

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UTAH TRANSIT
AUTHORITY ADOPTING REVISED BYLAWS AND BOARD POLICIES**

R2025-05-03

May 28, 2025

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

WHEREAS, UTAH CODE §17B-2a-808.1 empowers the board of trustees of a large public transit district, such as the Authority, to develop and approve board policies, ordinances, and bylaws; and

WHEREAS, the Board of Trustees (the “Board”) adopts Board Policies and Bylaws to provide leadership and governance to the Authority and fulfill its statutory governance responsibilities of the Authority; and

WHEREAS, during the 2025 General Session of the Utah Legislature, changes were made to the Utah Public Transit District Act in Senate Bill 174, and these changes became effective on May 7, 2025; and

WHEREAS, the Board of the Authority wishes to revise its Board Policies and Bylaws to comport with these statutory changes; and

WHEREAS, the Board wishes to adopt the Revised Board Policies and Bylaws.

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

1. That the revised Bylaws, attached as Exhibit A, are hereby adopted.
2. That the revised Board Policies, attached as Exhibit B, are hereby adopted.
3. That the Board of Trustees formally ratifies actions taken by the Authority, including those taken by the Executive Director, Board staff, staff, and counsel that are necessary or appropriate to give effect to this Resolution.
4. That the corporate seal be attached hereto.

R2025-05-03

Approved and adopted this 28th day of May 2025.

DocuSigned by:



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Carlton Christensen, Chair
Board of Trustees

ATTEST:

DocuSigned by:



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Secretary of the Authority

(Corporate Seal)

Approved As To Form:

Signed by:

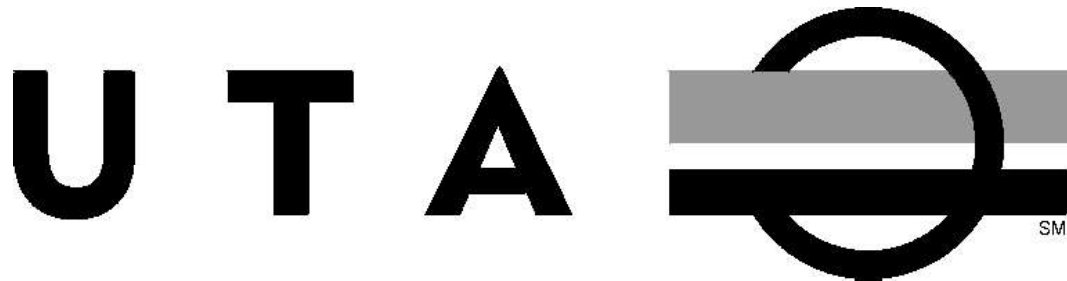


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Legal Counsel



Exhibit A
(Revised Bylaws)



BYLAWS OF THE

UTAH TRANSIT AUTHORITY

~~FINAL – Adopted by R2023-12-09~~

DRAFT R2025-05-03

BYLAWS OF THE UTAH TRANSIT AUTHORITY

ARTICLE I — ORGANIZATION

Section 1. Creation.

The Utah Transit Authority (the “Authority”) was created pursuant to the Utah Limited Purpose Local Government Entities - Special Districts Act, Title 17B, Chapter One – and the Utah Public Transit District Act, Chapter 2(a), Part 8 of the Utah Code Annotated 1953, as amended (the “Act”), and is a public transit district organized under the laws of the State of Utah. The Authority is comprised of its Board of Trustees, which may hereinafter be referred to as the Board and its appointees shall be referred to as Trustees; the Local Advisory Council, which shall hereinafter be referred to as the Local Advisory Council and its appointees shall be referred to as Members; Officers; management; and employees. ~~#~~The Authority is a political subdivision of the State of Utah with those powers specifically granted in the Act and with implied powers necessary to carry out the objectives and purposes of a public transit district.

Section 2. Duties.

A. Trustees, Members, and Officers of the ~~Board~~Authority shall act in the best interest of the Authority and in accordance with the Constitutions and laws of the United States of America and the State of Utah, the Act, as well as adopted policies.

B. Trustees, Members, and Officers of the ~~Board~~Authority have a duty to exercise due care, to act with reasonable skill and diligence, and to perform the duties of their office honestly, faithfully, and to the best of their abilities.

C. Trustees, Members, and Officers of the ~~Authority Board~~ have a fiduciary duty to the entire transit district. They have a duty of loyalty and shall articulate and consider the interests of constituencies in the district and take actions based on the best interest of the entire transit district.

D. Trustees, Members and their alternates, and Officers of the ~~Authority Board~~ have a duty to complete an annual Financial Disclosure Report, sign an annual Code of Conduct form, provide prompt disclosure of conflict of interests, and recuse themselves from discussing or voting on issues for which they have a conflict of interest.

E. Trustees, Members, and Officers of the ~~Authority Board~~ have a duty to comply with the State of Utah Government Records Access and Management Act and to maintain records consistent with applicable retention schedules adopted by the Authority (Utah Code Sec. 63G-2-1 through 63G-2-9).

F. Trustees, Members, and Officers of the ~~Authority Board~~ have a duty to comply with the Utah Open and Public Meetings Act (Utah Code Sec. 52-4-101 through 52-4-305).

G. Trustees, Members, and Officers of the ~~Authority Board~~ have a duty to comply with the State of Utah Public Officers' and Employees' Ethics Act (Utah Code Sec. 67-16-1 through 67-16-15).

H. Trustees, Members, and Officers of the ~~Authority Board~~ have a duty to comply with the Utah Public District Transit Act (Utah Code Sec. 17B-21-801 through 17B-2a-827).

I. Trustees, Members, and Officers of the ~~Authority Board~~ have a duty to maintain the confidentiality of non-public information obtained in their official capacities. They shall not disclose or improperly use non-public information for actual or anticipated personal, economic, or political gain, or for the actual or anticipated personal, economic, or political gain of any other person. They

shall not rely on non-public information obtained in an official capacity to acquire a pecuniary interest in any property, transaction, or enterprise.

J. Each Trustee and Member shall report the business of the Authority to their appointing jurisdictions.

Section 3. Oath of Office.

The oath of office shall be given to all Trustees, Members, Officers of the AuthorityBoard, and Officers appointed by the Executive Director before commencing the duties of the office. Oath of office records must be filed by the Board Secretary in the official governing records of the Authority.

Section 4. Indemnification.

Trustees, Members, and Officers of the AuthorityBoard shall be defended by the Authority against any action, suit, or proceeding arising from an act or omission alleged to have been committed within the scope of official capacity with the Authority to the full extent allowed by applicable law.

Section 5. Attendance.

Each Trustee and Member is expected to serve faithfully, attend all meetings, and perform other assignments in compliance with Board of Trustees and Local Advisory Council policies.

ARTICLE II — THE BOARD OF TRUSTEES

Section 1. Qualifications, Appointment, Number and Terms of Office.

The required number of Trustees, the terms of office, qualifications, and the process of appointment to the Board of Trustees, shall all be as set forth in the Act, as amended.

Section 2. Powers.

The Board of Trustees shall have the powers provided in the Act, these Bylaws, Board Policies, and other applicable law.

Section 3. Compensation.

The Local Advisory Council shall set the compensation of the Board of Trustees in accordance with Utah Code Sec. 17B-2a-808.2.

Section 4. Officers.

The Officers of the ~~Board of Trustees~~Authority shall consist of all Trustees of the Board, Executive Director, Secretary, Treasurer, Comptroller, and Internal Auditor.

Section 5. Appointment of Officers.

The Chair of the Board of Trustees shall be appointed by the Governor of the State of Utah. The Board of Trustees shall appoint the following Officers of the ~~Board~~Authority by resolution with an affirmative vote of a majority of the Board of Trustees: Executive Director, Secretary, ~~Treasurer~~, ~~Comptroller~~, and Internal Auditor. The Executive Director shall appoint the Treasurer and Comptroller in writing and the Board of Trustees will take notice of such appointments in a resolution of the Board.

Officers of the Authority~~Board~~, with the approval of the Board Chair, may temporarily delegate their responsibilities to another Trustee or administrative staff during a short-term absence of the Officer. The Chair of the Board or a Trustee may only delegate their responsibilities to another Trustee.

Section 6. Responsibilities of Officers.

A. Board Chair.

The Chair shall: preside at all Board of Trustee meetings and all joint meetings of the Board and the Local Advisory Council; set the agenda for Board of Trustee meetings in consultation with the other Trustees; coordinate the agenda for Local Advisory Council meetings with the Local Advisory Council Chair; and establish the duration and timing of public comment. The Chair shall also ensure the proper administration of the Utah Transit Authority Employee Retirement Plan and Trust Agreement.

B. Board Secretary.

The Secretary shall maintain the official governing records of the Authority; attest to all resolutions, ordinances, policies, or orders passed by the Board of Trustees, Local Advisory Council or Committees; and shall ensure that all necessary documents are filed with appropriate entities.

C. Treasurer.

The Treasurer may be chosen from among the members of the Board of Trustees except that the Board Chair may not be appointed as Treasurer. The Treasurer shall serve as custodian of all money, bonds, or other securities of the Authority and, in consultation with the ~~Advisory Council and~~ Board, shall ensure that the Authority complies with the requirements of the State of Utah Money Management Act.

D. Comptroller.

The Comptroller shall meet the minimum requirements of the Act and shall oversee the Authority's accounting and financial reporting.

E. Internal Auditor.

The Internal Auditor shall: meet the minimum requirements of the Act and shall objectively review the Authority's key processes and related internal controls; evaluate and improve the

Authority's risk management, control, and governance processes; and report audit results and recommendations as required by the Act. The Internal Auditor shall also serve as the Authority's Ethics Officer and investigate complaints of ethical violations. The Internal Auditor must operate within the scope of responsibility outlined in an Audit Committee Charter as prescribed in Article V of these Bylaws.

Section 7. Appointment of Staff.

The Board of Trustees shall hire qualified individuals, set salaries of all Officers of the Authority and employees, and develop performance targets and evaluations for the Executive Director and any other officers or staff appointed by the Board, ~~Internal Auditor, and any chief level officer.~~

Section 8. Removal of Officers.

Trustees shall serve at the pleasure of the Governor of the State of Utah. The Executive Director may be removed pursuant to the terms of the Act. The Secretary and Internal Auditor ~~All other Board Officers of the Authority serve at the pleasure of the Board of Trustees and~~ may be removed by a majority vote of the Board of Trustees. The Treasurer and Comptroller may be removed by written notice of the Executive Director.

Section 9. Voting Rights and Quorum.

Each Trustee may cast one vote on all questions, orders, resolutions, and ordinances coming before the Board. A majority of all Trustees constitutes a quorum for the transaction of Board business. Except as otherwise provided in these Bylaws or applicable State law, a majority vote or more of a quorum is sufficient to carry any order, resolution, ordinance, or proposition before the Board of Trustees.

ARTICLE III — THE LOCAL ADVISORY COUNCIL

Section 1. Qualifications and Appointment.

The required number of Members, the terms of office, qualifications, and the process of appointment to the Local Advisory Council shall all be as set forth in the Act, as amended.

Section 2. Powers.

The Local Advisory Council shall have the powers provided in the Act, these Bylaws, policies, and other applicable law.

Section 3. Compensation and Reimbursement.

Local Advisory Council Members shall be compensated at the same rate published in Utah Administrative Code R25-5 Payment of Meeting Compensation (Per Diem) to Boards. Members shall be reimbursed at the Internal Revenue Service rate for mileage associated with travel to official UTA meetings and functions. Members shall be reimbursed at the State of Utah reimbursement rate for meals purchased when representing the Authority in their official capacity as Local Advisory Council Members.

Section 4. Officers.

The Officers of the Local Advisory Council shall consist of a Chair, Vice-Chair, and Second Vice-Chair. Officers, with the approval of the Local Advisory Council Chair, may temporarily delegate their responsibilities to another Member during a short-term absence of the Officer.

Section 5. Election/Appointment.

Members of the Local Advisory Council shall nominate and elect a Chair, Vice-Chair, and Second Vice-Chair by majority vote of council membership.

Section 6. Term of Office.

Officers of the Local Advisory Council shall serve for a period of one year. The Local Advisory Council Chair may serve a maximum of two one-year terms.

Section 7. Duties.

A. Local Advisory Council Chair.

The Local Advisory Council Chair shall preside at all Local Advisory Council meetings. The Local Advisory Council Chair shall ensure that the Local Advisory Council carries out its duties under the Act and shall coordinate the agenda with the Board Chair. The Local Advisory Council Chair shall serve as the liaison with the Board.

B. Local Advisory Council Vice-Chair.

In the absence of the Local Advisory Council Chair, the Local Advisory Council Vice-Chair shall carry out the duties of the Local Advisory Council Chair.

C. Local Advisory Council Second Vice-Chair.

The Local Advisory Council Second Vice-Chair or the ~~Board Authority~~ Secretary shall attest to all resolutions, ordinances, or orders passed by the Local Advisory Council.

Section 8. Removal from Office.

Local Advisory Council Officers may be removed by a majority vote of the Local Advisory Council. Local Advisory Council Members may be removed by a majority vote of the Local Advisory Council for ethical violations or criminal conduct.

Section 9. Voting Rights and Quorum.

Each Member may cast one vote on all questions, orders, and resolutions ~~, and ordinances~~ coming before the Local Advisory Council. A majority of all Members constitutes a quorum for the

transaction of Local Advisory Council business. Except as otherwise provided in these Bylaws or applicable State law, an affirmative vote by fifty percent (50%) or more of a quorum is sufficient to carry any order, resolution, ordinance, or proposition before the Local Advisory Council. A quorum is not required for the adoption of a motion to adjourn.

Section 10. Alternate Council Member Representation.

Each appointing authority shall have the right to select alternative representatives (“Alternate”) to the Local Advisory Council so that each appointing authority may be adequately represented. Each appointing authority desirous of selecting an Alternate shall do so in accordance with the procedures for selecting Local Advisory Council Members. If the appointing authority’s Member is not present at a meeting of the Local Advisory Council or a committee meeting, then a properly designated Alternate may participate in the meeting, make motions, count toward a quorum, and vote in matters before the Local Advisory Council. Alternates should take steps necessary to be fully informed on actions to be taken at meetings in which they represent their appointing authority.

