

**MINUTES OF THE UTAH LEAGUE OF CITIES & TOWNS  
BOARD OF DIRECTORS MEETING**

UTAH LEAGUE OF CITIES AND TOWNS, 60 S 600 E, SUITE 100, SALT LAKE CITY, UT 84102  
(AND PARTICIPATION VIA WEBEX CONFERENCE CALL)

TUESDAY, SEPTEMBER 5, 2017

9:00 AM

**CONDUCTING:** ULCT Board of Directors President, Mayor Steve Hiatt, Kaysville

**PRESENT:**

**EXECUTIVE BOARD**

President, Mayor Steve Hiatt, Kaysville  
1st Vice President, Council Member Beth Holbrook, Bountiful  
2<sup>nd</sup> Vice President, Mayor Jon Pike, St. George  
Immediate Past President, Council Member Lynn Pace, Holladay

**BOARD OF DIRECTORS**

Mayor Dean Baker, Naples  
Council Member Andy Beerman, Park City  
Mayor Mike Caldwell, Ogden City  
Mayor Karen Cronin, Perry City  
Mayor Carmen Freeman, Herriman  
Council Member Mike Mendenhall, Spanish Fork  
Council Member Kelleen Potter, Heber City  
Mayor Brent Taylor, North Ogden

**EX-OFFICIO MEMBERS**

Matt Dixon, UCMA  
S. Annette Spendlove, UMCA  
David Church, General Counsel\*

**ULCT STAFF**

Roger Tew, Interim Executive Director \*  
Nick Jarvis, Chief Operating Officer\*  
Brandon Smith, Legislative Research Analyst\*  
Susan Wood, Director of Communications and Training\*

\*Attended at League Office, others attended via WebEx conference call

**1. WELCOME AND INTRODUCTIONS – Mayor Steve Hiatt, ULCT President**

ULCT President, Mayor Steve Hiatt, called the meeting to order at 9:05am.

**2. CONFLICT OF INTEREST DISCLOSURE– Mayor Steve Hiatt, ULCT President**

President Hiatt commented this is the Board’s opportunity to declare any conflict of interest for this special meeting. None declared.

### **3. APPOINTMENT OF ULCT EXECUTIVE DIRECTOR – Mayor Steve Hiatt, ULCT President**

President Hiatt stated that the Board hired The Mercer Group to help with the search for an Executive Director for the Utah League of Cities and Towns. There were approximately 150 applications. Ellis Hankins reviewed the applications and narrowed the applicants to eight. After the interviews, the committee selected 4 finalists and after a long day the consensus from the committee is Cameron Diehl to be presented as the new Executive Director of the ULCT. Cameron has asked the effective date be October 16, 2017 which will allow him to finish current lobbying efforts. You were all provided the agreement last night.

Mayor Cronin stated that in the contract it says that he is an at will employee and if I read it correct there are only two ways to get out of the contract from the ULCT standpoint; cause and it has to be proven and if not there will be a six month severance package. What if something comes up and he wants to take a different opportunity. Proposing that there might be 90 days' notice or some appropriate time.

David Church replied that Mayor Cronin is right that he can be terminated without cause; he will be entitled to a severance package. He can terminate at any time with no penalty. It is up to the Board whether you want to have a severance. The wording in the contract is fairly standard and I don't recommend any change.

Mayor Cronin stated that she wanted to make sure the league is protected.

Mayor Freeman asked about the car allowance and if we should be using the IRS mileage rate to reimburse.

David Church replied that this wording in the contract is what has been done previously, so he left it that way.

President Hiatt stated that this was talked about in great length as an executive board and it was decided to offer the \$750 a month as it makes things cleaner and easier.

Mayor Freeman stated that Cameron will have to keep track of mileage if he wants to be reimbursed for any more than the \$750. Either way it will work.

David Church replied that it is up to Cameron.

President Hiatt replied that Cameron didn't care either way and we decided this way for the simplicity.

Nick Jarvis replied, doing it this way as written helps us with budgeting because we really don't know how much Cameron will be traveling

David Church stated, this keeps it clean and makes it so we don't have people thinking he is padding his mileage. The question for me is the amount, is \$750 the right number, not the method for doing this. From budgeting, book keeping, and conflict resolution this works best.

