



E-470 Board of Directors
 Chair – Commissioner Chaz Tedesco (Adams County)
 Vice Chair – Commissioner Roger Partridge (Douglas County)
 Secretary – Council Member John Diak (Town of Parker)
 Treasurer – Council Member Francoise Bergan (City of Aurora)

November 12, 2020
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.

<https://us02web.zoom.us/j/83428713302>
 Dial in Information: 346-248-7799
 Webinar ID: 834 2871 3302

1. Call to OrderChair Chaz Tedesco
 2. Pledge of AllegianceChair Chaz Tedesco
 3. Public Comment Chair Chaz Tedesco
 4. Consent CalendarChair Chaz Tedesco
 - a. Approve Meeting Minutes of October 8, 2020
 - b. Approve Meeting Minutes of October 21, 2020 Board Retreat Part III
 - c. Approve Cisco Contact Center Upgrade Project for 2020/2021 NTE \$450,000
 - d. Approve EVOC General Use Intergovernmental Agreement, v.3 050318
 - e. Approve Intermountain Public Affairs, LLC Consulting Agreement Amendment 3
 - f. Approve Brownstein Hyatt Farber Schreck, LLP Consulting Agreement Amendment 3
 - g. Approve Plaza C Canopy Renovations Funding Agreement with Aurora Highlands
 5. Engineering and Roadway Maintenance Department Neil Thomson
 - a. Aurora Parkway Intergovernmental Agreement with City of Aurora – Approval
 - b. Pena Bridge Intergovernmental Agreement with City and County of Denver - Approval
 - c. Sale of Remnant Parcels RE 84-86-1 LT, RE 84-86 LT (2), and RE-89 LT - Approval
 - d. Property Dedication to Arapahoe Parks and Recreation District – Approval
 6. Operations Department.....Jessica Carson
 - a. ETC Back Office Integration and I-70 Express Lanes Task Order - Approval
 7. Executive Director Report Tim Stewart
 8. Other Business..... Chair Chaz Tedesco
 9. Adjourn MeetingChair Chaz Tedesco
- The E-470 Board Retreat – Part IV is scheduled to begin after a 10 minute break**
10. ReconveneChair Chaz Tedesco
 11. Organization - Board Governance, Committees, Etc..... Maureen Walker
 12. Other Business..... Chair Chaz Tedesco
 13. Adjourn MeetingChair Chaz Tedesco

The next anticipated Board of Directors Meeting will be December 10, 2020 at 9:00 a.m. via Zoom

Agenda Item 4a. Approve Meeting Minutes of November 12, 2020

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING AND BOARD
RETREAT OF THE BOARD OF DIRECTORS

OF THE

E-470 PUBLIC HIGHWAY AUTHORITY

Held: Thursday, November 12, 2020, at 9:00 a.m. 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 - <https://us02web.zoom.us/j/83428713302> - Dial in Information: 346-248-7799 Webinar ID: 834 2871 3302..

Attendance:

A special meeting and Board Workshop 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
Roger Partridge, Douglas County Commissioner
Craig Hurst, Councilmember Commerce City
Bill Holen, Arapahoe County Commissioner
John Diak, Councilmember Town of Parker
Francoise Bergan, Councilmember City of Aurora
Jessica Sandgren, Mayor Pro Tem City of Thornton

Wynne Shaw, Councilmember City of Lone Tree (*non-voting*)
Laurie Anderson, Councilmember, City and County
Broomfield (*non-voting*)
George Teal, DRCOG (*non-voting*)
Doug Tisdale, RTD (*non-voting*)

Also present were: Jim Brady, construction manager, Jessica Carson, operations director, Geoffrey Doctoroff, risk management supervisor, Bruce Emberley, operations and tolling services manager, Terry Fabrizio, operations coordinator, Mike Hancock, procurement supervisor, Jacob Kramer, HR manager, Diane Lundquist, executive assistant, Jason Myers, finance director, Ken Smith, information

technology director, Tim Stewart, executive director, Neil Thomson, engineering and roadway maintenance director, Maureen Walker, communications and public affairs manager and Chuck Weiss, engineering manager, E-470 Public Highway Authority; Susan Ermisch, WSP; Mac Callison, City of Aurora; Michael Lund, Stifel; Dave Kristick, Atkins; Antti Suhonen, JP Morgan; Andy Mountain, GBSM; Jep Seman, ROADIS Counsel; and Tamara Seaver, Icenogle Seaver Pogue, P.C.

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

Pledge of Allegiance: DRCOG Director Teal led all present in the Pledge of Allegiance.

Public Comment: None.

Consent Calendar: Commissioner Partridge moved approval of the consent agenda, comprising minutes of October 8, 2020; minutes of October 21, 2020 Board Retreat Part III; Cisco Contact Center Upgrade Project for 2020/2021 NTE \$450,000; EVOC General Use Intergovernmental Agreement, v.3 050318; Intermountain Public Affairs, LLC Consulting Agreement Amendment 3; Brownstein Hyatt Farber Schreck, LLP Consulting Agreement Amendment 3; and Plaza C Canopy Renovations Funding Agreement with Aurora Highlands. The motion was seconded by Mayor Pro-Tem Sandgren and thereafter approved unanimously by the Board of Directors.