ARTICLE IV — EXECUTIVE DIRECTOR

Section 1. Powers.

The Executive Director shall have all of the powers, duties, and responsibilities granted and imposed by the Act and those assigned by the Board of Trustees. In the event the position of Executive Director is vacant, an Interim Executive Director may be given an interim appointment by the Board of Trustees until the position is filled.

Section 2. Compensation.

The compensation of the Executive Director shall be established by the Board of Trustees.

Section 3. Removal of Executive Director.

The removal of an Executive Director shall be governed by the Act.

ARTICLE V — COMMITTEES

Section 1. Committees.

The Board of Trustees may establish standing or ad hoc committees (“Committees”) deemed appropriate and shall designate their functions. Committees shall be established, amended, or disbanded by adoption of a Board Resolution at a duly noticed Board of Trustees meeting. Committees shall meet as needed or as determined by the Board Chair and once established, by the Committee chair. Members of Committees shall be appointed by the Board Chair and serve at the pleasure of the Board Chair.

Section 2. Audit Committee.

The Authority establishes an Audit Committee to direct the Internal Auditor to conduct audits determined to be most critical to the organization and to hear reports from the Internal Auditor and external auditors. The Audit Committee shall consist of the Board of Trustees, the Chair of the Local Advisory Council, and the Vice-Chair of the Local Advisory Council. The Chair of the Board of Trustees shall serve as the Chair of the Audit Committee. The Audit Committee shall function under the terms of an adopted charter, which it shall review annually.

ARTICLE VI — MEETINGS OF THE BOARD AND ADVISORY COUNCIL

Section 1. Open and Public Meetings.

All meetings of the Board of Trustees, Board Committees, and the Local Advisory Council shall be open to the public and comply with the State of Utah Open and Public Meetings Act.

Section 2. Meeting Schedule.

At the beginning of each fiscal year, the Board of Trustees and Local Advisory Council shall establish a regular meeting schedule by resolution.

Section 3. Special Meetings.

The Chair of the Board of Trustees shall call Special Meetings of the Board of Trustees and joint Special Meetings of the Board of Trustees and Local Advisory Council, as necessary. The Chair of the Local Advisory Council shall call Special Meetings of the Local Advisory Council, as necessary.

Section 4. Notice of Meetings.

Notice of all regular meetings, special meetings and emergency meetings of the Board of Trustees and Local Advisory Council shall be by electronic means to Trustees and Members at electronic mail addresses as shown in the records of the Authority. Notice of emergency meetings shall be given to Trustees and Members at least twenty-four (24) hours before the meeting, if possible. In the event twenty-four (24) hour notice is not possible, each Trustee and Member shall receive the best notice which practicably can be given. Notice for emergency meetings may be oral, written, or electronic. Notices of meetings shall contain the date, time, place, and an agenda for the meeting. Notice of meetings shall be posted on the Utah Public Notice Website.

Section 5. Minutes of Meetings.

Minutes of meetings shall be prepared and available to the public as required by the State of Utah Open and Public Meetings Act.

Section 6. Electronic Attendance at Meetings.

A Trustee or Member may attend a meeting via electronic means if:

A. The Trustee or Member provides twenty-four (24) hour advance notice to the applicable Chair. A Trustee or Member attending a meeting electronically shall be counted as present for purposes of a quorum and may fully participate and vote. Only one Trustee or Member is required to be physically present at an anchor location for meetings that other Trustees or Members attend electronically; or

B. The Chair of the Board determines an electronic meeting is necessary due to substantial risk to health and safety as authorized in the State of Utah Open and Public Meetings Act.

Section 7. Order of Business.

The business of all meetings of the Board of Trustees and Local Advisory Council shall be transacted as far as practicable in the order of business set forth in the agenda. At any meeting where a new Trustee and Member is to take the oath of office and be seated, such ceremony shall be conducted prior to the determination of a quorum.

ARTICLE VII — CONDUCTING BUSINESS

Section 1. Resolutions, Orders, Ordinances, and Motions — Vote Recorded.

Every formal action by the Board of Trustees and Local Advisory Council shall be taken by the passage of a resolution, order, ordinance, or motion by the Board of Trustees or Local Advisory Council. Resolutions and Ordinances of the Board of Trustees shall be by roll call vote with each affirmative and negative vote recorded; all other actions of the Board will be taken by acclamation with each affirmative and negative vote recorded. Resolutions and motions of the Local Advisory Council may be taken by acclamation with each affirmative and negative vote recorded. Proposed resolutions and ordinances shall be forwarded to each Trustee and Member by electronic means at least twenty-four (24) hours before the resolution or ordinance is presented for adoption. All resolutions and ordinances passed by the Board of Trustees and Local Advisory Council shall be authenticated as soon as practicable after their passage by the signature of the applicable Chair and attested to by the Board Secretary or Local Advisory Council Second Vice-Chair and kept in the official records of the Authority. A record of meetings of the Board of Trustees and Local Advisory Council shall be made and retained as provided by law.

Section 2. Adoption and Amendment of Bylaws.

These Bylaws may be adopted and amended by resolution and an affirmative vote by a majority of the Board of Trustees. ~~after consultation with the Advisory Council.~~

Section 3. Fiscal Year.

The fiscal year of the Authority shall commence on January 1 and end on December 31 of each calendar year.

Section 4. Principal Place of Business.

The principal place of business for the Authority, and the location of all offices and departments, shall be determined from time to time by the Board of Trustees. The ~~Board~~Authority Secretary shall publish the location of the principal place of business in the Government Entity Database maintained by the Division of Corporations of the State of Utah.

Section 5. Budget.

The Executive Director of the Authority shall prepare an annual budget for the consideration of the Board of Trustees each year in compliance with applicable law. After analyzing the proposed budget and making any corrections or revisions that it may find necessary and after consulting with the Local Advisory Council, the Board of Trustees shall adopt a final annual budget prior to the end of each fiscal year.

Section 6. Audit Reports.**A. Annual Audit.**

The Board of Trustees shall cause an annual audit of the Authority's financial statements to be conducted in accordance with generally accepted auditing standards following the end of each fiscal year and in compliance with the Act. The audit shall be performed by an independent certified public accounting firm selected by the Board of Trustees. The auditor shall provide a signed auditor's opinion as to the fair presentation of the financial position of the Authority and the results of Authority operations and changes in its financial position for the fiscal year ended. The audit shall be made available in compliance with the Act.

B. Other Audits.

In consultation with the Local Advisory Council, the Board of Trustees may cause audits other than the annual audit to be made, which shall be made available in compliance with the Act.

With Local Advisory Council approval, the Executive Director may request that the Board of Trustees direct the Internal Auditor to conduct an audit of an internal issue.

These revised Bylaws were approved this 28th~~20th~~ day of May 2025~~December 2023~~.

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to Form:

Legal Counsel for the Authority

Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
11-14-2018	R2018-11-01 (11-28-2018)	Adopted new Bylaws to reflect legislative changes to the Public Transit District Act and UTA governance (SB136 - 2018 Legislature); replaces Bylaws previously approved in R2017-02-01.
06-12-2019	R2019-06-01 (06-19-2019)	Adopted revised Bylaws that: a) updated Local Advisory Council (LAC) naming b) provided for short-term delegation of authority by Board or LAC Officers c) clarified duties of the Board Chair, Audit Committee, and Internal Auditor d) provided criteria for LAC member reimbursement of expenses d)

		removed Pension Committee from Bylaws to be governed by Board Resolution.
11-29-2023	R2023-12-09 (12-20-2023)	Adopted revised Bylaws that: a) clarified duties of Board, LAC and Officers of the Board b) added Oath of Office requirement for chief level officers c) removed Committee on Accessible Transportation from Bylaws to be governed by Charter approved by the Board d) updated OPMA electronic meeting requirements e) removed roll call vote requirement for LAC.
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Updated based on SB174 of the 2025 Utah Legislative Session including a) revised appointment or removal of Authority Officers, including the Executive Director's appointment of the Treasurer and Comptroller, b) removed Local Advisory Council consultation requirements for Bylaw changes and investment of funds, c) added procedure for the Executive Director to request an internal audit; and e) clarifying language.</u>

Exhibit B
(Revised Board Policies)



Process For Establishing Board Policies

Board of Trustees Policy No. 1.1

Application: Board of Trustees and Local Advisory Council

I. Purpose: The purpose of this policy is to establish the process for the adoption of Board policies and for the approval of UTA policies that fall under the responsibility of the Executive Director.

II. Policy:

A. The Board will adopt Board policies pursuant to the following process.

1. At the Board's request, the ~~Executive Director or designee~~Board's designated staff will draft a proposed policy.
2. The ~~Executive Director or designee~~proposed policy will ~~be presented~~the proposed policy to the Board for discussion and direction.
- ~~3. The Executive Director or Board of Trustees will consult with the Local Advisory Council regarding the proposed policy.~~
- ~~4.~~3. The ~~Executive Director or designee~~proposed policy will ~~be presented~~the proposed policy to the Board in a public meeting for final review and adoption by resolution.

B. The Board will review administrative UTA policies pursuant to the following process.

1. The Executive Director will submit the proposed UTA policy to the Board for review in a public meeting prior to execution of the policy by the Executive Director.
- ~~2. The Board will approve the proposed UTA policy in a meeting of the Board of Trustees or direct the Executive Director to make further revisions to the proposed policy.~~

C. Exceptions to UTA Policies.

1. ~~Effective upon the approval of this policy, e~~Exceptions to UTA Policies will be approved by the Board of Trustees at a Board of Trustees meeting.
2. The Board of Trustees may delegate authority to approve exceptions to UTA policies.

3. Any UTA policy exception relating to the Executive Director or a chief officer will be approved by the Board.

D. Policy Review.

1. All policies and procedures including Board policies, UTA Policies, and Standard Operating Procedures will be reviewed for revision or confirmation as required by statute or a revision schedule adopted by the Board by resolution at least every three years.
2. The Executive Director will provide an annual report to the Board on or before April 1, 2027 and annually thereafter on or before April 1 that will include 1) the status of UTA policy revisions for the immediate past year, 2) an executive summary on significant policy changes made and employee notifications or trainings completed for the immediate past year, and 3) a plan, including specific policies and timelines, for implementing UTA Policy reviews and revisions for the current year.
3. The Authority will conduct an external legal review of UTA Policies every three (3) years to assess their sufficiency and compliance with federal and state requirements.

- IV. Cross References: Utah Code §17B-1-301; Utah Code §17B-2a-808.1(2)(b) and (t); ~~UTA Policy 1.1.29 Exceptions to UTA Policies.~~

Approved this ~~11~~28th day of ~~May~~October 2025~~3~~

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

Legal Counsel for the Authority

Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
06-12-2019	R2019-06-01 (06-19-2019)	Revised and renumbered from Board Policy No. 4.1.3 – Process for Establishing Board Policies to Board Policy 1.1 – Process for Establishing Board Policies.
09-07-2022	R2022-12-07 (12-21-2022)	Clarified process for UTA Policy review at a Board of Trustees meeting.
09-27-2023	R2023-10-03 (10-11-2023)	Added policy review requirements.
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Removed Local Advisory Council consultation on board policies and replaced board approval of administrative UTA policies with a review requirement due to SB174 (2025) revisions. Updated policy revision schedule. Added requirement for annual UTA policy report to the Board. Added requirement for periodic UTA policy external legal review. Added clarifying language.</u>



Executive Relationships and Meeting Protocols

Board of Trustees Policy No. 1.3

Application: Board of Trustees and Local Advisory Council

I. Purpose: The Board of Trustees, Local Advisory Council and Executive Director commit to comply with Utah's Open and Public Meetings Act (OPMA) and perform their duties as defined in Utah's Public Transit District Act, including Utah's Special Districts Act, and according to the requirements of this policy.

II. Definitions:

A. *"Executive Team"* means the administrative staff appointed by and reporting directly to the Executive Director as chief level officers.

B. *"Officer of the Authority"* means an officer of the public transit district as prescribed in the Utah Public Transit District Act ~~and appointed by the Board of Trustees and~~ appointed as required by Authority Bylaws.

C. "Set" means to establish or determine a value, amount, or condition; "set" is used in this policy to clarify the action to "fix" as used in the Utah Public Transit Districts Act (e.g. to fix compensation).

III. Policy:

A. Open and Public Meetings – Meetings of the Board of Trustees, its committees, and the Local Advisory Council will be open to the public and comply with the State of Utah's Open and Public Meetings Act (OPMA) and as outlined in the Authority's Bylaws.

B. Administrative Meetings – In alignment with OPMA, an open and public meeting with members of the Board of Trustees, who hold both legislative and executive responsibilities, will not include:

1. Administrative meetings where neither a tentative or final vote on the matter that is the subject of the conversation is made; or
2. Administrative meetings that pertain only to managerial or operational matters.

C. Executive Relationships – The relationship of the Board of Trustees, Local Advisory Council and Executive Director will reflect the requirements of Utah's Public Transit District Act.

