

Amended and approved 12-15-08



UDA Annual Meeting - November 17, 2008

The Board of Directors of the Utah Defense Alliance met on November 17, 2008, at 7:30 a.m. at Weber Basin's District Headquarters, Layton, Utah. The meeting was called to order by President Jerry Stevenson. On roll call, the following directors/visitors were found to be present:

- Present**
- Jerry Stevenson
- Tage Flint
- Gary Harter
- Peter Jenks
- Rick Mayfield
- Vickie McCall
- Steve Rush
- Ken Wannink
- Lisa Roskelley
- Louenda Downs
- Jan Zogmeister
- Steve Curtis
- Wijf Stognuckenorn
- Ron Kusma

- Excused**
- Pat Condon
- Ann Milner
- Sheldon Killpack
- Brad Dec
- Colleen Johnson
- Don Wood
- Dave Harner
- Barney Chapman
- Lane Beatie
- Steve Petersen
- Ed KJeyn
- Charlie Precourt

After the welcome, President Jerry Stevenson told the group that the agenda was going to be changed a little bit. The time was turned over to John Clay for a Northrop Grumman briefing which was followed by a question and answer period.

Annual Meeting

President Jerry Stevenson asked for a motion to officially call the Annual UDA Meeting to order. Commissioner Louenda Downs made a motion with President Mike Bourwhuis seconding the motion. A unanimous vote to call the meeting to order followed.

Election of Board of Directors

Tage Flint, Ivan Flint and Mart Bushnell had been appointed and had served as the Nominating Committee. Tage told the members that they had contacted those whose terms were going to expire and reported the following:



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Rick Mayfield
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Steve Rush
Ken Warnick
Lisa Roskelley
Louenda Downs
Jan Zogmaister
Steve Curtis
Wilf Sommerkorn
Ron Kusina

Debra Tanzi
John Clay
Mart Bushnell
John Matthews
Ivan Flint
Mike Bouwhuis
Collette Mercier
David Nydam

Staff

Ron Richins
Paul Morris
Beverley Jacobs

Excused

Pat Condon
Ann Millner
Sheldon Killpack
Brad Dee
Colleen Johnson
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Election of Board of Directors

Tage Flint, Ivan Flint and Mart Bushnell had been appointed and had served as the Nominating Committee. Tage told the members that they had contacted those whose terms were going to expire and reported the following:

- Peter Jenks – will continue to serve.
- Vickie McCall – will continue to serve.
- Barney Chapman – conflicts on Monday's; would like to step down.
- Lane Beatie – has conflicting Monday meetings, but reads the minutes and would like to remain on the Board as the Salt Lake Chamber representative. Lane indicated it helps keep the Chamber involved.
- Ed Kleyn- conflict with meetings; asked to step down.
- Ivan Flint – will continue to serve.
- Ann Millner – will continue to serve.
- Mayor Steve Curtis – will continue to serve.
- Commissioner Colleen Johnson (Tooele) – has had interest in the past, but has been unable to attend much. She has not indicated if she is still interested in serving. It was suggested that another representative be asked to serve from Tooele if she is not going to be able to attend the meetings. In view of the activities in Tooele, it is important they be represented.
- Wilf Sommerkorn – has moved to new position. His position as a Davis County representative, as per recommendation of the County Commission, will be Kent Sulser.
- Dave Harmer – has retired; Mayor Godfrey has suggested that Scott Waterfall fill his place.
- Salt Lake City has had a need to fill a position, and Wilf Sommerkorn has been asked to represent Salt Lake City.

The Executive Committee recommended having an L3 Representative serve on the Board. Gary Harter has contacted them, but they have not responded back. Consideration will be given when L-3 suggests a name.

Tage Flint made a motion that the following Directors for 2009 be appointed effective, January 1, 2009:

Peter Jenks	Ex-Officio (Bishop)
Vickie McCall	Elected Director
Lane Beatie	Elected Director
Ivan Flint	Elected Director
Ann Milner	Elected Director
Mayor Steve Curtis	Ex-Officio (Layton Mayor)
Kent Sulser	Ex-Officio (Davis County Economic Development)
Scott Waterfall	Ex-Officio (Ogden)
Wilf Sommerkorn	Ex-Officio (Salt Lake City)
Colleen Johnson	Ex-Officio (Tooele)

The Directors will serve for a three (3)-year term. Commissioner Louenda Downs seconded the motion followed by a unanimous vote to accept the Board of Directors for 2009.

Election of Officers

Tage reported that President Jerry Stevenson has asked to step down as President. Jerry has done an outstanding job and has been an exceptional leader. The Nominating Committee put forth the following:

Peter Jenks, President	Steve Rush, Vice President	Ron Kusina, Vice President
Ken Warnick, Secretary	Tage Flint, Treasurer	

These individuals have been contacted and have indicated a willingness to serve.

