

**BYLAWS
OF
UTAH COMMUNICATIONS AUTHORITY**

These Bylaws of the Utah Communications Authority (hereinafter referred to as “UCA”)¹ are adopted by the UCA Board and are dated and effective as of June 24, 2020. All undefined terms used herein shall have the same meanings as set forth in the Utah Communications Authority Act, Title 63H, Chapter 7a, Utah Code Annotated, as amended (the “Act”). The purpose of the Act is to establish UCA as an independent state agency to provide administrative and financial support for statewide 911 emergency services and establish and maintain a statewide public safety communications network.

**ARTICLE I:
POWERS OF THE UCA**

Section 1. Powers of UCA. UCA shall have the power to:

- 1.1. Sue and be sued in UCA’s own name;
- 1.2. Have an official seal and power to alter that seal at will;
- 1.3. Make and execute contracts and all other instruments necessary or convenient for the performance of UCA’s duties and the exercise of its powers and functions under the Act, including contracts with public and private providers;
- 1.4. Own, acquire, design, construct, operate, maintain, repair, and dispose of any portion of a public safety communications network utilizing technology that is fiscally prudent, upgradable, technologically advanced, redundant, and secure;
- 1.5. Borrow money and incur indebtedness;
- 1.6. Enter into agreements with public entities, private entities, the State of Utah, and the government of the United States of America to provide public safety communications network services on terms and conditions UCA considers to be in the best interest of UCA;
- 1.7. Acquire, by gift, grant, purchase, or by exercise of eminent domain, any real property or personal property in connection with the acquisition and construction of a public safety communications network and all related facilities and rights-of-way that UCA owns, operates, and maintains;
- 1.8. Sell, lease, or trade public safety communications network capacity, except backhaul network capacity, to a state agency, a political subdivision of the state, or an agency of the federal government;

¹ Any defined terms contained herein shall have the meaning ascribed them in Utah Code Ann. § 63H-7a-103.

1.9. Sell, lease, or trade backhaul network capacity to a state agency, a political subdivision of the state, or an agency of the federal government for a public safety purpose;

1.10. Sell, lease, or trade backhaul network capacity to a state agency, a political subdivision of the state, or an agency of the federal government for a purpose other than a public safety purpose, subject to a maximum of 50 megabytes per second in the aggregate at any one location;

1.11. Subject to Utah Code Ann. 63H-7a-202(2):

1.11.1 Sell, lease, or trade backhaul network capacity to a private person for a public safety purpose, subject to a maximum of 50 megabytes per second in the aggregate at any one location; or

1.11.2 Sell, lease, or trade public safety communications network capacity, except backhaul network capacity, to a private person for any purpose;

1.11.3 Sell, lease, or trade public safety communications network capacity, if the sale, lease, or trade is under an agreement the authority entered into before June 30, 2020, or under an extension of an agreement that the authority entered into before June 30, 2020;

1.12. Review, approve, disapprove, or revise recommendations regarding the expenditure of funds disbursed by UCA under the Act;

1.13. In accordance with Utah Code Ann. §63H-7a-303, as amended, expend funds in the Computer Aided Dispatch Restricted Account;

1.14. In accordance with Utah Code Ann. §63H-7a-304, and -304.5 as amended, disburse funds in the Unified Statewide 911 Emergency Service Account;

1.15. In accordance with Utah Code Ann. §63H-7a-403, as amended, expend funds in the Utah Statewide Radio System Restricted Account;

1.16. Perform all other rights, obligations, and duties authorized by the Act.

Section 2. Principal Office of UCA. UCA shall maintain its principal office in Salt Lake County and may establish additional branch offices outside of Salt Lake County with the approval of the Board.

ARTICLE II: GOVERNING BOARD OF UCA

Section 1. Governing Board of UCA.

1.1. The Utah Communications Authority Board (the “Board”) shall govern the affairs and business of UCA and shall consist of:

1.1.1 Nine voting members as follows:

- (i) Three individuals appointed by the Governor with the advice and consent of the Senate;
- (ii) One individual appointed by the Speaker of the House of Representatives;
- (iii) One individual appointed by the President of the Senate;
- (iv) Two individuals nominated by an association that represents cities and towns in the state and appointed by the Governor with the advice and consent of the Senate;
- (v) Two individuals nominated by an association that represents counties in the state and appointed by the Governor with the advice and consent of the Senate;

1.1.2 At least two nonvoting members as follows:

- (i) One individual who is the chairperson of the Public Safety Advisory Committee; and
- (ii) One individual who is the chairperson of the PSAP Advisory Committee.

