



Minutes of the Four Hundred and Sixteenth Meeting
Of the Utah Transit Authority Board of Trustees

The Four Hundred and Sixteenth meeting of the Board of Trustees of the Utah Transit Authority was held on October 22, 2008, in the Board Room of the Meadowbrook Facility located at 3600 South 700 West, Salt Lake City, Utah.

Members of the Board of Trustees in attendance:

Larry Ellertson, President	Robert A. Hunter
Gregory Simonsen, Vice President	P. Bret Millburn
Justin Y. Allen	J. Kent Millington
Michelle Baguley	Frederick W. Oates
Keith Bartholomew	Michael Romero
Christopher R. Bleak	
Burtis Bills	Absent:
Necia Christensen	Charles Henderson
J. Stephen Curtis	Gregory Hughes
Terry C. Diehl	

Also in attendance were Michael Allegra, Assistant General Manager; Bruce Jones, General Counsel; Celeste Burningham, Corporate Office Specialist, as well as interested citizens, UTA staff and media representatives.

Welcome - President Ellertson called the meeting to order at 2:39 p.m.

Public Comment -

- Debra Hansen stated that she was having difficulty resolving her concern with the Paratransit services. She stated that she feels she qualifies for the service but it has not been made clear to her what documentation she needs in order to have the Paratransit service provided to her.

President Ellertson stated that staff was willing to continue to assist Ms. Hansen in resolving her concerns and he directed her to speak with Sherry Repscher, the ADA Compliance Officer for the Utah Transit Authority.

Swearing in of New Board Members - Irene Huntsman, Board Administrator, completed the swearing in of Gregory Simonsen and Michelle Baguley for their new term of service on the UTA Board.

Resolutions

- Resolution of the Board of Trustees of the Utah Transit Authority Adopting the 2009 Tentative Budget and the Goals.

Trustee Diehl stated that this Resolution is to adopt the tentative budget and goals for 2009 and that in order to stick to the timeline it needed to be passed today to

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start the 30 day comment period. He stated that the formal budget would not be adopted until December. He stated that members of the Board have been invited to the Planning and Development Committee Meetings where this has been discussed at length.

Trustee Diehl made a motion to adopt this Resolution. Trustee Bartholomew seconded the motion.

Trustee Bartholomew stated that it was discussed that the draft of the budget would be sent out to the community councils and put on the website so that the Board can receive comments from the public. He stated that he would like to direct staff to do this.

The motion passed unanimously with 15 voting members present.

- Resolution of the Board of Trustees of the Utah Transit Authority Authorizing an Interlocal Agreement with the Wasatch Front Regional Council, Ogden City, Weber State University, Intermountain Healthcare, Weber County, Weber County Council of Governments and Utah Department of Transportation regarding the Ogden/Weber State Transit Corridor Alternatives Analysis and National Environmental Policy Act Review

Trustee Diehl made a motion to adopt this Resolution. Trustee Oates seconded the motion.

The motion passed unanimously with 15 voting members present.

- Resolution of the Board of Trustees of the Utah Transit Authority Authorizing an Interlocal Agreement with Utah Department of Transportation Regarding Mountain View Corridor Project Coordination and Adoption of Locally Preferred Alternative

Trustee Diehl made a motion to authorize this Resolution. Trustee Bartholomew seconded the motion.

Trustee Bartholomew stated that when this Resolution came before the Planning and Development Committee there was discussion on land use. He stated that he was grateful that this ILA recognizes transit-oriented developments and different ways to develop land which would bring different transit options and parties together.

Trustee Baguley stated that Herriman City is one of the cities listed in this ILA. She wanted to make sure that the Board was aware that she does serve on the Herriman City Council. She stated that because of the many different parties and the many different communities involved she would still be voting on this matter.

Trustee Millington stated that the project manager from UDOT, Teri Newell, is present at the meeting if there are any questions regarding this project. Trustee Bleak stated his appreciation for the staff at UTA and UDOT for their hard work on this project. Bruce Jones explained that Teri Newell, Rob Hughes, Matt Sibul and Hal Johnson have all spent hours on this. He stated that this is an example of an

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excellent piece of work and this is something that will affect the valley for decades to come.

Michael Allegra stated that all parties listed in this agreement have approved or will approve this.

The motion passed unanimously with 15 voting members present.