There were no other nominations or discussion. Appreciation was shown to the five who have indicated they would be willing to serve showing a special appreciation to those who have been serving.

Commissioner Louenda Downs made a motion that the Board accept the names of the 2009 officers as presented to serve for a one year term beginning January 1, 2009. Ivan Flint seconded the motion followed by a unanimous vote to accept the 2009 Officers.

Resolution 2008-3 – A Resolution Changing the Fiscal Year for the Utah Defense Alliance from a Calendar Year to a July 1 to June 30 Fiscal Year with the First Fiscal Year Beginning July 1, 2008, and ending June 30, 2009.

In an effort to better coordinate with the State funding and MIDA, it was proposed that the UDA Fiscal Year be changed from a calendar year beginning July 1st and ending June 30th each year. The Bylaws require this to be done by resolution. The Annual Election of Officers and Board Members will remain the same.

With the Fiscal Year changes and the MIDA changes, the Executive Committee felt that it would be appropriate to have an audit performed. The audit will be performed using a year-end date of June 30, 2008.

President Mike Bouwhuis made a motion that Resolution 2008-3 – A Resolution changing the fiscal year for the Utah Defense Alliance from a calendar year to a July 1 to June 30 fiscal year with the first fiscal year beginning July 1, 2008, and ending June 30, 2009, be adopted by the Board retroactive as of July 1, 2008. John Matthews seconded the motion followed by a unanimous vote to adopt the resolution.

President Jerry Stevenson showed appreciation to Ken Warnick for his assistance as the UDA Secretary. Ken is very detail-oriented and has ensured policies and procedures have been followed. He thanked everyone for their support.

Gary Harter made a motion that the Annual UDA Meeting be adjourned. Tage Flint seconded the motion followed by a unanimous vote.

Approved 12-15-08



UDA Board Meeting – November 17, 2008

The Board of Directors of the Utah Defense Alliance met on November 17, 2008, at approximately 8:00 a.m. at Weber Basia's District Headquarters, Layton, Utah. The meeting was called to order by President Jerry Stevenson. On roll call, the following directors/visitors were found to be present:

Present

- Jerry Stevenson
- Tage Flint
- Gary Harter
- Peter Jenks
- Rick Mayfield
- Vickie McCall
- Steve Rush
- Ken Warnick
- Lisa Roskelley
- Louenda Downs
- Jan Zogmaister
- Steve Curtis
- Wilf Sommerkorn
- Ron Kusina

- Debra Tanzi
- John Clay
- Mart Bushnell
- John Matthews
- Ivan Flint
- Mike Bouwhuis
- Collette Mercier
- David Nydam

- Staff**
- Ron Richins
 - Paul Morris
 - Beverly Jacobs

Excused

- Pat Condon
- Ann Millner
- Sheldon Killpack
- Brad Dee
- Colleen Johnson
- Don Wood
- Dave Harmer
- Barney Chapman
- Lane Beatie
- Steve Petersen
- Ed Kleyn
- Charlie Precourt

Approval of Minutes

Peter Jenks made a motion that the minutes for the September 15, 2008, meeting be approved as presented. Mart Bushnell seconded the motion.

Ken Warnick made note that there had been some minor grammatical corrections and a couple of missing names that had been added to the original minutes that the Board had received. The changes did not reflect any content change. The Board gave a unanimous vote to accept the minutes as presented.

Financial Report

Because of the change in the Fiscal Year, the quarterly report has been postponed until the pending changes from a cash basis/calendar year to an accrual basis/fiscal year can be completed.



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The budget, which has been reviewed and revised by the Finance Committee, was thoroughly reviewed. UDA pays the rent for Rick and Beverley's offices, and MIDA pays the rent for the other three offices. However, in the past, UDA has been paying all the rent and MIDA will be reimbursing MIDA for their share of the expenses. The top section of the budget reflects what is expected to be expended. Any amounts spent will be approved through the Board. The projected UDA income is unknown.

With a recommendation from the Finance Committee, Tage Flint made a motion that the Board adopt the budget as presented. Ron Kusina seconded the motion.

President Mike Bouwhuis stated he was voluntarily abstaining from the vote because of a conflict of interest. With his DATC affiliation, he could be viewed as the landlord, and he also could benefit from his PTAC relationship.

With the exception of President Mike Bouwhuis, the Board unanimous adopted the Fiscal Year 2009 Budget as presented.

MIDA Update

January is the target date to begin the construction for the new road and the entry gate. This will be partially funded by UDOT. The Northrop Grumman building is targeted to begin in the early spring and will be followed by some commercial buildings later in the spring or early in the summer. MIDA is moving rapidly ahead working on the development guidelines, the final Project Area Plan and the three-party agreement. These documents will be approved by the Development Review Committee on November 18th, and it is hoped that they will be adopted by the MIDA Board on December 2nd. Once those are in place, MIDA will be able to move ahead and should be able to begin issuing building permits. Despite the slowing economy, the project is rapidly moving ahead.