1. The Board of Trustees (the "Board") is the governing body of the Authority. The Board will manage and conduct the business and affairs of the Authority and will determine all questions of policy. The Board will:

- a. Appoint ~~all~~ Officers of the Authority required in Utah's Public Transit District Act by resolution including the Executive Director, Secretary, ~~Treasurer~~, ~~Comptroller~~, and Internal Auditor.
 - b. Appoint and hire other officers, assistants, or deputies the Board considers necessary, including the offices of Board Governance, Internal Audit and Government Relations.
 - c. Annually develop and evaluate performance targets of the Executive Director and any other officers or staff appointed by the Board.
 - ~~e.d. Develop and a~~Approve a Strategic Plan for the Authority every four years, ~~including developing and evaluating performance targets annually of the Executive Director and Executive Team.~~
 - ~~d.e. Fix~~Set the compensation of all Officers and employees of the Authority by resolution, excluding the Board of Trustees.
 - ~~e.f.~~ Fulfill all other powers and duties defined in Utah's Public Transit District Act, Authority Bylaws and Board Policies.
2. The Local Advisory Council ~~(the "Council")~~ is an advisory body to ~~the Board of Trustees~~Authority. The Local Advisory Council will meet at least quarterly with and consult with the Board of Trustees and Executive Director and advise them regarding the operation and management of the public transit district. The Local Advisory Council will:
 - a. Consult with or review, ~~approve and recommend~~ items required in Utah's Public Transit District Act and Board Policies.
 - i. Statutorily required consultation or review from the Local Advisory Council to the Board or Executive Director will be done in an OPMA compliant public meeting ~~as defined in OPMA~~ for the purpose of sharing information and providing comment prior to a decision or action of the Board or Executive Director.
 - ~~ii. The Council's review, approval, and recommendation to the Board will be made by resolution of the Council in a public meeting as defined in OPMA. The Board will be advised of the Council's resolution prior to the Board's final decision and action.~~
 - b. Set the compensation packages of the Board of Trustees by resolution.
 - c. Fulfill all other powers and duties defined in Utah's Public Transit District Act Authority Bylaws, and Board Policies.

3. The Executive Director is the highest-ranking administrative leader of the Authority. The Executive Director will serve at the pleasure of the Board of Trustees and be a full-time Officer of the Authority. ~~In consultation with the Board of Trustees, t~~The Executive Director is responsible for the day-to-day administration of the Authority's business affairs, including the appointment of the Treasurer and Comptroller as Officers of the Authority, the Authority's Executive Team, and employees (excluding Officers and staff defined in paragraph III.~~(C.)(1.)~~ above).
- a. Consultation between the Board of Trustees and Executive Director means reports by the Executive Director at public Board meetings as described in paragraph III.~~(A.)~~ above, administrative meetings as described in paragraph III.~~(B.)~~ above and communicating other reasonable information necessary for the Board of Trustees to execute their powers and duties as defined under Utah's Public Transit District Act.
- b. The Executive Director will:
 - i. Provide leadership and management of the Executive Team and administrative staff in alignment with the governing and strategic direction set by the Board.
 - ii. Provide timely reports required in statute and UTA Board policies.
 - ~~iii.~~ Present to the Board for evaluation and approval the annual goals and outcomes of the Executive Director~~and Executive Team.~~
 - ~~iii-iv.~~ In consultation with the Local Advisory Council, create and present the annual budget to the Board of Trustees for approval.
 - ~~v.~~ At least every four years, develop a Strategic Plan in consultation with the Board of Trustees, Local Advisory Council, and other stakeholders, that aligns with relevant transportation and public transit plans. The Strategic Plan must include corresponding proposed projects on time horizons of five (5), ten (10), and twenty (20) years in compliance with the Public Transit District Act. The Strategic Plan must be presented to the Board of Trustees for approval.
 - ~~iv-vi.~~ Report quarterly and annually progress made on the Authority's Strategic Plan.
 - ~~v-vii.~~ Secure Board approval by resolution for the organization of chief level offices and the organization structure of the Authority, including the Executive Director and chief level offices.
 - ~~vi-viii.~~ Fulfill all other powers and duties defined in Utah's Public Transit District Act, Authority Bylaws, and Board Policies.

Cross References: Utah Open and Public Meetings Act, Utah Code §52-4-101; Utah Public Transit District Act, Utah Code §17B-2a-808.1; Utah Special Districts Act - Board of Trustees Power, Utah Code §17B-1-301; Utah Transit Authority Bylaws.

Approved this ~~18~~28th day of ~~December~~May 20245

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

Legal Counsel for the Authority

Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
09-27-2023	R2023-10-03 (10-11-2023)	New Policy
11-06-2024	R2024-12-05 (12-18-2024)	Updated policy language for Administrative Meetings with the Board of Trustees to align with legislative updates to OPMA in 2024 (HB36).
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Updated executive relationships and duties as revised in SB174 (2025).</u>



Financial Management

Board of Trustees Policy No. 2.1

Application: Board of Trustees and Local Advisory ~~Council~~Board

- I. Purpose: The purpose of this policy is to provide financial oversight of the Authority; plan for its long-term financial needs; maintain and protect Authority assets and infrastructure; and develop, communicate, and implement appropriate internal controls regarding financial and risk management.
- II. Policy:
 - A. Reserves
 1. The Authority will maintain the following reserves:
 - a. General operating reserves, including the risk reserve, funded at a level equal to at least twelve percent (12%) of the Authority's budgeted operating expense, excluding non-operating expense, to be used as a working capital account throughout the year. -The Treasurer will manage the use of the funds in the general operating reserve.
 - b. Service stabilization reserve funded at a level equal to three percent (3%) of the Authority's budgeted operating expense, excluding non-operating expense, to be used to avoid service reductions at such times as the Authority faces a revenue shortfall or cost overrun due to extraordinary circumstances. The Board of Trustees must give ~~its~~ prior approval in a public board meeting before funds in the service stabilization reserve are used.
 - c. Bond reserves funded at a level required by bond covenants to be used for the payment of debt service in the event that the Authority fails to make scheduled bond principal and interest payments. -The Board of Trustees must give ~~its~~ prior approval in a public board meeting before funds in the bond reserve are used.
 - d. Capital replacement reserve to reach a level equal to one percent (1%) of the property, facilities, and equipment cost as reported in the ~~comprehensive a~~Annual Comprehensive ~~F~~Financial ~~R~~Report (ACFR) to be used for capital repair or replacement costs due to extraordinary circumstances. -The Board of Trustees must give ~~its~~ prior approval in a public board meeting before funds in the capital replacement reserve are used.
 - e. Self-insurance/catastrophic reserve established annually through the budget process to reflect claims outstanding from risk management and estimable and presumed liability on open legal cases in coordination with the Attorney General's office. -The amount in this reserve is reported to the Department of Public Safety annually. -An element of the reserve will fund a catastrophic loss reserve for vanpool claims over existing insurance coverage. -The funding of the catastrophic loss reserve may be funded by vanpool fees to mitigate large claims.

- f. Debt reduction reserve fund for the purpose of retiring outstanding bonds or long-term obligations; ~~with~~ with advance approval in a public board meeting by the Board of Trustees, this fund may be used to supplement the general operating reserve.
 2. The Board of Trustees may establish other reserves and make additional contributions to existing reserves.
 3. Reserve balances will be reported on the Authority's monthly financial statements.
 4. Upon the use of any service stabilization, bond or capital replacement reserves, or debt reduction reserve the Board of Trustees will, by resolution, establish a timeline for the full reimbursement of the reserves within 60 months after their first use and begin to restore reserves used no later than 24 months after their first use.
- B. Investments
1. The Board of Trustees will ~~, after consultation with the Advisory Council,~~ control investment of all Authority funds and funds held as part of the Authority's retirement system, and employee deferred compensation 457 plans.
 2. The Authority's Pension Committee will manage the investment of the Authority's retirement system funds pursuant to the Pension Committee's Investment Policy, which shall be reviewed and approved by the Board of Trustees in a public board meeting prior to adoption.
 3. The Treasurer will manage the investment of all non-retirement Authority funds in compliance with applicable laws.
- C. Debt
1. The Board of Trustees will, after consultation with the Local Advisory Council and with the approval of the State Financial Review Commission, approve all bond issuances by resolution.
 2. The Board of Trustees will approve contracts for bond counsel, financial advisors, and bond underwriters.
 3. The Board of Trustees will approve the method of sale and parameters for each bond issuance by resolution.
 4. The Board of Trustees will, after consultation with the Local Advisory Council, approve the issuance of all other financial instruments.
 - ~~5.~~ The Executive Director will manage the debt and other financial instruments issuance processes.
 - ~~5-6.~~ All approvals by the Board of Trustees will be in a public meeting compliant with Utah's Open and Public Meetings Act (OPMA).
- D. Financial Reporting
1. ~~UTA's~~ The Authority's financial books records and accounts will be maintained with generally accepted accounting principles set by the Governmental Accounting Standards Board for governmental enterprise funds.
 2. The Chief Financial Officer or designee will prepare and present to the Board, in a public board meeting, a summary of investments, investment activity, and investment

performance compared to benchmarks as soon as practical after the end of each calendar quarter.

3. The Chief Financial Officer or designee will present monthly financial statements, in a public board meeting, stating the Authority's financial position, revenues, and expenses to the Board of Trustees as soon as practical. Monthly and year-to-date budget versus actual reports will be included in the monthly financial report to the Board.
4. Any ~~Other~~ required financial reports, including the National Transit Database and State Transparency, will be prepared in accordance with federal and state reporting requirements and made on a timely basis.

E. Financial Risk Management

1. The Executive Director will submit an annual report to the Board of Trustees on the status of the Authority's financial risk management program including upcoming insurance renewals.
2. The Authority will maintain Public Officials Errors and Omissions Insurance in an amount determined to adequately protect the Authority.
3. The Executive Director will, as necessary, procure other insurance to compensate for losses that would adversely affect the Authority.

F. Internal and External Controls

1. The Authority will maintain a system of internal controls to safeguard ~~its~~ assets against loss, check the accuracy and reliability of ~~its~~ accounting data, and promote operational efficiency.
2. The Director of Internal Auditor ~~or~~ will develop and maintain an internal audit program that complies with the ~~International Standards for the Professional Practice of Internal Auditing~~ Global Internal Audit Standards established by the Institute of Internal Auditors.
3. The Treasurer is responsible for the opening and closing of bank accounts and ensuring that only authorized users are provided access to bank accounts.
4. As provided for in the Authority's ~~Bylaws~~, the Board of Trustees will select a qualified independent auditing firm to conduct an annual financial audit. ~~The auditing firm will present the results of its annual audit to the Authority's Audit Committee and the Board of Trustees.~~

G. Long-term Financial Planning

1. The Executive Director will develop a long-term (5 years or longer) financial plan incorporating the ~~Board of Trustees's~~ Authority's Strategic pPlan, identifying the Authority's long-term financial challenges and proposed solutions based upon reasonable projections of revenue and expense including operations and maintenance, reasonably anticipated new funding programs, capital expansion, maintenance of a state of good repair of existing assets, asset replacement, and debt issuance. ~~The Executive Director will update the long-term financial plan annually and annually present the plan to the Board in a public meeting for review three times a year.~~
2. The Board of Trustees will review the long-term financial plan annually and report ~~the plan annually~~ to the ~~State Financial Review Commission~~ State Bonding Commission.

H. Budgeting

1. As provided for in ~~the Authority's~~ Bylaws and Board Policy 2.3, the Executive Director of the Authority will prepare an annual budget which includes consultation with the Local Advisory Council, and t~~The Board of Trustees, after consultation with the Local Advisory Council, will approve the budget~~After consultation with the Local Advisory Council, the Executive Director will present the annual budget to the Board of Trustees for their review and approval.

1.2. The Authority will develop, propose and amend the budget as defined in Board Policy 2.3.

~~2. The Board of Trustees may amend or supplement the budget at any time after budget's adoption.~~

~~3. The Executive Director may make administrative adjustments to an adopted budget without Board of Trustee approval if as long as those changes will not have a significant policy impact or affect budgeted year-end fund balances.~~

I. Capital Planning

1. The Executive Director will develop a ~~Five5-YY~~ear Capital Plan to be approved by the Board of Trustees annually after consultation with the Local Advisory Council ~~where they approve and recommended adoption by the Board of Trustees.~~ The plan will be updated every year for inclusion in the annual budget process discussions and approvals. The ~~Five5~~-Year Capital Plan will be fiscally constrained and will maintain all assets at a state of good repair to protect the Authority's capital investment and minimize future maintenance and replacement costs.

J. Travel

1. The Board of Trustees will approve work-related international travel, excluding Canada, for the Authority's employees in a public meeting.

III. Cross Reference: Utah Public District Transit Act, Utah Code §17B-2a-804 and 808.1; Utah State Money Management Act, Utah Code §51-7-1 et. seq.; Audit Committee Charter.

Approved this ~~21st-28th~~ day of ~~May~~December 20225

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

Legal Counsel for the Authority

Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
6-12-2019	R2019-06-01 (6-19-2019)	Combined Board Policy Nos. 1.26 – Debt Service Reserve and Rate Stabilization Fund, 2.1.8 – Service Stabilization Fund, 2.2.1 – Asset Protection, 2.2.3 – Insurance and Indemnification, 2.3.2 – Financial Conditions and Activities, and 2.3.3 - Budgeting into Board Policy 2.1 – Financial Management.
09-07-2022	R2022-12-07 (12-21-2022)	Added Self-insurance/catastrophic reserve and Debt reduction reserve; moved Grants section to Board Policy 2.2; removed Pension Committee from managing the investments of 457 plan (retaining oversight by the Board); updated 2022 statutory changes for State Financial Review Commission functions; clarified role of Advisory Council in approving and recommending Five-Year Capital Plan to the Board for adoption.
<u>N/A</u>	<u>R2025-05-XX (05-28-2025)</u>	<u>Updated financial matters as revised in SB174 (2025), including revisions to Local Advisory Council consultation duties and redirecting the Board’s long-term financial plan report to the State Finance Review Commission (instead of State Bonding Commission). Other revisions included changes to reporting the long-term financial plan and excluded travel to Canada from requiring Board approval.</u>



Contract Authority, Procurement and Grants

Board of Trustees Policy No. 2.2

Application: Board of Trustees and Local Advisory Council

- I. Purpose: The purpose of this policy is to establish the authority, duties, and responsibilities of the Board of Trustees and Chief Procurement Officer related to the Authority's procurement activities. It also establishes contracts, change orders, and disbursements that must be approved by the Board of Trustees.
- II. Definitions:
 - A. *"Chief Procurement Officer"* means the individual designated by the Board to oversee the Authority's procurement related activity.
 - B. *"Former Employee"* means a company regardless of the business formation (e.g. sole proprietorship, partnership or corporation) where at least 50% of the ownership is held by a former employee; or a company where a former employee serves in an executive or managerial role
- III. Policy:
 - A. Delegation of Authority
 1. The Board of Trustees designates the Chief Financial Officer as the Authority's Chief Procurement Officer.
 2. The Chief Procurement Officer will establish policies and procedures to ensure the Authority's procurements are carried out in compliance with applicable state and federal laws and the Authority's policies.
 3. The Chief Procurement Officer will establish a Code of Conduct to govern the actions and performance of all Authority employees and designated agents of the Authority engaged in procurement activities.
 - B. Procurement Protest Appeals
 1. The Chief Procurement Officer will review and decide procurement protests submitted by vendors.
 2. An appeal of the Chief Procurement Officer's decision on a procurement protest must be submitted in writing to the Board of Trustees within five business days following the date of the decision.
 3. The Board of Trustees will review the appeal and the decision of the Chief Procurement Officer, hear information from the appellant and the Chief Procurement Officer, and issue a final determination in writing to the Chief

Procurement Officer and the appellant.

