

Resolution No. 2025-03

**DELEGATION OF AUTHORITY TO EXECUTIVE DIRECTOR FOR THE NEGOTIATION AND
EXECUTION OF AGREEMENTS TO ACQUIRE ASSETS AND SECURE NEW MARINA LEASE FOR
LINDON MARINA**

WHEREAS

1. The Utah Lake Authority (“Authority”) was created pursuant to Utah Code Title 11, Chapter 65, to promote restoration, management, and sustainable economic and recreational use of Utah Lake; and
2. Under Utah Code § 11-65-301(2), the Board of the Utah Lake Authority (“Board”) is the governing body of the Authority and shall manage and conduct its business and affairs, and all powers of the Authority shall be exercised through the Board or, as provided in § 11-65-305, the Executive Director; and
3. Under Utah Code § 11-65-305(3), the Executive Director serves as the principal administrative officer of the Authority and performs duties as directed by the Board; and
4. The Bylaws of the Utah Lake Authority authorize the Board to delegate powers to staff by resolution for the efficient administration of the Authority’s affairs; and
5. The Board has determined that acquiring the operational assets and non-fixtures of Lindon Marina, and securing a new lease agreement with the Utah Division of Forestry, Fire and State Lands (“FFSL”), will advance the public purposes of the Authority; and
6. The Board desires to delegate to the Executive Director flexible authority to negotiate, finalize, and execute all necessary agreements to complete the transaction, subject to defined limits, oversight, and ratification.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF THE UTAH LAKE AUTHORITY THAT:

Section 1. Delegation of Authority.

The Board hereby authorizes and directs the Executive Director to:

- Negotiate, finalize, and execute on behalf of the Authority all necessary agreements, conveyances, and instruments to acquire the operational assets and non-fixtures of Lindon Marina from any person or entity with personal property or real property interests at the site, provided that any agreement includes, where necessary, a comprehensive release of claims against the Authority, the Board, and the State related to the lease’s non-renewal or termination;
- Negotiate directly with FFSL for a new lease agreement for the Lindon Marina site, on terms favorable to the Authority and consistent with FFSL’s practices for leases in furtherance of the public interest on sovereign lands.

Section 2. Financial and Substantive Limits.

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1. The total consideration for the asset purchase, including due-diligence costs, closing expenses, and professional fees, shall not exceed \$__ (to be determined by the Board).
2. The acquisition shall be limited to assets and non-fixtures directly related to marina operations and property management at the Lindon Marina site.
3. No assumption of debt, unrelated liabilities, or additional real property interests shall be made without further Board approval.
4. Any lease agreement with FFSL shall be subject to Board ratification prior to execution.

Section 3. Legal and Procedural Compliance.

The Executive Director shall ensure that all actions and documents comply with:

- Utah Code Title 11, Chapter 65 (Utah Lake Authority Act);
- Utah Lake Authority Procurement Policy;
- Applicable state and county real property requirements; and
- The Utah Open and Public Meetings Act (Title 52, Chapter 4).

All agreements shall be reviewed by legal counsel prior to execution.

Section 4. Reporting and Ratification.

1. The Executive Director shall provide a written summary report of the negotiated terms, due-diligence findings, and anticipated closing documents to the Board for review at least seven (7) days prior to the public meeting during which the Board may vote to authorize execution and payment ("Authorizing Meeting").
2. The Authorizing Meeting will occur prior to the close of the designated due diligence phase so as to avoid financially and/or legally obligating ULA without board approval. The Authorizing Meeting will occur at a regularly scheduled board meeting unless conditions necessitate timelier execution, in which case a special session or emergency board meeting may be convened by the board, pursuant to ULA bylaws and Utah Code § 52-4-2.

Section 5. Concurrence Requirement.

Prior to execution of the final documents, the Executive Director shall obtain written concurrence from both the Board Chair and the Finance Committee Chair confirming consistency with this authorization.

Section 6. Expiration of Delegation.

This delegation of authority shall expire one-hundred and eighty (180) days from the date of adoption unless extended by subsequent Board action.

Section 7. Effective Date.

This Resolution shall take effect immediately upon its adoption.

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PASSED AND ADOPTED by the Board of the Utah Lake Authority this ____ day of _____, 2025.

Chair or Vice-Chair, Utah Lake Authority Board

Executive Director, Utah Lake Authority