



E-470 Board of Director Officers
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)

January 20, 2022
9:00 a.m.

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

PLEASE NOTE: IN PERSON, PUBLIC PARTICIPATION IS NOW POSSIBLE BUT MAY BE LIMITED BY SPACE CAPACITY CONSIDERATIONS AT THE AUTHORITY’S OFFICES IN THE LIGHT OF THE COVID-19 PANDEMIC AND, ACCORDINGLY, ALL PUBLIC ARE ALSO WELCOME TO PARTICIPATE VIRTUALLY VIA THE FOLLOWING:

TEAMS Information

- 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 December 9, 2021
b. Approve FHU Contract EN-18-WDES-1 Extension
c. Approve Haynes Mechanical Systems Contract for HVAC Maintenance
d. Approve Proponisi Contract OP-18-EXP-1 Amendment #4
5. Information Technology Department Ken Smith
a. Next Generation Lane Project Status Update
6. Executive Director Report..... Tim Stewart
7. Executive Session Chair Chaz Tedesco
Executive session, pursuant to (a) Section 24-6-402(4)(f), C.R.S. for the purpose of discussing personnel matters related to a new Executive Director, and pursuant to (b) C.R.S., Section 24-6-402(4)(b) and Section 24-6-402(4)(e) for the purposes of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiation, developing strategy for negotiations, and instructing negotiators all related to the Authority’s Tolling Services Agreement with the High Performance Transportation Enterprise, a Division of the Colorado Department of Transportation
8. Board Officer Nominations and Elections Board Chair
9. Other Business.....Board Chair
10. Adjourn MeetingBoard Chair

The next anticipated E-470 Board of Directors Meeting will be February 10, 2022 at 9:00 a.m. at the AHF Offices, 22470 E. Stephen D. Hogan Parkway, Aurora, Colorado 80018

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

E-470 PUBLIC HIGHWAY AUTHORITY

Held: Thursday, December 9, 2021, 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: Microsoft Teams meeting https://teams.microsoft.com/l/meetup-join/19%3ameeting_MWViZmM3YzEtNDVjNS00MjExLWE3NzUtZGQ3YTNiOTU1N2Ri%40thread.v2/0?context=%7b%22Tid%22%3a%220dec83f0-8d0a-4036-bdaa-08866d76cf19%22%2c%22Oid%22%3a%22519ee998-2e0f-49ca-b5a6-0f1f7c956522%22%7d.

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
Bill Holen, Arapahoe County Commissioner
Francoise Bergan, Mayor Pro Tem City of Aurora
George Teal, Douglas County Commissioner
John Diak, Councilmember Town of Parker
Tim Watts, Councilmember City of Brighton
Jessica Sandgren, Mayor Pro Tem City of Thornton
Craig Hurst, Councilmember Commerce City

Laurie Anderson, Councilmember City and County of Broomfield (*non-voting*)
Wynne Shaw, Councilmember City of Lone Tree (*non-voting*)
Kelly Brown, Tolling Operations Manager CDOT HPTE (*non-voting*)
Peggy Catlin, RTD (*non-voting*)

Also present were: Jeff Baker, Commissioner Arapahoe County (alternate); Jim Brady, construction manager, Jessica Carson, operations director, Wanda DeVargas, roadway maintenance supervisor, Anne Disney, senior accountant, Geoffrey Doctoroff, risk and administrative services manager, Ryan Dole, senior financial analyst, Mark Ferguson, project manager/ePMO, Ted Gies, IT support specialist, Mark Gronowski, senior solutions delivery manager; Michael Hancock, tolling services manager, Jaime Heitman, controller, Tiffany Jackson, marketing specialist, Jacob Kramer, HR manager, Diane Lundquist, executive assistant, Tricia Morales, customer service manager, Jason Myers, finance director, Derek Slack, roadway maintenance manager, Ken Smith, information technology director, Tim Stewart, executive director, Brianna Summers, accounting manager, Neil Thomson,

engineering and roadway maintenance director, Ryan Thornton, IT infrastructure and operations senior manager and Chuck Weiss, engineering manager, E-470 Public Highway Authority; Mac Callison, City of Aurora; Chris Chovan, senior transportation and mobility planner, Adams County; Dave Kristick, Atkins; Pedro Costa and Brenda Schuler, NWPLLC; Josh Benninghoff, Stacy Berlinger and Bryan Stelmack, Stifel; Jack Nichols and Susan Ermisch, WSP; Jeremy Haywood, RS&H; Matt Hopper, Summit Strategies/Aurora Highlands; 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 at 9:03 a.m.

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 November 4, 2021 meeting, Independent Cost Estimator Contract for Widening Project; Icenogle Seaver Pogue General Counsel Engagement and Avigation Easement to City of Aurora for CMF Project. The motion was seconded by Commissioner Teal and approved unanimously by the Board.

