



E-470 Board of Directors  
 Chair – Commissioner Chaz Tedesco (Adams County)  
 Vice Chair – Council Member John Diak (Parker)  
 Treasurer – Council Member Craig Hurst (Commerce City)  
 Secretary – Council Member Francoise Bergan (City of Aurora)

March 11, 2021  
 9:00 a.m.

22470 E. Stephen D. Hogan Parkway  
 Aurora, Colorado 80018

ALL PARTICIPATION IN THIS MEETING WILL BE VIA ONLINE AND TELEPHONE CONFERENCE IN ORDER TO PRESERVE THE HEALTH, SAFETY, AND WELFARE OF THE PUBLIC IN LIGHT OF THE IMMINENT THREAT CAUSED BY THE COVID-19 PANDEMIC AND DUE TO THE STATE OF EMERGENCY DECLARED BY GOVERNOR POLIS, AS AMENDED AND EXTENDED, CORRESPONDING EXECUTIVE ORDERS AND PUBLIC HEALTH ORDERS, AS AMENDED AND EXTENDED, AND CDC RECOMMENDATIONS AGAINST GATHERING IN LARGE GROUPS IN ORDER TO MITIGATE THE SPREAD OF THE COVID-19 VIRUS.

Zoom Meeting Information:  
<https://us02web.zoom.us/j/89038823035>  
 Dial in Information: 669-900-9128  
 Webinar ID: 890 3882 3035

1. Call to Order .....Chair Chaz Tedesco
2. Pledge of Allegiance .....Chair Chaz Tedesco
3. Public Comment ..... Chair Chaz Tedesco
4. Consent Calendar .....Chair Chaz Tedesco
  - a. Approve Meeting Minutes of February 11, 2021
  - b. Approve Mittera 2020 NTE Increase
  - c. Approve City and County of Denver IGA regarding Pena Blvd. Bridge
  - d. Approve Computer Sites Contract
5. Information Technology Department..... Ken Smith
  - a. Contract Review/Renewal Approval for:
    - 1) RAM Info – NTE \$4,200,000.00
    - 2) Rule4 – NTE \$450,000.00
    - 3) Atkins – CUSIOP – No additional NTE required – Extend date only
    - 4) Atkins – General Technology Consultant – NTE \$1,925,000.00
    - 5) HNTB – NTE \$1,300,000.00
    - 6) Nuspire – NTE \$250,000.00
6. Operations Department.....Jessica Carson
  - a. Contact Center Plan – Briefing
7. Engineering and Roadway Maintenance Department ..... Neil Thomson
  - a. Toll Plaza Redevelopment Lease - Approval
  - b. Snow Removal Update
8. Executive Director Report ..... Tim Stewart
9. Other Business..... Chair Chaz Tedesco
10. Adjourn Meeting .....Chair Chaz Tedesco

The next anticipated E-470 Board of Directors Meeting will be April 8, 2021 at 9:00 a.m. via Zoom

**RECORD OF PROCEEDINGS**

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MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

E-470 PUBLIC HIGHWAY AUTHORITY

Held: Thursday, February 11, 2021, at 9:00 a.m. All participation in this meeting was via online and telephone conference in order to preserve the health, safety, and welfare of the public in light of the imminent threat caused by the COVID-19 pandemic and due to the state of emergency declared by Governor Polis, as amended and extended, corresponding executive orders and public health orders, as amended and extended, and CDC recommendations against gathering in large groups in order to mitigate the spread of the COVID-19 virus. Zoom Meeting - <https://us02web.zoom.us/j/84979922142> - Dial in Information: 253-215-8782 Webinar ID: 849 7992 2142.

Attendance:

A special meeting of the Board of Directors of the E-470 Public Highway Authority was held as scheduled and in accordance with applicable statutes of the State of Colorado, with the following directors present:

Chaz Tedesco, Adams County Commissioner  
George Teal, Douglas County Commissioner  
Craig Hurst, Councilmember Commerce City  
Bill Holen, Arapahoe County Commissioner  
John Diak, Councilmember Town of Parker/DRCOG  
Francoise Bergan, Mayor Pro Tem City of Aurora  
Jessica Sandgren, Mayor Pro Tem City of Thornton/DRCOG