C. Former Employees

1. The Authority may procure goods and services from former employees after one year of separation. The Authority may procure goods and services from former employees within the first year of separation under the following conditions:
 - a. There is no personal or organizational conflict of interest
 - b. The term of the contract does not exceed six months
 - c. The amount obligated does not exceed \$25,000
 - d. The procurement conforms to applicable laws
 - e. The Executive Director provides written notification to the Board of Trustees in advance.
2. The Board of Trustees must approve procurement of any goods or services with entities that hire former employees or who are represented by former employees within the twelve months following the employee's separation from UTA if the situation creates a Conflict of Interest as determined by the ~~Chief Procurement Officer~~ Ethics Officer.

D. Contract, Change Order, and Disbursement Authority

1. The Board of Trustees will review and approve contracts that exceed a total value of ~~\$200,000~~ \$250,000 over the life of the contract, including any option years.
2. The Board of Trustees will review and approve the following contract change-orders and correlating disbursement or expense:
 - a. change orders that increase the total contract value to ~~\$200,000~~ \$250,000 or more
 - b. change orders for contracts with a total value over ~~\$200,000~~ \$250,000 that increase the total contract by ~~15%~~ 25% or more
 - c. all change orders over ~~\$200,000~~ \$250,000
3. The Board of Trustees will review and approve expense or payment disbursements with a value of ~~\$200,000~~ \$250,000 or more. -The Board may preapprove expenses or disbursements equal to or greater than ~~\$200,000~~ \$250,000 by resolution.
4. The Executive Director may approve change orders, contracts, and disbursements described above in order to meet an urgent need for goods and services prior to approval by the Board of Trustees if the Authority will sustain serious injury if the change order, contract, or disbursement is not approved immediately. The Executive Director will report the approval of any change order, contract, or disbursement resulting from an urgent need to the Board of Trustees at its next scheduled meeting.

E. Grants

1. The allocation of anticipated federal formula fund grants will be determined during the annual budget process and approved by the Board of Trustees in ~~the~~ annual operating and capital budget.

1.2. Any discretionary grant pursued by the Authority will be consistent with the Authority's mission and strategic priorities.

a. The Executive Director will notify the Board of Trustees if a discretionary grant of ~~\$200,000-\$250,000~~ or more is being sought.

b. A discretionary grant award of ~~\$200,000-\$250,000~~ or more will be presented to the ~~UTA~~ Board for approval at the time of the notice of award.

c. A discretionary grant project must be approved in the agency budget prior to the Board's approval defined in paragraph III ~~(E)(2)(b)~~ above.

d. The Executive Director, after receiving the Board's approval defined in paragraph III ~~(E)(2)(b)~~ above will be authorized to execute the grant agreement.

IV. Cross References: Utah Public Transit District Act, ~~Utah~~ Code §17B-2a-804; Utah Procurement Code §63G-6a-101 et .seq.-; UTA Policy UTA.01.01 – Ethics; UTA Policy UTA.02.02 – Contracting Authority; UTA Policy UTA.02.205 – Procurement; UTA Policy UTA.02.01 – Spending Authority; ~~UTA Corporate Policies 1.2.2 – Technology Hardware and Software Procurement Policy; Corporate Policy 1.2.3 – Purchase Card Policy;~~ Corporate Policy 1.2.4 – Health Insurance Requirements in UTA Design and Construction Contracts; ~~Corporate Policy 1.1.7 – Procurement and Contracting Code of Conduct; Corporate Policy 1.2.2 – UTA Procurement Desk Reference;~~ FTA Master Agreement v30-2022-1102.0; FTA Third Party Contracting Circular 4220.1F, Board Resolution R2020-01-03 Authorizing the Filing of Grant Applications with the FTA.

Approved this ~~21st~~28th day of ~~May 2025~~December 2022

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

Legal Counsel for the Authority

Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
06-12-2019	R2019-06-01 (06-19-2019)	Combined Board Policy Nos. 1.2.4 – Procurement, 2.1.5 – Procurement, 3.3.2 – Procurement, and 4.5.1 – Procurement Appeal into Board Policy 2.2 – Contract Authority and Procurement.
09-07-2022	R2022-12-07 (12-21-2022)	Added definition of “Former Employee”; added Grants section.
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Updated contract review levels from \$200,000 to \$250,000 and from 15% to 25% as revised in SB174 (2025). Reassigned conflict of interest review to the Ethics Officer.</u>



Budget

Board of Trustees Policy No. 2.3

Application: Board of Trustees and Local Advisory Council

- I. Purpose: The purpose of this policy is to define the requirements, duties, and responsibilities for developing, proposing, and amending annual budgets of the Authority.
- II. Definitions:
 - A. “Annual Budget” means a financial plan for the fiscal year which includes estimates of operating revenues and expenses, capital revenue and expenses, debt service, required reserves, undesignated cash balance, and the projected Fund Balance at the beginning and end of the fiscal year.
 - ~~A. “Authority” means the Utah Transit Authority or UTA.~~
 - ~~B. “Board of Trustees” or “Board” means the UTA Board of Trustees established in Utah’s Public Transit District Act (17B-2a-801 et seq.)~~
 - ~~C.B.~~ “Budget Amendment” means an adjustment that increases the appropriation authority of the Annual Budget.
 - ~~D.C.~~ “Budget Authority” means the authorization provided by the Board to expend funds allocated in an approved budget.
 - ~~E.D.~~ “Capital Budget” means the budget for capital projects including preservation of the system to keep it in a state of good repair, purchase of capital equipment (including vehicles), construction of new facilities, equipment, maintenance machinery, information technology, system expansion and improvement, and off-site improvements as approved in the Capital Plan required in Board Policy 2.1 Financial Management. -The Capital Budget tracks discrete projects, Ssafety and Ssecurity, Sstate of Good Repair (preservation of the transit infrastructure), expansion of and improvements to the system, and Information Technology.
 - ~~F.E.~~ “Capital Carryforward” means unexpended or encumbered capital funds that have been authorized by the Board of Trustees through a Technical Budget Adjustment to extend appropriation authority to the following fiscal year.
 - ~~G.F.~~ “Constituent Entity” means any county, city, or town that levies taxes for transit within the geographic boundaries of the Authority’s transit district.

~~H.G.~~ “Contingency” or “Unallocated Expense” means funds held in Operating or Capital Budgets that have not been allocated for a defined purpose or project, and that require a Technical Budget Adjustment to receive appropriation authority.

~~H.H.~~ “Executive or Chief Office” means the Office of the Board of Trustees, the Office of the Executive Director, or any office of a Chief Officer who is a direct report to the Executive Director.

~~H.I.~~ “Fiscal Year” means January 1 through December 31 of each calendar year, as defined in the Authority’s Bylaws.

~~K.J.~~ “Final Budget” means the Annual Budget approved by the Board of Trustees after completion of the public comment period and consultation by the Local Advisory Council.

~~L.K.~~ “Fund Balance” means the definition given under generally accepted accounting principles as reflected in the Uniform Accounting Manual for Special Districts.

~~M.~~ ~~“Local Advisory Council” means the UTA Local Advisory Council established in Utah’s Public Transit District Act (17B-2a-801 et seq.)~~

~~N.L.~~ “Mode” means type of transit service including bus, light rail, commuter rail, paratransit, rideshare/vanpool, on-demand, or any future type of transit service that the Authority adopts.

~~O.M.~~ “Operating Budget” means the budget that tracks operating expenses by Mode, ~~as well as~~ direct operations support, general management and support, ~~and~~ administration. ~~The budget also tracks operating expenses by and~~ Executive or Chief Office classification. ~~The~~ Operating Budget should outline expenditures and revenue sources in support of current operations. The Operating Budget does not include debt service, capital, or reserve monies.

~~P.N.~~ “Public Engagement Report” means a document comprising all public comments received during the public comment period for the Authority’s annual budget.

~~Q.O.~~ “Technical Budget Adjustment” means the process of allocating contingency or unallocated expenses to an approved capital project or line item in the operating budget, or an action that reallocates funds from one ~~E~~xecutive or ~~C~~hief office classification to another.

~~R.P.~~ “Tentative Budget” means the annual budget approved by the Board of Trustees before the public comment period and consultation by the Local Advisory Council. The Tentative Budget is replaced by the Final Budget after that is adopted by the Board of Trustees.

III. Policy: The development, review and approval of the Authority’s Annual Budget will proceed as follows:

A. Budget Development

1. As provided for in the Authority's Bylaws, the Executive Director of the Authority will prepare an Annual Budget which includes consultation with the Local Advisory Council. ~~and the~~ The Board of Trustees, after consultation with the Local Advisory Council, will approve the budget prior to the end of each ~~F~~fiscal ~~Y~~year.
2. The budget will be developed in compliance with Chapter 1, Part 7 of the Special Districts Act.
3. The agency will incorporate the following plans while developing the Annual Budget:
 - a. UTA's Strategic Plan; and
 - b. UTA's Long-Term Financial Plan (as required in Board Policy 2.1. Financial Management); and
 - c. UTA's ~~Five~~5-Year Capital Plan (as required in Board Policy 2.1 Financial Management). The Annual Budget will reflect the first year of the approved Capital Plan as adopted annually or amended.
4. The Tentative and Final Operating Budgets will include detailed summaries of revenue by source, operating expense by Mode, operating expense by ~~E~~executive or ~~C~~chief ~~O~~office classification, ~~f~~Full-~~t~~ime ~~e~~Employee (FTE) equivalent by Mode, FTE equivalent by ~~E~~executive or ~~C~~chief ~~O~~office classification, debt service, contribution to reserves, and transfer to capital.
5. Tentative and Final Capital Budgets will include detailed summaries of revenue by source, major capital expense categories, and capital expense by project and project category.
6. The Authority will develop a Standard Operating Procedure (SOP) to be approved by the Board that guides the execution of the annual budget process. The SOP should define procedures that ensure transparency to the public, stakeholder engagement, and clarity of administrative and governing duties to create and approve the Authority's annual budget in compliance with statute, Authority Bylaws and Board Policy.

B. Budget Review and Approval

1. A Tentative Budget will be presented to the Board of Trustees for discussion in a public meeting prior to the Tentative Budget being presented to the Board for approval. ~~The~~ Tentative Budget will be adopted by resolution.
2. Following the Board's adoption of the Tentative Budget:

a. The Authority will distribute the Tentative Budget for feedback from customer and Constituent ~~and customer~~ Entities as required in Chapter 1, Part 7 of the Special Districts Act.

~~a.b.~~ The Authority will conduct a public comment period of at least 30 calendar days and ensure the comments are included in a Public Engagement Report for Board review.

~~b.c.~~ The Executive Director will present ~~T~~he Tentative Budget ~~will be presented~~ at a public meeting of the Local Advisory Council for their consultation and advice to the Board.

d. A public budget hearing will be held with the Board of Trustees within 30-days of the adoption of the 6- e Tentative Budget and at least 30-days before the Board adopts a Final Budget.

e. The Authority may initiate recruitment for new employee positions or begin procurement processes to solicit bids for goods or services that are accounted for in the Tentative Budget if the following criteria are met:

i. The Board has authorized the initiation of recruitment and/or procurement in their resolution adopting the Tentative Budget. The Board's authorization will be dependent on the Tentative Budget's alignment with Board objectives and strategies.

ii. Commitments through obligation, contract, offer or any other means are not allowed until the Final Budget is adopted by the Board.

~~e.iii.~~ Expenditures are not allowed until the budget year begins.

3. A Final Budget will be presented to the Board of Trustees in a public meeting for discussion, along with a Public Engagement Report, prior to the Final Budget being presented to the Board for approval. The Final Budget will be adopted by resolution of the Board prior to the end of the fiscal year.

4. A copy of the ~~f~~Final ~~b~~Budget will be sent to the Office of the State Auditor within 30 days after its adoption.

C. Budget Adjustments and Amendments

1. The Board of Trustees may amend or supplement the budget at any time after budget ~~its~~ adoption as follows:

a. Technical Budget Adjustment – the Authority may request ~~the Board's~~ approval to reallocate existing resources in the Annual Budget when the request does not increase ~~B~~udget Authority. -A Technical Budget Adjustment must be placed on a public meeting agenda for ~~the Board's~~ action by ~~a voice vote~~ acclamation.

- i. Contingency and Unallocated Resources in the Annual Budget will require the Board's approval through a Technical Budget Adjustment to provide appropriation authority for those funds.
- b.ii. A Technical Budget Adjustment cannot impact the Authority's Fund Balance over the life of the 5-Year Capital Plan.

~~e.b.~~ Budget Amendment – after consulting with the Local Advisory Council, the Board may authorize a Budget Amendment for the current fiscal year to increase the Annual Budget appropriation authority. A Budget Amendment will be adopted in a public meeting by resolution.

2. ~~The~~ Executive Director may make administrative adjustments to an adopted budget without Board approval under the following circumstances:
 - a. The Executive Director may make Operating Budget adjustments within the same Mode or Executive or Chief Office.
 - b. The Executive Director may make a Capital Budget adjustment within the same respective ~~C~~capital project in the approved Capital Plan.
 - c. The Executive Director may reassign existing headcount approved in the Annual Budget to another Mode, Executive or Chief Office as long there is a neutral (net zero) impact to the Annual Budget, and the Board is notified in a public Board meeting prior to ~~of~~ the adjustment.
 - d. The administrative adjustments authorized in this section will not have a significant policy impact or affect budgeted year-end Fund Balances.
 - e. Excluding the circumstances authorized above, administrative adjustments which seek to reallocate funds across Mode, Executive and Chief Offices, or between capital projects will be brought to the Board for a Technical Budget Adjustment consideration.

