

BOARD OF DIRECTORS SPECIAL MEETING AGENDA



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

Date: April 5, 2024

Time: 12:00 p.m.

E-470 Board of Director Officers

Chair – Council Member John Diak (Parker)
Vice Chair – Council Member Francoise Bergan (Aurora)
Secretary/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 OrderChair John Diak
2. Pledge of AllegianceChair John Diak
3. Public CommentChair John Diak
4. Consent CalendarChair John Diak
 - a. Meeting Minutes of March 14, 2024
 - b. Tamer Partners (Proponisi) Contract Amendment
 - c. HNTB Contract Amendment
5. Executive SessionChair John Diak
Executive Session, pursuant to: (a) Section 24-6-402(4)(f)(I), C.R.S., Section 24-6-402(4)(b), C.R.S. and Section 24-6-402(4)(e), C.R.S., for the purposes of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiations and for the purpose of discussing personnel matters all related to the Authority’s search for an Executive Director.
6. Other Business Chair John Diak
7. Adjourn MeetingChair John Diak

The next anticipated E-470 Board of Directors Meeting will be on May 9, 2024 at 9:00 a.m.

**at the E-470 Public Highway Authority, 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, March 14, 2024 at 9:00 a.m., virtually via the following:
https://teams.microsoft.com/l/meetup-join/19%3ameeting_ZmZlZTI2NWUtOGVmYy00OTVklTk3N2EtMmM1M2IxNzI3NGMy%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 or call in (audio only) +1 323-618-1887 | Conference ID: 431 230 241#.

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
Françoise Bergan, Councilmember City of Aurora
Bill Holen, Arapahoe County Commissioner
George Teal, Douglas County Commissioner
Steve Douglas, Mayor City of Commerce City
Tony Unrein, Councilmember City of Thornton
Jan Pawlowski, Councilmember City of Brighton
Chaz Tedesco, Adams County Commissioner

Wynne Shaw, Councilmember City of Lone Tree (non-voting)
Lauren Simpson, Mayor City of Arvada (non-voting)
Bruce Leslie, Councilmember City and County of Broomfield (non-voting)
Sharon Davis, Councilmember City of Arvada (non-voting)
Peggy Catlin, RTD (non-voting)

Also present were: Emma Pinter, Commissioner, Adams County (alternate); Katie Basse, analytics manager, Jessica Carson, director of public affairs, Carly Cassady, marketing supervisor, Wanda DeVargas, roadway maintenance supervisor, Geoffrey Doctoroff, senior risk and operations manager, Ryan Dole, senior financial analyst, Joe Donahue, interim director of finance, Ted Gies, team lead IT service desk, Mark Gronowski, senior solutions delivery manager, Michael Hancock, tolling services manager, Jaime Heitman, controller, Jacob Kramer, HR manager, Diane Lundquist, executive assistant, Kate Oberleas, project engineer, Aaron Schilz, IT service desk technician, Derek Slack,

roadway maintenance manager, Briana Summers, accounting manager, Rod Taylor, director of information technology, Neil Thomson, interim executive director and director of engineering and roadway maintenance, Tricia Trujillo, customer service manager, Mitch Tyrell, product owner, Anjie Vescera, director of operations, and Chuck Weiss, engineering manager, E-470 Public Highway Authority; Kent Moorman, City of Thornton; Mac Callison, City of Aurora; Dave Kristick, Atkins; Robyn Moore, Piper Sandler; Susan Ermisch, WSP; 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 9:04 a.m.

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

Public Comment: None.

Consent Calendar: Councilmember Bergan moved approval of the consent agenda, comprising meeting minutes of January 11, 2024, Gartrell Road Traffic Signal IGA Amendment and Nuspire Contract Extension. The motion was seconded by Councilmember Pawlowski and approved unanimously by the Board.

Public Affairs

Department:

Briefing on Community Engagement Program:

Ms. Carson addressed the Board and provided an overview of the 2023 after prom and grant programs. She then noted the Top Golf Event upcoming on June 7, 2024. Ms. Carson then reviewed with the Board the Authority's Good Guys program and their events and volunteerism. Ms. Carson reported on the community engagement program and the 2023 accomplishments showing the community that E-470 is much more than just a toll road. She then noted the 2023 jurisdictional presentations and interest in trails, road widening, and sustainability. Councilmember Davis inquired about Arvada receiving a presentation and Ms. Carson responded. Councilmembers Bergan and Diak thanked Ms. Carson and all of the Authority's staff for their efforts.