Wynne Shaw, Councilmember City of Lone Tree (*non-voting*)  
Laurie Anderson, Councilmember, City and County Broomfield (*non-voting*)  
Lori Saine, Commissioner, Weld County (*non-voting*)  
Kelly Brown, CDOT/HPTE (*non-voting*)  
Peggy Catlin, RTD (*non-voting*)

Also present were: Jeff Baker, Commissioner, Arapahoe County (alternate); Susan Noble, Councilmember, Commerce City, (alternate); Laura Hefta, Councilmember, Town of Parker (*alternate*); Jim Brady, construction manager, Jessica Carson, operations director, Geoffrey Doctoroff, risk management supervisor, Ryan Dole, senior financial analyst, Bruce Emberley, operations and tolling services manager, Mark Ferguson, ePMO; Mark Gronowski, solutions delivery manager, Mike Hancock, procurement supervisor, Jaime Heitman, controller, Moss Levenson, financial analyst 2, Diane Lundquist, executive assistant, Jason Myers, finance director, Derek Slack, roadway maintenance

manager, Ken Smith, information technology director, Tim Stewart, executive director, Briana Summers, accounting supervisor, Cassandra Sulmeisters, marketing specialist, Neil Thomson, engineering and roadway maintenance director, Ryan Thornton, IT infrastructure and operations senior manager, Maureen Walker, communications and public affairs manager and Chuck Weiss, engineering manager E-470 Public Highway Authority; Jack Nichols and Susan Ermisch, WSP; Michael Lund, Stifel; Dave Kristick, Atkins; Kristin Sullivan, Director, Public Works, Adams County; Mac Callison, City of Aurora; Jep Seman, ROADIS Counsel; Scott Spendlove, Intermountain Public Affairs; Darryl Davis and Dan Kurz, Morgan Stanley; Pedro Costa and Mark Shotkoski, NWP LLC; Michael Jewell, Jewell and Jimmerson; Melissa Kuiper Blake, BHFS; Antii Suhonen, JP Morgan; Jiyeon Koo, visitor; and Tamara Seaver, Icenogle Seaver Pogue, P.C.

Call to Order: Commissioner Tedesco, noting the presence of a quorum of the directors, called the special meeting to order.

Pledge of Allegiance: Commissioner Tedesco led all present in the Pledge of Allegiance.

Public Comment: None.

Consent Calendar: Commissioner Holen moved approval of the consent agenda, comprising meeting minutes of January 14, 2021, Colorado State Patrol IGA amendment, Grizzly Petroleum mineral rights lease, Compri Consulting contract extension, and 2020 Benesch contract NTE increase. The motion was seconded by Mayor Pro-Tem Bergan, whereupon Councilmember Hurst asked that the Grizzly mineral rights lease be removed from the consent agenda. Commissioner Holen and Mayor Pro-Tem Bergan modified their motions as amended and the Board thereafter approved the Consent Calendar, excluding the Grizzly Petroleum mineral rights lease. The revised motion and second was approved unanimously by the Board of Directors.

Mr. Thomson then addressed the Board of Directors regarding the proposed 14 net mineral acre lease with Great Western/Grizzly. He noted it was on the Authority's standard form of lease agreement, with the same terms as previously approved by the Board which Mr. Thomson then reviewed with the Board. Commissioner Tedesco addressed the Board of Directors noting that the no new wells would be brought in to effectuate the lease. Kristin Sullivan, Director of Public Works, Adams County addressed the Board and confirmed that no new well pad sites would be needed for the lease. Councilmember Hurst inquired about the directional drilling and its location and Ms. Sullivan addressed the question noting she expected those areas to be within Brighton and Adams County, but she was not certain of that matter. Councilmember Hurst noted the importance of him speaking to his council on these matters given the nature of oil and gas matters and differing opinions regarding the same. Mayor Pro-Tem Bergan asked about the legal requirements for approval of the lease and Ms. Seaver addressed the question recognizing Councilmember Hurst's political issues and Mr. Jewell and Ms. Sullivan then confirmed well site location

and names. Following discussion, Commissioner Teal moved approval of the proposed mineral lease with Grizzly Petroleum mineral rights lease. The motion was seconded by Commissioner Holen and approved unanimously by the Board.

At this point, Commissioner Tedesco left the meeting and turned the meeting over to Councilmember Diak to run the meeting.