1.2. Subject to the Act, an individual is eligible for appointment to the Board if the individual has knowledge of at least one of the following: (1) law enforcement; (2) public safety; (3) fire service; (4) telecommunications; (5) finance; (6) management; or (7) government.

1.3. An individual may not serve as a voting board member if the individual is a current public safety communications network user or vendor.

1.4. Board members shall serve terms of four years.

1.5. The Governor may remove any Board member with cause.

1.6. In the event that the Governor removes a Board member, the person/entity that nominated or appointed the board member under Article II, Section 1.1, shall appoint a replacement Board member in the same manner as described in Article II, Section 1.1.

1.7. The Governor shall, after consultation with the Board, appoint a Board member as Chair of the Board with the advice and consent of the Senate. The Chair shall serve a two-year term as the Chair.

1.8. Members of the Board are subject to Utah Code, Title 67, Chapter 16, Utah Public Officers' and Employees' Ethics Act, as amended.

1.9. The Board shall elect one of the Board members to serve as Vice Chair.

1.10. The Board may elect a Secretary and/or a Treasurer who may be, but need not be, a member of the Board.

1.10.1 If the Board elects a Secretary or a Treasurer who is not a member of the Board, such respective Secretary or Treasurer shall not have voting power.

1.11. Separate individuals shall hold the offices of Chair, Vice Chair, Secretary, and Treasurer.

1.12. A member of the Board and any non-member Secretary or Treasurer may not receive compensation for the member's service on the Board but may, in accordance with rules adopted by the Board in accordance with Title 64G, Chapter 3, Utah Administrative Rulemaking Act, receive: (a) a per diem at the rate established under Utah Code Ann. § 63A-3-106, as amended; and (b) travel expenses at the rate established under Utah Code Ann. § 63A-3-107, as amended.

Section 2. Powers and Duties of the Board. The Board shall have all power, to the fullest extent possible, granted to it by the Act. The Board shall:

2.1. Manage the affairs and business of UCA consistent with the Act;

2.2. Adopt bylaws;

2.3. Appoint an Executive Director to administer UCA;

2.4. Receive and act upon reports covering the operations of the public safety communications network and funds administered by UCA;

2.5. Receive and act upon reports from the Radio Network Division prepared pursuant to the Act that identify the benefits, costs, and economic feasibility of using existing public or private facilities, equipment, or services consistent with the Act, prior to issuing or approving a request for proposal;

2.6. Ensure that the public safety communications network and funds are administered according to law;

2.7. Examine and approve an annual operating budget for UCA;

2.8. Receive and act upon recommendations of the Executive Director;

2.9. Recommend to the Governor and the Legislature legislation involving the public safety communications network;

2.10. Develop policies for the long-term operation of UCA for the performance of its functions;

2.11. Authorize the Executive Director to enter into agreements on behalf of UCA;

2.12. Provide for the management and administration of the public safety communications network by rule made in accordance with Title 63G, Chapter 3, Utah Administrative Rulemaking Act;

2.13. Exercise the powers and perform the duties conferred on it by the Act;

2.14. Consider issues and information received from the Public Safety Advisory Committee and the PSAP Advisory Committee;

2.15. Provide for audits of UCA;

2.16. Establish, at a minimum, the following divisions within UCA: (a) 911 Division; (b) Radio Network Division; (c) Interoperability Division; and (d) Administrative Services Division; and

2.17. Create, maintain, and review annually a statewide, comprehensive, multiyear strategic plan in consultation with state and local stakeholders, the PSAP Advisory Committee, and the Public Safety Advisory Committee that complies with Utah Code Ann. 63H-7a-206, as amended.

2.18. Adopt budgetary procedures, accounting, and personnel and human resource policies substantially similar to those found in Title 63A, Utah Administrative Services Code; Title 63G, Chapter 4, Administrative Procedures Act; and Title 67, Chapter 19, Utah State Personnel Management Act.