Engineering and Roadway Maintenance

Department:

Quebec Street Interchange Expansion Project:

Mr. Weiss presented the Quebec Street Interchange expansion project to the Board, including the history of the interchange and the present Parterre development and request from Thornton in August of 2023 seeking interchange expansion to accommodate development. He noted that the Authority undertook project evaluation in compliance with Resolution 18-07 and performed a feasibility study. He reported on the feasibility study findings

covering the uncertain timing for the expansion and staff's recommendation to use the Authority's IGA template and base the Authority's contribution solely on a defined and limited scope. Councilmember Unrein thanked the Authority for their consideration. Commissioner Tedesco inquired about the scope and Messrs. Thomson and Weiss responded and explained the same. The Board concurred with the recommendation to move forward with negotiations, with the final intergovernmental agreement to come back to the Board for approval.

Finance

Department:

Year-End

Financial

Summary of 2023:

Ms. Heitman then addressed the Board and reviewed the 2023 traffic numbers which she mentioned were up from budget and projections. She then reviewed 2023 year end toll revenue based on the toll transactions, gross toll revenue and collections. Ms. Heitman provided a summary of the 2023 operating budget and reviewed debt service coverage numbers, the 2023 capital budget summary, fund balances, and the master capital plan. Mayor Douglas inquired about unbillable amounts and Ms. Heitman responded to his question. Councilmember Diak inquired of Mr. Thomson about capital planning. Mr. Thomson responded referencing inflationary influences and associated cost escalations. Councilmember Bergan inquired about the percentage of uncollectable amounts and Ms. Heitman responded.

Information

Technology

Department:

BOSS Platform

Update:

Mr. Taylor reviewed with the Board the status of the back office project and noted his team took the time to evaluate the project. He reported on components already created as part of the project associated with the two key project components. He reported on changes to the commercial portion of the project after an evaluation of Salesforce and limitations associated with the product in this instance. He then reviewed with the Board the evaluation of Salesforce as compared to .net. He reported on the benefits of moving the project to a modular approach including enhanced security and functionality, as well as those associated with moving away from Salesforce. Councilmember Douglas inquired about artificial intelligence and Mr. Taylor noted the lack of any significant AI components in the new back office given security concerns, and how early AI is in its evolution. Councilmember Bergan inquired about the savings associated with moving away from Salesforce and Mr. Taylor responded to the query.

RAM Info

Contract

Amendment:

Mr. Gronowski then reviewed the Authority's history with RAM Info. as well as the back office system and RAM's role in various Authority projects and related matters. He then presented to the Board the staff's recommendation for an amendment to the RAM Info Master Services Agreement and a Fourth Amendment to Service Order 4.

Following Board discussion and questions, Commissioner Teal motioned to approve (a) the Third Amendment to the Authority's Master Services Agreement (MSA) with RAM Info., and (b) to approve the Fourth Amendment to Service Order No. 1, to (i) extend the Service Order Completion Date from May 1, 2024 to April 30, 2025, and to (ii) increase Service Order No. 1's not-to-exceed amount by \$10,254,000, such that the total Service Order No. 1 NTE is \$24,537,000, and to authorize the Interim Executive Director to execute the foregoing, subject to review and approval of General Counsel. Councilmember Unrein seconded the motion, which was approved unanimously by the Board.

Operations

Department:

Annual Customer Survey Results:

Ms. Trujillo reviewed with the Board the results of the Authority's annual customer survey. She noted customers repeatedly reporting the Authority's customer service representatives were professional, knowledgeable, and pleasant. She then reported on customer travel patterns and customer communications preferences. Finally, she reported on the Authority's annual gap analysis.

Interim Executive Director Report:

Mr. Taylor introduced Mitch Tyrrel, as a new IT Product Owner within the Authority and the Board welcomed him. Mr. Thomson then noted TopGolf Fundraiser will be held on Friday, June 7, 2024 beginning at 8:00 A.M. and asked the Board to add it to their calendars. He reported that the June 13, 2024 Board meeting would start at 10:00 a.m. to accommodate the Transportation Safety Foundation Grant Check Ceremony scheduled to begin at 8:30 A.M.

Executive Session:

Commissioner Tedesco then moved that the Board move into executive session, pursuant to: (a) Section 24-6-402(4)(f)(I), C.R.S., Section 24-6-402(4)(b), C.R.S. and Section 24-6-402(4)(e), C.R.S., for the purposes of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiations and for the purpose of discussing personnel matters all related to the Authority's search for an Executive Director and pursuant to: (b) Section 24-6-402(4)(b) and Section 24-6-402(4)(e), C.R.S. for the purposes of receiving legal advice on specific legal questions and determining positions relative to matters that may be subject to negotiations related to the Applegreen contract with the Authority.

Commissioner Teal seconded the motion, which was approved by the Board at 10:07 A.M.

The Applegreen portion of the executive session included all voting members present at the meeting, Messrs. Thomson, Weiss, Donahue, Dole, Kramer and Ms. Seaver.