## Finance

### Department:

2020 Year End

Financial Results

Mr. Myers addressed the Board and provided an overview of the Finance Department matters to be covered during the meeting. Mr. Myers then provided a summary of the 2020 financial goals as of year-end, including meeting the debt service coverage ratio goal and self-funding of the capital program. Mr. Myers then reported on the monthly transactional trends, including a monthly comparison to 2019. Commissioner Teal inquired about the definition of “Transaction” and Mr. Myers noted it was a single transaction at a ramp or toll plaza. Mr. Myers reviewed transactions as contrasted with the original budget and with revised CDM Smith May 2020 projections. Commissioner Holen commented on the trends and noted it might correlate to DIA traffic and Mr. Myers advised it was similar. Mr. Myers then provided an update regarding toll Transactions by location. Various members of the Board inquired about correlations among various traffic trends and related matters. Mr. Myers reported on January 2021 transaction trends, trust account fund balances and trending in unrestricted funds.

Ms. Heitman reviewed with the Board the 2020 Operating Budget summary, 2020 Toll Revenue, a Gross Toll Revenue Breakdown. She then turned to the capital side and provided a 2020 Capital Budget summary, historical debt service coverage trends, following which she reviewed various operating statistics and E-470 back office transactions processed.

2020 KPMG  
Audit Update:

Thereafter Ms. Heitman provided an update regarding the Authority’s fiscal year 2020 audit and an audit timeline. Councilmember Diak and Commissioner Holen both commented on the various financial matters, the fine work done by the Finance Department, and by KPMG as the auditor.

Debt Management  
Briefing for 2021  
Bond Transaction:

Mr. Myers then provided a briefing on the Authority’s overall debt composition, the changes to the same because of the 2020 debt restructure and the Authority’s credit ratings. Mr. Lund then addressed the Board of Directors and provided information and potential scenarios for the anticipated 2021 bond transaction. He noted that by June of 2023 LIBOR will be completely phased out and alternative indices are currently being considered. Mr. Lund reported on the interest rate Swaps and next steps toward the 2021 transaction and Mr. Myers made a few concluding comments, noting that there are several scenarios on the table that all show minimal to modest savings, unlike the 2020 bond deal that saw significant savings due to the restructuring and planning. Commissioner Teal then commented on the report and commended Mr.

Stewart, Mr. Myers and other Authority staff for their adjustments during a challenging year.

## Operations

### Department:

2020 Annual  
Customer Survey  
Results:

Ms. Carson introduced Mr. Emberley who reviewed the results of the annual 2020 Customer Experience Survey with the Board, noting it comprised around 50 questions on various topics. He mentioned the importance of customer retention and satisfaction and touched on some direct positive customer feedback and interactions. Mr. Emberley then provided a comparison to 2019 results noted the high levels of customer satisfaction in 2020. He mentioned that time savings remains the most important to the Authority's customers and that first call resolution stayed level with 2019 at 98.6%. Mr. Emberley then provided demographic breakdown, travel pattern information and commutation preferences. Following the presentation, Mr. Emberley reviewed with the Board some opportunities for communications and operational improvements going forward, including using a chat/SMS service to match customer preferences. Mayor Pro-Tem Bergan inquired about how customer information comes to the Authority and Mr. Emberley responded to the same, noting Mr. Thomson was very helpful in customer response to roadside issues. Mayor Pro-Tem Sandgren noted a positive customer interaction and immediate resolution from the Authority's staff. Commissioner Saine asked about incentives and following Ms. Carson's response, Councilmember Wynne noted the parking partnerships and price savings for ExpressToll customers.

### Executive Director

#### Report:

E-470 Board  
Committee  
Appointments:

Mr. Stewart addressed the Board of Directors and applauded the efforts of all departmental teams during the COVID-19 Pandemic. He then commented on the 2021 committee assignments, noting the next scheduled Operations Committee meeting was moved to February 24, 2021. Mr. Stewart then reminded the Board of Directors regarding the April Board Retreat, (April 14<sup>th</sup> – 15<sup>th</sup>) with two days reserved and the possibility of concluding short of the full two days.

#### Board Binders:

Ms. Walker then reported on the Board Member Binders and 2021 updates as well as delivery of the same. She then introduced a short video regarding the most recent road widening project which was on time and under budget. Councilmember Diak noted for himself and Commissioner Tedesco that Board engagement is important and committee involvement is valued and desired.

#### Other Business:

None.

#### Adjournment:

There being no further business to come before the Board, Councilmember Diak adjourned the meeting at 10:51 a.m.

