



E-470 Board of Director Officers  
Chair – Council Member John Diak (Parker)  
Vice Chair – Mayor Pro-Tem Francoise Bergan (Aurora)  
Secretary Council Member Craig Hurst (Commerce City)  
Treasurer – Council Member Jan Pawlowski (Brighton)

October 13, 2022  
8:00 a.m.

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

PLEASE NOTE ALL PUBLIC ARE ALSO WELCOME TO PARTICIPATE VIRTUALLY VIA THE FOLLOWING:

TEAMS Information

Or call in (audio only)

+1 323-618-1887, 431230241# United States, Los Angeles

Phone Conference ID: 431 230 241#

1. Call to Order .....Chair John Diak
2. Pledge of Allegiance ..... Chair John Diak
3. Public Comment ..... Chair John Diak
4. Consent Calendar..... Chair John Diak
  - a. Approve Meeting Minutes of September 8, 2022
  - b. Approve Front Entrance Contract – FI-22-ENTR-1
  - c. Approve Vacation of High Point Drainage Easement
  - d. Approve Contract Amendment to Increase the NEC Electrical Maintenance Contract NTE
  - e. Approve Contract Amendment for a five-year extension to the Colorado Logos Contract
  - f. Approve ETC change order #10 for additional equipment for toll plaza redevelopment
  - g. Approve Communications Consultant Contract
5. Engineering and Roadway Maintenance Department ..... Neil Thomson
  - a. Kiewit Road Widening Contract Amendment 2 - Approval

**BUDGET WORKSHOP**

6. Financial Performance ..... Jason Myers/Jaime Heitman
7. 2023 Operating Budget.....Jason Myers
8. 2023 Capital Budget .....Jason Myers

9. Department Budget Presentations:
  - a. Finance and Administrative Services Department .....Jason Myers
  - b. Engineering and Roadway Maintenance Department.....Neil Thomson
  - c. Information Technology Department ..... Ken Smith
  - d. Toll Operations Department and Tolling Services..... Jessica Carson
  - e. Executive and Board of Directors .....Beau Memory
  - f. Salary and Burden .....Jacob Kramer
  - g. Budget Wrap Up .....Beau Memory
10. Executive Director Report.....Beau Memory
11. Other Business ..... Chair John Diak
12. Adjourn Meeting ..... Chair John Diak

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

**Agenda Item 4a. Approve Meeting Minutes of September 8, 2022**

**RECORD OF PROCEEDINGS**

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MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

E-470 PUBLIC HIGHWAY AUTHORITY

Held: Thursday, September 8, 2022, at 9:00 a.m., at 22470 E. Stephen D. Hogan Parkway, in the Board Room, Aurora, Colorado.

Attendance: A regular 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:

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

Wynne Shaw, Councilmember City of Lone Tree (*non-voting*)  
Deborah Mulvey, DRCOG (*non-voting*)  
Peggy Catlin, RTD (*non-voting*)

Also present were: Tony Unrein, Councilmember City of Thornton (alternate); Jim Brady, construction manager, Heather Burke, public information officer, Jessica Carson, toll operations director, Wanda DeVargas, roadway maintenance supervisor, Geoffrey Doctoroff, risk and administrative services manager, Ryan Dole, senior financial analyst, Ted Geis, team lead IT service desk, Mark Gronowski, senior solutions delivery manager; Michael Hancock, tolling operations manager, Jaime Heitman, controller, Tiffany Jackson, marketing specialist, Kris Kellim, procurement manager, Jacob Kramer, HR manager, Diane Lundquist, executive assistant, Beau Memory, executive director, Tricia Morales, customer service manager, Jason Myers, director of finance and administrative services, Kate Oberleas, project engineer, Derek Slack, roadway maintenance manager, Ken Smith, information technology director, Briana Summers, accounting manager, Neil Thomson, engineering and roadway maintenance director and Chuck Weiss, engineering manager, E-470 Public Highway Authority; Michael Jewell, Jewell Jimmerson (via Teams); Brenda Schulekr, NWPLLC; Jack Nicholls, WSP; Stacey Mast, Stifel; and Tamara Seaver, Icenogle Seaver Pogue, P.C.

Call to Order: Councilmember Diak, noting the presence of a quorum of the directors, called the regular meeting to order at 9:02 a.m.

Pledge of Allegiance: Councilmember Diak 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 August 11, 2022, Jefferson Wells Internal Auditor Contract Extension, IGA with Arapahoe County for Voter Service and Polling Center, Landscaping IFB, Janitorial IFB and Road Widening Special Event Funding for CSP. The motion was seconded by Mayor Pro Tem Bergan and approved unanimously by the Board.

