

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UTAH TRANSIT AUTHORITY
AUTHORIZING EXECUTION OF AMENDMENT TWO TO THE INTERLOCAL
COOPERATION AGREEMENT WITH THE REDEVELOPMENT AGENCY OF SALT LAKE
CITY FOR THE COOPERATIVE CONSTRUCTION OF A
TRAX STATION AT 650 SOUTH MAIN STREET**

R2022-03-07

March 23, 2022

WHEREAS, the Utah Transit Authority (the "Authority") is a large 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 (collectively the "Act"); and

WHEREAS, the Redevelopment Agency of Salt Lake City ("RDA"), and the Authority are "public agencies" as defined by the Utah Interlocal Cooperation Act, UTAH CODE § 11-13- 101 *et seq.* (the "Cooperation Act"), and, as such, are authorized by the Cooperation Act to each enter into an interlocal cooperation agreement to act jointly and cooperatively on the basis of mutual advantage; and

WHEREAS, the RDA has been working with developers to obtain funding for the design and construction of a new TRAX station at 650 South Main Street; and

WHEREAS, the Board of Trustees ("Board") of the Authority is charged with creating and pursuing funding opportunities for transit capital and service initiatives in consultation with other public entities; and

WHEREAS the RDA and the Authority entered into a Interlocal Cooperation Agreement ("Agreement") approved in Resolution R2020-12-12 providing authorization and funding to the Authority for the construction of a new TRAX station at 650 South Main Street; and

WHEREAS the RDA and the Board of the Authority approved Amendment One to the Agreement on July 14, 2021, in Resolution R2021-07-01; and

WHEREAS the RDA and the Authority wish to further modify the Agreement by modifying the completion dates for the project, as supply chain issues have necessitated the need for additional time to complete the project.

NOW, THEREFORE, BE IT RESOLVED by the Board:

1. That the Board hereby approves Amendment Two to the Interlocal Cooperation Agreement with the Redevelopment Agency of Salt Lake City in substantially the same form as attached as Exhibit A.

2. That the Executive Director is authorized to execute Amendment Two to the ILA with the Redevelopment Agency of Salt Lake City in substantially the same form as attached at Exhibit A.
3. That the corporate seal shall be affixed hereto.

APPROVED AND ADOPTED this 23rd day of March 2022.

Carlton Christensen, Chair
Board of Trustees

ATTEST:

Secretary of the Authority

(Corporate Seal)

Approved as to Form:

DocuSigned by:
Tim Merrill

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Legal Counsel

EXHIBIT A

(Amendment Two to Interlocal Cooperation Agreement
with the Redevelopment Agency of Salt Lake City)

SECOND AMENDMENT TO CONSTRUCTION AGREEMENT FOR THE TRAX 650 SOUTH MAIN PASSENGER STATION

THIS SECOND AMENDMENT TO CONSTRUCTION AGREEMENT FOR THE TRAX 650 SOUTH MAIN PASSENGER STATION (“**Second Amendment**”) is made as of the ____ of March 2022 (“**Effective Date**”) by and between the Redevelopment Agency of Salt Lake City, a public entity (“**Agency**”) and the Utah Transit Authority, a large public transit district and political subdivision of the State of Utah (“**UTA**” and collectively with Agency, the “**Parties**”).

RECITALS

WHEREAS, on December 28, 2020, the Parties entered into a Construction Agreement for construction of the TRAX 650 South Main Passenger Station, as amended July 29, 2021 (the Construction Agreement together with the amendment are collectively referred to herein as “**Agreement**”); and

WHEREAS, unforeseen supply chain issues have necessitated the need for an adjustment to the construction schedule; and

NOW THEREFORE, in consideration of the above-stated premises and for other good and valuable consideration, the Parties agree to amend the Agreement as follows:

1. Exhibit B: Project Schedule. Exhibit B is hereby deleted in its entirety and replaced with the attached Exhibit B: Second Amendment to the Estimated Construction Schedule.
2. Miscellaneous. Except as expressly amended pursuant to the terms of this Second Amendment, the Agreement shall remain in full force and effect in accordance with its original terms. If any of the provisions of this Second Amendment conflict with the provisions of the Agreement, the provisions of this Second Amendment shall govern and control. To facilitate execution, this Second Amendment may be executed in as many counterparts as may be required and may be signed electrically. All counterparts shall collectively constitute a single agreement.
3. Representation Regarding Ethical Standards. UTA represents that it has not (1) provided an illegal gift or payoff to Salt Lake City Corporation (“**City**”) officer or employee or former City officer or employee, or his or her relative or business entity; (2) retained any person to solicit or secure this contract upon an agreement or understanding for a commission, percentage, brokerage or contingent fee, other than bona fide employees or bona fide commercial selling agencies for the purpose of securing business; (3) knowingly breached any of the ethical standards set forth in Salt Lake City’s conflict of interest ordinance, Chapter 2.44, Salt Lake City Code; or (4) knowingly influenced, and hereby promises that it will not knowingly influence, a City officer or employee or former City officer or employee to breach any of the ethical standards set forth in Salt Lake City’s conflict of interest ordinance, Chapter 2.44 Salt Lake City Code

IN WITNESS WHEREOF, the parties have caused this Second Amendment to be executed by their duly authorized officers, effective as of the date first set forth above.

AGENCY:

Danny Walz, Director

Approved as to form
Salt Lake City Attorney's Office

Attest and countersigned
Salt Lake City Recorder's Office

Utah Transit Authority:

Jay Fox, Executive Director

Mary DeLoretto
Chief Services Development Officer

DocuSigned by:

Mike Bell

2/25/2022

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Approved as to form
Utah Legal Counsel

1 ATCH: Amendment 2 Revised Exhibit B

Exhibit B
Second Amendment to the Estimated Construction Schedule

<u>Task/Milestone</u>	<u>Start Date</u>	<u>Completion Date</u>
<i>Bid Process</i>		
Bid Advertisement	4/22/2021	5/11/2021
Open/Review Bids	5/11/2021	5/18/2021
Contractor Selection, Notice to Agency	5/18/2021	5/21/2021
UTA Board Approval of Contractor Selection	7/14/2021	7/14/2021
Developer Contributions		7/20/2021
Notice to Proceed		7/28/2021
<i>Construction*</i>		
Mobilization	7/28/2021	7/29/2021
Construct Platform	7/29/2021	6/30/2022
Install Artwork	3/31/2021	6/30/2022
Startup Testing	4/30/2022	6/30/2022
Punchlist	4/30/2022	6/30/2022
<i>Operation</i>		
Opening Day		No later than 6/30/2022

*Construction milestones assume the NTP is issued on the last day (7/28/2021).