

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

**BOARD POLICY 1.3 Executive Relationships and Meetings
BOARD POLICY 3.3 Capital Development Project Implementation**

R2024-12-05

December 18, 2024

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 (collectively referred to as “the Act”);

WHEREAS, the Board of Trustees (“Board”) of the Authority is empowered under the Act to, develop and approve board policies; and

WHEREAS, the Board adopts policies to provide leadership and governance to the Authority; and

WHEREAS, on November 6, 2024, the Board of the Authority consulted with the Local Advisory Council of the Authority, as required by the Act, on the proposed Revised Board Policies 1.3 – Executive Relationships and Meetings and 3.3 – Capital Development Project Implementation; and

WHEREAS, the Board wishes to adopt the revised Board Policies 1.3 – Executive Relationships and Meetings and 3.3 – Capital Development Project Implementation.

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

1. That the revised Board Policy 1.3 – Executive Relationships and Meetings (attached as “Exhibit A” to this Resolution) and Board Policy 3.3 – Capital Development Project Implementation (attached as “Exhibit B” to this Resolution) are hereby adopted.

R2024-12-05

2. That the Board formally ratifies actions taken by the Authority, including those taken by the Executive Director, staff, and counsel that are necessary or appropriate to give effect to this Resolution.
3. That the corporate seal be attached hereto.

Approved and adopted this 18th day of December 2024.

DocuSigned by:

Carlton Christensen

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Carlton Christensen, Chair
Board of Trustees

ATTEST:

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[Signature]

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Secretary of the Authority



(Corporate Seal)

Approved As To Form:

Signed by:

David Wilkins

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Legal Counsel

Exhibit A

(Revised Board Policy 1.3 Executive Relationships and Meetings)



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 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 18th day of December 2024

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

Signed by:

David Wilkins

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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
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).

Exhibit B

(Revised Board Policy 3.3 Capital Development Project Implementation)



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 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.

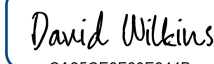
- IV. Cross References: Utah Public Transit District Act, Utah Code § 17B-2a-804 and 808.2; Utah Code § 72-1-2, *et seq* Board Policy 2.1 Financial Management; Board Policy 2.2 Contract Authority, Procurement and Grants.

Approved this 18th day of December 2024

Carlton Christensen - Chair, Board of Trustees

Secretary of the Authority

Approved as to form and content:

Signed by:


CA25CE8F60E344B
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.

Exhibit A

UTA Capital Development / Transit Corridor Project Implementation Process

