

Agenda Item: **MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE HIGH PERFORMANCE TRANSPORTATION ENTERPRISE (HPTE)**
Held: Wednesday, October 18th, 2017; 11:30 am
4201 E. Arkansas Ave., CDOT HQ Auditorium, Denver, CO 80222

The regular meeting of the Board of Directors of the HPTE was convened in accordance with applicable statutes of the State of Colorado, with the following Directors present:

Attendance:	Kathy Gilliland, Chair	Thad Noll	Jan Martin
	Don Marostica, Vice Chair	Rocky Scott	Shannon Gifford

Chair Gilliland called the meeting to order @11:32 am: Board Director Rogers was excused. All other Board Directors were present.

Director's Agenda Overview and Discussion: HPTE Director David Spector noted that Board Directors Trey Rogers and Jan Martin will be leaving the Board at the end of their terms. He said that Mr. Rogers, a founding Board Director, has been an enormous legal and policy resource for the staff and Board. He also thanked Ms. Martin for her expertise and leadership in the Pikes Peak Area. Mr. Spector said the Governor's Office will make appointments to the Board soon for the DRCOG and PPAGC Areas, but a definite date is unknown at this time. He also informed the Board that the December meeting will likely be cancelled.

Mr. Spector announced that HPTE is the recipient of the 2017 AASHTO (American Association of State Highway and Transportation Officials) Grand Prize for Use of Technology and Innovation for the US 36/I-25 Express Lanes. He said the award reinforces HPTE's excellent standing in the P3 and tolling industries.

Piper Frode, HPTE Budget Analyst, described the Fund 537 Budget item on the Agenda. In September, the Board was informed that staff was examining the possibility making another TC debt service payment for FY 2017-18. Based on the roll forward budget available, HPTE has the budget flexibility necessary to make a \$1,500,000 TC loan payment for FY 2017-18. If approved, this loan payment will be applied to the FY 2011-12 TC loan balance of \$448,215, and applying the remaining balance to the FY14-15 loan. There was general agreement that it is better to pay down the loans sooner than later, and it was suggested to revisit the loan repayment topic in the spring.

Director Spector said the MOU (Memorandum of Understanding) between HPTE and RoadX is on the Consent Agenda. As the RoadX program develops momentum, there needs to be a formal understanding with HPTE. The Board discussion centered on technology advances and ways to implement user fee models. The MOU seeks to capitalize on synergies between RoadX and HPTE.

Director Spector noted that there are two separate actions required for the TSA (Tolling Services Agreements) items on the Agenda, one each for the two-party and three-party agreements. The amendments give the backoffice contractor more flexibility on managing their performance standards.

He also informed the Board that the Executive Session on the Agenda has been cancelled.

Board Break, Reconvene and Roll Call: The Board took a five-minute break. Upon reconvening, all Board Directors were present.

Board Recognition Awards: HPTE Board Directors Jan Martin and Trey Rogers are leaving at the end of their terms this month. HPTE Board Chair Gilliland noted their significant contributions, leadership and positive energy. He presented the HPTE Award of Recognition to Board Director Martin.

Consent Agenda: Resolution #243
Approving 10/18
Minutes, and
Resolution #244
Approving RoadX
MOU

HPTE Board Director Noll said RoadX is the future of innovation, and that they will be a strong partner with HPTE. Board Director Scott described the RoadX program as a strong asset. Upon a motion by Vice-Chair Marostica and second by Board Director Gifford, the Consent Agenda was approved unanimously.

Public Comment: HPTE Board Chair Gilliland invited members of the public to come forward if they wished to comment on any issue. None came forward.

Director's Report: HPTE Director Spector announced the AASHTO Grand Prize award for technical innovation on the US 36/I-25 Express Lanes. He recognized Plenary Roads Denver for their role in project innovation. It was agreed that awards such as this open doors for opportunity in Colorado.

Mr. Spector informed the Board about HPTE's on-going outreach to stakeholder organizations to tell the story of what HPTE does and the value it brings to transportation infrastructure. The stakeholder organizations include E-470, the Colorado Economic Development Council, and the Denver Association of Business Economists. He also noted that HPTE Operations Manager Nick Farber chairs the Finance and Revenue subcommittee of the Transportation Research Board, which allows HPTE to develop a wide circle of industry peers.

Legislative Report: Ron Papsdorf, legislative liaison for HPTE, reported on interim legislative session activities. He has been reaching out to key House Representatives and Senators, and recently hosted a tour of the US 36 project for members of the Transportation Legislative Review Committee (TLRC). He noted the necessity of building legislative relationships in advance of the full annual session, especially regarding the Central 70 Project. Mr. Papsdorf said he does not anticipate any proposed legislation affecting HPTE in the upcoming session. HPTE Director Spector said the public is interested in P3 solutions for their non-surface transportation needs, citing potential improvements to the Durango airport as an example. A legislative change may be necessary for HPTE to move beyond Express Lanes solutions, although there is risk in opening the enabling statute for change. Representative Faith Winter will become the House Transportation and Energy Committee Chair for the 2018 session, a key relationship for HPTE.

Communications Report: Megan Castle, HPTE Communications Manager, updated the Board on recent communications and outreach activities. The emphasis of messaging is on using the Express Lanes correctly, and the increased enforcement along US 36 and North I-25. Safety and proper use have been a theme since the projects opened. The Colorado State Patrol, local law enforcement, and area transportation management organizations are reinforcing the safety and enforcement messaging. HPTE is reaching out through traditional and social media.

Projects Report: HPTE Director David Spector provided highlights of current projects. The South I-25 PEL and Gap Project are now moving along an accelerated schedule in order to take full advantage of the US DOT's INFRA grant program. The Project RFP will be distributed in January 2018. The South I-25 work effort is gaining support among area legislators and local officials.

Mr. Spector updated the Board on current RoadX programs, the proposed Hyperloop, and the Express Lanes Master Plan. He said a preferred proposer has been selected for Central 70, and contract negotiations are underway.

Act on Resolution #245 Approving the 2nd Amendment to the FY2018 Budget: HPTE Budget Analyst Piper Frode requested approval of a Second Amendment to the FY 2018 Budget for Fund 537, including authorization of the \$1.5M loan repayment to the Transportation Commission. Board Vice Chair Marostica made a motion to approve Resolution #245, with a second by Board Director Gifford. Mr. Marostica said it was very important to repay the Commission loans as soon as possible. Resolution #245 was approved unanimously.

Act on Resolution #246 Approving the 1st Amendment to the Two-Party TSA:

HPTE Director Spector noted the changes to the Tolling Services Agreements proposed in Resolution #246 (for the two-party TSA, between HPTE and E-470) and Resolution #247 (for the three-party, between HPTE, E-470 and Plenary Roads Denver) are the same for both. Jessica Carson, Manager of Communications and Tolling Services for E-470, also presented on the proposed amendments to the Board. She noted that customer service is a top priority for E-470, and E-470 is requesting the changes to accommodate business practices that ensure continuous improvement. Upon a motion by Board Director Gifford and second by Vice-Chair Marostica, Resolution #246 was approved unanimously.

Act on Resolution #247 Approving the 1st Amendment to the Three-Party TSA:

HPTE Board Chair Gilliland then called for a motion on Resolution #247. Upon a motion by Board Director Gifford and second by Vice-Chair Marostica, Resolution #247 was approved unanimously.

Other Business:

There was no other business before the Board.

Joint HPTE/BE/CDOT Executive Session:

The Joint HPTE/Bridge Enterprise/Transportation Commission Executive Session was cancelled.

Adjourn:

The Board adjourned at 1:15 pm.