- Resolution of the Board of Trustees of the Utah Transit Authority Authorizing an Interlocal Agreement Regarding The Development and Operation of a Rails to Trails Project on the Utah Transit Authority Owned Denver & Rio Grande Western Railroad Corridor

Trustee Diehl stated that the corridor discussed in this Resolution is in Kaysville. He stated that this ILA came to his attention following the Planning and Development Committee meeting but that he had called all the members of the committee and it was unanimous to bring this forward to the Board. He asked if the numbers that are in the ILA are firm bid numbers and if they are not what happens if the bid were to go over this budget, what would UTA be responsible for?

Mr. Allegra stated that the way the agreement is structured is that UTA is a participant in the selection process and project has been phased to make sure that two budgets can be built. He stated that the agreement has various options available that states we will build only what we can afford.

Trustee Diehl made a motion to adopt this Resolution. Trustee Hunter seconded the motion.

The motion passed unanimously with 15 voting members present.

Executive Limitations

- Resolution of the Board of Trustees of the Utah Transit Authority Adopting an Executive Limitations Policy for Service Stabilization Enterprise Fund.

Trustee Diehl stated that the majority of UTA's funding comes from sales tax which is very volatile, leaving a shortage in the budget for UTA. He stated that the purpose of this fund is to help avoid cuts in service during times when sales tax revenue is low and to replenish it during the years revenue is high.

Mr. Jones stated that in item number two, in the policy, it states that the staff would present to the Board of Trustees Planning and Development Committee a request for approval to use the Stabilization Reserve Fund. He stated that Committees do not vote to approve items; approval is the responsibility of the full Board. He stated that the Resolution states that any use of the funds would be presented to the Planning and Development as an information item, allowing staff the flexibility to respond quickly to issues that may arise. He stated that item number two on the policy should be changed to state that staff will present to the Planning and Development Committee the proposed use but not to seek approval.

Trustee Diehl made a motion to adopt this Resolution. Trustee Oates seconded the

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motion.

Mr. Jones clarified that the process for use of these funds. He stated that staff reviews the budget daily and if it is determined that this reserve was needed to preserve services, it could happen quickly. He stated that this policy would state that the General Manager could make that decision. He stated that if the fund was used or in the process of being used it would at that point be reported to the Planning and Development Committee. He stated that the limitation in the policy is that the funds can only be used to preserve the level of services.

Trustee Millington stated his support of this resolution stating that the times when this fund is needed it will not be a surprise to the Board when it is used.

Trustee Bartholomew stated that the intent of the Resolution was to give staff leeway to respond to issues quickly.

Mr. Jones stated that the Executive Limitations Policy was worded poorly and that the intent in paragraph two and three is that the General Manager would only use the funds when it was needed to preserve service without prior Board authorization.

Trustee Simonsen stated his concern that preserving service is not a limitation. He stated that he did not feel that the language provided any meaningful guidance since everything that UTA does could be seen as preserving service.

Mr. Jones stated that he would make sure that paragraph two would state: The General Manager shall not fail to report to the Board of Trustees Planning and Development Committee information as to the use of the sales and tax stabilization reserve that will include the details concerning the extraordinary circumstances causing the revenue shortfall or cost overrun. He stated that paragraph three would state that: The General Manager shall not fail to transfer funds or use the reserve and do so without prior authorization of the Board of Trustees indicating the amount and budget year the funds are to be applied against.

Discussion took place on what the fund is to be used for and if the language in the policy states the correct limitations.

Trustee Baguley made a substitute motion to direct legal council to clarify the language to state what has been discussed and stated by Mr. Jones. Trustee Oates seconded the motion.

Discussion took place on the language of the Limitations Policy to make sure that the intent, stated in the Resolution, was consistent within the Policy.

Trustee Diehl read paragraph three of the Resolution stating that this paragraph states that this fund is to be used to avoid service reduction. He stated that he felt that this language was clear on what the intent is.

President Ellertson stated that the Board would be voting on the Resolution with the corrections to the language in the policy, which would express the intent stated in the Resolution and stated by Mr. Jones.

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Trustee Hunter made a substitute substitute motion to send this Resolution back to Planning and Development Committee to have them make the necessary changes and then bring it back to the full Board for approval. Trustee Bartholomew seconded the motion.

Trustee Millington stated that the Resolution is very clear on what the intent is. Trustee Millington moved the Previous Question.

The motion passed unanimously with 15 voting members present.