Section 3. Meetings of the Board.

3.1. The Board shall meet on an as-needed basis and at least annually. Should more than one meeting be held during each calendar year, the first meeting of the calendar year shall be designated as the “Annual Meeting” of the Board.

3.2. Meetings of the Board shall be held at the principal offices of UCA or at such other locations as the Board may from time to time determine. All meetings of the Board shall be held in compliance with the requirements of the Utah Open and Public Meetings Act, Title 52, Chapter 4, Utah Code Annotated, as amended.

3.3. Meetings of the Board may be called at any time by a majority of the Board or at any time by the Chair in his or her discretion.

3.4. Meetings of the Board may be attended remotely by means of telephonic conference or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Participation by a member of the Board in a meeting pursuant to this Section of the Bylaws shall constitute presence in person at such meeting.

3.5. Written notice of the meetings of the Board shall be given to the members of the Board not less than 24 hours prior to the date set for such meeting, personally or by electronic mail. Written notice of the meetings of the Board shall likewise be given to the Secretary and/or Treasurer not less than 24 hours prior to the date set for such meeting, personally or by electronic mail.

3.6. Public notice of the meetings of the Board shall be given in accordance with the Utah Open and Public Meetings Act, as amended.

Section 4. Quorum. A constitutional majority of the voting Members of the Board constitutes a quorum. A vote of a majority of the quorum at any meeting of the Board is necessary to take action on behalf of the Board. A quorum being present, the vote of fifty-one percent (51%) or more of the quorum shall be necessary for the transaction of any business of UCA.

Section 5. Dissolution.

5.1. UCA may be dissolved only by an act of the Utah Legislature.

5.2. The Board is authorized to: (i) take any necessary action to dissolve the UCA, and (ii) dispose of the property of the UCA upon its dissolution as provided in Section 63H-7a-802 of the Act.

Section 6. Officers of the Board.

6.1. Election of Officers of the Board.

6.1.1 The Governor shall, in accordance with Section 1.7 of ARTICLE II, and after consultation with the Board, appoint the Chair of the Board.

6.1.2 The Board, in accordance with Section 1.9 of ARTICLE II, shall elect the Vice Chair to perform functions as provided in these Bylaws. The Vice Chair shall be elected at the first Board meeting following each appointment of the Chair.

6.1.3 If the Board chooses, and in accordance with Section 1.10 of ARTICLE II, may elect a Secretary and/or a Treasurer. Either or both of these individuals shall be elected at the first Board meeting following each appointment of the Chair.

6.2. Duties of Officers. The powers and duties of the officers of UCA shall be as follows:

6.2.1 Chair. The powers and duties of the Chair shall be as follows:

(i) The Chair shall preside at all meetings of the Board.

(ii) The Chair may appoint committees as needed to conduct the affairs and business of the Board.

(iii) The Chair shall cause to be called meetings of the Board pursuant to the provisions of these Bylaws and applicable laws of the State of Utah.

(iv) The Chair shall enforce these Bylaws and perform all the duties incident to the position and office, and which are required by law.

6.2.2 Vice Chair. During the absence of the Chair or while the Chair is otherwise unable to render and perform his or her duties or exercise his or her powers as set forth in these Bylaws, the same shall be performed and exercised by the Vice Chair; and when so acting, the Vice Chair shall have all the powers and be subject to all the

responsibilities hereby given to or imposed upon the Chair. In the event the Board does not have a Secretary or Treasurer, the duties of the Secretary and/or Treasurer, outlined below, shall be the duties of the Vice Chair.

6.2.3 Secretary. The powers and duties of the Secretary shall be as follows:

(i) The Secretary shall be custodian of the records and of the seal, and affix the latter when required.

(ii) The Secretary shall attest and fix the seal of the UCA to all UCA notes, deeds, certificates, and the like.

(iii) The Secretary shall perform all the duties incident to the office of the Secretary, including, but not limited to, recording minutes of all Board meetings in accordance with the Utah Open and Public Meetings Act.

(iv) The Secretary shall track the terms of office for each officer and member of the Board and update the Board regarding any necessary and/or upcoming elections.

