

	<p style="text-align: center;">MINUTES OF THE INFORMAL DISCUSSION AND REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE HIGH-PERFORMANCE TRANSPORTATION ENTERPRISE (HPTE)</p> <p style="text-align: center;">Held: Wednesday, July 17, 2019; 10:00 am CDOT Headquarters, 2829 West Howard Place, Denver, CO 80204</p> <p>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:</p> <table style="width: 100%; border: none;"> <tr> <td style="width: 50%;">Don Marostica, Chair</td> <td style="width: 50%;">Margaret Bowes</td> </tr> <tr> <td>Shannon Gifford, Vice-Chair</td> <td>Travis Easton</td> </tr> </table>	Don Marostica, Chair	Margaret Bowes	Shannon Gifford, Vice-Chair	Travis Easton
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Roll Call:	All Board members, except Director Khokhryakova and Director Scott, were present. The meeting began at 9:58 am.				
Informal Discussion	<p>HPTE Board Chair Report</p> <p>HPTE Board of Directors Chair, Don Marostica, provided an update to the board on the selection process to appoint a new HPTE Director. The selection committee reviewed twenty-five applications and interviewed three strong candidates. At the end of the process, the committee was unanimous in appointing Nicholas Farber as the new HPTE Director. The board joined Chair Marostica in welcoming Director. Farber as the new HPTE Director.</p> <p>Board members and staff also discussed a number of other items during the informal section of the board meeting, which included:</p> <ul style="list-style-type: none"> ● Welcome to new HPTE Board member <ul style="list-style-type: none"> ○ Transportation Commissioner Karen Stuart highlighted that the commission still needed to ratify her appointment to the HPTE Board, but that she was glad to be part of the discussion ahead of that anticipated approval and has been interested in joining the HPTE Board for some time. ● State Highway 119 Intra Agency Agreement (IAA) <ul style="list-style-type: none"> ○ HPTE will conduct a traffic and revenue study on the SH 119 corridor to determine if it is possible to reduce the funding gap on the corridor. The IAA includes a \$200,000 contribution from Region 4. ● Senate Bill 19-239 Emerging Mobility Impact Study <ul style="list-style-type: none"> ○ The bill requires CDOT to convene and consult with a stakeholder group to examine the impacts of new transportation technologies and business models, identify means of addressing impacts and report on recommendations and findings to the General Assembly. ○ Director Farber and Simon Logan, HPTE Liaison and Program Coordinator, participated in the first working group of the SB 				

	<p>19-239, which is required to provide a report with recommendations to the legislature by November 1st, 2019.</p> <ul style="list-style-type: none"> o Director Farber agreed to take on the role of chair for the subcommittee on fees. o CDOT staff are organizing the initial fee subcommittee meeting with participants before HPTE staff begin scheduling additional meetings. <ul style="list-style-type: none"> ● Revised Unsolicited Proposal Policy Discussion <ul style="list-style-type: none"> o The HPTE Board directed staff to revise the Unsolicited Proposal Policy (USP) during the HPTE February Board Retreat to make it easier for the market to submit revenue-generating ideas. The revised policy seeks to achieve this goal and encourage thoughtful proposals, based on an updated fee structure which is based on the Transportation Infrastructure Finance and Innovation Act (TIFIA) model. o Feedback on when to engage the board for their feedback/approval and on the fees are key questions HPTE staff would like to discuss. o The industry will have an opportunity to provide feedback on the current draft before it comes back to the board for approval in Fall of 2019. o The board can enter into executive session to discuss proposals that have confidential components and board members indicated that they would be willing to sign non-disclosure agreements. ● Toll Rate Adjustment Policy <ul style="list-style-type: none"> o Comments and feedback from the board were incorporated into a revised draft of the Toll Rate Adjustment Policy, with specific changes highlighted by Kelly Brown, Tolling Operations Manager, during the informal discussion. o HPTE staff was also recommending changing the name to ‘Toll Rate Setting Policy’ due to the expanded scope of the policy. o The policy will be publicly available on the HPTE website and seeks to make it easier for the public to understand how HPTE sets and adjusts toll rates on existing and future Express Lane corridors.
Roll Call Regular Meeting	The Board did not break. The meeting reconvened at 10:20 am, all Board Members, except Director Scott and Director Kokhryakova, were present.
Public Comment	There were no public comments.
Director’s Report	<p>Nicholas Farber, HPTE Director, provided an update on the US 36 corridor, which included:</p> <ul style="list-style-type: none"> ● Last Thursday a crack in the roadway was reported to CDOT and HPTE, and by Friday morning the problem was getting worse. CDOT Region 1 staff, along with HPTE, Plenary Roads Denver and Ferrovial were on site assessing the damage. ● On Saturday night crews had to be taken off the section of US 36 because of safety concerns that it could fail at any time.

