

**High Performance Transportation Enterprise
Board of Directors Meeting Minutes
CDOT Headquarters Building, Conference Rm. 225
March 18th, 2011**

PRESENT: Charlotte Robinson
Trey Rogers
Doug Aden
Heather Barry
Dan Cleveland (via phone)
Tim Gagen

ABSENT: Stan Matsunaka

ALSO PRESENT: Michael Cheroutes, HPTE Director
Peggy Catlin, CDOT Deputy Executive Director
Jennifer Finch, Director DTD
Stacey Stegman, Director Public Relations
Tony DeVito, Director Region 1
Johnny Olson, Director Region 4 (via phone)
Mickey Farrell, Government Relations
Angie Drumm, Government Relations
John Schwab, Region 6 Project Manager
Marina Krasny, HPTE Accountant
Kari Grant, HPTE Program Deputy
Kathy Young, HPTE Legal Council

AND: Other staff members, organization representatives and public.
All supporting documents are filed in the HPTE office.

1. Call to order and Roll Call

Chairwoman Robinson convened the HPTE Board of Directors regular meeting at 9:30 a.m.

2. Public Comment.

No Public Comment.

3. Board Members' Comments.

No Board Members' Comments.

4. HPTE Director Report.

HPTE Director Mike Cheroutes said that the third annual national Mileage Based User Fee Symposium will be held in June in Breckenridge, and that a delegation of two or three Board members and Kari will be going. Mike has been invited to make a presentation also in June in New York at an international conference sponsored by InfraAmericas. Concessionaires from around the globe will be attending, and this will be a good opportunity to highlight HPTE activity.

He also reported that work on the communications plan is continuing with a draft logo in the works and updates to the website coming soon. Mike also continues to make group presentations, most recently to the Colorado Association of Ski Towns.

5. Discuss and Act on the Regular Meeting Minutes for February 18th, 2011.

Chairwoman Robinson asked for consideration of the February 18th, 2011 HPTE regular meeting minutes. Director Rogers moved for adoption of the meeting minutes. Director Gagen seconded the motion and on the vote of the Board, the minutes for February 18th, 2011 meeting was adopted. The motion passed unanimously.

Resolution Number HPTE-40

BE IT HEREBY RESOLVED, the High Performance Transportation Enterprise Board of Directors' Regular Meeting Minutes for February 18th, 2011 are hereby approved.

6. 2010 Internal Audit Report. Casey Tighe, Audit Director, and Tanya Davis, Internal Auditor reported that they have completed the agreed upon procedures for 2010. They have made the same recommendation as the prior year, that HPTE should create a full set of GAAP financial statements. Tanya noted the Enterprise is in the process of researching how to complete this task. She said she completed six separate procedures, and found only one error in regards to an HPTE expenditure that was placed in the wrong account, which has since been corrected. Moving forward, the HPTE Accountant and Director will implement a monthly review of accounting reports.

Tanya and Casey noted that the accounting for the HPTE has made significant improvements in the last four years, and thanked Marina for her work. Casey said next year, when the audit will be conducted by the Office of State Auditors and Clifton Gunderson, the review should go smoothly.

Other than the GAAP issue, Director Gagen asked if the Board needs to anticipate any changes in the current process. Casey said it's important to work with the Center for Accounting to make sure they get a set of financial statements that are GAAP compliant. Other than that, he said things are in good shape. Mike noted Marina's many accomplishments with HPTE accounting, and added his note of appreciation.

7. Discuss and Approve 2011 HPTE Board Meetings Schedule.

Chairwoman Robinson briefly summarized previous Board conversations about changing the regular meeting from the third Friday morning to the third Wednesday morning of each month. Mike said he conferred with Transportation Commission Chairman Gruen on this matter, to make sure there would be no conflict with the Commission's work or schedule. Mike noted this change is being made to reduce the burden on the Commissioners and the staff time in preparing for Commission and HPTE Board meetings.