6.2.4 Treasurer. The powers and duties of the Treasurer shall be as follows:

(i) The Treasurer and/or the Audit Committee shall have responsibility for the safekeeping and investment of any public funds of the UCA, and shall ensure that any deposits and/or investment of public funds in the name of the UCA comply with the State Money Management Act, Title 51, Chapter 7, Utah Code Annotated, as amended.

(ii) The Treasurer, in tandem with the Audit Committee, shall be responsible for validating the proper collection, deposit, and disbursement of public funds, in the manner provided by law, to cover the requirements of UCA.

(iii) The Treasurer shall have authority to sign all bills payable, notes, checks, drafts, warrants, or other negotiable instruments, in the absence of the Executive Director and his or her designated employee.

(iv) The Treasurer shall have the responsibility to ensure that a statement of the condition of the finances of UCA, as reviewed by the Audit Committee, is rendered at least annually to the Board and at such other times as shall be required.

(v) The Treasurer shall chair the Audit Committee and perform the duties incident to the position.

(vi) The Treasurer shall do and perform all duties incident to the office of the Treasurer.

6.3. Vacancies. Any vacancy in the office of Vice Chair shall be filled by the Board without undue delay. In the case of the absence of the Vice Chair for any other reason that

it may deem sufficient, the Board may, except as specifically provided otherwise herein, temporarily delegate the powers or duties of such office to any other Board member, provided a majority of the Board concurs with such action.

6.4. Removal of Officers. Other than the Chair, the Board may remove any officer at any time, with or without cause, by majority vote.

**ARTICLE III:
UCA EXECUTIVE DIRECTOR, FINANCIAL OFFICER, AND STATEWIDE
INTEROPERABILITY COORDINATOR**

Section 1. The Executive Director. The Executive Director shall:

- 1.1. Serve at the pleasure of the Board;
- 1.2. Act as the executive officer of UCA;
- 1.3. Administer the duties, programs, and functions assigned to UCA;
- 1.4. Recommend administrative rules and policies to the Board;
- 1.5. Execute contracts on behalf of UCA;
- 1.6. Set service rates for UCA;
- 1.7. Recommend to the Board any changes in statutes affecting UCA;
- 1.8. Recommend to the Board an annual administrative budget covering administration, management, and operations of UCA;
- 1.9. Direct and control UCA's expenditures in accordance with UCA's Annual Budget which is defined to include UCA's Capital Budget identifying any and all assets to be acquired over \$5,000.00. Any UCA expenditures beyond the Annual Budget approved by the Board and/or any request to transfer funds from one budget category to another in order to incur expenses beyond a specific budget category require prior approval of the Board before such expense can be incurred. By this provision, the Executive Director is authorized to execute contracts on behalf of UCA for any and all expenditures, including services/rents/leases within UCA's approved Annual Budget, which shall include a Capital Budget. Notwithstanding the foregoing, after a vendor is selected through a Request for Proposals pursuant to Part 7 of Chapter 6a of Title 63G of the Utah Code Annotated, the bid price and scope of work of that vendor will be presented to the Board for review and approval for the Executive Director to negotiate and execute a corresponding contract with said vendor. Any reduction in the scope of the negotiated contract must be accompanied by a proportional reduction in price.
- 1.10. Within the limitations of UCA's Annual Budget, employ personnel, consultants, a Financial Officer, and legal counsel to provide professional services and advice regarding the administration of UCA;

1.11. Comply with the requirements of Utah Code Ann. § 63H-7a-205(9), as amended.

1.12. Perform the relevant obligations identified in Utah Code Ann. §63H-7a-404, as amended.

1.13. Appoint and remove, employ and discharge, and fix the compensations of all agents, employees and clerks of UCA in accordance with UCA's Annual Budget as approved by the Board.

1.14. The Executive Director shall ensure that the books, reports, statements, and certificates required by statutes are properly kept, made, and filed according to law, including an Annual Budget for UCA.

1.15. The Executive Director, or his or her designated employee, shall sign all checks, drafts, or bills of exchange, warrants or other orders for the payment of money.

1.16. Update the strategic plan described in Utah Code Ann. § 63H-7a-206 each year.

1.17. Make publicly available and report on the strategic plan described in Utah Code Ann. § 63H-7a-206(1) before December 1 of each year to the Board, the Executive Offices and Criminal Justice Appropriations Subcommittee, and the Legislative Management Committee.

