



**Public Notice is Hereby Given of the Special Meeting of the
Board of Trustees of the Utah Transit Authority**

Wednesday, April 18, 2018, 1:30 p.m.
Utah Transit Authority Headquarters, 669 West 200 South, Salt Lake City, Utah
Golden Spike Conference Rooms

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| 1. | Call to Order & Opening Remarks | Chair Greg Bell |
| 2. | Pledge of Allegiance | Rebecca Cruz |
| 3. | Safety First Minute | Dave Goeres |
| 4. | General Public Comment Period
<i>The Board of Trustees invites brief comments from the public as defined below.</i> | Steve Meyer |
| 5. | <u>R2018-04-01: Granting Contract and Expenditure Authority</u> | Trustee Jeff Acerson |
| 6. | <u>R2018-04-02: Continuity of Legal Services</u> | Kim Ulibarri |
| 7. | Closed Session | Chair Greg Bell |
| | a. Discussion of the purchase, exchange, lease or sale of real property when public discussion would prevent the Authority from completing the transaction on the best possible terms. | |
| | b. Strategy session to discuss the character, professional competence, physical or mental health of an individual. | |
| | c. Strategy session to discuss collective bargaining. | |
| | d. Strategy session to discuss pending or reasonably imminent litigation. | |
| 8. | Action Taken Regarding Matters Discussed in Closed Session | Chair Greg Bell |
| 9. | Other Business | Chair Greg Bell |
| 10. | Adjourn | Chair Greg Bell |

Public Comment: Members of the public are invited to provide comment during the general comment period at UTA's Board of Trustee meetings, or prior to any action on a board resolution. Comment may be provided in person or online through www.rideuta.com. In order to be considerate of time and the agenda, comments are limited to 2 minutes per individual, or 5 minutes for a spokesperson designated to represent a group.

Special Accommodation: Information related to this meeting is available in alternate format upon request by contacting callredge@rideuta.com or (801) 287-3536. Request for accommodations must be made at least two business days in advance of the scheduled meeting.

Chance Takers Are Accident Makers



UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES
Agenda Item Coversheet

DATE:	April 18, 2018
CONTACT PERSON:	Bob Biles, Vice President Finance
SUBJECT:	Resolution R2018-04-01 granting contract and expenditure authority
BACKGROUND:	<p>Senate Bill 136 requires the board of trustees of a large public transit district, such as UTA, to review and approve any contract or expense exceeding \$200,000 or any proposed change order to an existing contract if the value of the change order exceeds 15% of the total contract and brings the total contract to \$200,000 or more or \$200,000.</p> <p>Senate Bill 136 also authorizes the board of trustees of a large public transit district to provide by resolution for payment of demands against the district without prior specific approval by the board under certain conditions.</p> <p>If approved, Resolution R2018-04-01 sets specific contracting and expenditure authority for the President/CEO/Executive Director effective on May 8. In addition to being able to approve contracts, expense, and change orders up to \$200,000, the President/CEO/Executive Director would be given the authority to approve, in an emergency situation, contracts for more than \$200,000. Emergency is defined as “an urgent need for the goods or services and the Authority will sustain serious injury if the contract, expense, or change order is not approved immediately.” The President/CEO/Executive Director must report emergency contracts to the Board at its next meeting.</p> <p>The Resolution also grants the President/CEO/Executive Director the authorization to approve payments to vendors for the purposes and expenditure ranges described in Exhibit A. These payments are for insurance, health insurance, employee payroll taxes, and electricity, contributions to the pension and 457 systems, and lease or bond payments. All other payments over \$200,000 must be approved by the Board.</p>

	Finally, the resolution directs staff to draft a Board policy implementing the contracting and expenditure authority described in Senate Bill 136 for review by the Finance and Audit Committee and the Board.
PREFERRED ALTERNATIVE:	<ul style="list-style-type: none">• Approve• Amend and Approve
EXHIBITS:	<ul style="list-style-type: none">• Resolution R2018-04-01

**RESOLUTION OF THE BOARD OF TRUSTEES OF THE UTAH TRANSIT
AUTHORITY GRANTING CONTRACT AND EXPENDITURE AUTHORITY**

No. R2018-04-01

April 18, 2018

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

WHEREAS, Senate Bill 136 requires the board of trustees of a large public transit district, such as the Authority, to review and approve any contract or expense exceeding \$200,000 or any proposed change order to an existing contract if the value of the change order exceeds 15% of the total contract or \$200,000;

WHEREAS, Senate Bill 136 becomes effective May 8, 2018; and

WHEREAS, the Board of Trustees of the Authority (the "Board") desires to comply with Senate Bill 136 and to provide direction to the Authority prior to the adoption of a Board policy implementing legislative requirements regarding contracting and expenditure authority.

NOW, THEREFORE, EFFECTIVE MAY 8, 2018, BE IT RESOLVED by the Board of Trustees of the Utah Transit Authority:

1. That the President/CEO/Executive Director is authorized to approve contracts, expenses, and change orders having a value less than \$200,000.
2. That the President/CEO/Executive Director is authorized to approve payments to vendors for the purposes and expenditure ranges described in Exhibit A.
3. That the President/CEO/Executive Director is authorized to approve contracts, expenses, and change orders in excess of \$200,000 if they are necessary to meet an urgent need for goods and services and the Authority will sustain serious injury if the contract, expense, or change order is not approved immediately ("Emergency Expenditure").
4. That any Emergency Expenditure is presented to the Board for approval at its next meeting.
5. That staff is directed to draft a Board policy implementing the contracting and expenditure authority described in Senate Bill 136 for review by the Finance and Audit Committee and the Board.

