

**Bridge Enterprise Board
Regular Meeting Minutes
Thursday, March 19, 2015**

PRESENT WERE: Ed Peterson, Chairman, District 2
Kathy Connell, Vice Chairman, District 6
Shannon Gifford, District 1
Heather Barry, District 4
Kathy Gilliland, District 5
Doug Aden, Chairman, District 7
Sidny Zink, District 8
Les Gruen, District 9
Bill Thiebaut, District 10
Steven Hofmeister, District 11

EXCUSED: Gary Reiff, District 3

ALSO PRESENT: Shailen Bhatt, Executive Director
Scot Cuthbertson, Deputy Executive Director
Gary Vansuch, Director of Process Improvement
Debra Perkins-Smith, Director of Division of Transportation
Josh Laipply, Chief Engineer
Heidi Humphreys, Director of Admin & Human Resources
Barb Gold, Audit Director
Amy Ford, Communications Director
Scott McDaniel, Staff Services Director
Maria Sobota, Acting CFO
Herman Stockinger, Government Relations Director
Mike Cheroutes, Director of HPTE
Mark Imhoff, Director, Division of Transit and Rail
Kyle Lester, Director, Division of Highway Maintenance
Ryan Rice, Director of the Operations Division
Darrell Lingk, Transportation Safety Director
Tony DeVito, Region 1 Transportation Director
Karen Rowe, Region 2 Transportation Director
Dave Eller, Region 3 Transportation Director
Kerrie Neet, Region 5 Transportation Director
Kathy Young, Chief Transportation Counsel
Vince Rogalski, STAC Chairman

AND: Other staff members, organization representatives,
the public and the news media

An electronic recording of the meeting was made and filed with supporting documents in the Transportation Commission office.

Chairman Peterson convened the meeting at 10:50a.m. in the CDOT Headquarters building at 4201 E. Arkansas Avenue, Denver, CO.

Audience Participation

Chairman Peterson stated that no members of the audience wished to address the Board of Directors.

Act on Consent Agenda

Chairman Peterson entertained a motion to approve the Consent Agenda. Director Connell moved to approve the resolution, and Director Hofmeister seconded the motion. Upon vote of the Board the resolution passed unanimously.

Resolution #BE-15-3-1

Approval of Regular Meeting Minutes for February 19, 2015.

BE IT SO RESOLVED THAT, the Minutes for the February 19, 2015, meeting of the Bridge Enterprise Board of Directors are hereby approved by the Bridge Enterprise Board as published in the Agenda for the March 18 & 19, 2015, meeting of the Bridge Enterprise Board of Directors.

Discuss and Act on the 7th Bridge Enterprise Budget Supplement

Maria Sobota stated that there were three items in the supplement. In January the Board was presented with an informational list of eight bridges that were recommended for programming of preconstruction activities only. The two projects that are included in the supplement were on that informational list and will be designed until funds become available to proceed to a construction phase. The first item is from Region 2 for \$511,600 on SH 71 over Arkansas River in Otero County. The second one is in Region 3 for \$519,700 for US 34 over the Colorado River. The third item was brought before the Commission the previous day at the PMO workshop related to the Peak Period Shoulder Lanes. The Bridge Enterprise Board is being asked to approve \$1.5 million for the Peak Period Shoulder Lane project.

Chairman Peterson entertained a motion to approve the 7th Bridge Enterprise Supplement for FY 2015. Director Connell moved for approval, and Director Barry seconded the motion. Upon vote of the Board, the resolution passed unanimously.

Resolution #BE-15-3-2

BE IT SO RESOLVED THAT, the 7th Budget Supplement for FY'2015 is hereby approved by the Bridge Enterprise Board.

Discuss and Act on the Resolution to Approve the Use of HPTE's Procurement Guidelines for PPP Projects

Chairman Peterson entertained a motion to approve the use of HPTE's Procurement Guidelines for PPP projects. Director Hofmeister moved for approval, and Director Gifford seconded the motion. Upon vote of the Board, the resolution passed unanimously.