Engineering  
and Roadway  
Maintenance  
Department  
On Call  
Engineering  
and Land  
Management  
Contract:

Mr. Thomson introduced Kate Oberleas who presented to the Board regarding the On-Call Engineering and Land Management Contract request for proposal process and evaluation, noting the use of a best value section process. She reported that the on-call engineering consultant serves as an extension of Authority staff in various respects on an “as needed” basis. She then reported two proposals were received from Short Elliott Hendrickson, Incorporated (“SEH”) and Stanley Consultants, Inc. (“Stanley”). She then reviewed the proposal assessment criteria and results, noting SEH’s proposal and rates were superior to those of Stanley and, as such, SEH was the unanimous recommendation from staff for contract award.

Mayor Pro Tem Sandgren then moved that the Board of Directors approve the On-Call Engineering and Land Management Contract No. EN-22-ONCA-1 with Short Elliot and Hendrickson Inc., with a three year not to exceed amount of \$2,000,000 and that the Board authorize the Executive Director to execute the extension, subject to the review and approval of General Counsel. The motion was seconded by Commissioner Holen and approved unanimously by the Board.

Mineral  
Rights Lease:

Mr. Thomson introduced special counsel for oil and gas matters, Michael Jewell of Jewell Jimmerson. He reviewed with the Board of Directors a proposed mineral rights lease for approximately 71 net acres north of Jewell Avenue with Axis Exploration, LLC reporting on inclusion of the Authority’s standard lease terms and bonus amounts.

Following brief discussion, Mayor Pro Tem Sandgren moved that the Board of Directors approve the Oil and Gas Lease with Axis Exploration LLC, and that the Board authorize the Executive Director to execute the Lease, subject to the review and approval of General Counsel and Special Counsel for oil and gas matters. The motion was seconded by Mayor Pro Tem Bergan and approved unanimously by the Board.

Information  
Technology  
Department:  
Salesforce  
Consulting  
ITN:

Mr. Smith reviewed back office development status and architecture with the Board of Directors noting the development is modular (“mash up”) in nature, comprising multiple programming languages. He reported that the complexity of this approach necessitates engagement of specialized vendors who can navigate the various

programming languages. Mr. Smith reported that given these intricacies, the Authority's Procurement Manager worked with the IT Department and General Counsel to develop and deploy an invitation to negotiate procurement process ("ITN"). Mr. Smith reported on the interplay between the Operational Back Office and the Commercial Back Office components of the overall Back Office re-development. He noted the project was approximately 25% complete and reported on various milestones which have been attained. He paused for questions and Commissioner Holen inquired about the cost benefit of moving to the cloud and Mr. Smith responded. Mayor Pro Tem Bergan inquired as to how the ITN process works. Mr. Smith then provided an overview of the ITN process, including when it is appropriate for use, noting it was a Colorado State-approved procurement vehicle for solicitation of complex information technology services. He then provided additional detail on the ITN structure, process, and minimum qualifications sought via the same.

Mr. Smith revealed that the Authority had two respondents to the ITN solicitation, Codescience, Inc. and DuPont Circle. He reviewed with the Board the four categories for evaluation and how each respondent scored in each category, noting Codescience, Inc. was superior in all categories. He commented that he liked DuPont Circle but they simply lacked the expertise for multi-cloud strategies and user experience background needed for this project. Mayor Pro Tem Bergan commended Mr. Smith on the analysis and Commissioner Holen acknowledged the efforts of Mr. Smith and staff during the evaluation process. Mr. Smith acknowledged the efforts of Mr. Kellim and General Counsel in working to facilitate the effort. Councilmember Mulvey spoke as part of the Authority's IT Committee and expressed her confidence in the process and the result.

Councilmember Hurst then moved that the Board of Directors approve an Information Technology Master Services Agreement with Codescience, Inc. wherein all work to be performed will be performed pursuant to service and purchase orders with a total not to exceed contract sum of \$2,700,000; and further that the Board authorize the Executive Director to execute the Agreement, subject to the review and approval of General Counsel. The motion was seconded by Commissioner Holen and approved unanimously by the Board.

Executive  
Director  
Report:

Mr. Memory reported the October Board meeting will commence at 8:00 a.m. to allow for additional time for annual budget matters. He then reminded the Board of the International Bridge Tunnel and Turnpike Association's Annual Conference in Austin, Texas, September 17<sup>th</sup> – 20<sup>th</sup>. He noted the Authority's Travel Policy would be circulated for Board member reference. Finally, he reported that the Top Golf Event was a great success, raising more than \$63,000 for traffic safety grants.

