

Resolution #BE -37

Approval of July 2010 Minutes

BE IT HEREBY RESOLVED, The Bridge Enterprise Board of Director's Regular Meeting Minutes for July 21 & 22, 2010 are hereby approved.

Approved by the Bridge Enterprise Board of Directors on: August 19, 2010

**Bridge Enterprise Board
Regular Meeting Minutes
Thursday, July 22, 2010**

PRESENT WERE: Leslie Gruen, Vice Chairman, District 9
Trey Rogers, District 1
Gary M. Reiff, District 3
Heather Barry, District 4
Bill Kaufman, District 5
George Krawzoff, District 6
Douglas E. Aden, District 7
Steven Parker, District 8
Gilbert Ortiz, Sr., District 10
Stacey Stegman, Secretary

ABSENT: Kim Killin, Chairwoman, District 11
Jeanne Erickson, District 2

ALSO PRESENT: Executive Director, Russ George
Pam Hutton, Chief Engineer
Jennifer Finch, Transportation Development Director
Heidi Bimmerle, Director, Human Resources & Administration
Herman Stockinger, Government Relations Director
David Sullins, representing Audit Division
Rick Gabel, Staff Services Director
Ben Stein, Manager, OFMB
Tony DeVito, Region 1 Transportation Director
Tim Harris, Region 2 Transportation Director
Dave Eller, Region 3 Transportation Director
Johnny Olson, Region 4 Transportation Director
Richard Reynolds, Region 5 Transportation Director
Reza Akhavan, Region 6 Transportation Director
Harry Morrow, Chief Transportation Counsel

Doug Bennett, Representing FHWA
Vince Rogalski, Statewide Transportation Advisory
Committee (STAC) Chairman
Dave Wieder, Maintenance and Operations Branch Manager

AND: Vince Rogalski, Statewide Transportation Advisory
Committee (STAC) Chairman

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

One audiotape of the meeting was made and supporting documents are filed in
the Bridge Enterprise Board office.

Vice Chairman Les Gruen convened the meeting at 11:21 a.m. July 22, 2010 in
the auditorium of the headquarters building of the Colorado Department of
Transportation in Denver, Colorado.

BE Working Committee Report

Director Reiff delivered the following report in regards to the Bridge Enterprise
Workshop held on Wednesday, July 21, 2010:

- At yesterday's BE workshop meeting Rick Gabel provided a briefing on
the Bridge Enterprise Program Management and Support Services
Consultant (BEPM). He then introduced Mark Mehalko of AECOM, the
selected consultant, who briefly addressed the Board.
- Matt McDole of LS Gallegos provided a Program Status Report covering
the progress thru FY2010 and the Proposals and Plans for FY 2011. This
included the status of the bridges projects on the FY2010 Candidate
Bridge List. He then showed the proposed Candidate Bridge List for FY
2011. This list is incorporated in a resolution on today's agenda for
action to transfer these bridges to the Bridge Enterprise. Please note
that the resolution contains a contingency for financial review so that
enterprise status is not jeopardized or TABOR problems created.
- Matt presented the proposed Work Plan for FY2011 which includes
allocation of the proceeds of the \$40 million loan about evenly between
design and construction. Matt then summarized the significant progress
made to date with emphasis on the most deficient structures.
- Ben Stein provided a financial recap for FY 2010 and a monthly Financial
Report. He then presented the Proposed FY 2011 BE Budget and the 1st
Budget Supplement for FY 2011. These two are action items on today's
agenda.

Discuss and Act on the Regular Meeting Minutes for June 16 & 17, 2010

Vice Chairman Gruen stated that the next item on the agenda was to approve the meeting minutes for June 16 & 17 and asked if there were any comments or discussion. Director Aden moved for approval of the Minutes and Director Ortiz seconded the motion. On a vote of the Board of Directors the Minutes were unanimously adopted.

Resolution #BE -33

BE IT HEREBY RESOLVED, The Bridge Enterprise Board of Director's Regular Meeting Minutes for June 16 & 17, 2010 are hereby approved.

