



Minutes of the Executive Committee (EXC) Meeting  
of the Board of Trustees of the Utah Transit Authority (UTA)  
Monday, February 13, 2017  
FrontLines Headquarters, 669 West 200 South, Salt Lake City, UT

**Attending:**

Robert McKinley, Chair  
Sherrie Hall Everett, Vice Chair (via telephone)  
Jeff Acerson  
Charles Henderson  
Troy Walker (via telephone)

**Excused/Not in Attendance:** Keith Bartholomew, Jeff Hawker, Bret Millburn

Chair McKinley called the meeting to order at 12:42 p.m. with five committee members present.

Chair McKinley then yielded the floor to Dave Goeres, UTA Chief Safety, Security & Technology Officer, for a safety message.

**Executive Consent Agenda.**

1. Approval of January 17, 2017 Meeting Report
  - a. A motion to approve the consent agenda was made by Trustee Henderson and seconded by Trustee Walker. The motion carried by unanimous consent with five aye votes.

**Informational Items.**

1. Risk Assessment Process.
  - a. Riana de Villiers, UTA Chief of Internal Audit, delivered a presentation on the 2017 risk assessment process. Ms. de Villiers spoke about compliance with commonly accepted audit standards and described how the internal audit plan was developed.

**Board Meeting Agenda Approval.**

1. UTA Bylaw Revisions.
  - a. Jayme Blakesley, UTA General Counsel, provided a brief summary of proposed changes to the UTA bylaws. A motion to move this item to the board agenda was made by Vice Chair Everett and seconded by Trustee Henderson. The motion carried by unanimous consent.

2. Board Process Policy 4.1.13 – Employment of Relatives.
  - a. Mr. Blakesley outlined the history of the policy. He stated that while this policy is new, in the past the board was governed on employment of relatives by a corporate policy. Discussion ensued. Questions were posed by the EXC and answered by Mr. Blakesley. Trustee Henderson suggested that should the policy be approved, a copy be provided to appointing authorities. Vice Chair Everett suggested that in addition to the policy, an explanation of the supervisory capacity of the board and potential conflicts be given to appointing authorities. A motion to forward the policy to the board agenda was made by Trustee Walker and seconded by Trustee Acerson. The motion carried by unanimous consent.
3. New Committee Structure.
  - a. Vice Chair Everett reviewed the new committee structure. A motion to forward this item to the board agenda was made by Trustee Henderson and seconded by Trustee Walker. The motion carried by unanimous consent.
4. South Jordan Transit-Oriented Development (TOD) Property Disposition/Acquisition.
  - a. Paul Drake, UTA Manager of Transit-Oriented Development, gave a presentation on proposed changes to the South Jordan TOD site plan. Discussion ensued. Questions were posed by the board and answered by Mr. Drake. A motion to forward this item to the board agenda was made by Trustee Walker and seconded by Trustee Henderson. The motion carried by unanimous consent.
5. Clearfield Property Disposition.
  - a. Mr. Drake outlined the proposed property. A motion to forward this item to the board agenda was made by Trustee Henderson and seconded by Trustee Acerson. The motion carried by unanimous consent.
6. Utah Legislative and Federal Update.
  - a. No update was given. Staff indicated that the legislative and federal update topic was included on the EXC agenda for the purpose of forwarding it to the board agenda. A motion to forward this item to the board agenda was made by Trustee Acerson and seconded by Trustee Henderson. The motion carried by unanimous consent.
7. Board Retreat.
  - a. Trustee Henderson summarized the discussion regarding the board retreat that took place at the Long-Term Planning & Vision Committee meeting held on Wednesday, February 8. Trustee Henderson asked that the EXC add a discussion on the retreat to the board agenda. A motion to forward the item to the board agenda was made by Trustee Acerson and seconded by Trustee Henderson. The motion carried by unanimous consent.

**Closed Session.** Chair McKinley indicated there were matters to be discussed in closed session relative to real property. A motion to move into closed session was made by Trustee Henderson and seconded by Trustee Acerson. The motion carried by unanimous consent and the EXC moved into closed session at 1:20 p.m.

**Open Session.** A motion to return to open session was made by Trustee Acerson and seconded by Trustee Henderson. The motion carried by unanimous consent and the EXC returned to open session at 1:43 p.m.

**Action Taken Regarding Matters Discussed in Closed Session.**

1. Property Dispositions and Site Plans.
  - a. A motion to forward the Clearfield property disposition, South Jordan property disposition, and West Jordan site plan approval to the board agenda was made by Trustee Henderson and seconded by Trustee Acerson. The motion carried by unanimous consent.

**Future Committee Items for Consideration.**

1. Board Committees.
  - a. Vice Chair Everett said board members were asked what topics should be included on future committee meeting agendas. Staff is putting feedback from the board into a work plan to cover the next several months.

**Other Business.** No other business was discussed.

**Adjourn.** The meeting was adjourned at 1:47 p.m. by motion.

Transcribed by Cathie Griffiths  
Assistant to the President/CEO  
Utah Transit Authority  
[cgriffiths@rideuta.com](mailto:cgriffiths@rideuta.com)  
801.237.1945