D. Lapse of Appropriation

1. All unexpended or unencumbered appropriations, except capital project fund appropriations, lapse at the end of the fiscal year to the Fund Balance.
2. Unexpended capital appropriations may be authorized, by project, for Capital Carryforward through a Technical Budget Adjustment approved by the Board in the following fiscal year.

Cross References: Utah Public Transit District Act, Utah Code §17B-2a-801 ~~et seq.~~; Utah Special Districts Act, Part 7, Utah Code §17B-1-701 ~~et seq.~~; UTA Bylaws; Board Policy 1.3 Executive Relationships and Meetings; Board Policy 2.1 Financial Management.

Approved this ~~11th~~ 28th day of ~~October~~May 202~~5~~3

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to Form:

Legal Counsel for the Authority

Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
09-27-2023	R2023-10-03 (10-11-2023)	New Policy
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Updates budget development process to align with SB174 (2025); adds 30-day public comment period; requires budget process SOP; provides limited option to initiate recruitment and procurement after Tentative Budget approved.</u>



Service Planning

Board of Trustees Policy No. 3.2

Application: Board of Trustees and Local Advisory Council

- I. Purpose: The purpose of this policy is to establish a uniform process for planning, implementing, and managing the Authority's transit service planning to ensure transparency and collaboration with communities, regional partners, and stakeholders, and compliance with the Federal Transit Administration (FTA) and Utah Public Transit District Act requirements.
- II. Definitions:
 - A. "Baseline Service" means regularly scheduled transit service provided by the Authority or its contractors on all modes of transit including bus, demand response, paratransit, rail, contracted service, or any future type of transit service that the Authority adopts.
 - B. "Change Day" means scheduled dates where changes in transit service are implemented.
 - C. "Charter Service" means (1) transportation provided at the request of a third party for exclusive use of UTA vehicles, including service that is not part of UTA's regularly scheduled service and is not available to the general public, and (2) all other forms of charter service as defined by the Federal Transit Administration's Charter Service Regulations (49 CFR Part 604).
 - D. "Complimentary Service" means transit service provided by the Authority that is not included in Baseline Service for which no operation costs are collected.
 - E. "Event Service" means expansion of hours, frequency, and capacity to Baseline Service to meet the increased ridership demand during an event or time-limited situation.
 - F. "Major Service Change" means a service change that requires an equity analysis or equity briefing to be performed in compliance with the FTA Title VI Circular (FTA C 4702.1B).
 - G. "Metropolitan Planning Organization" ("MPO") means an organization designated to carry out the federally mandated metropolitan transportation planning process.
 - H. "Sponsored Service" means Baseline Service paid in part or in full by a third party for service that is not Charter Service.
 - I. "Transit Service Planning" means the act of identifying, evaluating, and implementing public transit services on all modes including bus, demand response, paratransit, rail, contracted service, and any future type of transit service the Authority adopts.
- III. Policy: The approval and implementation of Transit Service Planning will proceed as described below and on Exhibit A.

A. Service Design Standards

1. The Authority will develop Service Design Standards to be approved by the Board.
2. Service Design Standards will be developed in compliance with the FTA requirements, including FTA Title VI Circular (FTA C 4702.1B).
3. Service Design Standards will establish service change standards based on best practices in the transit industry and impartial measures that guide service planning decisions that are equitable, systematic, and timely to achieve objectives in the Authority's Strategic Plan and Long-Range Transit Plan ("LRTP").
4. Service Design Standards will establish a framework to design, monitor, and evaluate transit service to best meet customer needs.
5. Service Design Standards will be updated every four years and must be approved by a resolution of the Board of Trustees in a public meeting.

B. Regional Planning

1. Regional Transit Plans ("RTPs") are transit plans developed by Metropolitan Planning Organizations ("MPOs") within the Authority service area. RTPs primary purpose is to phase the implementation of regionally significant transportation investments and to guide federal funding priorities.
2. RTPs are developed through collaborative processes with input from state, regional, and local leaders. The Authority participates in the development of RTPs by identifying transit needs and providing technical expertise including scenario planning tools.
3. RTPs are updated every four years and approval authority resides with the MPO technical and policy committees.

C. Long-Range Transit Plan

1. A Long-Range Transit Plan ("LRTP") will be developed by the Authority, ~~approved~~ by receive consultation from the Local Advisory Council, and adopted by the Board.
2. The LRTP will be a 30-year plan with a focus on preparing for the future transit needs of the communities served by the Authority.
3. The LRTP will provide a comprehensive, unconstrained, system-wide vision that guides service planning. The LRTP will inform and be informed by the applicable RTPs.

4. The LRTP will be updated every four years and must ~~be approved by a resolution of~~ receive consultation from the Local Advisory Council and adopted by a resolution of the Board of Trustees.

D. Service Planning - Comprehensive System Analysis

1. The Authority will conduct a Comprehensive System Analysis of the entire service network every two years. The analysis will include an evaluation of existing services against established Service Design Standards to determine if a service is meeting minimum performance thresholds.
2. At the conclusion of the Comprehensive System Analysis, the Authority will determine if a service not meeting minimum performance thresholds should be modified, discontinued, or receive additional marketing promotion. Services meeting or exceeding minimum performance thresholds will be evaluated to determine if they warrant additional resources, frequency, or span.
3. Recommendations from the Comprehensive System Analysis will be incorporated into the next update to the Five-Year Service Plan.

E. Service Planning - Five-Year Service Plan

1. A Five-Year Service Plan will be developed by the Authority, ~~approved by~~ receive consultation from the Local Advisory Council and ~~be~~ adopted by the Board.
2. The Five-Year Service Plan will be updated every two years to guide the near-term transit plans and routes for the Authority's service area. The Five-Year Service Plan will incorporate priorities set in the RTP and LRTP, include all modes of the Authority's transit system, and be financially constrained.
3. Authority staff will collaborate with the Board, counties, local municipalities, and the community to prepare and update the Five-Year Service Plan. Authority staff will:
 - a. Organize engagement opportunities to establish transit service goals and explore service network design scenarios with counties, local municipalities, and members of the community to inform the creation of a Five-Year Service Plan.
 - b. Consult with Trustees in meetings that are compliant with the Utah Open and Public Meetings Act prior to a draft Five-Year Service Plan being prepared for comment by counties and the public.
 - c. Present a draft Five-Year Service Plan to each County within the Authority's service area to request feedback for consideration in the final Five-Year Service Plan.
 - d. Conduct a public comment period of at least thirty (30) calendar days to receive comment on the draft Five-Year Service Plan.

4. A final Five-Year Service Plan; a report on feedback received from counties, local municipalities and the community; and a report on financial and resource assumptions of the plan including personnel, vehicles, and facility assumptions will be prepared for consideration and action by the Local Advisory Council and Board of Trustees.
5. The Five-Year Service Plan, and any amendments to the Five-Year Service Plan, must have consultation with ~~be approved by a resolution of~~ the Local Advisory Council and be adopted by a resolution of the Board of Trustees.

F. Annual Service Plan

1. An Annual Service Plan will be prepared and approved by the Board of Trustees.
2. The Annual Service Plan will develop operations and budget plans for annual changes to Baseline Service that will be implemented on a scheduled Change Day.
3. The Authority will review the Five-Year Service Plan annually to prepare and update the Annual Service Plan.
4. The Annual Service Plan will be vetted through the annual budget process for resource and operational feasibility. Service changes may be presented to the Board during the annual service process and prior to Change Day.
5. If the proposed Annual Service Plan differs from what is in the Five-Year Service Plan, Authority staff must consult with the Trustees and any impacted local government prior to moving forward with the recommended service changes in the Annual Service Plan.
6. In compliance with federal requirements, the Authority must conduct a public hearing on any Major Service Changes and conduct a Title VI Service Equity Analysis.
7. The Board of Trustees must approve the Title VI Service Equity Analysis by resolution and determine if the implementation of proposed service changes should proceed.
8. The Annual Service Plan, and any amendments to the Annual Service Plan, must be approved by a resolution of the Board of Trustees.

G. Annual Service Implementation

1. Upon approval of the Annual Service Plan, the Authority may proceed with implementing the Annual Service Plan.
2. Annual Service implementation will occur on a designated service Change Day.

H. Additional Service

1. The Executive Director or designee will establish administrative policies, to be approved by the Board, that:
 - a. Set service policies in accordance with FTA requirements, including FTA Title VI Circular (FTA 4702.1B).
 - b. Set standard criteria for determining equitable allocation of Event Service.
 - c. Define criteria for approving requests for additional service, including Sponsored Service and Complimentary Service.
2. The following requests for service must be presented to the Board for consideration and approval in a public meeting:
 - a. Requests for Sponsored Service
 - b. Requests for Complimentary Service
 - c. Requests for transit service beyond Baseline Service approved in the Five-Year Service Plan
3. The Authority does not provide Charter Service and will refer interested parties to private transportation providers.

Cross References: Title VI of the Civil Rights Act of 1964 (42 U.S.C. § 2000d); FTA Charter Service Regulations (49 CFR Part 604); Private Sector Participation in Public Transportation (49 USC 5315); Title VI Requirements and Guidelines for Federal Transit Administration Recipients (FTA C 4702.1B.); Public Transit District Act (Utah Code 17B-2a-804, 808.1, and 808.2); Board Policy 1.3 Executive Relationships and Meeting Protocols; UTA.01.06 Title VI Compliance; UTA.04.02 Additional Services Request

Approved this ~~25~~²⁸~~th~~ day of ~~September~~^{May} 202~~5~~⁴

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

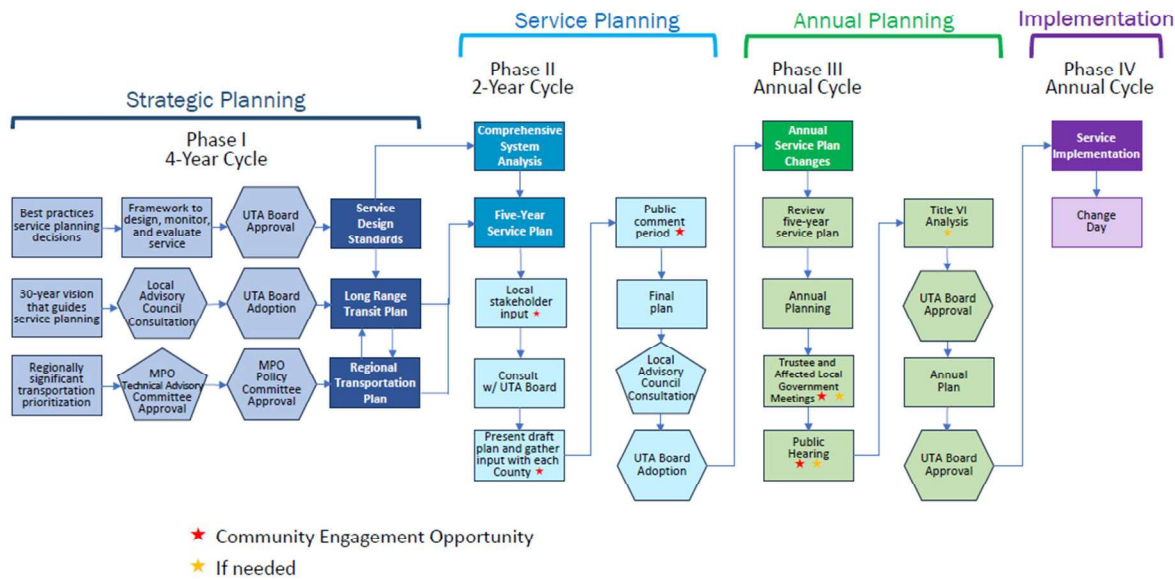
Legal Counsel for the Authority

Revision/Review History:

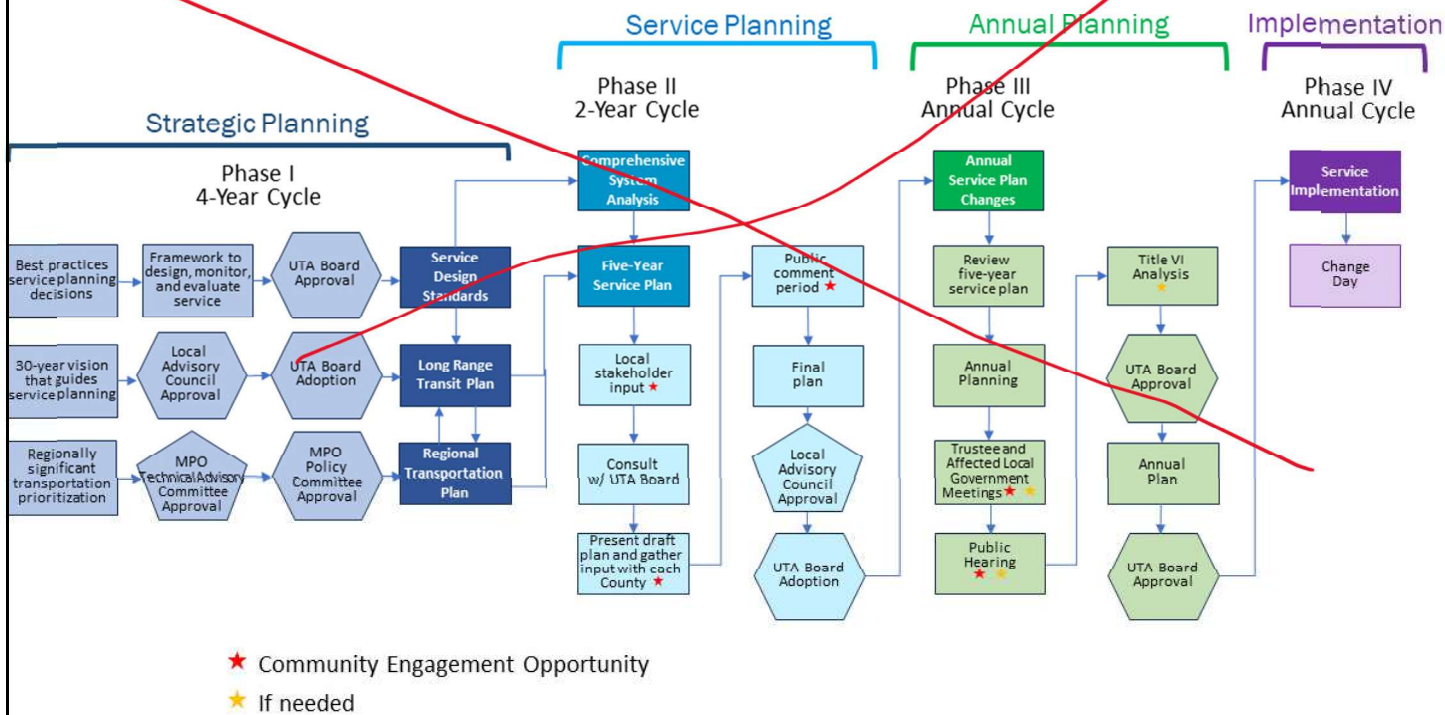
Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
02-20-2019	R2019-02-03	Revised to reflect process changed, renamed, and renumbered from Executive Limitations Policy No. 2.1.4 – Changes to Levels of Service and Routing to Executive Limitations Policy No. 1.4.2 – Service Planning Implementation.
06-12-2019	R2019-06-01	Renumbered and renamed from Executive Limitations Policy No. 1.4.2 – Service Planning Implementation to Board Policy No. 3.2 – Service Planning Implementation; reformatted and revised to reflect name change from Local Advisory Board to Local Advisory Council.
09-07-2022	R2022-12-07 (12-21-2022)	Revised naming of Five-Year Plan from Mobility Plan to Service Plan.
08-28-2024	R2024-09-04 (09-25-2024)	Revised and clarified UTA's service planning process; added additional requirements for Service Design Standards, LRTP, Board consultation and approval requirements, and community engagement; provided directive for development of administrative policies; clarified UTA does not provide Charter Service.
<u>N/A</u>	<u>R2025-05-XX (05-28-2024)</u>	<u>Updated language and consultation role of Local Advisory Council according to SB174 (2025).</u>

Exhibit A

UTA Service Planning and Implementation Process



UTA Service Planning and Implementation Process





Capital Development Project Implementation

Board of Trustees Policy No. 3.3

Application: Board of Trustees and Local Advisory Council

I. Purpose: This policy establishes how Capital Development Projects are advanced from the planning study phase through development and implementation. It also establishes the process by which the Local Advisory Council and the Board of Trustees approve Capital Project Development Plans as required in the Utah Public Transit District Act.

II. Definitions:

A. *"Capital Development Project"* means a project that creates new assets that:

1. Expand transit service through construction of new or extended rail lines or bus rapid transit systems, including associated acquisition of new revenue service vehicles (*"Transit Corridor Project"*); or
2. Involve the construction of new or replacement transit-related facilities that include structures (e.g. maintenance facilities, pedestrian bridges, parking structures, stations, etc.) or other major infrastructure components (e.g. intermodal centers, bus hubs, etc.) (*"Transit Facilities Project"*); and
3. Are not transit-oriented development projects.
4. For purposes of this policy, Capital Development Projects do not apply to ongoing maintenance, state of good repair, safety and security, or information technology projects, unless those projects fit into the definition of Capital Development Projects.

B. *"Capital Project Development Plan"* means a plan for a Transit Corridor Project that includes the following information: project overview, purpose and needs, ridership and benefits, initial cost estimates, and funding potential.

III. Policy:

A. Transit Corridor Projects - The planning, construction, and approval of the Authority's Transit Corridor Projects will proceed as described below and on Exhibit A.

1. Systems Planning
 - a. During the systems planning process, the Authority considers the long-range regional transportation plans developed by the Metropolitan Planning Organizations (MPOs), local master plans and transportation plans, community

needs, and community support for potential capital projects. This visioning effort leads to the identification of specific projects to be studied further.

2. Project Study

- a. During the project study phase, the Authority identifies the purpose of a project and assesses the need for and the benefits of a project. The Authority also evaluates initial cost estimates and funding potential and develops a proposed Capital Project description.
- b. The Authority will present the proposed Transit Corridor Project description to the Local Advisory Council and the Board of Trustees for informational purposes as it advances to the development phase.

3. Environmental Analysis

- a. After a proposed Transit Corridor Project moves to the development phase, the Authority begins the environmental analysis and conceptual engineering for the project. The environmental process identifies a preferred alternative, including alignment and mode and/or site selection. Capital, operating and maintenance cost estimates are also refined and developed. Public and stakeholder involvement will occur throughout the environmental analysis phase.
- b. Once affected MPO(s) approve the locally preferred alternative (LPA) for the project and presentations are made to affected City Councils, a Capital Project Development Plan will be prepared.

4. Capital Project Development Plan

- a. The Capital Project Development Plan will include the LPA, the project's impacts, benefits, costs, and a funding plan that identifies local funding partners, grant opportunities, and other funding sources.
- b. For Transit Corridor Projects that are under the authority of the Utah Department of Transportation (UDOT) as described in Utah Code § 72-1-2, et seq., the Authority's Board of Trustees will approve a Capital Project Development Plan that ~~is 1) primarily funded by state funds or federal grants awarded to UDOT; and 2)~~ has been assigned by UDOT to the Authority to perform specified work on a Transit Corridor Project. The Capital Project Development Plan will be presented to the Board of Trustees in a public meeting for review, along with comments from affected partners. At a subsequent public meeting, the Capital Project Development Plan will be presented to the Board of Trustees for adoption by resolution.
- c. For all other Transit Corridor Projects not governed by III.A.4.b. above, the Capital Project Plan, along with comments received from affected partners, will be presented to the ~~UTA~~-Local Advisory Council for their consultation approval

~~by resolution and recommendation for adoption by the Board of Trustees.~~ The Capital Project Plan will then advance to the ~~UTA~~ Board of Trustees for its final approval and adoption by resolution, and to the federal funding agency if federal funding is being sought.

5. Funding

- a. Any funding agreements between local partners will be approved by the ~~UTA~~ Board of Trustees. Applicable grant applications will be initiated at this time.

6. Procurement

- a. After funding is secured or expenditure authority is received from a funding agency, the Authority may begin procurement efforts, select project designers and contractors, and initiate the purchase of vehicles and equipment.
- b. All contracts will be approved in accordance with the policies of the Board of Trustees.

7. Design/Construction

- a. Once design is underway, the Authority is authorized to acquire necessary rights of way, begin project construction, and commence operation after the appropriate activation steps are completed, in accordance with the policies of the Board of Trustees.

B. Transit Facilities Projects - The planning, construction, and approval of the Authority's Transit Facilities Projects will be developed and approved as part of the Five-Year Capital Plan as defined in Board Policy 2.1 Financial Management.

IV. Cross References: Utah Public Transit District Act, Utah Code § 17B-2a-804 and 808.2; Utah Code § 72-1-2, *et seq* Board Policy 2.1 Financial Management; Board Policy 2.2 Contract Authority, Procurement and Grants.

Approved this ~~18²⁸~~th day of ~~December~~May 202~~5~~4

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

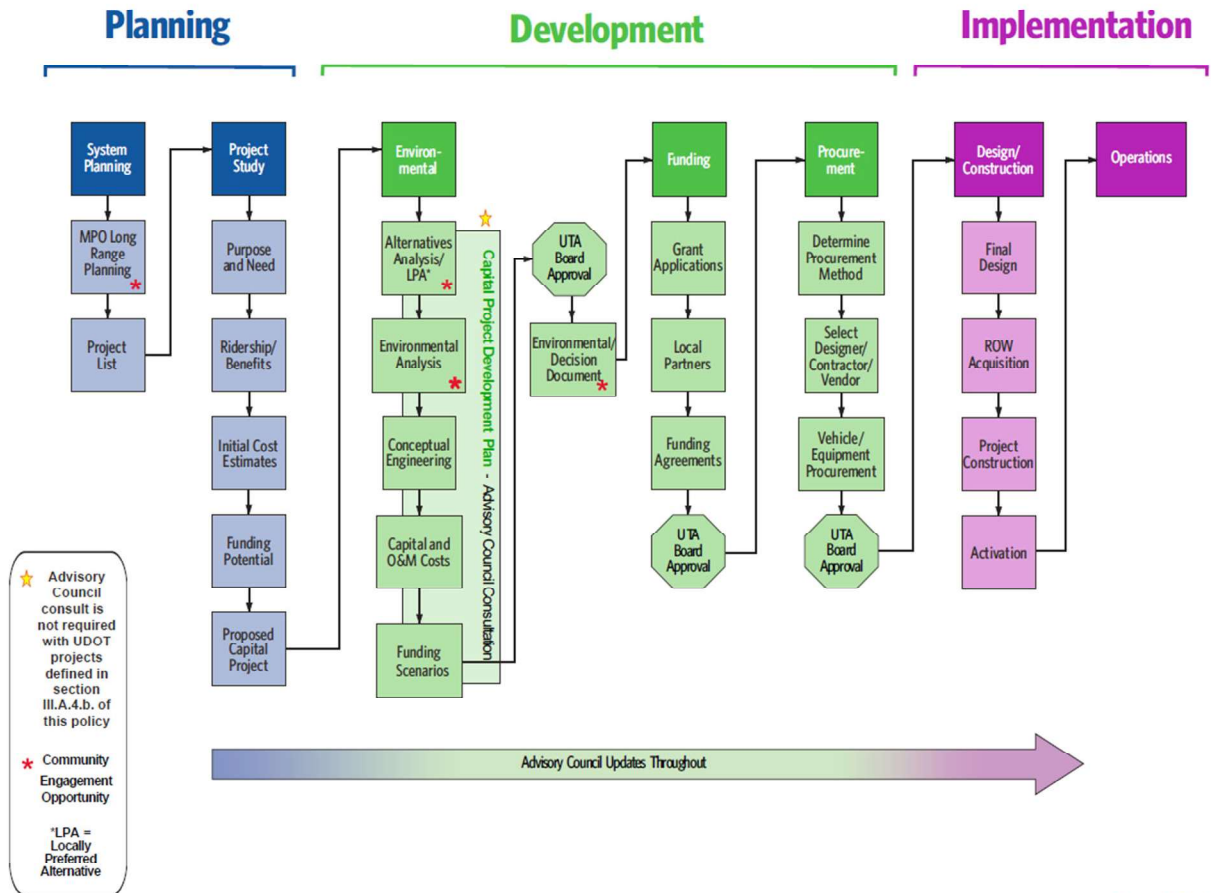
Legal Counsel for the Authority

Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
02-20-2019	R2019-02-04	Revised, renamed, and renumbered from Ends Policy No. 1.4.2 – Planning, Designing, Funding and Construction of Transportation Infrastructure and Services to Policy 1.4.2 – Capital Development Project Implementation.
06-12-2019	R2019-06-01	Reformatted, renumbered to Board Policy 3.3, and revised to reflect name change from Local Advisory Board to Local Advisory Council.
09-07-2022	R2022-12-07 (12-21-2022)	Clarification added on definitions and processes for Capital Project Plans and Transit Corridor Projects; added correlation to Five-Year Capital Plan defined in Board Policy 2.1 Financial Management.
11-06-2024	R2024-12-05 (12-18-2024)	Provided policy revisions in response to updates in Utah Code § 72-1-2, <i>et seq</i> regarding transit related Capital Project Plans under the authority of UDOT.
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Incorporated changes in statute from SB174 (2025) that updated 1) consultation role of Local Advisory Council, and 2) Capital Project Plans under authority of UDOT.</u>

Exhibit A

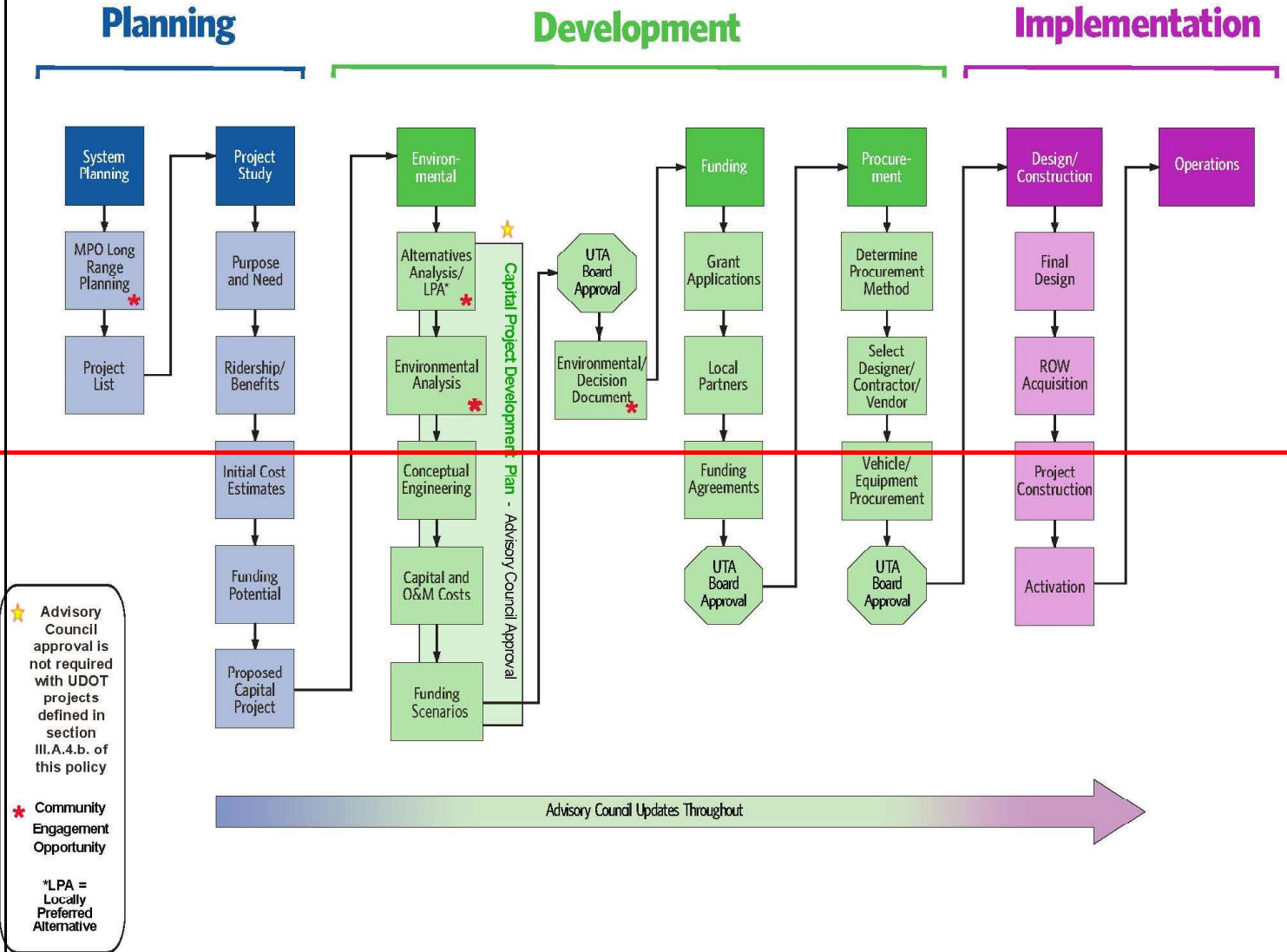
UTA Capital Development / Transit Corridor Project Implementation Process