Briefing on BEPM Procurement

Pam Hutton, Chief Engineer stated that at the July 21, 2010 BE workshop meeting Rick Gabel provided a briefing on the Bridge Enterprise Program Management and Support Services Consultant (BEPM) and he introduced Mark Mehalko of AECOM, the selected consultant. She said that mark briefly addressed the Board and that CDOT looks forward to the beginning of the relationship with AECOM.

Discuss and Act on Transfer of Assets from CDOT

Pam Hutton Directed the Directors to the coral colored Resolution distributed to them and mentioned that there were two fixes to the list of structures and asked for those changes to be noted. She then asked if there were any questions in regards to the Resolution. There were no questions asked and she asked for approval of the Resolution.

Director Rogers moved for approval Resolution and Director Kauffman seconded the motion and on a vote of the Board of Directors, the following Resolution was passed unanimously.

Resolution #BE -34

Assets Transfer

WHEREAS, pursuant to SB09-108 and C.R.S. 43-4-805(2)(a)(I) the Statewide Bridge Enterprise was created as a government-owned business within the Colorado Department of Transportation (CDOT); and

WHEREAS, pursuant to CRS 43-4-805(2)(b) the business purpose of the Bridge Enterprise is to complete designated bridge projects that involve the financing, repair, reconstruction, and replacement of bridges designated as structurally deficient or functionally obsolete, and rated as poor by CDOT; and

WHEREAS, the Chief Engineer has provided a recommended list of candidate bridge projects that is consistent with bridge eligibility requirements pursuant to CRS 43-4-803(10), current funding and a potential Bridge Enterprise bonding program; and

NOW THEREFORE BE IT RESOLVED, the Bridge Enterprise Board hereby approves the Fiscal Year 2011 Bridge Enterprise Candidate Project List, as listed below, as the conditional list of Fiscal Year 2011 Bridge Enterprise projects pending the adoption of the final FY2011 Bridge Enterprise budget.

G-22-J	US24 over Draw E of Limon
N-17-N	I-25 Missouri Cr.
L-28-F	SH89 Arkansas River at Holly
K-16-K	SH120 over RR and Arkansas River
J-09-C	US50 Service Road over Gunnison River
J-09-D	US50 Service Road over Gunnison River
F-09-H	US6 Eagle River
F-17-AE	SH 30 ML/Havana St over Cherry Creek
F-16-DT	I-25 ML Nband over US85ML
F-16-DW	I-25 ML Sband over US85ML
E-17-GM	I76 EB over S. Platte River
E-16-GQ	SH95 ML over UPRR, RR spur
F-16-FW	US287+SH88 over US40 ML
F-16-CS	SH121 ML - Wadsworth over Bear Creek
F-16-FL	US6 ML over SH95 ML/Sheridan Ave
F-19-B	SH36 over Comanche Creek
H-18-A	US24 Black Squirrel Cr
L-27-S	Draw 6 M W of Granada - US50
L-28-C	BNSF 3 M E of Granada - US50
L-22-O	Holbrook Canal
L-22-E	Ft. Lyon Canal
O-25-I	US 160, Draw
O-26-L	US 160, Cat Creek
M-24-B	SH101 - MP 5.83 Bent County
M-21-D	US 350, Over Draw