Engineering and Roadway Maintenance:

Aurora Parkway Intergovernmental Agreement with City of Aurora:

Mr. Thomson briefed the Board of Directors regarding the proposed intergovernmental agreement with the City of Aurora regarding the future Aurora Parkway Overpass, noting the matter was presented to the Roadway Committee in October. Mr. Thomson reviewed the general location of the future Aurora Parkway and the associated overpass and noted the location near portions of the Kings Point Development. Mr. Thomson noted that the Town of Parker and the City of Aurora will be discussing a future interchange in this location but that the IGA merely amends a 2006 IGA to allow the City of Aurora to manage the design process for the bridge, with future Intergovernmental Agreements to address construction, operation and maintenance. Councilmember Diak noted that the Town of Parker's desire is that the design for the overpass not preclude a future interchange to alleviate traffic on Parker Road. Councilmember Shaw inquired about the aesthetic of the bridge.

Councilmember Bergan noted she would recuse herself from the vote given that the IGA was with the City of Aurora.

Councilmember Diak moved that the Board approve the IGA with the City of Aurora and authorize the Executive Director to execute the same subject to the review and approval of General Counsel. The motion was seconded by Commissioner Holen and approved by the Board by vote of 6-0, with Councilmember Bergan abstaining.

Pena Bridge
Intergovernmental
Agreement with City and
County of Denver:

Mr. Thomson addressed the Board regarding an intergovernmental agreement with the City and County of Denver for installation and maintenance of chain link fencing on the E-470 northbound bridge over Pena. The purpose is to shield driver's view of the video ad screens on Pena Boulevard per CDOT requirements. He then reviewed the main terms of the proposed intergovernmental agreement. Councilmember Diak inquired about the aesthetics of chain link fencing and Mr. Thomson noted the fencing type was very standard in similar applications. Commissioner Tedesco expressed concern over the need for the fence, the utility of chain and various additional Board members echoed the comments. Ms. Seaver addressed the Board and noted the Board's strong preference for enhanced aesthetics in conjunction with the bridge widening in the next Authority Road Widening project. Councilmember Diak suggested that the Authority revisit at a date certain and consider enhanced aesthetics for the fence. Commissioner Tedesco noted this issue is a Denver problem and is not something needed by the Authority for E-470 purposes but rather is to be used by Denver to garner advertising funds. Mr. Stewart addressed the Board and provided additional background on CDOT and their discussions with Denver over the non-compliance with federally mandated screening, noting the timeline for a more permanent solution.

Following discussion Councilmember Diak moved that the Board of Directors approve entering into an intergovernmental agreement with the City and County of Denver regarding fencing on E-470's Bridge to screen advertising signage on Pena Boulevard. The motion was seconded by Councilmember Hurst and approved unanimously by the Board of Directors.

Sale of Remnant Parcels
RE 84-86-1 LT, RE 84-86
LT (2), and RE-89 LT:

Mr. Weiss review with the Board, the offer from Aurora One to purchase remnant parcels for approximately 16 acres of property located off Stephen D. Hogan Parkway in the amount of \$3,000,000.00. He also reviewed the proposed development plans for the parcels. Chair Tedesco inquired about housing proposed so close to the Authority potential site for the Central Maintenance Facility. Mr. Weiss addressed the question.

Following discussion, Councilmember Bergan moved that the Board of Directors approve the sale of remnant parcels: RE-84-86-1 LT, RE 84-86-LT(2) and RE 89 LT to Aurora One and authorized the Executive Director to execute the property sales agreement, subject to the review and approval of General Counsel. The motion was seconded by Commissioner Holen and approved unanimously by the Board of Directors.

Property Dedication to
Arapahoe Parks and
Recreation District:

Mr. Weiss then reviewed the dedication of a remnant parcel to Arapahoe Parks and Recreation District for a trailhead and picnic area with access from Quincy Avenue to be determined at a later date. He noted that Remnant Parcel Resolution 20-02 accommodates the dedication for a public project.

Commissioner Holen moved that the Board approve the dedication of the remnant parcel on the north side of Quincy Avenue to Arapahoe Parks and Recreation District and that the Board authorize the Executive Director to execute the property transfer agreement, subject to the review and approval of General Counsel. The motion was seconded by Councilmember Bergan and approved unanimously by the Board.

Operations Department:
ETC Back Office
Integration and I-70
Express Lanes Task
Order:

Ms. Carson noted for the Board the current tolling services agreement with HPTE and the Authority's historic role thereunder as lane installer and back office provider. She noted that with the coordinated procurement for next generation lane toll systems for the E-470 and HPTE with ETC, ETC will be taking over the lane installation role.

She reviewed proposed Task Order 7 and Task Order 8, noting that only Task Order 8 required Board approval as being beyond Mr. Stewart's delegated authority from the Board.