He said the Wednesday meetings would begin earlier, with the HPTE Board breakfast meeting beginning at 7:30. He acknowledged the extra time crunch this places on Board member who travel to the meetings, or have other early morning commitments.

Commissioner Rogers said that by statute, the Board is required to have 8 meetings per year. He introduced the idea that this new calendar has meetings slated every month, and that eliminating meetings in August and December may further reduce the burden on Commissioners and staff. Mike said a special meeting can always be called, if there is an issue requiring action by the Board in those months.

Chairwoman Robinson called for a motion on the new calendar, taking out the months of August and December. Director Rogers moved for adoption, and Director Barry seconded the motion, and the motion was approved unanimously.

8. Update on I-70 West Corridor.

Mike introduced Tony DeVito, Director of Region 1, to update the Board on current activity on I-70 West. Tony summarized that over the past year, staff has been working on a reversible lane concept to alleviate I-70 congestion. FHWA encouraged him to examine other options, and it became clear that capacity at the Twin Tunnels and hard shoulders should be further explored. They embarked on a design process with the help of industry experts. The "tunnel visioning" process yielded several productive concepts.

Peter Kozinsky, Region 1, presented some PowerPoint slides to share the process they used and to illustrate the various concepts, with their advantages and disadvantages. He noted the outcomes address a current problem, and are not a long-term solution for the corridor per se. Tony noted that the design solutions for the Twin Tunnels are in keeping with the preferred alternative of the PEIS and the pending Record of Decision.

The team developed and evaluated seven concept packages, each involving some element of roadway realignment (flattening the tight curves), tunnel bore enlargement, adding lanes, and roadway bypass of the tunnels, among other strategies. Peter emphasized that the tight curves on both sides of the tunnel are a problematic safety issue, and that the bridge at the base of Floyd Hill is in need of repair. Commissioner Aden noted that perhaps the Bridge Enterprise could help accelerate those repairs.

Ultimately, Concept Package #2 was decided to be the preferred design. It includes construction of a detour on US 40 and CR 314, widening of the eastbound tunnel, flattening curves to support a 55 mph speed limit, adding a 3rd lane from Idaho Springs to

Floyd Hill, and restoring the frontage road trail and trailhead. Important attributes of this concept are its cost, contributing to the deliverability of the project, and the fact that it can be done within the existing right-of-way.

Chairwoman Robinson asked about the timing of putting forward a design solution without having a finance plan in place, and also asked if these improvements fell within the Record of Decision. Tony said he is confident that they do. Commissioner Aden noted that the HPTE might be part of a finance solution for this project, given the Letter of Invitation that has been extended from the I-70 Coalition to HPTE. Mike concurred, saying that he would like the HPTE to be part of the process of bringing solutions to the table. Director Gagen agreed, saying HPTE can bring options to the funding process.

Director Aden said he thought extending the hard shoulder concept to Idaho Springs was important, and should be part of the discussion.

9. Discuss and Act on Matters Related to US 36 Project.

Mike said there are no action items at this time on US 36. The project continues at warp speed, as the TIFIA presentation is scheduled for March 30th, with the TIFIA credit committee considering the loan application in May, who will make a decision in June. We are now working with KPMG to test a concession model, and expect to have an outcome on that in about three months. John Schwab, Region 6 project director, agreed that the project is coming along at warp speed. The Letter of Interest to design-build teams went out on March 17th, there will be a meeting with contractors at the end of this month, and a draft RFP will be issued in September. John noted the need for confidentiality on this project begins now, since the issuance of the Letter of Interest, and that he is asking that all contractor questions be directed to him personally.

10. Other Matters.

Peggy Catlin, Deputy Executive Director, presented a short analysis showing that toll rate increases since the first of the year have had no impact on overall traffic numbers. Director Barry said that southbound traffic seems to be worse, and asked if anyone was considering raising the speed limit in the HOT lanes. Peggy said Region 6 was looking at it.

11. Adjournment.

Chairwoman Robinson adjourned the meeting at 10:25 a.m.