

**UTAH TELECOMMUNICATION OPEN INFRASTRUCTURE AGENCY (UTOPIA) &
UTAH INFRASTRUCTURE AGENCY (UIA)**

SPECIAL JOINT BOARD MEETING MINUTES

May 13, 2021

8:30 AM

UTOPIA FIBER OFFICES
5858 SOUTH 900 EAST
MURRAY, UTAH 84121

Board Members Present: Meeting conducted electronically

**Board Members Joining
Electronically:**

Wayne Pyle – UTOPIA Chair, West Valley City
Councilmember Jeffrey Lambson – UTOPIA First Vice Chair,
Orem City
Adam Cowie – UTOPIA Second Vice Chair, Lindon City
Shawn Warnke – UTOPIA Fourth Vice Chair, Tremonton City
Councilmember Thomas Peterson – UTOPIA Board Member,
Brigham City
Mayor Blair Camp – UTOPIA Board Member, Murray City
Councilmember Clint Morris – UTOPIA Board Member, Layton
City
Todd Christensen – UTOPIA Board Member, Perry City
Brant Hanson – UTOPIA Alternate Board Member & UIA Board
Member, Centerville City
Alex Jensen – UIA Chairman, Layton City
Jason Roberts – UIA First Vice Chair, Brigham City
Matt Dahl – UIA Second Vice Chair, Midvale City
Jamie Davidson – UIA Third Vice Chair, Orem City
Nicole Cottle – UIA Board Member, West Valley City
Brenda Moore – UIA Board Member, Murray City

**Officers Joining
Electronically:**

Roger Timmerman – UTOPIA Executive Director & UIA Chief
Executive Officer
Laurie Harvey – UTOPIA Chief Financial Officer & UIA
Secretary/Treasurer
Joshua Chandler – UIA & UTOPIA General Counsel
Christa Evans – UTOPIA Secretary
Kimberly McKinley – UTOPIA Chief Marketing Officer

**Others Joining
Electronically:**

Kyle Maurer – Assistant City Manager, Midvale City

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1. WELCOME AND INTRODUCTIONS

The UTOPIA & UIA Board of Directors held an electronic special joint board meeting on Thursday, May 13, 2021. The meeting was live streamed to allow public viewing. UTOPIA Chair, Wayne Pyle (West Valley City) called the meeting to order at 8:34 AM. He welcomed all attendees. The purpose of this meeting is to receive input from both boards on proposed staffing changes.

UTOPIA Votes Present: 402
UTOPIA Majority Vote: 279
UTOPIA 2/3 Vote: 371

UIA Total Votes Present: 409
UIA Majority Vote: 220
UIA 2/3 Vote: 293

3. CONSIDER APPROVAL OF RESOLUTION UT 21-02: APPOINTMENT OF COO & CTO (VOTING FROM UTOPIA BOARD ONLY)

Mr. Roger Timmerman, UTOPIA Executive Director & UIA Chief Executive Officer, informed board members that Syracuse City approved an agreement with UIA and a counter approval will be considered at the next UIA board meeting. More details about that agreement will be presented at the next board meeting. This meeting is for the purpose of making a change in UTOPIA management with the appointment of a new position. He presented UTOPIA's current organization chart. Over time, there have been shifts and consolidation in management and it has ended up that most of the company works for Mr. Aaron Leach. Mr. Leach is great and has a lot of in-depth experience in all the fields he is over. Not only does internal staff fall under him but also external contractors. In the past, Mr. Timmerman was the CTO and that position was never backfilled because there was not the aggressive growth back then that there is today. Mr. Jamie Brotherton retired and his position was absorbed into the COO role. The utility locating team is now insourced which used to be outsourced. There has also been general growth due to customer base and network expansion and most of that has fallen under Mr. Leach's area. The primary need is to allow Mr. Leach to focus on the areas where he is the strongest. He is stronger suited on the CTO side; his education is a master's degree in Science and Information Technology. He suggested restoring the CTO role and appointing Mr. Leach to it. The IT team would also be brought under the CTO. He highlighted a few changes since 2016: subscriber base has grown from 14,000 to 38,000, rate of subscriber growth increased from 200 per month to 800 per month and the construction rate has increased by 2-3x. In that time the team has not grown very much. The COO role would be backfilled by Mr. Jeff Erwin. Technology and build would fall under the CTO and operations and maintenance would fall under the COO. Mr. Erwin is the candidate interested in the COO position. He has a great professional and educational background. Mr. Timmerman and Mr. Leach and several other employees have worked with him before and know he would do well in the position and get along with others. He would be a great fit for the position and organization. He has a Harvard MBA and is interested in what UTOPIA is doing. Salary would be in line with other members of the management team. Organizational changes have been discussed internally with the team for a long time. This candidate expressing interest in the position has made it a great time to move forward with the changes that have been needed for a while.

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Mr. Todd Christensen, Perry City, has seen most companies hire a CIO before a CTO. Is a CTO a better fit for UTOPIA due to the technology basis of the organization?

Mr. Timmerman stated a CIO is a good fit for the IT and support functions of the organization. A CTO is more research and development for new technologies. This role includes both functions so it could go either way and he has no preference what the title is.

Mr. Adam Cowie, Lindon, asked how this structural change impacts the budget and if any amendments will be necessary.

Mr. Timmerman stated this is included in the proposed budget along with other new positions needed. There is no increase needed to cover this.

Mr. Pyle stated he and the UIA Chair, Alex Jensen, met with Mr. Timmerman to discuss the various implications of this at good length. He felt comfortable with the concept and the organization is in a place that this would be beneficial in increasing revenue and protecting future increase in expenses.

Mr. Alex Jensen, Layton, fully supports this proposal. He remembers when the former structure was like this but was retracted due to circumstances in the organization. It has surprised him how the personnel side has remained so retracted with all the explosive growth that has gone on. Running efficient, lean and expecting a lot from employees is good for a time but at some point that efficiency becomes foolish because attention is not given to details needed. This positions the organization to go to the next level. New cities joining will continue and it's important there are no areas of the company neglected. He believes it will produce more revenue in the long run.

ACTION: Mayor Blair Camp (Murray City) MOVED to approve Resolution UT 21-02 appointing Mr. Jeff Erwin as COO & Mr. Aaron Leach as CTO to UTOPIA. Adam Cowie (Lindon City) SECONDED the motion. A roll call vote was taken - vote was unanimous.

4. ADJOURN

There being no further business of the UTOPIA & UIA Board of Directors, the meeting held on Thursday, May 13, 2021, was adjourned at 8:54 AM.

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



Christa Evans, UTOPIA Secretary



Laurie Harvey, UIA Secretary

Approved this 14th day of June, 2021

