

# CENTRAL WASATCH COMMISSION

## RESOLUTION No. 2024-06

### A RESOLUTION APPROVING AND RATIFYING ENTRY INTO THE FIRST AMENDMENT TO INDEPENDENT CONTRACTOR AGREEMENT WITH GREG OGDEN, CPA, FOR AUDITOR SERVICES

**WHEREAS**, the board of commissioners (the “*Board*”) of the Central Wasatch Commission interlocal entity (the “*CWC*”) met in regular session on 4 March 2024 to consider, among other things, approving and ratifying the CWC’s entry into the first amendment to an independent contractor agreement with **Greg Ogden, CPA** to provide independent auditor services to the CWC, as required by UTAH CODE ANN. 11-13-529, on the terms and conditions specified in that amendment (the “*Amendment*”); and

**WHEREAS**, the Board has reviewed the form of the Amendment, a copy of which is annexed hereto; and

**WHEREAS**, after careful consideration, the Board has determined that it is in the best interest of the CWC and its constituents to approve and ratify the CWC’s entry into the Amendment as proposed;

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Commissioners of the Central Wasatch Commission that the attached Amendment is hereby approved and ratified, and that the CWC’s chair and secretary are authorized and directed to execute and deliver the Amendment on behalf of the CWC.

This Resolution, assigned no. 2024-06, shall take effect immediately upon passage.

**PASSED AND APPROVED** this 4<sup>th</sup> day of March 2024.

**ATTEST:**

**CENTRAL WASATCH COMMISSION**

By: \_\_\_\_\_  
**Christopher F. Robinson**, Secretary

By: \_\_\_\_\_  
**Jeff Silvestrini**, Chair of the Board

#### **VOTING OF THE BOARD:**

Roger Bourke	Yea ____ Nay ____
Dan Knopp	Yea ____ Nay ____
Erin Mendenhall	Yea ____ Nay ____
Christopher Robinson	Yea ____ Nay ____
Jeff Silvestrini	Yea ____ Nay ____
Michael Weichers	Yea ____ Nay ____
Nann Worel	Yea ____ Nay ____
Monica Zoltanski	Yea ____ Nay ____

**DEPOSITED** in the office of the Secretary this 4<sup>th</sup> day of March 2024.

**FILED AND RECORDED** this 4<sup>th</sup> day of March 2024.

# First Amendment to Independent Contractor Agreement

**THIS FIRST AMENDMENT TO INDEPENDENT CONTRACTOR AGREEMENT** (this “*Agreement*”) is entered into effective 4 March 2024 by and between the **CENTRAL WASATCH COMMISSION**, an interlocal entity whose address is 41 North Rio Grande Street, Ste. 102, Salt Lake City, UT 84101 (“*CWC*”), and **GREG OGDEN**, an individual whose address is 1761 Anderson Avenue, Springville, UT 84663 (“*Contractor*”).

## **RECITALS:**

A. CWC is an interlocal entity of the state of Utah. As such, CWC is obligated to comply with the fiscal procedures for interlocal entities set forth in UTAH CODE ANN. 11-13-501 to -532, including the audit requirements under UTAH CODE ANN. 11-13-529.

B. Contractor is a Utah-licensed certified public accountant with significant experience in providing audit services of the type needed by CWC and heretofore has been engaged to render such services to CWC between 2018 and 2023 pursuant to, most recently, an “Independent Contractor Agreement” dated 2 May 2022 (the “*Agreement*”).

C. The Agreement provides for Contractor to provide services to CWC through 30 June 2023 for its 2023 fiscal year audit but contemplated that the Agreement could be extended to cover CWC’s 2024 and 2025 fiscal years audits as well.

D. The parties now desire to renew and extend the term of the Agreement to cover the CWC’s 2024 and 2025 fiscal years audits as specified in this Amendment.

E. The parties have determined that it is mutually advantageous to enter into this Agreement.

## **AGREEMENT:**

**NOW, THEREFORE**, in consideration of the premises, the mutual covenants and undertakings of the parties hereto, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. **Affirmation of Agreement.** The parties hereby agree that the Agreement remains in effect and is subject to amendment as provided in this Amendment.

2. **Amendment.** The parties agree that:

(a) Contractor shall perform the Services for CWC’s FY 2024 audit and for CWC’s FY 2025 audit;

(b) The Agreement shall remain in effect until such time as it is terminated as provided in Section 9 of the Agreement; and

(c) The comprehensive fees for (i) the FY 2024 and FY 2025 audits shall be as specified in Section 3 of the Agreement; and (ii) subsequent fiscal year audits shall be as negotiated by the parties at that time and documented in subsequent amendment(s) to the Agreement.

3. **No Other Modifications.** Except as specifically modified in this Amendment, the Agreement is unmodified and in full force and effect between the parties.

**DATED** effective the date first-above written.

**CWC:**

**ATTEST:**

**CENTRAL WASATCH COMMISSION,**  
a Utah interlocal entity

By: \_\_\_\_\_  
**Christopher F. Robinson**, Secretary

By: \_\_\_\_\_  
**Jeff Silvestrini**, Chair of the Board

**CONTRACTOR:**

\_\_\_\_\_  
**GREG OGDEN, CPA**