Resolution #BE-15-3-3

Resolution #BE-15-3-3

Resolution Authorizing Use of the HPTE Project Proposal Guidelines for Public Private Partnership or Co-Development Proposals

Approved by the Bridge Enterprise Board of Directors on March 19, 2015

WHEREAS, pursuant to 43-4-805(2)(a)(I) C.R.S., the Colorado Bridge Enterprise ("CBE") was created as a government-owned business within the Colorado Department of Transportation ("CDOT"); and

WHEREAS, the business purpose of the Bridge Enterprise is to finance, repair, reconstruct, and replace Designated Bridges (as defined in 43-4-803(10), C.R.S.) in the State; and

WHEREAS, Section 43-4-805(5)(f), C.R.S. authorizes the Bridge Enterprise Board to make and enter into contracts or agreement with a private entity to facilitate a public-private initiative; and

WHEREAS, the Transportation Commission in Resolution #TC-15-2-5, in February 2015, determined that the I-70 East Corridor Project shall move forward utilizing the optimal financing structure available to CDOT within a Design Build Finance Operate Maintain procurement and delivery process; and

WHEREAS, also in Resolution #TC-15-2-5 the Transportation Commission approved a governance structure for the I-70 East Corridor Project in which CBE will be the managing partner on the Project and CBE and the Colorado High Performance Transportation Enterprise ("HPTE") will enter into an anticipate concession agreement with a private partner; and

WHEREAS, the CBE Board has not previously adopted guidelines for the solicitation and pursuit of public-private initiatives; and

WHEREAS, the Transportation Commission adopted Public-Private Initiative Guidelines in 1998 and the HPTE Board adopted Project Proposal Guidelines ("HPTE Guidelines") in June 2011 and updated these guidelines in June 2013; and

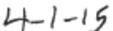
WHEREAS, the 1998 Transportation Commission Guidelines are somewhat dated and provide less flexibility for evaluating public private proposals than the more recently adopted HPTE Guidelines; and

WHEREAS, CDOT, CBE and HPTE staff desire to utilize the HPTE Guidelines for purposes of soliciting and evaluating proposals submitted for the I-70 East Corridor Project; and

NOW THEREFORE BE IT RESOLVED, the Bridge Enterprise Board approves the use of the HPTE Guidelines for purposes of soliciting and evaluating competing proposals submitted for the I-70 East Viaduct Project.



Herman Stockinger, Secretary
Colorado Bridge Enterprise Board of Directors



Date

Discuss and Act on the Resolution to Approve Appointment of Bridge Enterprise Director

Scott McDaniel stated that the Commission would find before them a request to appoint a new director for the Bridge Enterprise with the departure of the previous director Don Hunt. He stated that in their excitement to appoint Mr. Shailen Bhatt as the Bridge Enterprise director, they failed to recognize that he has not yet been confirmed by the Legislature. They have all the confidence that he will be confirmed, so they decided to move forward with the request for approval of the resolution but wanted to point that out to the Board.

Chairman Peterson entertained a motion to approve the appointment of the Bridge Enterprise Director. Director Connell moved for approval, and Director Hofmeister seconded the motion. Upon vote of the Board, the resolution passed unanimously.

Resolution #BE-15-3-4

Resolution #BE-15-3-4

Appointment of Bridge Enterprise Director

Approved by the Bridge Enterprise Board on March 19, 2015

WHEREAS, C.R.S. 43-4-805 creates the statewide Bridge Enterprise (Bridge Enterprise) as a government-owned business within the Colorado Department of Transportation (CDOT); and

WHEREAS, the business purpose of the Bridge Enterprise is to finance, repair, reconstruct and replace bridges designated as structurally deficient or functionally obsolete and rated as poor by CDOT; and

WHEREAS, pursuant to C.R.S. 43-4-805(2)(a)(I), the Bridge Enterprise Board shall, with the consent of the CDOT Executive Director, appoint a Bridge Enterprise Director to oversee the discharge of all responsibilities of the Bridge Enterprise; and

WHEREAS, the Bridge Enterprise Director shall serve at the pleasure of the Bridge Enterprise Board and shall possess such qualifications as established by the Bridge Enterprise Board and the State Personnel Board; and

WHEREAS, the Director of the State Personnel Board has concurred with the qualifications previously submitted by CDOT for the Bridge Enterprise Director; and

WHEREAS, by virtue of the change in administrations and the departure of Don Hunt as Executive Director of CDOT and as Director of the Bridge Enterprise it is necessary to appoint a new Bridge Enterprise Director.

NOW THEREFORE BE IT RESOLVED, the Bridge Enterprise Board of Directors hereby appoints Shailen Bhatt as the Bridge Enterprise Director, and acknowledges that Mr. Bhatt is also the Executive Director of CDOT.



Herman Stockinger, Secretary
Colorado Bridge Enterprise Board of Directors

4-1-15
Date

Monthly Progress Report

Scott McDaniel asked if there were any questions about the monthly progress report, and there were none from the Board.

Adjournment

Chairman Peterson asked if there were any more matters to come before the Bridge Enterprise Board. Hearing none, Chairman Peterson announced the adjournment of the meeting at 10:55a.m.