

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE E-470 PUBLIC HIGHWAY AUTHORITY

Held: Wednesday, July 20, 2022, at 9:00 a.m., at 22470 E. Stephen D. Hogan Parkway, in the Board Room, Aurora, Colorado.

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:

John Diak, Councilmember Town of Parker
Francoise Bergan, Mayor Pro Tem City of Aurora
George Teal, Douglas County Commissioner
Tony Unrein, Councilmember City of Thornton
Bill Holen, Arapahoe County Commissioner

Wynne Shaw, Councilmember City of Lone Tree (*non-voting*)
Deborah Mulvey, DRCOG (*non-voting*)
Peggy Catlin, RTD (*non-voting*)
Kelly Brown, Tolling Operations Manager, CTIO (*non-voting*)

Also present were: Jim Brady, construction manager, Sherry Brunger, IT coordinator, Shawn Burk, IT infrastructure and operations senior manager, Heather Burke, public information officer, Jessica Carson, toll operations director, Wanda DeVargas, roadway maintenance supervisor, Ted Geis, team lead IT service desk, Mark Gronowski, senior solutions delivery manager; Michael Hancock, tolling operations manager, Tiffany Jackson, marketing specialist, Bryan Kelley, intern, Kris Kellim, procurement manager, Jacob Kramer, HR manager, Diane Lundquist, executive assistant, Beau Memory, executive director, Tricia Morales, customer service manager, Jason Myers, finance and administrative services director, 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; Tim Stewart, consultant for E-470; Brenda Schuler, NWPLL; Jack Nicholls and Susan Ermish, WSP; Bryan Stelmack, Stacey Mast and Jeremy Rippel, Stifel; Jason Hegerty, Kiewit; Chris Smith, RS&H; Shannon Johnson and Tamara Seaver, Icenogle Seaver Pogue, P.C.

Call to Order: Councilmember Diak, noting the presence of a quorum of the directors, called the special meeting to order at 9:01 a.m. It was noted that Commissioner Teal was participating via telephone while en route to the Authority's offices.

RECORD OF PROCEEDINGS

Pledge of Allegiance: Councilmember Diak led all present in the Pledge of Allegiance.

Public Comment: None.

Consent Calendar: Mayor Pro Tem Bergan moved approval of the consent agenda, comprising meeting minutes of June 16, 2022, corrected Trace3 purchase order for firewalls, Adams County Fair sponsorship, Fourth Amendment to IGA with the 64th Avenue ARI Authority, City of Thornton Common Use Agreement for new water line, contract extension of Hogan Lovells contract (Disclosure Counsel) and contract extension of Piper Sandler Contract (Swap Advisor). The motion was seconded by Commissioner Holen and approved unanimously by the Board.

Engineering and Roadway Maintenance Department

Kiewit Road Widening Contract Amendment 1:

Mr. Brady addressed the Board of Directors regarding the Kiewit Road Widening Contract, Construction Package Amendment No.1 with a scope of work encompassing road widening between I-70 and 56th Avenue and relocation of the Toll Plaza C gantry. He reported on the contract's open book pricing model and use of the independent cost estimator (ICE) pricing verification. Mr. Brady then reviewed the project schedule with the Board of Directors and upcoming phased construction packages. Commissioner Holen commented on significant risks with recent cost increases for public projects and inquired about how this was addressed in the Kiewit contract. Mr. Brady responded and outlined the CM/GC's risk allocations as between Kiewit and the Authority under the CM/GC contract. Mayor Pro Tem Bergan noted the Roadway Committee also discussed supply chain issues and cost increases, and she commended the Roadway Department's project management related to these matters. Councilmember Shaw inquired about pricing risks as well and Mr. Brady responded.

At 9:22 A.M. Commissioner Teal joined the meeting in person and disconnected from his telephonic participation.

Mayor Pro Tem Bergan then moved to approve the execution of Contract Amendment 1 to the Kiewit Contract EN-21-CMGC-1 for the Road Widening project in the amount of \$48,243,111.49 and authorize the Executive Director to execute the Contract Amendment subject to the review and approval of General Counsel. The motion was seconded by Councilmember Unrein and approved unanimously by the Board.

RECORD OF PROCEEDINGS

Central
Maintenance
Facility:

Mr. Slack presented an update on the new Central Maintenance Facility's ("CMF") capital construction on the Authority's remnant property immediately to the east of the Authority's Administrative Headquarters Facility. He then reviewed with the Board the components of the new CMF. He reported that 60% construction plan documents have been completed by D2C (the Authority's architect), and that 90% plan documents would be complete within the next month. He reported that JHL Constructors were providing pre-construction services under their CM/GC contract and noted their work proved helpful in working through issues with obtaining pricing for roof trusses.

Mr. Slack then reviewed the difference between the project initial cost estimate and the current cost estimates and reviewed with the Board the areas of inflation leading to higher costs. He also noted several scope changes resulting from design development and refinement including Asphalt increases, landscaping increases due to City of Aurora requirements, HVAC items, earthwork for slope requirements, and wet utilities cost increases. Mayor Pro Tem Bergan inquired as to outdoor plant materials noting the City's desire for water savings, and Mr. Slack reported on the Authority's plans for drought tolerant plants as required by the City.

