



# 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 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.

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 ~~day-to-day management and operation of Authority~~ 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. Develop and 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. Fix the compensation of all Officers and employees of the Authority by resolution, excluding the Board of Trustees.
  - e. Fulfill all other powers and duties defined in Utah's Public Transit District Act and Board Policies.
2. The Local Advisory Council (the "Council") is an advisory body to the Board of Trustees. The Local Advisory Council will meet at least quarterly with and consult with the Board of Trustees 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 from the Council to the Board will be done in a public meeting as defined in OPMA for the purpose of sharing information and providing comment prior to a decision or action of the Board.
    - 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 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, the Executive Director is responsible for the day-to-day administration of the Authority's business affairs, including the appointment of 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 the annual goals and outcomes of the Executive Director and Executive Team.
  - iv. Report quarterly and annual progress on the Authority's Strategic Plan.
  - v. 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. Fulfill all other powers and duties defined in Utah's Public Transit District Act 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 \_\_\_\_ day of \_\_\_\_ 2024~~3~~

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Carlton Christensen - Chair, Board of Trustees

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Secretary of the Authority

Approved as to form and content:

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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>11-06-2024</u>	R2024-XX-XX	<u>Updated policy language for Administrative Meetings with the Board of Trustees to align with legislative updates to OPMA in 2024 (HB36).</u>

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