Board Policy 3.3 Capital Development Project Implementation

Revised 05/2025

UTA Capital Development / Transit Corridor Project Implementation Process





Fares

Board of Trustees Policy No. 4.1

Application: Board of Trustees and Local Advisory Council

I. Purpose: The purpose of this policy is to establish and maintain an effective fare system for the Authority.

II. Definitions:

~~"Charter Service" is transportation provided by the Authority at the request of a third party for the exclusive use of a bus or van for a negotiated price.~~

"Complimentary Passes" are free passes granting access to the Authority's transportation services.

~~"Complimentary Service" is free transportation service provided by the Authority for which no fares or operation costs are collected.~~

"Set" means to establish or determine a value, amount, or condition; "set" is used in this policy to clarify the action to "fix" as used in the Utah Public Transit Districts Act (e.g. to fix fares).

"Sponsored Fare" means transportation fares paid for in part or in full by a third party for service that is not Charter Service.

~~"Sponsored Service" means transportation service paid in part or in full by a third party for service that is not Charter Service.~~

III. Policy:

A. The Board of Trustees will evaluate and establish the Authority's ~~base~~ fare rates in compliance with federal and state requirements.

B. The Board of Trustees will consult with the Local Advisory Council to set fares for service provided by the Authority. After consultation with the Local Advisory Council, the Board shall set fares by resolution with a two-thirds vote of all board members.

A.C. The Executive Director will present the following to the Board of Trustees for approval:

1. Special fare rates including pilot programs, promotions, bulk fare purchases, period pass fare products, specially priced programs and products, and pre-paid fare products
2. Discounts to base fare rates
3. Market segments or groups that are exempt from fare payment
4. Adoption of new fare media and modifications to existing fare media

~~5. Requests for Charter Service~~

~~6.5. Requests for Sponsored Fare~~

~~7. Requests for Sponsored Service~~

~~8. Requests for Complimentary Service~~

~~9.6. Requests for Complimentary Passes that exceed \$5,000~~

~~10.7. Requests to authorize lifetime transit passes to individual(s) will be approved by the Board of Trustees by resolution.~~

~~B.D.~~ The Executive Director will provide notice to the Board of Trustees of the following:

1. The status of Education Pass negotiations with public colleges and universities
2. The status of negotiations for bulk pass purchases over \$200,000
3. Fare suspensions or reductions resulting from a declared emergency

~~The Board of Trustees may delegate approval authority under this Policy to a designee.~~

~~E.~~ Complimentary Passes are authorized for:

- ~~1. All current and retired employees of the Authority and eligible dependents as defined in an administrative UTA Policy that must be approved by the Board.~~
- ~~2. All current Members of the Local Advisory Council, including alternates, and their dependents.~~
- ~~3. Attorneys and staff of the Office of the Utah Attorney General Transit Section assigned to directly represent the Authority, including managing attorneys.~~
- ~~C.4. Former Trustees, including one dependent, who have been appointed by the Governor and completed at least one full-term of service.~~

IV. Cross References: Urbanized Area Formula Grants, 49 United States Code §5307; Americans with Disabilities Act, 42 United States Code §12101 et seq.; ~~Charter Service 49 CFR Part 604;~~ Environmental Justice Guidance, FTA Circular 4703.1; Fare Equity Analysis, FTA Circular 4702.1B; Public Transit District Act, Utah Code § 17B- 2a-808.1; UTA Policy UTA.02.03 – Fares; ~~UTA Corporate Policy 4.2.1 – Emergency and Disaster Preparedness; UTA R2020-01-04 Complimentary Service.~~

Approved this ~~21st~~28th day of ~~May 2025~~December 2022

Carlton Christensen – Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

Legal Counsel for the Authority

Revision/Review History:

Local Advisory Council Review	Board of Trustees Approval (Resolution Number)	Action
07-17-2019	R2019-07-03 (07-31-2019)	Revised and adopted new Board Fare Policy and rescinded the following Board Policies: Executive Limitations Policy No. 2.1.2 – Fare Discounts; Executive Limitations Policy No. 2.4.2 – Review of Rates and Charges for Service; and Executive Limitations Policy No. 2.1.7 – Pilot Programs and Innovative Services.
09-07-2022	R2022-12-07 (12-21-2022)	Updated Section III(B) identifying fare products requiring Board approval.
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Removed Charter Service, Complimentary Service and Sponsored Service (previously moved to Board Policy 3.2). Added Local Advisory Council consultation prior to setting fares as required by SB174 (2025). Added section authorizing certain Complimentary Passes.</u>



Transit Oriented Development

Board of Trustees Policy No. 5.1

Application: Board of Trustees and Local Advisory Council

- I. Purpose: The purpose of this policy is to establish a uniform method to guide the pre-development, development, and management of transit-oriented development projects that the Authority has a property or financial interest in, and to guide the projects in a manner that is transparent and involves communities, regional partners, and stakeholders.
- II. Definitions:
 - A. Concept Plan means an illustrative map depicting proposed infrastructural and land use improvements within a station area that corresponds with a Station Area Plan ("SAP") and Implementation Plan ("IP").
 - B. Design Review Committee ("DRC") means the multi-disciplinary committee responsible for reviewing Master Plans and Site Designs proposed by development partners. The DRC consists of representatives from various departments within the Authority, as well as other stakeholders as necessary.
 - C. Development Team means a team consisting of assigned authority personnel, development partners, consultants, and contractors.
 - D. Implementation Plan means a list of tasks necessary to implement improvements described within a Station Area Plan, along with anticipated timing, budget, and responsible stakeholders.
 - E. Metropolitan Planning Organization ("MPO") means an organization designated to carry out the metropolitan transportation planning process.
 - F. Moderate Income Housing Plan ("MIHP") means a plan required by Utah state statute that mandates each municipality make efforts to minimize regulatory barriers to moderate income housing and take actions to encourage preservation of existing moderate-income housing and development of new moderate-income housing.
 - G. Station Area means the physical extents expected to be materially impacted by the presence of a transit station. A station area begins with a half-mile radius and is refined by local context.
 - H. Station Area Plan ("SAP") means a shared vision, concept plan, and implementation plan illustrating recommendations to optimally integrate infrastructure, transit services, and land uses within a station area.

- I. Transit-Oriented Communities (“TOC”) means a series of transit-oriented developments that are configured to increase access to opportunity via transit, walking, biking, or other alternative modes of transportation.
 - J. Transit-Oriented Development (“TOD”) means a mixed-use real estate development occurring near a transit station, designed to increase access to and from transit.
- III. Policy: The approval and implementation of Authority Transit-Oriented Development (“TOD”) projects will proceed as described below and on Exhibit A.
- A. Transit-Oriented Communities (“TOC”) Planning and Design Principles
 1. TOC Planning and Design Principles are general guidelines developed by the Authority that provide a framework of an ideal transit-oriented community (e.g., connectivity, transit supportive land uses, building orientation).
 2. TOD Design Standards are included in the TOC Planning and Design Principles. TOD Design Standards are specific recommendations developed by the Authority to guide developers, cities, and design consultants to meet the TOC Planning and Design Principles (e.g., street sections, block sizes, architectural standards).
 3. TOC Planning and Design Principles, including the TOD Design Standards, must be approved by a resolution of the Board initially and every three years ongoing.
 - B. Station Area Plan (“SAP”)
 1. The Authority collaborates with local municipalities and applicable Metropolitan Planning Organizations (MPOs) to prepare an SAP for areas around transit hubs.
 2. SAPs guide the Authority, MPOs and the applicable municipality to establish:
 - a. Appropriate land use regulations
 - b. Desired land uses
 - c. Infrastructural improvements to optimize access to transit, other critical opportunities, and services
 3. The Authority, MPOs and the applicable municipality discuss existing conditions, including affordable housing needs within the station area, consistent with the municipality’s Moderate Income Housing Plan (“MIHP”). Recommendations may be included in the SAP.
 4. The SAP includes a Vision, a Concept Plan, and an Implementation Plan.

~~5. The SAP is approved by the applicable municipality, approved by a resolution of the Local Advisory Council and adopted by a resolution of the Board of Trustees prior to procurement of a development partner for the associated site. Municipal and Local Advisory Council approvals must occur prior to SAP adoption by the Board of Trustees.~~

6.5. For an SAP which includes property owned by the Authority, the SAP must be approved by the applicable municipality, be certified by the applicable MPO, and reviewed by the Local Advisory Council before being presented to the Board of Trustees for adoption. The SAP must be adopted by the Board of Trustees prior to procurement of a development partner for the associated site.

C. Site Selection

1. The Authority analyzes findings from SAPs, including feasibility of the Concept Plan and progress of the Implementation Plan, to determine if sites are prepared for development efforts.
2. Sites are selected for development by a resolution of the Board of Trustees.

D. Developer Procurement

1. The Authority prepares developer criteria derived from the findings of the applicable SAP. This Authority criteria is used to inform developer procurements and design reviews.
2. Upon site selection and authorization from the Board of Trustees, the Authority solicits developers through a process consistent with procurement law and policies. Developer skills and expertise must align with the vision and Concept Plan identified in the SAP.
3. Developer responses to solicitation are evaluated by a selection committee comprised of Authority personnel, municipality personnel (at the discretion of the applicable municipality), and other stakeholders (as necessary). Based on the evaluations, the selection committee selects a development partner for the project.
4. The Authority enters an exclusive negotiation period, per the terms of an Exclusive Negotiation Agreement (ENA), with the selected development partner. ENAs must be appropriate for the size and scope of the TOD project.
5. The ENA governs the relationship between the Authority and development partners during pre-development. ENAs do not convey any permanent rights and do not have any monetary value.

E. Master Plan

1. For TOD projects requiring more than one development phase, the ~~Development Team~~ creates Master Plans for TOD projects in collaboration with municipality staff to ensure that the ultimate build-out of the TOD site is

consistent with the applicable SAP.

~~4.2.~~ For single-phase TOD projects, the Development Team creates TOD Plans for projects in collaboration with municipality staff to ensure that the ultimate build-out of the TOD site is consistent with the applicable SAP.

~~2.3.~~ If the SAP recommends residential uses for Authority property, the Development Team meets with municipality representatives to discuss opportunities to incorporate affordable housing, consistent with the municipality's MIHP.

~~3.4.~~ The Master Plans or single-phase TOD Plans provides a general description of the development program for all phases of development, site layout, development phasing, and projected schedule.

~~4.5.~~ The Design Review Committee (DRC) ensures that Master Plans or single-phase TOD Plans adhere to criteria defined in section III ~~(F.)(2.)~~ and ~~(3.)~~ below.

~~5.6.~~ The Master Plans or single-phase TOD Plans is ~~may be~~ accompanied by a corresponding Master Development Agreement that establishes general terms between the Authority and the development partner. The Master Development Agreement governs all phases of development.

~~6.7.~~ When there is a federal interest in the real property, the Development Team creates a project that meets the requirements of the Federal Transit Administration ("FTA") Joint Development program. Prior to construction, Authority staff obtains FTA concurrence for development proposals at sites involving federal interest.

~~7.8.~~ If a Master Plans or single-phase TOD Plans is required, the Master Plan must be ~~approved by a resolution of~~ reviewed by the Local Advisory Council and adopted by a resolution of the Board of Trustees.

~~8.9.~~ If a Master Development Agreement is required, the Master Development Agreement must be approved by a resolution of the Board of Trustees.

F. Site Design

1. The Development Team generates Site Designs as individual phases of development are identified and readied for construction. Site Designs will include the final footprint and orientation of buildings, streets, plazas, amenities, landscaping, and other features to be constructed within the scope of that phase.
2. The DRC ensures that proposals:
 - a. Adhere to the applicable SAP
 - b. Adhere to the Authority's general TOC Planning and Design Principles
 - c. Meet requirements set forth in the procurement documents
 - d. Reflect community interests
 - e. Protect the transit-critical functions of the site

3. DRC reviews will complement and augment the existing city review process.

G. Financial Proposal and Phase Agreement

1. The Development Team produces a Financial Proposal for individual development phases including the development pro forma, that demonstrates a positive return to the Authority, and the applicable Phase Agreement (e.g. Operating Agreement, Ground Lease Agreement, or other).
2. The Financial Proposal is reviewed by a third-party expert consultant to ensure that the terms are market feasible, ethical, and provide the Authority with a reasonable return. The findings from the third-party expert review are provided to the Board of Trustees.
3. The Financial Proposal and the terms of the applicable Phase Agreement must be approved by the Board of Trustees in a public meeting prior to execution.

