

of an opinion question to the vote of the registered voters of Utah County, or directly by the County legislative body, and in accordance with the requirements of Utah Code Ann. §59-12-2219. This Agreement, and all obligations provided hereunder, shall automatically terminate if the Fourth Quarter Tax is not imposed by the County on or before June 30, 2020.

2. Application of the Fourth Quarter Transit Revenues. Conditioned upon its actual receipt of the Fourth Quarter Transit Revenues from the Utah State Tax Commission as contemplated in this Agreement, and only to the extent that the annual Fourth Quarter Transit Revenues received by UTA are sufficient for the identified purposes, UTA agrees to apply Fourth Quarter Transit Revenues received from the Utah State Tax Commission for the following purposes and in the following descending order of priority:
 - a. Fourth Quarter Transit Revenues shall first be applied to prospectively meet the County's obligations to make Principal and Interest Payments with respect to the 2016 County Bonds. Beginning after July 1, 2019, and at such time when sufficient Fourth Quarter Transit Revenues have been (or are projected to be) received by UTA, UTA and the County shall develop procedures pursuant to which UTA shall transfer collected Fourth Quarter Transit Revenues to the County for this purpose. Such procedures shall provide for UTA's semiannual transfer of funds according to a schedule that allows the County to use those transferred funds to make Principal and Interest Payments in accordance with the bond documents. To the extent that the annual Fourth Quarter Transit Revenues paid to UTA are insufficient to make the Principal and Interest Payments under the County's bond documents, then the County shall fund the deficiencies as contemplated in the Initial BRT ILA.
 - b. In the event that the annual Fourth Quarter Transit Revenues received by UTA from the Utah State Tax Commission are more than sufficient to pay the Principal and Interest Payments as described in Section 2(a) above, then **UTA shall apply additional Fourth Quarter Transit Revenues (to the extent available) to pay the actual, documented O&M Costs incurred by UTA with respect to the BRT System.** To the extent that the annual Fourth Quarter Transit Revenues paid to UTA are sufficient (after payment of Principal and Interest Payments as contemplated in Section 2(a) above) to fund BRT System O&M Costs, then the County shall be relieved of its obligation to pay O&M Costs to UTA (as contemplated by Section 7 of the Initial BRT ILA) for such year. To the extent that the annual Fourth Quarter Transit Revenues paid to UTA are insufficient for such purposes, then the County shall fund the deficiencies (and be entitled to future reimbursement for such amounts) as contemplated by the Initial BRT ILA, but subject to the maximum annual limit set forth therein.
 - c. In the event that the annual Fourth Quarter Transit Revenues received by UTA from the Utah State Tax Commission are more than sufficient to fund