6. That the Board hereby ratifies any and all actions taken by Authority management and staff in furtherance of and effectuating the intent of this Resolution.
7. That the corporate seal shall be affixed hereto.

APPROVED AND ADOPTED this 18th day of April 2018.

Greg Bell, Chair
Board of Trustees

ATTEST:

Robert K. Biles, Secretary/Treasurer

(Corporate Seal)

CERTIFICATE

The undersigned duly qualified Chair of the Board of Trustees of the Utah Transit Authority certifies that the foregoing is a true and correct copy of a resolution adopted at a legally convened meeting of the Board of Trustees held on the 18th day of April, 2018.

Greg Bell, Chair
Board of Trustees

Robert K. Biles, Secretary/Treasurer

Approved As To Form:

Legal Counsel

Exhibit A

Vendor	Purpose	Frequency	Expenditure Range
AON Risk Insurance	Insurance	Quarterly	\$800,000 to \$1,000,000
Cambridge Associates	Pension contributions	Bi-weekly	\$700,000 to \$900,000
Vantagepoint	457 contributions	Monthly	\$600,000 to \$700,000
Mutual of America	457 contributions	Monthly	\$400,000 to \$500,000
Select Health	Health insurance	Monthly	\$800,000 to \$1,200,000
PEHP	Health insurance	Monthly	\$300,000 to \$400,000
UTA/Joint Insurance Trust	Health insurance	Monthly	\$1,200,000 to \$1,400,000
Utah State Tax	Employee payroll taxes	Monthly	\$200,000 to \$300,000
IRS	Employee payroll taxes	Bi-weekly	\$1,000,000 to \$1,500,000
Rocky Mountain Power	Electricity	Monthly	\$200,000 to \$400,000
Zions Bank	Bond principal and interest	Monthly	\$8,400,000 to \$9,500,000
Banc of America	Lease payments - revenue service vehicles	Monthly	\$500,000 to \$800,000

UTAH TRANSIT AUTHORITY BOARD OF TRUSTEES
Agenda Item Coversheet

DATE:	April 18, 2018
CONTACT PERSON:	Kim Ulibarri, Chief People Officer
SUBJECT:	Resolution regarding continuity of Legal Services at UTA
BACKGROUND:	Senate Bill 136 transitions legal representation of the Authority to the Utah Attorney General on or before July 1, 2019. At the request of the Office of the Attorney General UTA is working to ensure continuity of legal services until such time that these services can reasonably be transferred to the Attorney General. This resolution allows separated UTA attorneys to continue working on UTA matters, on an as-needed contract basis, as determined by UTA.
PREFERRED ALTERNATIVE:	<ul style="list-style-type: none">• Approve as presented
EXHIBITS:	a. R2018-04-02 Continuity of Legal Services

**RESOLUTION OF THE BOARD OF TRUSTEES REGARDING
CONTINUITY OF LEGAL SERVICES**

No. R2018-04-02

April 18, 2018

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

WHEREAS, Senate Bill 136 transitions legal representation of the Authority to the Utah Attorney General on or before July 1, 2019; and

WHEREAS, Executive Limitations Policy 2.1.5 and Corporate Policy 1.1.7 both prohibit the procurement of services from any former Authority personnel for a period of one year, unless specifically approved by the Board of Trustees (“Board”); and

WHEREAS, applicable laws and the Authority’s policies and procedures both require that all services must be procured pursuant to a standard procurement process; and

WHEREAS, the Board may make exceptions to this requirement in circumstances that make awarding a contract through a standard procurement process impractical and not in the best interests of the Authority; and

WHEREAS, the Board desires to ensure the continuity of legal representation to the Authority during the transition period; and

WHEREAS, the Board finds that existing contractual arrangements with outside law firms may not cover all potential legal requirements during the transition period; and

WHEREAS, the Board finds that requiring a new standard procurement process for such legal needs may result in unreasonable transition costs or delays which are not in the best interests of the Authority.

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

1. That an exception to the one-year limitation imposed by Executive Limitations Policy 2.1.5 and Corporate Policy 1.1.7 is granted, as it pertains to the Authority’s General Counsel or other staff attorneys (“UTA Attorneys”) who may separate from the Authority prior to the transition of legal representation to the Utah Attorney General.

2. That, notwithstanding the foregoing, any legal services provided by separated UTA Attorneys must continue to conform to the Utah Rules of Professional Conduct, including those rules involving conflicts of interest.
3. That, during the transition period, the Board authorizes the Authority to procure legal services from UTA Attorneys (including UTA Attorneys retained through law firms that are not current UTA contractors) without undertaking a new standard procurement process.
4. That, the President/CEO/Executive Director is authorized and empowered to take or direct such other actions as may be reasonably required or implied to give effect to this Resolution.
5. That this Resolution stay in full force and effect unless amended or rescinded by further action of the Board of Trustees or until all actions authorized by this Resolution have been completed or the time contemplated by the Resolution has elapsed.
6. That the Board hereby ratifies any and all actions taken by Authority management and staff in furtherance of and effectuating the intent of this Resolution.
7. That the corporate seal be attached hereto.

APPROVED AND ADOPTED this 18th day of April 2018.

Greg Bell, Chair
Board of Trustees

ATTEST:

Robert K. Biles, Secretary/Treasurer

(Corporate Seal)

CERTIFICATE

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Legal Counsel