#### UTAH TELECOMMUNICATION OPEN INFRASTRUCTURE AGENCY (UTOPIA)

### BOARD MEETING MINUTES February 10, 2025 10:00 AM

### UTOPIA FIBER OFFICES 5858 SOUTH 900 EAST MURRAY, UTAH 84121

#### **Board Members Present:**

<b>Board Members Joining</b>	
Electronically:	Alex Jensen – Chair, Layton City
	Adam Cowie – First Vice Chair, Lindon City
	Matt Dahl – Third Vice Chair, Midvale City
	Doug Hill – Fourth Vice Chair, Murray City
	Mayor DJ Bott – Brigham City
	Bill Cobabe – Tremonton City
	Ifo Pili – West Valley City
	Councilmember Robyn Mecham – Centerville City
	Bob Barnhill – Perry City
	Tom Macdonald – Orem City
<b>Board Members Absent:</b>	Councilmomber Prott Christonson Dougon City
Board Members Absent:	Councilmember Brett Christensen – Payson City
	Jason Sant – Alternate, Payson City
	Mayor Denise Anderson – Cedar Hills, Non-Pledging
<b>Officers Present:</b>	Roger Timmerman – UTOPIA Executive Director
	Jason Roberts – UTOPIA Chief Financial Officer
	Christa Evans – UTOPIA Secretary
	Nicole Cottle – UTOPIA Government Affairs Director
	Jeff Erwin – UTOPIA Chief Operating Officer
	Aaron Leach – UTOPIA Chief Technology Officer
	Blaine Clegg – UTOPIA IT Manager
	Laura King – UTOPIA Chief Project Officer
Others Joining	
<b>Electronically:</b>	Laura Lewis – Financial Advisor, Lewis Robertson & Burningham
	Ben Bailey – Auditor, Keddington & Christensen

#### 1. WELCOME AND INTRODUCTIONS

The UTOPIA Board of Directors held a board meeting on February 10, 2025. The meeting was live streamed to allow public viewing. UTOPIA Chair, Alex Jensen (Layton City), called the meeting to order at 10:01 AM and welcomed all attendees. He introduced Tom Macdonald as the new Orem Board Member.

UTOPIA Total Votes Present: 428	Financial Decision Votes Present: 428
UTOPIA Majority Vote: 279	Financial Decision Total Votes: 452
UTOPIA 2/3 Vote: 371	Financial Decision 2/3 Vote: 301

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# 2. <u>APPROVAL OF MINUTES – DECEMBER 9, 2024</u>

- LINK: Substance of matters proposed, discussed or decided
- There were no changes to the minutes presented

ACTION: Mayor DJ Bott (Brigham City) MOVED to approve the minutes from the UTOPIA Board Meeting held December 9, 2024. Doug Hill (Murray City) SECONDED the motion. A voice vote was taken - vote was unanimous.

# 3. ELECTION OF 2025 UTOPIA BOARD OFFICERS

- LINK: Substance of matters proposed, discussed or decided
- Mr. Jensen presented this item
- The following nominations were made: Chair Alex Jensen (Layton City), 1<sup>st</sup> Vice Chair Adam Cowie (Lindon City), 2<sup>nd</sup> Vice Chair Tom Macdonald (Orem City), 3<sup>rd</sup> Vice Chair Matt Dahl (Midvale City) & 4<sup>th</sup> Vice Chair Doug Hill (Murray City)

ACTION: Adam Cowie (Lindon City) MOVED to approve the 2025 UTOPIA Board Leadership as follows: Chair – Alex Jensen (Layton City), 1<sup>st</sup> Vice Chair – Adam Cowie (Lindon City), 2<sup>nd</sup> Vice Chair – Tom Macdonald (Orem City), 3<sup>rd</sup> Vice Chair – Matt Dahl (Midvale City) & 4<sup>th</sup> Vice Chair – Doug Hill (Murray City). Doug Hill (Murray City) SECONDED the motion. A roll call vote was taken - vote was unanimous.