Finance

Department:

2022 Budget
Revision:

Mr. Myers then addressed the Board and reviewed year to date transactions. Mr. Myers then provided an overview of the proposed 2022 operating budget revenues and expenses with the Board of Directors, including the proposed changes from the October budget workshop as well as presenting revised revenue projections for 2022, prompted by the recently adopted toll policy.

Ms. Carson then reviewed with the Board the Operations Department budgetary changes in the final proposed budget. She fielded questions regarding payments to CCI when they shut down due to COVID and addressed the questions.

Mr. Kramer then reviewed proposed increased 2022 salary and burden with the Board of Directors related to inflation and CPI factors as well as additional budget for costs associated with acquisition of a new Executive Director.

Mr. Myers reviewed the Finance, IT and Executive Departments and their updated budgets following board requests from the October operations budget presentation.

Mr. Myers then introduced the capital budget discussion and the significant increase due to the next road widening project. Thereafter Mr. Thomson reviewed the details of the additional Roadway Department capital budget increases, noting the 48th Avenue Interchange and other projects. Then Mr. Myers provided additional detail on other capital budget changes.

Mr. Myers then presented a summary of the whole 2022 Budget and cash flows.

2022 Budget
– Public
Hearing: Commissioner Tedesco then opened a public hearing on the Authority’s 2022 budget. He then called for public comment. No members of the public addressed the Board.

Commissioner Tedesco closed the public hearing and asked for Board comments and questions.

2022 Budget
Appropriates
and Approval
– Resolution
21-03: Commissioner Teal moved that the Board of Directors adopt Resolution 21-03 approving the 2022 Budget for the E-470 Public Highway Authority, and appropriating all sums reflected therein. The motion was seconded by Mayor Pro Tem Bergan and approved unanimously by the Board of Directors

Approve
2022
Budgeted
Contracts
NTE: Mr. Myers then addressed the Board regarding 2022 contract Renewals and reviewed the list of contractors, by department, with the Board. Commissioner Holen moved that the Board approve the appropriations and annual contracts amounts in 2022 for the contracts listed in Attachment A to the Agenda and appended to the minutes. The motion was seconded by Councilmember Watts and approved unanimously by the Board

Engineering
and Roadway
Maintenance
Department:
Adams
County Trail
IGA:

Mr. Thomson presented a proposed intergovernmental agreement with Adams County to build approximately 2.5 miles of the Authority’s High Plains Trail between Platte River and Riverdale Road. Mr. Thomson noted the trail will be located on County property within the County’s future Riverdale Bluffs Regional Park to provide a better trail user experience. He reported that the County will manage the design and construction, and the Authority will contribute construction funding in an amount not-to-exceed \$3,100,000.

Thereafter, Mayor Pro Tem Bergan moved to approve an intergovernmental agreement with Adams County for a not to exceed contribution of \$3,100,000, and to authorize the Executive Director to negotiate and execute the IGA, subject to review and approval of General Counsel. The motion was seconded by Councilmember Watts and approved unanimously by the Board

Aurora
Highlands
Purchase and
Sale
Agreement: Mr. Thomson next presented a Purchase and Sale Agreement with Aurora Highlands for the dedication of approximately 10 acres of Authority property east of E-470 between 26th Avenue and 38th Avenue. He noted the property will be used to meet set-back and drainage needs for the development of a regional hospital. The Developer will grant the Authority a no cost easement which allows the Authority to utilize the property for future utilities and Authority purposes. Aurora Highlands will also fund the relocation of the Authority’s fiber optic line and deliver approximately 13,000 cubic yards of fill material for the 38th Avenue interchange. The value of these items offset the cost of the 10 acres of property which will be dedicated to Aurora Highlands at no cost.

Mayor Pro Tem Bergan moved approval of the Purchase and Sale Agreement with Aurora Highlands and authorized the Executive Director to negotiate and execute

the Contract, subject to review and approval of General Counsel. The motion was seconded by Councilmember Hurst and approved unanimously by the Board.

Operations

Department:

Mittera

Amendment

#4:

Ms. Carson reviewed the proposed Amendment Number 4 increasing the not-to-exceed amount for the Mittera Contract related to increases in printing and posting costs as well as delays caused by the shift from Mittera to Linebarger for certain statements and collection letters. In her review she outlined the increase in the contractual amounts citing License Plate Toll customer increases, clearing image queue backlogs from impacts due to COVID and CCI availability and costs incurred when Amendment Three proposed costs were incurred due to signing delays and federal regulation challenges.