The Executive Director search portion of the executive session included all voting members present at the meeting, Messrs. Kramer, Movshovich, Bloom and Ms. Seaver.

The executive session was adjourned at 11:55 A.M.

Councilmember Diak reconvened open session at 11:57 A.M.

Other Business: None.

Adjournment: There being no further business to come before the Board, Councilmember Diak adjourned the meeting at 11:58 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

January 2024
 January 1 New Year's – Office Closed
 January 11 BOARD MEETING – 9:00 A.M.
 Board Officer Nominations and Elections
 January 15 Martin Luther King, Jr.'s Day
 -Office Closed

February 2024
 February 8 Executive Committee – 8:00 A.M.
 February 8 BOARD MEETING - 9:00 A.M.
 February 22 Finance Committee – 9:00 A.M.
 February 22 Ops and Public Affairs – 10 A.M.
 February 22 IT Committee – 11:00 P.M.
 February 22 Roadway Committee – 1:00 P.M.

March 2024
 March 14 Executive Committee – 8:00 A.M.
 March 14 BOARD MEETING 9:00 A.M.
 March 28 Finance Committee – 9:00 A.M.
 March 28 Ops and Public Affairs – 10 A.M.
 March 28 IT Committee – 11:00 P.M.
 March 28 Roadway Committee – 1:00 P.M.

April 2024
 April 11 Executive Committee – 8:00 A.M.
 April 11 BOARD MEETING - 9:00 A.M.
 April 25 Finance Committee – 9:00 A.M.
 April 25 Ops and Public Affairs – 10 A.M.
 April 25 IT Committee – 11:00 P.M.
 April 25 Roadway Committee – 1:00 P.M.

May 2024
 May 9 BOARD MEETING 9:00 A.M.
 May 23 Finance Committee – 9:00 A.M.
 May 23 Ops and Public Affairs – 10 A.M.
 May 23 IT Committee – 11:00 P.M.
 May 23 Roadway Committee – 1:00 P.M.
 May 27 Memorial Day – Office Closed

June 2024
 June 13 TSF Grant Ceremony – 8:30 A.M.
 June 13 BOARD MEETING 10:00 A.M.
 June 18-21 CML Conference - Loveland
 June 19 Juneteenth – Office Closed
 June 27 Finance Committee – 9:00 A.M.
 June 27 Ops and Public Affairs – 10 A.M.
 June 27 IT Committee – 11:00 P.M.
 June 27 Roadway Committee – 1:00 P.M.

July 2024
 July 4 Independence Day – Observed
 Office Closed
 July 11 BOARD MEETING - 9:00 A.M.
 July 25 Finance Committee – 9:00 A.M.
 July 25 Ops and Public Affairs – 10 A.M.
 July 25 IT Committee – 11:00 P.M.
 July 25 Roadway Committee – 1:00 P.M.

August 2024
 August 8 Executive Committee – 8:00 A.M.
 August 8 BOARD MEETING - 9:00 A.M.
 August 22 Finance Committee – 9:00 A.M.
 August 22 Ops and Public Affairs – 10 A.M.
 August 22 IT Committee – 11:00 P.M.
 August 22 Roadway Committee – 1:00 P.M.

September 2024
 September 2 Labor Day – Office Closed
 September 12 Board Meeting – 9:00 A.M.
 September 26 Finance Committee – 9:00 A.M.
 September 26 Ops and Public Affairs – 10 A.M.
 September 26 IT Committee – 11:00 P.M.
 September 26 Roadway Committee – 1:00 P.M.

October 2024
 October 10 BOARD WORKSHOP – 8:00 A.M.
 October 24 Finance Committee – 9:00 A.M.
 October 24 Ops and Public Affairs – 10 A.M.
 October 24 IT Committee – 11:00 P.M.
 October 24 Roadway Committee – 1:00 P.M.
 October 26 IBTTA 92nd Annual Meeting and
 To 29 Exhibition – Cleveland, Ohio

November 2024
 November 11 Veteran's Day – Office Closed
 November 14 Executive Committee – 8:00 A.M.
 November 14 BOARD MEETING – 9:00 A.M.
 November 21 Finance Committee – 9:00 A.M.
 November 21 Ops and Public Affairs – 10 A.M.
 November 21 IT Committee – 11:00 P.M.
 November 21 Roadway Committee – 1:00 P.M.
 November 28 Thanksgiving – Office Closed
 and 29

December 2024
 December 12 Executive Committee – 8:00 A.M.
 December 12 BOARD MEETING 9:00 A.M.
 December 19 Finance Committee – 9:00 A.M.
 December 19 Ops and Public Affairs – 10 A.M.
 December 19 IT Committee – 11:00 P.M.
 December 19 Roadway Committee – 1:00 P.M.
 December 24 Christmas – Office Closed
 and 25