Mayor Cronin suggested that David Church brings up a good question, is \$750 the right number and how did we come up with this number.

President Hiatt replied that this number was what we were doing for the last Director and we used 1,400 miles per month as a starting point.

Mayor Cronin asked for clarification.

President Hiatt replied that we did the math with the IRS rule and it came to about 1400 miles per month which is approximately \$750 per month.

Mayor Cronin stated that she doesn't care which method is used and just wants it to be fair.

Mayor Freeman stated that he is also comfortable with this as is.

Mayor Taylor stated that he believes this agreement is fair and balanced and asked what was discussed about outside employment. There is no provision in this contract that says anything about this.

Mayor Hiatt replied, we did have a brief discussion about this with Cameron. It seemed very clear that Cameron is aware of the Policy that prohibits outside employment. He is aware of this expectation.

Nick Jarvis replied that all full-time employees of the league can only work for the league and this is in our personnel policies.

Roger Tew stated that this is one reason he is not employed with the league full time.

President Hiatt stated that it seems like we have an understanding on the mileage reimbursement and asked for other questions on the agreement.

Immediate Past President, Lynn Pace stated he is comfortable with the discussion that has happened and assuming that there is some outside interest it might be wise to insert a paragraph into the contract that clarifies that outside employment is prohibited. The media or anyone looking at this will not know our policies and inserting wording to this contract will make it clear. It will be very easy to insert a sentence that states outside employment is prohibited.

David Church replied that he thought he had inserted that into the contract.

Mayor Taylor replied that it is in the contract but not as clear as Council Member Lynn Pace said it.

Council Member Beerman replied that it is in Section 7 add the following "employee shall have no other outside employment while employed with the league."

David Church suggested just adding, "employee shall have no other outside employment."

Council Member Beerman suggested that there is another issue. Cameron has been coaching and does this prohibiting of outside employment mean he can't coach or do we add, no outside employment ..... unless otherwise authorized by the Board of Directors.

David Church replied that he left this out on purpose because it could be approved by one board and in 5 years there is a completely new board and they don't know that this was approved.

Nick Jarvis read from the personnel policy stating that this information is clear in the policy. The outside employment must not conflict with the interest or duties of the league...it provides the Executive Director with the opportunity for outside employment with the approval of the executive board annually.

Council Member Pace stated it shouldn't conflict in subject matter or scope of work.

President Hiatt stated that Cameron has had a chance to review this contract and doesn't have any concerns with it.

Mayor Freeman questioned if this restricts him from religious activity or volunteering in his community?

David Church replied, I don't bargain for the employee and if he wants to insert rights and things like that it is one thing. I don't know why we are bargaining for him if he hasn't objected to the current language.

Mayor Cronin replied that she is comfortable with it as stated and if Cameron wants to change it then it is his responsibility to bring those changes to us.

Mayor Freeman replied that he just wants to make sure this is fair and equitable for both parties.

President Hiatt stated that the only amendment he has heard is adding the language to Section 7 and received comments on mileage and outside employment. President Hiatt called for a motion.

**Council Member Beth Holbrook motioned to approve the contract with the Utah League of Cities and Towns and Cameron Diehl the incoming Executive Director with the modification in Section 7 adding the wording, employee shall have no other outside employment. Council Member Mike Mendahall seconded the motion.**

**Voting on the motion: All voting aye**

**The motion passed.**

**Mayor Karen Cronin motioned to approve Cameron Diehl as the incoming Executive Director of the Utah League of Cities and Towns. Council Member Beth Holbrook seconded the motion.**

**Voting on the motion: All voting aye**

**The motion passed.**

#### **4. OTHER BUSINESS**

There was none.

#### **5. ADJOURN**

**Mayor Freeman motioned to adjourn. Council Member Holbrook seconded the motion.**

**Voting on the motion:**

**The motion passed.**

**The meeting adjourned at 9:44am**

**\*\*MINUTES APPROVED AT OCTOBER 16, 2017 BOARD OF DIRECTORS MEETING\*\***