Councilmember Hurst moved approval of the Fourth Amendment to the 2019 contract with Mittera Colorado LLC to increase the overall Contract not-to-exceed amount for 2021 from \$4,947,000 (originally \$5,197,000) to \$5,897,000, and to authorize the Executive Director and General Counsel to negotiate and execute the associated contract amendment. The motion was seconded by Mayor Pro Tem Bergan and approved unanimously by the Board.

Executive Director Report:

Mr. Stewart commended the Finance Department staff on their work for the 2022 Budget.

Executive Session:

Commissioner Teal then moved that the Board convene in Executive session, pursuant to C.R.S., Section 24-6-402(4)(b) and Section 24-6-402(4)(e) for the purposes of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiation, developing strategy for negotiations, and instructing negotiators all related to the Authority's Tolling Services Agreement with the High Performance Transportation Enterprise, a Division of the Colorado Department of Transportation and pursuant to Section 24-6-402(4)(f), C.R.S. for the purpose of discussing personnel matters as the search committee for the Authority for a new Executive Director.

Mayor Pro Tem Bergan seconded the motion, which was approved by the Board at 10:09 a.m.

The portion of the Executive Session being conducted pursuant to Section 24-6-402(4)(f), C.R.S. for the purpose of discussing personnel matters related to the search new Executive Director was first and included all voting and non-voting members present at the meeting (excluding Commissioner Holen who left the meeting upon commencement of the executive sessions), Messrs. Stewart, Kramer, and Doctoroff and Ms. Seaver.

The portion of the executive session being conducted pursuant to C.R.S., Section 24-6-402(4)(b) and Section 24-6-402(4)(e) for the purposes of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiation, developing strategy for negotiations, and instructing negotiators all related to the and Authority's Tolling Services Agreement with the High Performance Transportation Enterprise, a Division of the Colorado Department of Transportation was second and included the voting members present

at the meeting (excluding Councilmember Hurst who left the executive session due to his employment with the Colorado Department of Transportation to avoid the appearance of impropriety) as well as Director Catlin, Messrs. Stewart, Myers, Doctoroff, Smith and Mss. Seaver and Carson. Mayor Pro Tem Sandgren joined the meeting at 10:33 during this portion of the executive session, and Mayor Pro Tem Bergan left the meeting and executive session at 10:44 a.m.

Commissioner Tedesco reconvened open session at 10:57 a.m.

Other
Business:

As the final matter of Authority business for the meeting, and given timing issues created by the Colorado State Controller's office, Councilmember Diak moved that the Board of Directors delegate authority to the Executive Director and General Counsel to negotiate and execute Task Orders 9, 10, and 11, as well as a corresponding Third Amendment to the Tolling Services Agreement with HPTE per direction received from the Board during the second portion of the executive session as the Authority's negotiators, with the Task Orders and Amendment to be brought back to the Board of Directors for ratification in January. Commissioner Teal seconded the motion and then stated his grave concerns about the on-going relationship with HPTE and the lack of adherence to the agreed contract by HPTE. The motion was thereafter approved unanimously by the Board of Directors..

Adjournment:

There being no further business to come before the Board, Commissioner Teal moved to adjourn the meeting, Mayor Pro Tem Sandgren seconded the motion, and the meeting was adjourned at 11:03 a.m.

Chair of the Meeting

E-470 2022 Calendar

January 2022

January 3 New Year's Eve – Office Closed
January 17 Martin Luther King, Jr.'s Day
-Office Closed
January 20 **BOARD MEETING - 9:00 A.M.**
Board Officer Nominations and
Election

February 2022

February 10 **BOARD MEETING - 9:00 A.M.**
February 21 Presidents' Day – Office Closed

March 2022

March 10 **BOARD MEETING 9:00 A.M.**

April 2022

April 14 **BOARD MEETING - 9:00 A.M.**

May 2022

May 12 **BOARD MEETING 9:00 A.M.**
May 30 Memorial Day – Office Closed

June 2022

June 9 **BOARD MEETING 9:00 A.M.**
June 21-24 Colorado Municipal League Annual Conference

July 2022

July 4 Independence Day – Observed
Office Closed
July 14 **BOARD MEETING 9:00 A.M.**

August 2022

August 11 **BOARD MEETING 9:00 A.M.**

September 2022

September 5 Labor Day – Office Closed
September 8 **BOARD MEETING 9:00 A.M.**
September 18 IBTTA 90th Annual Meeting and
To 20 Exhibition – Austin, Texas

October 2022

October 13 BOARD WORKSHOP – 9:00 A.M.

November 2022

November 10 **BOARD MEETING – 9:00 A.M.**
November 11 Veteran's Day – Office Closed
November 24 Thanksgiving – Office Closed
and 25

December 2022

December 8 **BOARD MEETING 9:00 A.M.**
December 23 Christmas – Office Closed
and 26