1.18. Recommend to the Board expenditures for UCA to make from the Computer Aided Dispatch Restricted Account, the Unified Statewide 911 Emergency Service Account, and the Utah Statewide Radio System Restricted Account, in accordance with Utah Code Ann. §§ 63H-7a-303 through -305.

Section 2. Financial Officer. The Executive Director shall appoint a Financial Officer for the Administrative Services Division with the approval of the Board. The Financial Officer must be bonded in an amount established by the State Money Management Council. The Financial Officer shall, at all times, be subject to the Executive Director and the Board, and shall be responsible for accounting for UCA including:

2.1. Safekeeping and investment of public funds of UCA, including the funds expected from the restricted accounts created by the Act;

2.2. The proper collection, deposit, disbursement, and management of the public funds of UCA in accordance with Title 51, Chapter 7, State Money Management Act;

2.3. Having authority to sign all bills payable, checks, drafts, warrants, or other negotiable instruments in the absence of the Executive Director and any employee designated by the Executive Director for this purpose;

2.4. Providing the Board, the Audit Committee, and the Executive Director a statement of the condition of the finances of UCA, at least annually, and at such other times as shall be requested by the Board, the Audit Committee, and/or the Executive Director;

2.5. Filing written reports with the State Money Management Council pursuant to Utah Code Ann. § 51-7-15; and

2.6. Performing all other duties incident to the position of Financial Officer.

Section 3. Statewide Interoperability Coordinator. The Executive Director shall appoint a Statewide Interoperability Coordinator. The Statewide Interoperability Coordinator shall, at all times, be subject to the Executive Director and the Board, and shall:

3.1. Promote wireless technology information and interoperability among local, state, federal, and other agencies;

3.2. Provide a mechanism for coordinating and resolving wireless communication issues among local, state, federal, and other agencies;

3.3. Improve data and information sharing and coordination of multijurisdictional responses;

3.4. Consider opportunities to consolidate or improve interoperability of infrastructures and technologies;

3.5. Evaluate current technologies and determine if they are meeting the needs of agency personnel in respective service areas;

3.6. Create and maintain procedures for requesting interoperability channels; and

3.7. Act as the FirstNet single point of contact for UCA.

ARTICLE IV: AUDIT COMMITTEE

Section 1. Establishment of the Audit Committee. The Board shall appoint an Audit Committee comprised of individuals who have accounting or related financial management expertise and are financially literate, as determined by the Board. Neither the Executive Director, nor the Chair may be on the Audit Committee.

Section 2. Powers of the Audit Committee. The Audit Committee shall have the authority to:

2.1. Select and retain, in accordance with the Utah Procurement Code, Utah Code Ann. § 63G-6a-101, et seq., an independent registered public accounting firm to act as UCA's independent auditors for the purpose of auditing UCA's financial statements, books, records, accounts, and internal controls over financial reporting.

2.2. In accordance with the Utah Procurement Code, Utah Code Ann. § 63G-6a-101, et seq., employ such counsel, experts, and other professionals as the Audit Committee shall deem appropriate from time to time.

2.3. Oversee UCA's accounting and financial reporting processes and the audit and preparation of the UCA's financial statements.

Section 3. Duties. The duties of the Audit Committee shall be as follows:

3.1. The Audit Committee shall meet at least quarterly with UCA's Financial Officer to review the books of account of the UCA.

3.2. The Audit Committee shall provide oversight of the books of account as kept by UCA's Financial Officer.

3.3. The Audit Committee shall review the condition of the finances of UCA.

3.4. The Audit Committee shall meet with the auditor, as requested.

3.5. The Audit Committee shall review UCA's budget and current service rates presented by the Financial Officer, and thereafter make appropriate recommendations to the Executive Director and the Board. For the avoidance of doubt, the Audit Committee shall report directly to the Board.

3.6. The Audit Committee shall review UCA's budget mid-year to determine whether any revisions are required, and thereafter make appropriate recommendations to the Board.

3.7. The Audit Committee shall assist the State Money Management Council in the event of an investigation or enforcement action pursuant to Section 51-7-22.5 of the Utah Code.