H. Conflict Avoidance

1. During all stages of the development process, including but not limited to pre- development, development, and management, Authority personnel must take proactive measures to avoid any actual or perceived conflict of interest. Authority personnel will comply with requirements of UTA Policy UTA.01.01 Ethics.
2. The personal financial interests of any public officer or employee (as defined by the Utah Public Officer's and Employee Ethics Act) may not directly influence any aspect of the SAP, Master Plan, Site Design, Financial Proposal, or any other TOD associated instrument. Board of Trustees, Officers of the Authority Board and Local Advisory Council Members will comply with requirements of Board Policy 1.2 Ethics.
3. The ENA must contain an appropriate conflict avoidance disclosure and avoidance requirements.

I. Management

1. During construction, the Development Team coordinates with the Authority and municipality staff to reasonably mitigate any negative effects to transit operations and Authority patrons due to construction activities.
2. After construction is complete, the Authority ensures compliance with all applicable agreements, tracks revenue distributions, and confirms that policies, procedures, and Federal obligations are met.
3. All revenue generated by FTA-approved Joint Development projects will be treated as Program Income.
4. All one-time revenues generated by a major capital event (such as a sale or refinancing of a TOD project) may be reserved and used for future TOD- supportive capital expenditures.

Cross References: 49 USC 5315 – DOT Private Sector Participation; FTA C 7050.1- FTA Joint Development Circular; Utah Code Section 17B-2a-804 - Public Transit District Act; Utah Code Section 67- 16 - Utah Public Officers’ and Employees’ Ethics Act; Board Policy 1.2 Ethics; Board Policy 3.3 Capital Development Project Implementation; Board Policy 5.2 Real Property; UTA.01.01 Ethics Policy; UTA.06.03 Capital Asset Policy; Corporate Policy 2.2.1 Real Property

Approved this ~~28th~~ ~~13th~~-day of ~~May~~~~March~~, 202~~5~~~~4~~

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to Form:

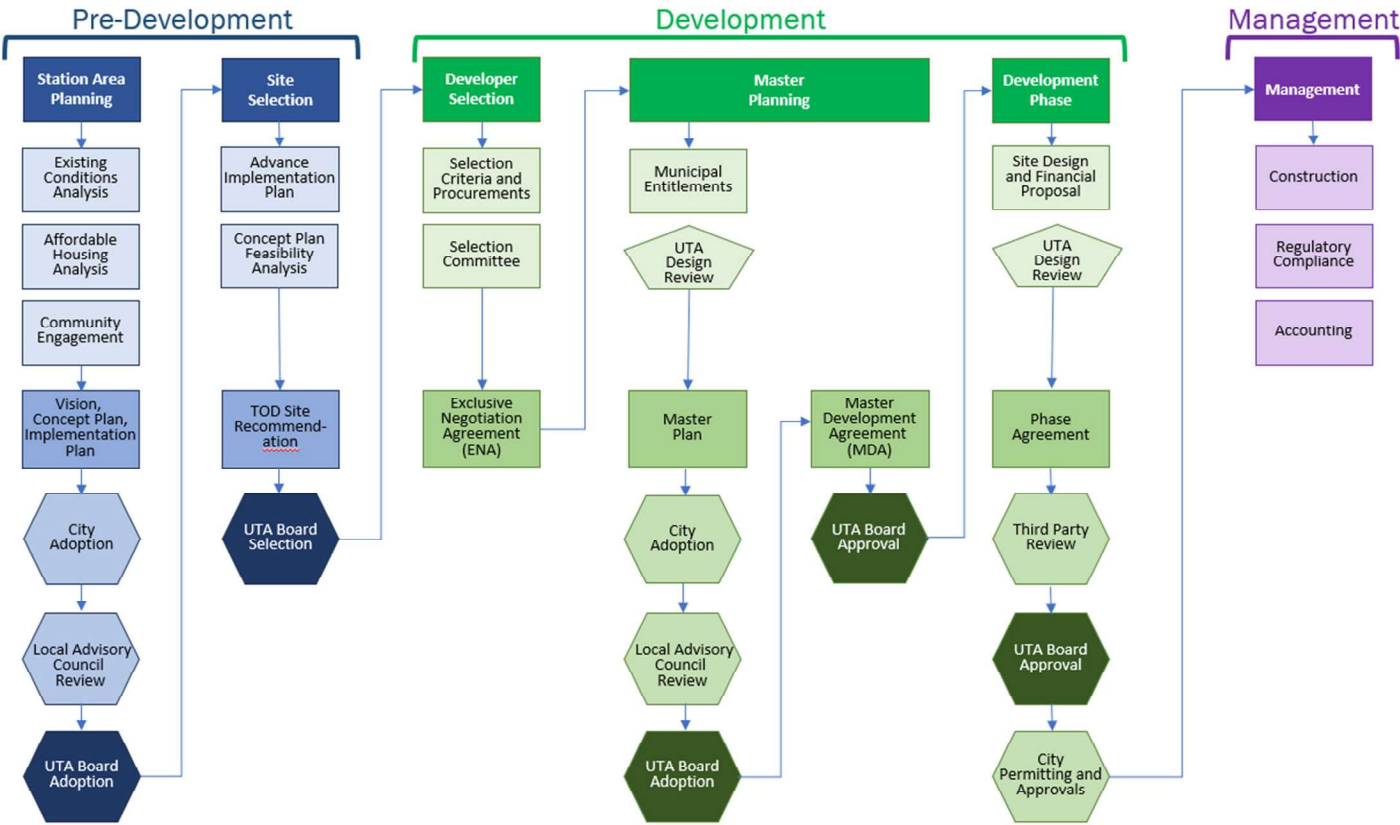
Legal Counsel for the Authority

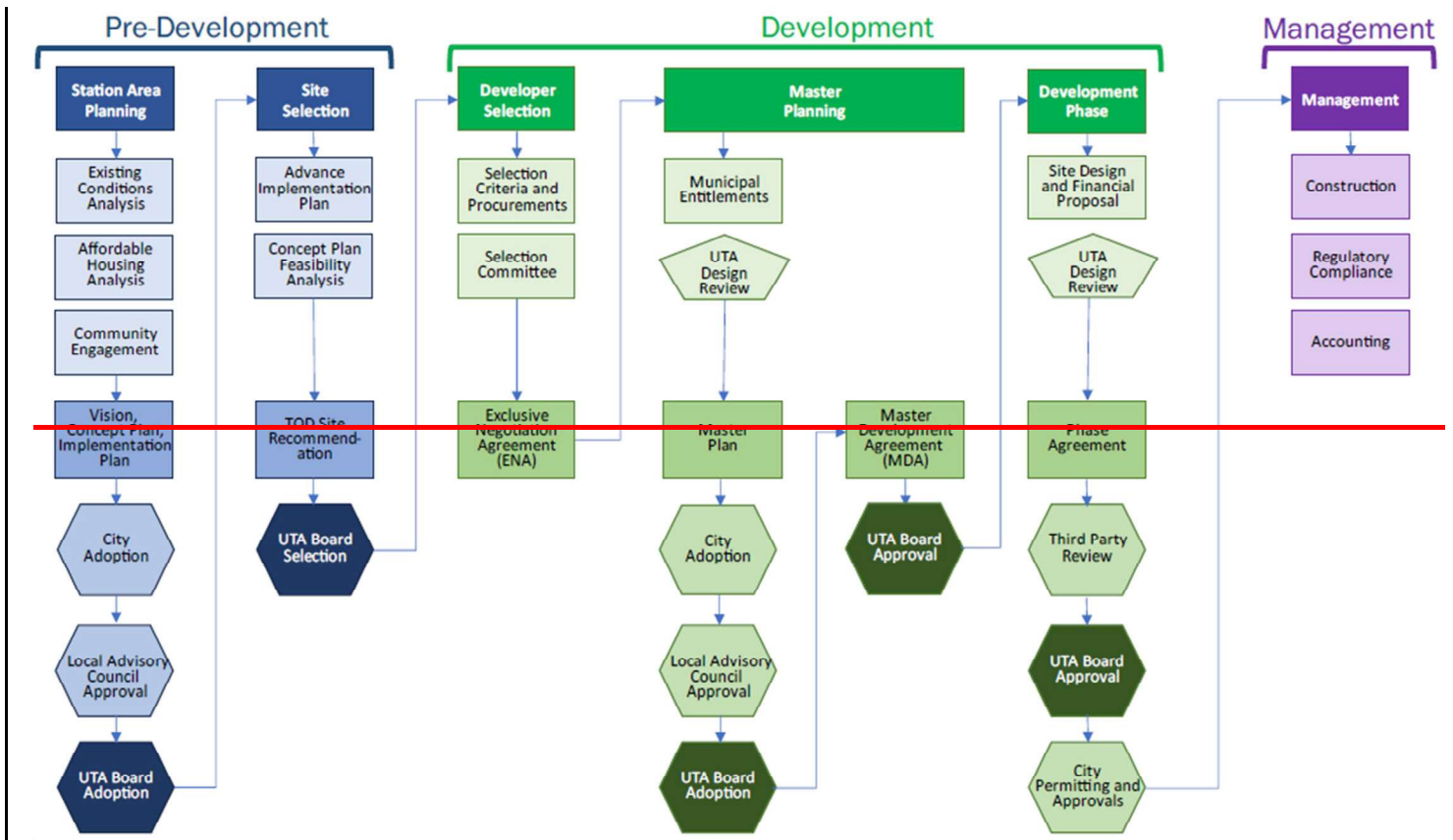
Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
2-20-2019	R2019-01-04	Revised to reflect process changes
06-12-2019	R2019-06-01	Renumbered and renamed from Executive Limitations Policy 2.2.4 – Transit Oriented Development to Board Policy No. 5.1 – Transit Oriented Development; revised to reflect name change from Local Advisory Board to Local Advisory Council.
02-21-2024	R2024-03-01 (03-13-2024) R2024-03-01	Incorporated changes due to 2022 HB462 to Station Area Plan process; adds board approval for TOD Design Standards; adds <u>Local Advisory Council</u> approval of a Master Plan; adds requirements for conflict avoidance.
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Added three-year approval timeframe for TOC Planning and Design Principles. Added Single-Phase TOD Plans. Updated Local Advisory Council role for consultation as required in SB174 (2025).</u>

Exhibit A

UTA TOD Planning and Development Process







Real Property

Board of Trustees Policy No. 5.2

Application: Board of Trustees and Local Advisory Council

- I. Purpose: The purpose of this policy is to guide the acquisition, disposition, encumbrance, or other commitment or contracts for control or use of real property.
- II. Definitions:
 - A. “Approved Capital Development Project” means a capital development project, as defined in Board Policy 3.3 Capital Development Project Implementation, that has been approved by the Board of Trustees.
 - B. “Real Property Transaction” means the acquisition, disposition, encumbrance, or other commitment or contract for the control or use of real property.
- III. Policy:
 - A. Real Property Transactions
 1. The Board of Trustees must approve Real Property Transactions that:
 - a. have an aggregate value of ~~\$200,000~~\$250,000 or more, except when authority has been delegated for an Approved Capital Development Project as described in paragraph III.A.3. below
 - b. cause the Real Property Transaction line item in an Approved Capital Development Project budget to be exceeded
 - c. must be acquired through the use of eminent domain
 - d. result in a purchase price that exceeds the fair market value plus an administrative settlement permitted by federal regulations
 - e. convey property rights that interfere with the intended use of the property, transit operations, or continuing control of the property as required by federal requirements
 - f. result in the contracted sale or revenue amount previously approved by the Board of Trustees to decrease by fifteen percent (~~12~~15%) or more
 - g. result in the contracted purchase or payment amount previously approved by the Board of Trustees to increase by fifteen percent (~~12~~15%) or more
 - h. are for the acquisition, disposition or development of real property for the purpose of transit-oriented development, after consultation with the Local Advisory Council

2. The Board of Trustees must approve Real Property Transactions of \$1 million or greater by resolution.
3. The Board of Trustees may establish parameters, by resolution, that delegate authority to the Executive Director to approve Real Property Transactions of ~~\$200,000~~ \$250,000 or more that have been included in an Approved Capital Development Project budget.

B. Annual Report

1. The Executive Director must present an annual report by April 1 each year to the Board of Trustees that includes an inventory of real property and a summary of property acquisitions and dispositions occurring since the previous year report. The Authority will classify real property as Transit Critical, Transit-Oriented Development, or Surplus.

Cross References: 42 USC 4651– Uniform Acquisition Policy for Federally Assisted Programs; FTA C 5010.1E- FTA Award Management Circular; Utah Code Section 17B-2a-804 - Public Transit District Act; Board Policy 1.3 Executive Relationships and Meetings; Board Policy 3.3 Capital Development Project Implementation; UT1-A.02.01 Spending Authority Policy; UTA.06.01 Transit Asset Management and State of Good Repair Policy; UTA.06.03 Capital Asset Policy; Corporate Policy 2.2.1 Real Property; Corporate Policy 3.1.12 Capital Assets

Approved this ~~13th~~ 28th day of ~~May~~March, 2025~~4~~

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to Form:

Legal Counsel for the Authority

Revision/Review History:

Date of Local Advisory Council Consultation	Board of Trustees Approval (Resolution Number)	Action
6-12-2019	R2019-06-01	Combined Board Policy Nos. 1.4.1a – Property – Acquisition, 2.2.2 – Property, and 1.4.1b – Property – Encumbrance into Board Policy 5.2 – Real Property.
02-21-2024	R2024-03-01 (03-13-2024)	Added <u>Local Advisory Council</u> consultation for acquisition, disposition or development of real property; revised requirement for classification of real property; aligned definition of “Approved Capital Development Project” to Board Policy 3.3 Capital Development Projects Implementation.
<u>N/A</u>	<u>R2025-05-XX</u> <u>(05-28-2025)</u>	<u>Updated contract review levels from \$200,000 to \$250,000 and from 15% to 25% as revised in SB174 (2025). Added requirement for real property inventory report to be delivered by April 1 each year.</u>