President Ellertson stated that the vote would now take place on the substitute substitute motion on sending the Resolution back to the Planning and Development Committee.

President Ellertson stated that the motion failed based on a voice vote.

President Ellertson stated that the vote on the substitute motion would now take place on passing the Resolution instructing staff to make the necessary changes in the language for the Executive Limitations Policy to reflect what is stated in the Resolution.

The motion passed with 14 "aye" votes with Trustee Hunter casting a dissenting vote.

Board Process

- Resolution of the Board of Trustees of the Utah Transit Authority Amending the Board Process Policy 4.4.1 Actual and Potential Conflict of Interest

Trustee Baguley stated that the Internal/External Committee has been reviewing the Board Governance Policies and the Resolutions amending the Board Process Policies 4.4.1 and 4.4.4 have been discussed at length. She stated that the Committee wanted to make sure that the Board had clear policies and procedures for Conflicts of Interest and Duties of Loyalty.

Trustee Baguley made a motion to adopt the Resolution amending the Board Process Policy 4.4.1. Trustee Bills seconded the motion.

Trustee Christenson wanted item 13 explained. She stated that she understood it to say that nothing that the Board has done can be voided or challenged if the Board has done all of the other duties outlined in items 8-12. Mr. Jones stated the legal intent is that there would be no third party beneficiary of this Resolution, that this is a Board Policy, not applying to outside parties. He stated that the Board would be the party to take care of the consequences; no one may sue the Authority stating that they did not follow this policy.

Trustee Baguley stated that the intent of this was to have Board members declare any potential conflicts of interest, to make sure that everything that the Board is doing is above board.

Trustee Allen stated that he looked forward to having this discussed and explained at the Board Retreat along with all the other Policies.

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The motion passed unanimously with 15 voting members present.

- Resolution of the Board of Trustees of the Utah Transit Authority Amending the Board Process Policy 4.4.4 Duty of Loyalty.

Trustee Baguley made the motion to approve the Resolution. Trustee Curtis seconded the motion.

The motion passed unanimously with 15 voting members present.

President Ellertson thanked the Board for the work that was done on these Resolutions.

President's Report

- President Ellertson stated that earlier in the day the groundbreaking event for the Airport Line took place. He stated that this makes four of the five 2015 projects started. He expressed his appreciation for the hard work that the Board and staff has done and the support from the public for these projects.

General Manager's Report.

- Airport Line "Take Off" Event. Michael Allegra reported that the Groundbreaking event for the Airport line was successful. He stated that staff is pleased with the progress of the entire 2015 project. He stated that UTA received the first shipment of rail for the Mid-Jordan line and payments are being made to Siemens Group for the low floor rail cars for the new light rail lines. He stated that UTA is being aggressive to make sure that the projects are ahead of schedule and under budget.
- AdWheel Awards. Mr. Allegra stated that at the APTA Annual Meeting, UTA received the grand prize at the "AdWheel Awards" ceremony. He stated that this award recognizes the best in transit advertising and marketing.
- "MAX" Bus Rapid Transit. Mr. Allegra stated that the MAX was featured at the APTA Annual Expo, giving it national exposure. He stated that ridership continues to be strong on MAX.
- Rail-Volution Conference. Mr. Allegra stated that UTA is a co-sponsor for this event and that UTA would be presenting the projects and things that are happening for Transit in Utah.
- Car Sharing Proposal. Mr. Allegra stated that UTA has partnered with the University of Utah and Salt Lake City to request proposals from private companies to develop and operate a car sharing program. He stated that other areas across the country have programs like this that provide vehicles for commuters at designated locations that can be rented by the hour. He discussed some of the details on how programs like this are used. He stated that he hoped to have the program started in the next 6 months.

Trustee Hunter stated that this program would be very beneficial to many that would like to use transit more but need a way to connect to places not serviced by the regular routes.

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Trustee Bartholomew stated that he would like to see a similar program in place using bicycles.

Mr. Allegra stated that UTA is working aggressively with Salt Lake City to implement a similar program using bicycles. He stated that there has not been a formal proposal but that different parties are coming together to develop one that he hoped to share with the Board in the next few months.

Vice President Simonsen reported that he attended the APTA Annual Meeting. He stated that in discussions with Board Members from other agencies, he found that they are impressed with what UTA is doing with the 2015 Project plan. He stated that UTA's management and staff is well known and respected across the country.