ARTICLE V: PUBLIC SAFETY ADVISORY COMMITTEE

Section 1. Establishment of the Public Safety Advisory Committee. Pursuant to the Act, the Board shall appoint a Public Safety Advisory Committee composed of fifteen (15) members as follows:

1.1. One representative from an association that represents fire chiefs in the state;

1.2. One representative from an association that represents police chiefs in the state;

1.3. One representative from an association that represents sheriffs in the state;

1.4. One representative from an association that represents emergency medical service personnel in the state;

1.5. One member of law enforcement from a county of the first or second class;

1.6. One member of law enforcement from a county of the third or fourth class;

- 1.7. One member of law enforcement from a county of the fifth or sixth class;
- 1.8. One individual from a fire department within a county of the first or second class;
- 1.9. One individual from a fire department within a county of the third or fourth class;
- 1.10. One individual from a fire department within a county of the fifth or sixth class;
- 1.11. One individual from the public safety communications industry;
- 1.12. The commissioner of public safety or the commissioner's designee;
- 1.13. The executive director of the Department of Transportation or the executive director's designee;
- 1.14. The chair of the Public Safety Advisory Committee; and
- 1.15. An individual nominated by the representatives of tribal governments elected under Section 9-9-104.5.

Section 2. Purpose. The Public Safety Advisory Committee shall:

- 2.1. Make recommendations to the Executive Director regarding:
 - 2.1.1 UCA's operations and policies;
 - 2.1.2 The radio network division and interoperability division strategic plans;
 - 2.1.3 The operation, maintenance, and capital development of the public safety communications network; and
 - 2.1.4 UCA's administrative rules relative to the radio network divisions and interoperability division.

Section 3. Term. Individuals appointed pursuant to Article V, Sections 1.1, 1.3, 1.5, 1.7, 1.9, 1.11, shall serve an initial term of two years and all successive terms for such board members shall be four years. Individuals appointed pursuant to Article V, Sections 1.2, 1.4, 1.6, 1.8, 1.10 shall serve terms of four years. Individuals appointed pursuant to Article VI, Sections 1.12 through 1.15 shall serve at the will of their respective appointing official/organization. When a vacancy occurs in the membership for any reason, the replacement shall be made by UCA's board for the unexpired term. No individual may be reappointed for more than two consecutive terms.

Section 4. Officers, Meetings, and Quorum Requirements. Each January, the committee shall organize and select one of the committee's members as chair and one member as

vice chair. The committee may organize standing or ad hoc subcommittees which shall operate in accordance with guidelines established by the committee. The chair shall convene a minimum of four meetings per year and may call special meetings. The chair shall call a meeting upon the request of eight or more members of the committee. Eight members of the committee constitute a quorum for the transaction of business, and the action of a majority of the members present is the action of the committee. A member may not receive compensation or benefits for the member's service.

ARTICLE VI: PSAP ADVISORY COMMITTEE

Section 1. Establishment of the PSAP Advisory Committees. Pursuant to the Act, there is established a PSAP advisory committee composed of nine (9) members as follows:

- 1.1. One representative from a PSAP managed by a city;
 - 1.2. One representative from a PSAP managed by a county;
 - 1.3. One representative from a PSAP managed by a special service district;
 - 1.4. One representative from a PSAP managed by the Department of Public Safety;
 - 1.5. One representative from a PSAP from a county of the first class;
 - 1.6. One representative from a PSAP from a county of the second class;
 - 1.7. One representative from a PSAP from a county of the third or fourth class;
 - 1.8. One representative from a PSPA from a county of the fifth or sixth class;
- and
- 1.9. One member from the telecommunications industry.

Section 2. Purpose, Function, and Duties.

2.1. The PSAP advisory committee shall make recommendations to the executive director and the Board regarding:

- 2.1.1 UCA's operations and policies;
- 2.1.2 The 911 division and interoperability division strategic plans;
- 2.1.3 The operation, maintenance, and capital development of the public safety communications network;
- 2.1.4 UCA's administrative rules relative to the 911 division and the interoperability division; and

2.1.5 The development of minimum standards and best practices.

Section 3. Term. Individuals appointed pursuant to Article VI, Sections 1.2, 1.4, 1.6, 1.8, shall serve an initial term of two years and all successive terms for such board members shall be four years. Individuals appointed pursuant to Article VI, Sections 1.1, 1.3, 1.5, 1.7, 1.9 shall serve terms of four years. When a vacancy occurs in the membership for any reason, the replacement shall be made by UCA's board for the unexpired term. No individual may be reappointed for more than two consecutive terms.