She then provided further detail on Task Order 8 to allow the Board to understand the intricacies of the interface development for both E-470 and HPTE as well as the commissioning of HPTE's I-70 Peak Period Shoulder Lanes (westbound) and the complexities related to that effort, including development of a cost sharing model. She presented a project schedule and commented on the progress on the schedule.

Commissioner Partridge noted that the Operations Committee received a briefing on the task orders and he supported moving forward.

Thereafter, Commissioner Holen moved that the Board of Directors authorize Task Order 8 to the Managed Lanes Tolling Services Agreement by and between E-470 Public Highway

Authority and the Colorado Department of Transportation (CDOT)/High Performance Transportation Enterprise (HPTE) addressing integration of the Authority/HPTE next generation lane systems with the Authority's back office, the commissioning of the I-70W Peak Period Shoulder Lanes, and cost sharing per the cost model developed under Task Order 7; and to delegate the authority to the Executive Director and General Counsel to finalize negotiation and to execute the same with HPTE and CDOT. The motion was seconded by Commissioner Partridge and approved unanimously by the Board.

Executive Director Report: Mr. Stewart addressed the Board and expressed appreciation for all in attendance. He noted that the board would adjourn for a 10-minute break following his remarks, following which Board Retreat matters would be discussed. He then referenced the information available to Board members on BoardPaq, the status of the Road Widening Project which is on schedule and due for completion in 2020. Mr. Stewart reminded all that there would be a joint committee workshop on November 13, 2020 to dialogue regarding projects and funding metrics. He also addressed COVID impacts and remote work and then acknowledged staff military veterans.

Other Business: Commissioner Holen acknowledged all Board members, new and experienced, who were elected or re-elected. Councilmember Bergan echoed the congratulation.

Break: Commissioner Tedesco declared the Board in recess for a 10-minute break with the meeting to reconvene at 10:20 A.M.

Attendance: Following the break, Commissioner Tedesco reconvened the meeting at 10:20 a.m., with the following in attendance:

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

Wynne Shaw, Councilmember City of Lone Tree (*non-voting*)
Laurie Anderson, Councilmember, City and County Broomfield (*non-voting*)
Doug Tisdale, RTD (*non-voting*)
George Teal, DRCOG (*non-voting*)

Also present were: Jessica Carson, operations director, Terry Fabrizio, operations coordinator, Mike Hancock, procurement supervisor, Jason Myers, finance director, Ken Smith, information technology director, Tim Stewart, executive director, Neil Thomson, engineering and roadway maintenance director and Maureen Walker, communications and public affairs manager, E-470 Public Highway Authority; Andy Mountain, GBSM; Mac Callison, City of Aurora; Michael Lund, Stifel; Jep Seman, ROADIS; and Tamara Seaver, Icenogle Seaver Pogue, P.C.

Organization – Board
Governance, Committees:

Mr. Stewart opened the discussion and addressed the Board regarding linkage of the topics of organization, Board governance and related matters, including committee participation to the Authority's strategic plan. He made specific note of enhancing Board/staff coordination and collaboration to ensure a focused highly functioning Board, with ability to deliver on its responsibilities.

Mr. Stewart then focused on structure, roles, and responsibilities of the Board's various committees, taking each committee in turn (Budget Finance &, Audit, Roadway, Operations and Communications and Information Technology and Risk Management). Mr. Stewart reviewed an annual timeline for board activities – including appointments, E-470 officer elections, then appointment to committees and commencement of committee meetings as well as Board retreat workshops. He touched on committee attendance and stressed the importance of the same.

Mr. Stewart then introduced Andy Mountain to facilitate dialogue regarding the Board's role and participation. Mr. Mountain introduced what he described as two conversations: (1) the timing and schedule of electing officers and the like and how that syncs with home jurisdictional schedules as well as (2) Board input on communications and needs in terms of committee meetings.

The Board discussed questions as to timing of committee appointments. Commissioner Tedesco expressed a desire to retain the current schedule to coincide with jurisdictional election cycles all allow jurisdictions to assign Authority Board members. He also noted that he assigns a staff member from the County to attend Authority Board meetings with him so staff helps by being a resource with continuity of knowledge about the Authority.

Mr. Mountain inquired about assignment of key jurisdictional staff and Commissioner Partridge reported on staff confusion about the Authority's model being different from that to which

jurisdictional staff are accustomed. Mr. Teal noted the strong board support from joint service in other endeavors such as DRCOG. Mayor Pro Tem Sandgren noted the large number of conflicting meetings and the increase in video meetings with COVID as well as her alternate being engaged on other matters.

Mr. Mountain discussed Mr. Stewart's notion of setting a meeting calendar on an annualized basis. The Board discussed the same and numerous meetings and time constraints. Commissioner Holen endorsed an early and firm meeting designation and thought it would help with scheduling. Commissioner Tedesco expressed a desire to retain the two meetings per month calendar, with second meeting reserved for committee meetings or another board meeting if needed. The Board concurred with the Commissioner's suggestion. Mr. Mountain suggested a portion of a regular board meeting be used as a work session focused on scheduling and related matters.

Other Business:

None.

Adjournment:

There being no further business to come before the Board, Chair Tedesco adjourned the meeting.

Chair of the Meeting