Finally, Mr. Slack reported that the Roadway Department will bring to the August Board meeting a second construction contract package amendment for JHL for long lead time procurement purchases and preliminary site grading.

Thereafter, Councilmember Shaw commended Mr. Slack on his summary and she made inquiry regarding use of solar. Mr. Slack reported that some of the approximately 1,100 panels had been salvaged from the old CMF site and other areas. He then stated that a portion of those panels may be placed on the storage barn depending upon cost evaluation considerations.

Toll
Operations
Department:
Mid-Year
Marketing/
Advertising/
PR Briefing:

Ms. Burke addressed the Board providing her goals as the Authority's Public Information Officer, with a focus on earned media and enhancing the Authority's role in the community. Ms. Jackson then addressed the Board of Directors and reviewed 2022 year-to-date statistics and return on investments for media purchases as well as current add placements, noting the addition of Waze. She then noted the upcoming direct and personalized mailer to LPT customers to work toward moving them to ExpressToll® accounts. Ms. Jackson reported regarding Authority email marketing efforts and allowing customers to unsubscribe from certain, but not all, emails. She then reported on the results of adding LinkedIn to the Authority's social media platforms as well as video production being done in-house by she and Ms.

RECORD OF PROCEEDINGS

Burke resulting in cost savings to the Authority. Ms. Jackson then reported on the re-launch of E-470 Now videos and played a recent E-470 Now video for the Board.

Thereafter, Ms. Jackson reported on the E-470.com website audit, and changes to many website pages, newly added pages, and direct URL links. She then reported on efforts to make the website more mobile-friendly.

Ms. Burke then concluded by reporting on community outreach efforts including the first E-470 Bike to Work Day Breakfast Station, various sponsorships, the 3+ Axle Discount Program outreach efforts, and related matters. She noted the homeowners association "New Movers" outreach and community and business presentations. Councilmember Diak thanked Mss. Burke and Jackson for their efforts on behalf of the Authority.

Information
Technology
Department:

Mr. Smith addressed the Board and reported on Data Center contracting challenges with high value and complex projects with deal registration and other industry issues. He reported on the manner in which hardware/software were previously acquired and noted that all future hardware/software purchases would be included within not just budget but also contract approvals.

Mr. Burk then addressed the Board and reported on each of the 3 data center vendors (Trace3, LLC, Zivaro and ANM). He reported that no change to Board-approved 2022 budget amounts was being requested and that, for the sake of transparency, the IT Department was seeking Board approval for the vendors' contractual not-to-exceed amounts for 2022 and presented the amounts being sought for approval.

NTE for Data Center Vendor Trace3: Following discussion, Commissioner Holen moved that the Board approve issuing purchase orders for hardware and/or software purchases from Trace 3, LLC for an amount not to exceed the sum of \$3,100,000 for 2022. The motion was seconded by Commissioner Teal and approved unanimously by the Board.

NTE for Data Center Vendor Zivaro: Following discussion, Commissioner Teal moved that the Board approve issuing purchase orders for hardware and/or software purchases from Zivaro, Inc. for an amount not to exceed the sum \$1,150,000 for 2022. The motion was seconded by Councilmember Unrein and approved unanimously by the Board.

NTE for Data Center Vendor ANM: Following discussion, Commissioner Teal moved that the Board approve an amendment to Contract No. IT-21-ANM-1 with Advanced Network Management, Inc. to increase the current compensation to a total not-to-exceed amount of \$772,000 over the term of the contract and authorize the Executive Director to

RECORD OF PROCEEDINGS

execute the contract amendment, subject to the review and approval of General Counsel. The motion was seconded by Mayor Pro Tem Bergan and approved unanimously by the Board.

Executive:

Resolution
22-01 Re-
Designating
CORA
Official
Custodian:

Ms. Seaver presented to the Board E-470 Public Highway Authority, Resolution 22-01, a Resolution Re-Designating its Executive Director as Official Custodian for Purposes of the Colorado Open Records Act, Sections 24-27-200.1 *et. seq.*, C.R.S. She reported on the resolution's clarification that any holder of the office of Executive Director is the Authority's Official Custodian. She also reported on various revisions to the Official Custodian Rules regarding inspection of public records pursuant to the Colorado Open Records Act, Sections 24-72-200.1 *et. seq.*, C.R.S., to be adopted by Mr. Memory following approval of Resolution 22-01 and then to be posted to the Authority's website.

Thereafter, Commissioner Teal moved to approve Resolution 22-01 a Resolution Re-Designating its Executive Director as Official Custodian for Purposes of the Colorado Open Records Act, Sections 24-27-200.1 *et. seq.*, C.R.S. The motion was seconded by Councilmember Unrein and approved unanimously by the Board.

**Executive
Director
Report:**


Mr. Memory addressed the Board and thanked them for moving their July Board meeting to allow him to move his family to Colorado. He then noted the upcoming IBTTA Annual Conference in September in Austin, TX. Finally, he reminded the Board regarding upcoming committee meetings. Councilmember Diak reported he would be attending the IBTTA Conference.

**Other
Business:**

None.

Adjournment:

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



Chair of the Meeting