# 4. DISCUSSION OF UTOPIA POLICIES

- LINK: Substance of matters proposed, discussed or decided
- Item presented by Mr. Jason Roberts, UTOPIA Chief Financial Officer
- Ms. Nicole Cottle aided in drafting after reviewing similar policies of several UTOPIA member cities and curating them to function effectively for UTOPIA
- Written policies to increase Fraud Risk Assessment Score:
  - Reporting Fraud & Abuse Policy
    - Fraud can be reported to multiple people
    - There is currently a link on the website to the fraud reporting hotline
    - Investigation and resolution procedures
    - Periodic training for employees
  - Cash Receipting & Deposits
    - UTOPIA is significantly different from cities regarding cash, very rare to receive cash payments
    - Conducting random audits will be done moving forward
  - Credit & Purchasing Card Policy
    - Similar to cities
    - Prohibited: personal purchases, cash advances or withdrawals & alcohol, tobacco, and any other non-business-related items
    - Monthly reconciliation and supervisor approval
    - Consequences of misuse

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- Statement of Ethical Behavior will be sent to all board members and employees to sign which will increase fraud risk assessment score
  - Request from UIA meeting add that State Auditor training has been completed

ACTION: Tom Macdonald (Orem City) MOVED to approve the UTOPIA policies presented – Reporting Fraud & Abuse, Cash Receipting & Deposits and Credit & Purchasing Card Policy. DJ Bott (Brigham City) SECONDED the motion. A voice vote was taken - vote was unanimous.

### 5. UTOPIA FINANCIAL AUDIT FY2024

- LINK: Substance of matters proposed, discussed or decided
- Item presented by Mr. Jason Roberts, UTOPIA Chief Financial Officer & Ben Bailey, Auditor with Keddington & Christensen
- Financial Highlights:
  - Average monthly recurring subscriber revenue increased by 5.0%
  - Average monthly recurring network operations revenue increased by 9.8%
  - Consulting & construction contract revenue increased by 124%
  - Number of subscribers on UIA/UTOPIA network increased by 13.1%
  - Operating revenue increased by 42.6%
- Questions were raised about fund balances; cash reserves would be used if needed
- Financials of UTOPIA were audited to obtain reasonable assurance, clean opinion
- No issues with UTOPIA internal controls or State Compliance
- UTOPIA has reliable accounting systems and sound accounting policies

# 6. UTOPIA FINANCIAL UPDATE

- LINK: Substance of matters proposed, discussed or decided
- Item presented by Mr. Jason Roberts, UTOPIA Chief Financial Officer
- Projected budget vs. adopted budget as of December 31, 2024
  - Difference in projections vs. budgeted is mostly due to timing in the year
  - Payroll expenses trending low because it has taken time to fill open positions
- Financial charts
  - 10 Year Monthly Recurring Revenue (Combined UIA & UTOPIA)
    - Steep revenue increase due to fee increase
  - UIA Revenue v. Bond Obligation
    - Gap between bond payments and revenue continues to widen

# 7. UTOPIA NETWORK UPDATE

- <u>LINK: Substance of matters proposed, discussed or decided</u>
- Item presented by Mr. Roger Timmerman, UTOPIA Executive Director
- Reviewed subscriber report
  - Generally, things are slow in January and February

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- Correction made to how addresses are reported which caused an increase in take rate
- Layton has the highest rate contributed to always having positive support for UTOPIA and promoting in the city
- Door to Door Sales going well in West Valley City. Mr. Jeff Erwin, UTOPIA Chief Operations Officer, provided data related to the effectiveness of the effort.
- Mr. Erwin provided a network usage report and was pleased to share there were no issues during the large usage event from the Superbowl

# 8. <u>ADJOURN</u>

• LINK: Substance of matters proposed, discussed or decided

There being no further business of the UTOPIA Board of Directors, the meeting on Monday, February 10, 2025, was adjourned at 11:03 AM.

I hereby certify the foregoing to be a true and accurate record of the proceedings of this meeting of the UTOPIA Board of Directors.

Aristo Evans

**Christa Evans, UTOPIA Secretary** 

Approved this 14<sup>th</sup> day of April, 2025