General Counsel's Report.

- Bruce Jones discussed some of the projects that the Legal Department has been working on over the last month. He stated that Rob Hughes and Ruth Haws have both been working hard to get hundreds of right way agreements and Interlocal Agreements finalized. He stated that Jennifer Kohler has been working with the Board on amending policies and writing Resolutions.
- Mr. Jones reported that there were two Notices of Claims/Complaints. He went over the details on these cases.
- Mr. Jones reported that staff is still working with and paying attention to the legislative issues. He stated that the General Counsel's office worked with Jerry Benson and the Capital Development staff in preparing and making a presentation before the Legislative Transportation Interim Committee on respecting environmental issues, decreasing congestion, and enhancing transportation in Utah. He stated that UTA was joined by Wasatch Front Regional Council, Mountainlands Association of Governments, UDOT and other parties.
- Mr. Jones stated that the Legislative Government Operations Committee is continuing its review of the Open and Public Meetings Act and that proposed legislation would probably be discussed in the 2009 Legislative Session.
- Mr. Jones stated that the Revenue and Taxation Interim Committee discussed potential "Payments in Lieu of Taxes for Cities and Towns" that are materially negatively impacted by the location of regional public buildings and facilities in certain cities, this would include UTA facilities. He discussed some of the reasons that this is being discussed. He stated that UTA would be opposed to this because of the negative effect that it would have due to the amount of property owned by UTA in many different cities.

Mr. Jones and Trustee Bartholomew clarified that before legislation can come forward in regards to the issues before the Transportation Interim Committee, there needs to be a collaborative effort with the many different parties that are affected by the different transportation issues. Mr. Jones stated that UTA is coordinating with many different parties to attempt to have a positive impact for everyone involved.

Closed Session

Trustee Hunter made a motion to move to Closed Session. Trustee Allen seconded the motion.

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The motion passed unanimously with 15 voting members present. The Board moved to Closed Session at 3:49 p.m.

The Board moved back to Open Session at 4:08 p.m. on a motion by Trustee Bartholomew and a second by Trustee Baguley.

Action Taken Regarding Matters Discussed in Closed Session.

Trustee Diehl made a motion to authorize staff to acquire the Soeffker property discussed in Closed Session. Vice President Simonsen seconded the motion.

The motion passed unanimously with 15 voting members present.

Trustee Diehl made a motion to authorize staff to acquire the Nielson property. Trustee Baguley seconded the motion.

The motion passed unanimously with 15 voting members present.

Trustee Diehl made a motion to authorize staff to negotiate the acquisition of the West Jordan property. Trustee Oates seconded the motion.

The motion passed unanimously with 15 voting members present.

Other Business.

- Trustee Bartholomew discussed the actual and budget numbers for the year-to-date. He stated that he felt it was important to note that there have been substantial reductions in sales tax revenue and slight increases to ridership which has made a shortfall in the budget. He stated that what was impressive were the substantial reductions in administrative costs showing that the organization is being very serious in cutting costs in order to keep service. He stated that this should be commended and thanked staff for their diligent work.
- Trustee Diehl stated that due to the transit options available at FrontLines Headquarters, he would like to discuss the possibility of moving the Board meetings to that facility. He stated that because we are a transit agency it might be better to have the Board meetings located at the facility where the most transit options are available.
- Trustee Millington stated that he had received a letter from John Baker, who rides the bus route 807 express route out of northern Utah County. He stated that in the letter it indicates that those buses coming out of and heading to Utah County are standing room only and that those riding these buses would like to know what is being done to make this a more comfortable ride. He stated that the letter points out a number of concerns that he would like to pass on to staff to address and to report on. President Ellertson stated that this was a problem that staff is aware of and it is brought on by the success of UTA. He stated that the problem is being addressed.

Discussion took place on having Board meetings take place at FrontLines Headquarters.

Consent.

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- Approval of Financial Statements of August 2008. The Financial Statements were approved by consent.
- Approval of Minutes of Board Meeting of September 19, 2008. The Board Minutes of September 19, 2008 were approved by consent.
- Approval of Minutes of Board Meeting of September 24, 2008. The Board Minutes of September 24, 2008 were approved by consent.

Adjournment.

Trustee Baguley made the motion to adjourn. Trustee Romero seconded the motion.

The motion passed unanimously with 15 voting members present. The Board adjourned at 4:25 p.m.

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