

Resolution #TC2021-04-03

Approving the Amended and Restated Central 70 Project Intra-Agency Agreement between the Colorado Department of Transportation, the Colorado High Performance Transportation Enterprise and the Colorado Bridge Enterprise

Approved by the Transportation Commission on April 15, 2021

WHEREAS, the Transportation Commission is responsible, pursuant to Section 43-1-106(8), C.R.S., for formulating the general policy with respect to the management, construction and maintenance of public highways and other transportation systems in the State; and

WHEREAS, on February 19, 2016 the Transportation Commission approved a governance structure between CDOT, CBE and HPTE in which CBE is the managing partner of Central 70 Project (“Project”) and CBE and HPTE will enter into an anticipated agreement (“Project Agreement”) with a private partner (“Developer”); and

WHEREAS, in June 2017, the Transportation Commission, in Resolution #TC-17-6-17, approved an Intra-Agency Agreement (the “Central 70 IAA”) between the Colorado Department of Transportation (“CDOT”), the Colorado High Performance Transportation Enterprise (“HPTE”), and the Colorado Bridge Enterprise (“BE”) to further define their roles and responsibilities with respect to funding the construction of the Project, management of the Project and cooperation on the operation and maintenance of the Project and financial obligations to each party with respect to the Project; and

WHEREAS, on November 16, 2017, the Transportation Commission, in Resolution #TC-17-11-16, approved the First Amendment to the Central 70 Intra-Agency Agreement (the “First Amendment”) between CDOT, HPTE and BE, which outlined and memorialized that BE’s maximum contribution to the Project’s pre-development costs be increased by \$30 million to \$172,309,333; and

WHEREAS, on November 14, 2018, the Transportation Commission, in Resolution #TC-18-11-1, approved a Second Amendment to the Central 70 IAA (the “Second Amendment”) between CDOT, BE, and HPTE, which, *inter alia*, memorialized an amended Project timeline and incorporated re-structured milestones during the construction period; and

WHEREAS, in order to reflect changes being made in the fourth amendment to the Project Agreement and third amendment to the IAA, the Parties have decided to amend and restate the IAA for ease of reference, which fully incorporates all changes to the agreement; and

WHEREAS, CDOT, BE, and HPTE desire to enter into an amended and restated

Central 70 IAA in substantially the form attached hereto (the “Amended and Restated IAA”), which include amendments to the Project timeline and updating the matrix for Milestone Payment Contribution.

NOW THEREFORE BE IT RESOLVED, the Transportation Commission hereby approves the Amended and Restated Central 70 Project Intra-Agency Agreement between CDOT, HPTE and BE and in substantially the form presented to the Transportation Commission prior to the meeting at which this Resolution is adopted, with such changes thereto as may be approved by both the CDOT Executive Director, or her designee, and the office of the Colorado Attorney General, provided that such changes shall not materially and substantially alter the terms and conditions of such agreements as presented to the Transportation Commission, nor otherwise be inconsistent with this Resolution.

Herman F. Stockinger AIA

Herman Stockinger, Secretary
Transportation Commission of Colorado

4/15/2021

Date