President Jerry Stevenson thanked the individuals who have been working on the MIDA project reminding the Board that UDA was the catalyst that started the project. Everything is coming together because the right team is in place, and we have community participation and support. Without this team effort this project would not be happening. He reminded the Board that three Mayors sit on the MIDA Board, and they are reviewing everything with the scrutiny of a planning or zoning commission.

Other Items

- John Matthews reported that SWDA had recently been asked to assist and support the Navy Range in a lawsuit. The outcome was favorable for the Navy. John Matthews, Mart Bushnell and Ivan Flint were shown appreciation for the work they do with SWDA. The SWDA protects our range and the defense industry.

- Steve Rush reported that he will be going to General Carlson's retirement on Friday, November 21st. He will report back after his return.

President Jerry Stevenson thanked the Board for all the volunteer hours they spend on UDA's behalf. Everyone is busy, but many take the time out of their busy schedules to attend meetings and conferences that help support UDA's mission.

News Items for Website

Rick Mayfield requested that Board members submit information that can be put on the website to help keep the public informed about UDA and what Board Members are doing related to defense and aerospace. Work is being done to upgrade the website, and we hope to be able to show presentations, such as the one John Clay presented, on the website. Next month, Charlie Precourt has been asked to give a briefing on ATK, and other defense contractors will be asked to give UDA briefings in the future.

The Executive Committee was asked to stay for a brief meeting following Board Meeting.

Next meeting

The next UDA Board Meeting will be held on Monday, December 15, 2008, at 7:30 a.m.

Mart Bushnell made a motion that the meeting be adjourned. With a unanimous, vote the meeting adjourned at 8:45 a.m.

UTAH DEFENSE ALLIANCE, INC.

Resolution 2008-3

A RESOLUTION CHANGING THE FISCAL YEAR FOR THE UTAH DEFENSE ALLIANCE FROM A CALENDAR YEAR TO A JULY 1 TO JUNE 30 FISCAL YEAR WITH THE FIRST FISCAL YEAR BEGINNING JULY 1, 2008, AND ENDING JUNE 30, 2009.

WHEREAS, Section 7.1 of Article 7 of the Utah Defense Alliance (“UDA”) Bylaws provides that the fiscal year for UDA shall be the calendar year, “unless otherwise designated by resolution of the Directors;” and

WHEREAS, the UDA Board of Directors have determined that the fiscal year should be changed to a July 1 to June 30 fiscal year beginning July 1, 2008 and ending June 30, 2009;

NOW, THEREFORE, BE IT RESOLVED by the UDA Board of Directors that pursuant to Section 7.1 of the UDA Bylaws the fiscal year for UDA shall be changed to a July 1 to June 30 fiscal year beginning July 1, 2008 and ending June 30, 2009.

PASSED and APPROVED this 17th day of November 2008.

Utah Defense Alliance

Jerry Stevenson
President

ATTEST:

Secretary

UTAH DEFENSE ALLIANCE
FY09 BUDGET WORKSHEET
 July 1, 2008 to June 30, 2009

APPROVED BY UDA FINANCE COMMITTEE 11/10/08

UDA DRAFT BUDGET FY09

REVENUE (SOURCE OF FUNDS)

GOED CONTRACT (PTAC)	\$ 750,000
GOED CONTRACT (UDA OPERATIONS)	\$ 100,000
CONTRIBUTED SUPPORT	
In-Kind/Services Contributions	\$ 15,000
INTEREST INCOME	\$ 24,000
TOTAL REVENUE	\$ 889,000

EXPENSES(USE OF FUNDS)

CONTRACTED SERVICES	
Local Contracts	Alert***** ***** \$ -
MIDA Contract	New***** ***** \$140,000
Public Relations	\$ 10,000
SWDA Support	\$ 20,000
SWDA Travel	\$ 10,000
Special Projects	
PTAC	\$ 712,500
Contracted Studies	
Baseline	
HAFB Workload	
Tooele Workload	
Workforce	
BRAC	
Other	
Future Projects	\$ 400,000
Total Contracted Services	\$1,292,500

OPERATIONAL EXPENSES

Equipment Depreciation or Purchase)	\$ 500
Insurance	\$ 4,700
Local Meetings/Conferences	\$ 5,000
Out of Area Meetings.Conferences	\$ 30,000
In Kind Travel	\$ 15,000
Memberships	\$ 2,000
Postage-shipping etc	\$ 600
Presentations	
Printing and Copying	\$ 1,500
Publications	\$ 1,000
Rent Office Space	\$ 7,700
Research	
Supplies	\$ 200
Telephone/Internet	\$ 200

UDA STAFF SUPPORT

Accounting/Audit	\$ 14,000
Legal and Professional	\$ 1,000
Secretary/Admin	
In Kind Services	

TOTAL OPERATIONAL & Staff Expenses	\$83,400
TOTAL INCREASE (DECREASE)	(\$486,900)