Mayor Pro Tem Sandgren inquired about the application process for the grants and Mr. Memory reported that the process is in progress. Councilmember Diak reported that the Windler Development groundbreaking would be held on September 15, 2022, and he could not attend. Mayor Pro Tem Bergan noted she was speaking, and Mr. Memory confirmed his plans to attend.

Other  
Business:

None.

Adjournment: There being no further business to come before the Board, Councilmember Diak adjourned the meeting at 9:43 a.m.

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Chair of the Meeting

# PRELIMINARY E-470 2022 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 2022

January 3 New Year's – Office Closed  
January 17 Martin Luther King, Jr.'s Day  
-Office Closed  
**January 20 Executive Committee – 8:00 A.M.**  
**January 20 BOARD MEETING - 9:00 A.M.**  
Board Officer Nominations and Election  
**January 27 IT and RM Committee – 8:00 A.M.**  
**January 27 Roadway Committee – 1:00 P.M.**

## February 2022

**February 3 SPECIAL BOARD MEETING – 1 P.M.**  
**February 10 Executive Committee – 8:00 A.M.**  
**February 10 BOARD MEETING - 9:00 A.M.**  
February 21 Presidents' Day – Office Closed  
**February 23 IT and RM Committee – 1:00 P.M.**  
**February 24 Finance Committee – 9:00 A.M.**  
**February 24 Ops and Comm – 10:00 A.M.**  
**February 24 Roadway Committee – 1:00 P.M.**

## March 2022

**March 10 BOARD MEETING 9:00 A.M.**  
**March 24 Roadway Committee – 1:00 P.M.**

## April 2022

**April 14 BOARD MEETING - 9:00 A.M.**  
**April 27 IT and RM Committee – 1:00 P.M.**  
**April 28 Finance Committee – 9:00 A.M.**  
**April 28 Roadway Committee – 1:00 P.M.**

## May 2022

**May 12 BOARD MEETING 9:00 A.M.**  
**May 26 Roadway Committee – 1:00 P.M.**  
May 30 Memorial Day – Office Closed

## June 2022

**June 16 Executive Committee – 8:00 A.M.**  
**June 16 BOARD MEETING 9:00 A.M.**  
**June 28 Roadway Committee – 10:00 AM**  
**June 29 IT and RM Committee – 1:00 P.M.**

## July 2022

July 4 Independence Day – Observed  
Office Closed  
**July 20 BOARD MEETING 9:00 A.M.**  
July 21-24 NACo Annual Conference  
**July 27 IT and RM Committee – 1:00 P.M.**  
**July 28 Joint Roadway/Finance Committee – 1:00 P.M.**

## August 2022

**August 11 Executive Committee – 8:00 A.M.**  
**August 11 BOARD MEETING 9:00 A.M.**  
**August 25 Finance Committee – 9:00 A.M.**  
**August 25 Roadway Committee – 1:00 P.M.**  
**August 31 IT and RM Committee – 1:00 P.M.**

## September 2022

September 5 Labor Day – Office Closed  
**September 8 BOARD MEETING 9:00 A.M.**  
September 18 IBTTA 90<sup>th</sup> Annual Meeting and  
To 20 Exhibition – Austin, Texas  
**September 22 Joint IT and Roadway Committee  
– 1:00 P.M.**  
**September 29 Finance Committee – 9:00 A.M.**

## October 2022

**October 13 BOARD WORKSHOP – 8:00 A.M.**  
**October 26 IT and RM Committee – 1:00 P.M.**  
**October 27 Finance Committee – 9:00 A.M.**  
**October 27 Ops and Comm – 9:00 A.M.**  
**October 27 Roadway Committee – 1:00 P.M.**

## November 2022

**November 10 BOARD MEETING – 9:00 A.M.**  
November 11 Veteran's Day – Office Closed  
**November 17 Roadway Committee – 1:00 P.M.**  
November 24 Thanksgiving – Office Closed  
and 25  
**November 30 IT and RM Committee – 1:00 P.M.**

## December 2022

**December 8 Executive Committee – 8:00 A.M.**  
**December 8 BOARD MEETING 9:00 A.M.**  
**December 15 Ops and Comm – 9:00 A.M.**  
**December 22 Roadway Committee – 1:00 P.M.**  
December 23 Christmas – Office Closed  
and 26  
**December 28 IT and RM Committee – 1:00 P.M.**