

# BOARD OF DIRECTORS MEETING AGENDA



**Location:** 22470 E. Stephen D. Hogan Parkway  
Aurora, Colorado 80018

**Date:** December 14, 2023

**Time:** 9:00 a.m.

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

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

**TEAMS MEETING**

**Or call in (audio only)**

+1 323-618-1887 | Conference ID: 431 230 241#

**Agenda details:**

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. Meeting Minutes of October 12, 2023
  - b. Meeting Minutes of October 26, 2023
  - c. Western Roofing Contract
  - d. Mittera 2023 NTE Amendment
  - e. Morton Contract Amendment
  - f. T-P Enterprises Sign Maintenance Contract Amendment
  - g. Brownstein Hyatt Farber Schreck, LLP Contract Amendment
5. Engineering and Roadway Maintenance Department..... Neil Thomson
  - a. FHU Road Widening Design Contract Amendment 3
6. Finance Department .....Joe Donahue
  - a. Traffic and Revenue Analyses Briefing
  - b. 2024 Toll Rates
  - c. 2024 Budget Briefing
  - d. Public Hearing on 2024 Budget
  - e. 2024 Budget Approval and Appropriate Funds

- 7. Executive Session .....Chair John Diak  
Executive session, pursuant to C.R.S., Sections 24-6-402(4)(b) and 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 negotiations, as well as providing direction to negotiators all related to the Authority’s contracts with ETC.
- 8. Operations Department.....Anjie Vescera
  - a. ETC Contract Third Amendment Approval
  - b. RTD Transponder IGA Approval
- 9. Interim Executive Director Report..... Neil Thomson
- 10. Other Business ..... Chair John Diak
- 11. Adjourn Meeting .....Chair John Diak

**The next anticipated E-470 Board of Directors Meeting will be on  
January 11, 2024 at 9:00 a.m. at the E-470 Public Highway Authority, 22470  
E. Stephen D. Hogan Parkway, Suite, 100, 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, October 12, 2023, at 8:00 a.m., at 22470 E. Stephen D. Hogan Parkway, 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, Councilmember City of Aurora  
Bill Holen, Arapahoe County Commissioner  
George Teal, Douglas County Commissioner  
Craig Hurst, Councilmember City of Commerce City  
Jessica Sandgren, Mayor Pro Tem, City of Thornton  
Jan Pawlowski, Councilmember City of Brighton  
Chaz Tedesco, Adams County Commissioner

Wynne Shaw, Councilmember City of Lone Tree (*non-voting*)  
Peggy Catlin, RTD (*non-voting*)  
Kelly Brown, CTIO (CDOT HPTE) (*non-voting*)

Also present were: Bob Broom, (RTD alternate *non voting*); Katie Basse, operations analytics manager, Shawn Burk, IT infrastructure and operations senior manager, Jessica Carson, public affairs director, Carly Cassady, marketing supervisor, Anne Disney, senior accountant, Ryan Dole, senior financial analyst, Sandra Gollat, service delivery supervisor, Michael Hancock, tolling operations manager, Jimmy Herrera, lane system technician, Brandi Kemper, permit supervisor, Jacob Kramer, HR manager, Diane Lundquist, executive assistant, Beau Memory, executive director, Jason Myers, director of finance and administrative services, Aaron Schilz, IT service desk technician, Briana Summers, accounting manager, Rod Taylor, deputy director of information technology, Neil Thomson, engineering and roadway maintenance director, Tricia Trujillo, customer service manager and Anjie Vescera, director of operations, E-470 Public Highway Authority; Josh Sender, Adams County; Arman Azad and Mark Brenner, Key Bank; Pedro Costa and Brenda Schuler, NWPLLC; Robyn Moore, Piper Sandler; Linda Sexton, RK&K; Susan Ermisch, Brendan O'Malley, John Rohner and Landei Sharp, WSP; and Tamara Seaver and Shannon Johnson, 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 8:00 a.m.

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

Public Comment: None.

Consent Calendar: Councilmember Hurst moved approval of the consent agenda, comprising meeting minutes of September 14, 2023 and September 29, 2023. The motion was seconded by Commissioner Holen and approved unanimously by the Board.

Finance Department:  
 2023 Operating Budget Amendment Background:  
 Year to Date Financial Update:

Mr. Myers presented background information regarding the 2023 operating budget to the Board, including the year-to-date budget estimate.