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Chair of the Meeting

# E-470 2021 Calendar

Committee Work Sessions will be convened as needed and publicly posted as prescribed by statute and resolution – Please allow 1 ½ Hours for Work Sessions

## January 2021

January 1 New Year's Day – Office Closed  
January 14 **BOARD MEETING - 9:00 A.M.**  
**Board Officer Nominations and Election**  
January 18 Martin Luther King, Jr.'s Day  
-Office Closed  
January 28 **Roadway Committee – 1:00 P.M.**  
January 28 **IT and RM Committee – 2:00 P.M.**

## February 2021

February 11 Executive Committee – 8:00 A.M.  
February 11 **BOARD MEETING - 9:00 A.M.**  
February 15 Presidents' Day – Office Closed  
February 25 **Finance Committee – 9:00 A.M.**  
February 25 **Ops and Comm – 10:00 A.M.**  
February 25 **Roadway Committee – 1:00 P.M.**  
February 25 **IT and RM Committee – 2:00 P.M.**

## March 2021

March 11 **BOARD MEETING 9:00 A.M.**  
March 25 **Ops and Comm – 9:00 A.M.**  
March 25 **Roadway Committee – 1:00 P.M.**  
March 25 **IT and RM Committee – 2:00 P.M.**

## April 2021

April 8 Executive Committee – 8:00 A.M.  
April 8 **BOARD MEETING - 9:00 A.M.**  
April 14-15 **BOARD RETREAT**  
April 22 **Finance Committee – 9:00 A.M.**  
April 22 **Ops and Comm – 10:00 A.M.**  
April 22 **Roadway Committee – 1:00 P.M.**  
April 22 **IT and RM Committee – 2:00 P.M.**

## May 2021

May 13 **BOARD MEETING 9:00 A.M.**  
May 27 **Roadway Committee – 1:00 P.M.**  
May 27 **IT and RM Committee – 2:00 P.M.**  
May 31 Memorial Day – Office Closed

## June 2021

June 10 **BOARD MEETING 9:00 A.M.**  
**Board Health Check Discussion**  
June 24 **Ops and Comm – 9:00 A.M.**  
June 24 **Roadway Committee – 1:00 P.M.**  
June 24 **IT and RM Committee – 2:00 P.M.**

## July 2021

July 5 Independence Day – Observed  
Office Closed  
July 8 Executive Committee – 8:00 A.M.  
July 8 **BOARD MEETING 9:00 A.M.**  
July 22 **Roadway Committee – 1:00 P.M.**  
July 22 **IT and RM Committee – 2:00 P.M.**

## August 2021

August 12 **BOARD MEETING 9:00 A.M.**  
August 26 **Ops and Comm – 9:00 A.M.**  
August 26 **Roadway Committee – 1 P.M.**  
August 26 **IT and RM Committee – 2:00 P.M.**

## September 2021

September 6 Labor Day – Office Closed  
September 9 Executive Committee – 8:00 A.M.  
September 9 **BOARD MEETING 9:00 A.M.**  
September 23 **Finance Committee – 9:00 A.M.**  
September 23 **Roadway Committee – 1:00 P.M.**  
September 23 **IT and RM Committee – 2:00 P.M.**

## October 2021

October 7 **BOARD WORKSHOP – 9:00 A.M.**  
October 10 IBTA 89<sup>th</sup> Annual Meeting and  
To 12 Exhibition – Anaheim, CA  
October 28 **Ops and Comm – 9:00 A.M.**  
October 28 **Roadway Committee – 1:00 P.M.**  
October 28 **IT and RM Committee – 2:00 P.M.**

## November 2021

November 4 **BOARD MEETING – 9:00 A.M.**  
**Board Health Check Discussion**  
November 11 Veteran's Day – Office Closed  
November 18 **Finance Committee – 9:00 A.M.**  
November 18 **Roadway Committee – 1:00 P.M.**  
November 18 **IT and RM Committee – 2:00 P.M.**  
November 25 Thanksgiving – Office Closed  
and 26

## December 2021

December 9 Executive Committee – 8:00 A.M.  
December 9 **BOARD MEETING 9:00 A.M.**  
December 16 **Ops and Comm – 9:00 A.M.**  
December 16 **Roadway Committee – 1:00 P.M.**  
December 16 **IT and RM Committee – 2:00 P.M.**  
December 23 Christmas – Office Closed  
and 24