P-17-H	SH12 Purgatoire River
O-16-A	SH12 Cuchara River
K-16-S	SH120 Draw, UPRR
O-19-H	US350 Purgatoire River
F-08-F	I-70 Frontage Dotsero
F-11-AC	I70 Eagle
F-11-AB	I70 Eagle
C-09-C	US40 over E. Fork Elk River
F-07-A	SH82 Grand Ave
C-17-BN	I-25 Service Road over Little Thompson
B-16-D	SH 14
L-04-B	Leopard Cr. Bridge
L-05-B	Uncompahgre River
F-16-GG	Perry St over US6 ML
F-16-F	US85 ML Nband over Dad Clark Gulch
F-16-EJ	US6 ML over BNSF
E-16-FW	Pecos St over I-70 ML
E-17-ER	SH44 ML over Bull Seep
F-17-DM	SH88 ML/ Arap Rd over Cherry Crk
F-17-GO	US40 ML Ebnd over Tollgate Crk
F-17-F	US40 ML Ebnd over Sand Creek
E-17-EX	Peoria St over I76 ML
E-17-CA	SH44 ML (104th Ave) over So Platte River
F-16-EF	US6 ML over So Platte River
F-16-EN	US6 ML over Bryant St
E-16-FL	Ctny Rd/Old Wadsworth over US36 ML
E-17-AH	Near SH2 ML over BNSF RR
E-17-DC	I76 ML EBnd over UPRR
E-17-DU	I76 ML WBnd over UPRR
E-16-FK	SH121 ML SBnd over US36 ML
E-17-EW	I70 ML Ebnd over UPRR; and

WHEREAS, in order to utilize Bridge Enterprise funding for completion of the candidate projects, the ownership of the structures listed above must be transferred to the Bridge Enterprise; and

WHEREAS, at the time of the conversion to GASB 34, which required state government to begin capitalization and depreciation of their infrastructure

assets, roads, and bridges; the structures listed above were not included in CDOT's Fixed Asset Database, due to the historical cost of each structure falling below the capitalization threshold; and

WHEREAS, each of the structures listed above carries no value according to CDOT financial records; and

NOW THEREFORE BE IT FURTHER RESOLVED, the Bridge Enterprise Board authorizes the staff to accept the transfer of structures listed above to the Bridge Enterprise at no cost, contingent upon final review of CDOT financial records to assure the structures listed above carry no value.

Discuss Budget recapitulation

Discuss and Act on FY 2011 Budget

Discuss and Act on 1st Budget Supplement to FY 2011 Budget

Ben Stein Addressed the Bridge Enterprise Board of Directors reminding them of the items that were discussed in the BE Workshop meeting on Wednesday, July 21, 2010 and stated that if the Directors had any questions he could address them but that otherwise he would ask for approval of the FY 2011 Budget and the 1st Supplement to the FY 2011 Budget.

Director Rogers moved for approval of the FY 2011 Budget and the 1st Supplement to the FY 2011 Budget in a single vote. Director Reiff seconded the motion and on a vote of the Board of Directors, the Resolutions were passed unanimously.

Resolution #BE -35

“BE IT RESOLVED, that the Fiscal Year 2011-2012 Budget is approved by the Bridge Enterprise Board.”

Resolution #BE-36

“BE IT RESOLVED, That the First Supplement to the Fiscal Year 2010-2011 Budget is approved by the Bridge Enterprise Board

Progress Report

Pam Hutton stated that in addition to the Procurement of the Bridge Enterprise Program Manager there was a detailed discussion at the Workshop on Wednesday, July 21, 2010 regarding the progress of the Bridge Enterprise year to date for FY 2010 and with the beginning of FY 2011 a list of transferred bridges was presented for both years and a work plan and data about the progress made in the form of a graph. She mentioned that if they wanted additional detail then Matt McDole could be brought to the podium to speak.

Vice Chair Gruen asked if the Board members wished to hear from Mr. McDole or if they were comfortable with the update given in the workshop. There were no requests for Mr. McDole. Pam stated that she would add one comment and that was that on July 21 and 22 the Board of Directors had approved a budget that will move funding into a very aggressive design program and Staff did not emphasize enough that in the design program some projects are not fully funded for design and it was moved that design begin as quickly as possible but, within the constraints of the \$20M the design of all projects are not fully funded and she asked that the Board keep in mind that the funding of these projects will be brought in front of the Board to be fully funded.

Adjournment

There being no further items to discuss, Vice Chairman Gruen adjourned the meeting at 11:30 a.m.



Stacey Stegman, Secretary
Colorado Bridge Enterprise