Farebox Revenue	309,281	347,078	3,294,977	3,551,195
Passengers	105,303	119,024	1,131,761	1,195,671
Farebox Recovery Ratio	128.6%	177.5%	124.4%	147.9%
Actual Investment per Rider	(\$0.65)	(\$1.27)	(\$0.57)	(\$0.96)

FAREBOX RECOVERY & IPR  
(UNAUDITED)  
As of October 31, 2016

EXHIBIT 1-8

BY TYPE

	CURRENT MONTH		YEAR TO DATE	
	Sep-16	Sep-15	2016	2015
<b>FULLY ALLOCATED COSTS</b>				
Bus Service	\$9,726,564	\$9,346,763	\$97,087,368	\$91,560,019
Light Rail Service	\$2,744,832	\$3,812,153	\$43,595,593	\$43,693,110
Commuter Rail Service	\$2,846,016	\$3,106,571	\$30,802,236	\$30,574,622
Paratransit	\$2,186,250	\$1,966,864	\$20,062,772	\$19,404,749
Rideshare	\$240,571	\$195,490	\$2,649,304	\$2,400,847
<b>UTA</b>	<b>\$17,744,233</b>	<b>\$18,427,841</b>	<b>\$194,197,273</b>	<b>\$187,633,347</b>
<b>PASSENGER FAREBOX REVENUE</b>				
Bus Service	\$1,587,652	\$1,673,110	\$16,235,707	\$16,523,849
Light Rail Service	\$1,609,899	\$1,689,951	\$15,413,215	\$16,122,999
Commuter Rail Service	\$455,706	\$512,692	\$4,583,961	\$4,808,309
Paratransit	\$531,259	\$332,574	\$2,973,695	\$2,258,227
Rideshare	\$309,281	\$347,078	\$3,294,977	\$3,551,195
<b>UTA</b>	<b>\$4,493,797</b>	<b>\$4,555,405</b>	<b>\$42,501,555</b>	<b>\$43,264,579</b>
<b>PASSENGERS</b>				
Bus Service	1,706,317	1,873,935	16,518,842	16,835,246
Light Rail Service	1,721,053	1,886,440	15,980,098	16,355,469
Commuter Rail Service	404,429	443,254	3,758,477	3,849,685
Paratransit	73,443	78,746	734,988	722,623
Rideshare	105,303	119,024	1,131,761	1,195,671
<b>UTA</b>	<b>4,010,545</b>	<b>4,401,399</b>	<b>38,124,166</b>	<b>38,958,694</b>
<b>FAREBOX RECOVERY RATIO</b>				
Bus Service	16.3%	17.9%	16.7%	18.0%
Light Rail Service	58.7%	44.3%	35.4%	36.9%
Commuter Rail Service	16.0%	16.5%	14.9%	15.7%
Paratransit	24.3%	16.9%	14.8%	11.6%
Rideshare	128.6%	177.5%	124.4%	147.9%
<b>UTA</b>	<b>25.3%</b>	<b>24.7%</b>	<b>21.9%</b>	<b>23.1%</b>
<b>ACTUAL INVESTMENT PER RIDER</b>				
Bus Service	\$4.77	\$4.09	\$4.89	\$4.46
Light Rail Service	\$0.66	\$1.12	\$1.76	\$1.69
Commuter Rail Service	\$5.91	\$5.85	\$6.98	\$6.69
Paratransit	\$22.53	\$20.75	\$23.25	\$23.73
Rideshare	(\$0.65)	(\$1.27)	(\$0.57)	(\$0.96)
<b>UTA</b>	<b>\$3.30</b>	<b>\$3.15</b>	<b>\$3.98</b>	<b>\$3.71</b>

SUMMARY OF ACCOUNTS RECEIVABLE

(UNAUDITED)

As of October 31, 2016

EXHIBIT 1-9

<u>Classification</u>	<u>Total</u>	<u>Current</u>	<u>31-60 Days</u>	<u>61-90 Days</u>	<u>Over 90 Days</u>
Federal Government <sup>1</sup>	\$ 25,901,515	\$ 25,901,515			
Local Contributions <sup>2</sup>	42,079,000	42,079,000			
Contracts	4,821,805	1,716,604	2,851,577	30,870	222,754
Interlocal Agreements	461,057		80,603	145,000	235,454
Sales Tax	33,232	31,201	2,031		
Other <sup>3</sup>	4,226,279	4,226,279			
<b>Total</b>	<b>\$ 77,522,888</b>	<b>\$ 73,954,599</b>	<b>\$ 2,934,211</b>	<b>\$ 175,870</b>	<b>\$ 458,208</b>

Percentage Due by Aging

Federal Government <sup>1</sup>	100.0%	0.0%	0.0%	0.0%
Local Contributions <sup>2</sup>	100.0%	0.0%	0.0%	0.0%
Contracts	35.6%	59.1%	0.6%	4.6%
Interlocal Agreements	0.0%	17.5%	31.4%	51.1%
Other	100.0%	0.0%	0.0%	0.0%
<b>Total</b>	<b>95.4%</b>	<b>3.8%</b>	<b>0.2%</b>	<b>0.6%</b>

<sup>1</sup> Federal preventive maintenance funds, federal RideShare funds, and federal interest subsidies for Build America Bonds

<sup>2</sup> Estimated sales tax to be distributed upon collection by the Utah State Tax Commission

<sup>3</sup> OCIP escrow, fuel tax credit, warranty parts out for repair

**UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES**  
**Agenda Item Coversheet**

<b>DATE:</b>	<b>December 14, 2016</b>
<b>TITLE:</b>	<b>Annual Utah Open Meetings Act &amp; Ethics Training</b>
<b>UTA EXECUTIVE/RESPONSIBLE STAFF MEMBER:</b>	<b>Jayne Blakesley</b>
<b>SUBJECT:</b>	Annual Compliance Training
<b>BACKGROUND:</b>	<p>UTA is subject to the Utah Open Meetings Act, Utah Code ANN. §§52-4-101 et seq, which requires annual training for the Board of Trustees.</p> <p>Jayne Blakesley, General Counsel, will conduct the training.</p>
<b>ALTERNATIVES:</b>	
<b>PREFERRED ALTERNATIVE:</b>	<ul style="list-style-type: none"> <li>• Approve as presented</li> <li>• Revise/amend and approve</li> <li>• Return to Committee</li> </ul>
<b>STRATEGIC GOAL ALIGNMENT:</b>	
<b>FINANCIAL IMPACT:</b>	
<b>LEGAL REVIEW:</b>	The proposed item has been reviewed by UTA Legal staff.
<b>EXHIBITS:</b>	a. none