Ms. Heitman presented the Authority’s 2023 year-to-date financial status, including transaction trends for E-470 and all back-office transactions, operating revenues and expenses, and debt service coverage through August 31, 2023. Commissioner Holen thanked the Finance staff for their detailed information and noted the positive impact of the significant increase in traffic during 2023. Mr. Myers then discussed various 2023 operating budget factors and changes most impacting the 2023 budget to date. Mr. Myers then presented a summary of the proposed 2023 operating budget amendment to the Board. Director Bergan inquired about the payment of credit card fees, and Mr. Myers noted that this expense is built into the toll rate and paid by the Authority. Director Shaw asked whether the credit balances accrue interest for the Authority, and Mr. Myers noted that they do. Director Pawlowski acknowledged increasing postage costs as articulated by Mr. Myers. Director Tedesco inquired as to how the Authority is working to become less reliant on mail in order to decrease postage costs and minimize collection costs. Ms. Veserca responded that the Authority is reviewing with General Counsel what communications need to be sent generally and which of those communications may be sent electronically. Director Bergan inquired regarding the use of unrestricted funds, which Mr. Myers addressed.

2023 Operating Budget Amendment – Public Hearing:  
 2023 Operating Budget Amendment Appropriation and Approval – Resolution 23-01:  
 Executive Session:

Councilmember Diak opened a public hearing on the Authority’s 2023 budget amendment at 8:31 a.m. He then called for public comment. No members of the public addressed the Board.

Councilmember Diak closed the public hearing at 8:31 a.m.

Councilmember Hurst moved that the Board of Directors adopt Resolution 23-01 approving the 2023 Amended Budget for the E-470 Public Highway Authority and appropriating all sums reflected therein. The motion was seconded by Councilmember Pawlowski and approved unanimously by the Board.

Commissioner Holen then moved that the Board convene in executive session pursuant to (1) 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 negotiations, as well as providing direction to negotiators all related to the Authority's contracts with ETC and Applegreen, and (2) C.R.S., Section 24-6-402(4)(f)(I) for the purpose of discussing personnel matters.

Mayor Pro Tem Bergan seconded the motion, which was approved by the Board at 8:33 A.M.

The executive session included all voting members present at the meeting, and Mss. Johnson, Seaver and Vescera, and Messrs. Memory and Myers.

Ms. Vescera and Messrs. Memory and Myers left the executive session and Mr. Kramer entered the executive session at 8:51 A.M.

The executive session was adjourned at 10:08

Councilmember Diak reconvened open session at 10:11 A.M.

Other Business: Councilmember Diak, noting the time, moved the "Other Business" items up in the agenda immediately following the Executive Session. Councilmember Diak acknowledged Mr. Memory's resignation as the Executive Director of the Authority noted his appreciation for Mr. Memory's service to the Authority. Commissioner Teal then moved that the Board accept Mr. Memory's resignation and appoint Mr. Jason Myers as the Authority's Interim Executive Director with such appointment to be effective as of November 3, 2023. The motion was seconded by Councilmember Hurst and approved unanimously by the Board of Directors.

Budget Workshop Councilmember Diak noted that due to time several Board members would need to leave prior to the Budget Workshop. Councilmember Diak requested Mr. Myers e-mail the Board the 2024 Budget Presentations for the Board's review and thank the Authority staff for their time in preparing the budget items. Councilmember Diak noted that he will work with Mr. Myers to determine whether time will permit to have a separate Budget Workshop prior to the Board's consideration of the final budget. Councilmember Diak tabled the remainder of the 2024 Budget items at this time.

Executive Directors Report: Mr. Memory noted that next generation lane toll system hats were available for each of the Board members. He acknowledged Mr. Thomson who requested the Board sign the beam outside of the Administrative Headquarters Facility entrance prior to the beam being installed at the Barn as part of the central maintenance facility construction project. Mr. Memory thanked the Authority's staff and Board for their work during his tenure. Mayor Pro Tem Bergan, Commissioner Holen, Councilmember Hurst, Councilmember Pawlowski, Councilmember Shaw, and Ms. Catlin each thanked Mr. Memory for his service to the Authority.

Adjournment: There being no further business to come before the Board, Councilmember Diak adjourned the meeting at 10:20 A.M.