Section 4. Officers, Meetings, and Quorum Requirements. Each January, the committee shall organize and select one of the committee's members as chair and one member as vice chair. The committee may organize standing or ad hoc subcommittees which shall operate in accordance with guidelines established by the committee. The chair shall convene a minimum of four meetings per year and may call special meetings. The chair shall call a meeting upon the request of five or more members of the committee. Five members of the committee constitute a quorum for the transaction of business, and the action of a majority of the members present is the action of the committee. A member may not receive compensation or benefits for the member's service.

**ARTICLE VII:
DIVISIONS WITHIN UCA**

Section 1. The 911 Division. There is created within UCA the 911 Division. The 911 Division shall, at all times, be subject to the Executive Director and the Board and shall/may, as the case may be, perform those duties outlined in Utah Code Ann. § 63H-7a-302, as amended.

Section 2. The Radio Network Division. There is created within UCA the Radio Network Division. The Radio Network Division shall, at all times, be subject to the Executive Director and the Board and shall perform those duties outlined in Utah Code Ann. §§ 63H-7a-402(1) and 63H-7a-404, both as amended, and may do those things listed in Utah Code Ann. § 63H-7a-402(2), as amended.

Section 3. The Interoperability Division. There is created within UCA the Interoperability Division. The Interoperability Division shall, at all times, be subject to the Executive Director and the Board and shall perform those duties outlined in Utah Code Ann. § 63H-1a-502(1), as amended, and may do those things listed in Utah Code Ann. §63H-7a-502(2), as amended.

Section 4. The P25 Division. There is created within UCA the P25 Division. The P25 Division shall, at all times, be subject to the Executive Director and the Board and shall perform those duties associated with the upgrade of Utah's Public Safety Radio Network to the P25 System.

Section 5. The Administrative Services Division. There is created within UCA the Administrative Services Division.

5.1. The Administrative Services Division shall provide financial and human resources assistance to UCA under the direction of the Executive Director and the Board.

5.2. At the Board's request and with the Board's approval, the Administrative Services Division may establish or contract for legal services for UCA.

5.3. Furthermore, the Administrative Services Division is responsible for the care, custody, safekeeping, collection, and accounting for disbursements made by the authority under: (a) Utah Code Ann. §§ 63H-7a-303, -304, -304.5, and -403.

5.4. Subject to an appropriation by the Legislature and approval by the Board, expend funds from the Computer Aided Dispatch Restricted Account to cover the Administrative Services Division's administrative costs related to the Computer Aided Dispatch Restricted Account.

5.5. Subject to an appropriation by the Legislature and approval by the Board, use funds in the Unified Statewide 911 Emergency Service Account to cover the Administrative Services Division's administrative costs related to the Unified Statewide 911 Emergency Service Account.

5.6. Subject to appropriations by the Legislature, expend funds in the Utah Statewide Radio System Restricted Account for administrative costs that the Administrative Services Division incurs related to the Utah Statewide Radio System Restricted Account.

ARTICLE VIII: SEAL

The seal of UCA shall be as follows:

ARTICLE IX: AMENDMENTS

These Bylaws may be altered, amended, repealed, or added to upon approval by the majority vote of the total number of the Members of the Board and the Members must be present at the meeting of the Board called for that purpose or included on the agenda of that meeting.

ARTICLE X: FISCAL YEAR

The fiscal year of UCA shall begin the first day of July and terminate on the next succeeding June 30.

ARTICLE XI: LIMITED LIABILITY

No liability against any Member, or any Member's general credit or taxing powers, or its officers, agents or employees, shall occur by reason of its membership in UCA, the issuance of

bonds, or other evidence of indebtedness, the management of bond proceeds, or the operations of UCA or any other Member of UCA. In addition, no Member of UCA or any of its officers, agents, or employees is obligated, either directly or indirectly, for the obligations of the UCA.

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UPON MOTION DULY MADE AND CARRIED, the foregoing Bylaws of UCA were approved by the Board at a duly called meeting thereof held on the 31st day of July, 2019.

Chair

Secretary