\_\_\_\_\_  
Chair of the Meeting

**Agenda Item 4b. Approve Meeting Minutes of October 26, 2023**

**RECORD OF PROCEEDINGS**

---

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

Held: Thursday, October 26, 2023, 2023, 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
- George Teal, Douglas County Commissioner (via Teams and Zoom)
- Jan Pawlowski, Councilmember City of Brighton
- Chaz Tedesco, Adams County Commissioner (via Teams and Zoom)
- Tony Unrein, Councilmember City of Thornton
- Craig Hurst, Councilmember, Commerce City
  
- Wynne Shaw, Councilmember City of Lone Tree (*non-voting*) (via Teams)
- Kelly Brown, Tolling Operations Manager CDOT/HPTE/CTIO (*non-voting*)
- Deborah Mulvey, DRCOG (*non-voting*) (via Teams)

Also present were: Jessica Carson, public affairs director, Annie Disney, senior accountant, Geoffrey Doctoroff, senior risk and operations manager, Ryan Dole, senior financial analyst, Ted Geis, team lead IT service desk, Mike Hancock, tolling services manager, Jaime Heitman, controller, Kris Kellim, procurement manager, Jacob Kramer, HR manager, Rhonda Loyd, finance and payables supervisor, Diane Lundquist, executive assistant, Beau Memory, executive director, Briana Summers, accounting manager, Rod Taylor, deputy director of information technology, Neil Thomson, director of engineering and roadway maintenance, Anjie Vescera, director of operations, and Lin Wang, AP specialist, E-470 Public Highway Authority; Tim

Stewart, Atkins Realis; Susan Sperber, Lewis Roca; 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 9:09 a.m.

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

Public Comment: Jaime Heitman addressed the Board of Directors and expressed her honor to serve the Authority and her appreciation for the Finance Department. Councilmember Diak thanked her for her comments.

Executive Session: Councilmember Pawlowski then moved that the Board convene in Executive session, pursuant to C.R.S., Section 24-6-402(4)(f)(I) for the purpose of discussing personnel matters and pursuant to C.R.S., Section 24-6-402(4)(b) to receive legal advice related to the same.

Councilmember Unrein seconded the motion, which was approved by the Board at 9:12 A.M.

The executive session included all voting present at the meeting, Mss. Sperber and Seaver, and Messrs. Memory and Stewart.

Councilmember Diak reconvened open session at 10:55 A.M.

Other Business: Councilmember Diak noted that Mr. Myers had resigned his position and the Board wished him well on his future endeavors.

Councilmember Unrein then moved to appoint Neil Thomson as Interim Executive Director effective upon Mr. Memory's departure November 3, 2023. The motion was seconded by Councilmember Pawlowski and approved unanimously by the Board.

Adjournment: There being no further business to come before the Board, Councilmember Diak adjourned the meeting at 10:56 A.M.

---

Chair of the Meeting

# PRELIMINARY E-470 2024 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 2024

January 1 New Year's – Office Closed  
January 11 BOARD MEETING – 9:00 A.M.  
January 15 Martin Luther King, Jr.'s Day  
-Office Closed

## February 2024

February 8 BOARD MEETING - 9:00 A.M.  
Board Officer Nominations and  
Election  
February 19 Presidents' Day – Office Closed

## March 2024

March 14 BOARD MEETING 9:00 A.M.

## April 2024

April 11 BOARD MEETING - 9:00 A.M.

## May 2024

May 9 BOARD MEETING 9:00 A.M.  
May 27 Memorial Day – Office Closed

## June 2024

June 13 BOARD MEETING 9:00 A.M.  
June 18-21 CML Conference - Breckenridge  
June 19 Juneteenth – Office Closed

## July 2024

July 4 Independence Day – Observed  
Office Closed  
July 11 BOARD MEETING 10:00 A.M.  
July NACo Annual Conference

## August 2024

August 8 BOARD MEETING 9:00 A.M.

## September 2024

September 2 Labor Day – Office Closed  
September 12 BOARD MTG/RETREAT - 8:00 A.M.

## October 2024

October 10 BOARD WORKSHOP – 8:00 A.M.  
October 26 IBTTA 92<sup>nd</sup> Annual Meeting and  
To 29 Exhibition – Cleveland, Ohio

## November 2024

November 11 Veteran's Day – Office Closed  
November 14 BOARD MEETING – 9:00 A.M.  
November 28 Thanksgiving – Office Closed  
and 29

## December 2024

December 12 BOARD MEETING 9:00 A.M.  
December 24 Christmas – Office Closed  
and 25