	<ul style="list-style-type: none"> • HPTE staff were in close contact with Executive Director Lew about the situation. • The concession agreement with Plenary Roads Denver worked, and is currently working well, and it was through the regular maintenance check that this problem was discovered. • HPTE is contracting with a forensic engineer, who will work closely with HPTE staff and the Attorney General’s Office, to determine the cause. <p>Discussion Director Farber and Board members thanked CDOT and HPTE staff, particularly Tony Meneghetti, Major Projects Manager, for the swift action to make this roadway safe and minimize the impact on the public through frequent communication to recommend alternative routes and notify them of the free Bustang services that were added to alleviate congestion at peak times.</p>
<p>Communications Update</p>	<p>Nicholas Farber, HPTE Director, provided the communications update to the board following the recent departure of Megan Castle from CDOT. The update focused on the four Express Lane Master Plan Telephone Town Halls which took place on the 9th and 10th of July. There were over 1500 participants per telephone town hall, which had good engagement and questions from the public.</p> <p>One topic that was highlighted during the telephone town halls was increased transparency around toll rate setting. So, it is timely that the board will be approving a revised policy today to provide additional transparency around this process.</p>
<p>Projects Update</p>	<p>Nicholas Farber, HPTE Director, provided the projects update which covered I-25 North and C-470 lane closures and the I-70 Peak Period Shoulder Lane Grounding-Breaking.</p>
<p>Fee-For-Service Year-End Report</p>	<p>Nicholas Farber, HPTE Director, provided the fee-for-service year-end report to the board. He noted that it has been a busy six months for HPTE staff and this verbal report is required as part of the IAA with CDOT. Every year CDOT pays HPTE a fee for the services it provides, which includes traffic and revenue studies, communications outreach, continued work on C-470, Federal and Colfax, and the parking study, among many others. Piper Darlington, Budget and Special Projects Manager, noted that the parking study is finalized and HPTE is in the process of researching a few key questions and will work with CDOT to determine how best to communicate the information to stakeholders. Director Bowes asked if any of the STAC or other external groups had been briefed on the study and Mrs. Darlington noted that, so far, the results had only been communicated internally to CDOT stakeholders.</p>
<p>Consent Agenda Resolutions #297 and #298</p>	<p>ACTION: Upon a motion by Director Easton, and second by Vice-Chair Gifford, a vote was conducted, and the Consent Agenda Resolutions #297 and #298 were unanimously approved.</p>
<p>Revised Unsolicited Proposal Policy</p>	<p>Simon Logan, HPTE Liaison and Program Coordinator, presented the Unsolicited Proposal Policy (USP) to the HPTE Board. Mr. Logan highlighted that the main goal of the updated USP is to increase engagement with the</p>

market to solicit new revenue-generating ideas for the state. The USP also seeks to clarify and simplify the overall process and was revised based on analysis of the current HPTE USP, a peer review of other Departments of Transportation, and suggestions from HPTE advisors.

The policy has two main phases:

- **Phase one – Conceptual Proposal**
 - The purpose of Phase One is to receive written, concept-level proposals and to screen them to determine whether they meet all of our criteria for evaluation;
 - Should provide an outline of all aspects of the proposed project and will provide the framework to guide discussions with internal staff on the proposal;
 - The concept-level proposal should be brief (three to five pages) and succinct;
 - The proposer must pay a nonrefundable fee of \$1,000.

- **Phase two – Detailed Proposal**
 - The purpose of Phase Two is for HPTE to receive more detailed technical and financial information to fully understand and evaluate the proposal;
 - The proposer must pay a nonrefundable fee of \$50,000.

Mr. Logan outlined that HPTE staff are seeking feedback from board members on how often to engage them in the process and their thoughts on the review fees.

Discussion

- Board members discussed how often HPTE staff should bring details of unsolicited proposals received to their attention for feedback and approval. The board agreed that HPTE staff should engage them early in the process and the current policy draft should be updated to reflect this.
- Board members discussed the detailed proposal review fee (\$50,000), which is based on the TIFIA fee model, and noted their interest in what the market thought of this fee.
- Board members also directed HPTE staff to look at a milestone fee structure for the detailed proposal review to determine if this would be one way of covering costs while incentivizing high-quality proposals.
- Board members noted that USP's could be discussed in an executive session if the information was confidential and agreed to sign non-disclosure agreements if deemed necessary.
- Director Farber also raised the idea of revisiting the current moratorium for USP's on some corridors including I-270 and I-70
- Director Gifford also noted that sole source awards could be a potentially problematic area that staff should pay attention to when finalizing the policy.

	<p>HPTE staff will include the board's feedback before sharing with the market for additional feedback during the summer and coming back to the board for approval in the fall of 2019.</p>
<p>Resolution #299 Toll Rate Adjustment Policy</p>	<p>Kelly Brown, Tolling Operations Manager, presented the Toll Rate Adjustment Policy to the board, and highlighted details on:</p> <ul style="list-style-type: none"> (1) Toll rates setting and adjustment; (2) License Plate Tolling (LPT) surcharge and Interoperability Transactions surcharge; (3) Express Lane toll rate setting objectives (revenue versus throughput maximization); and (4) Tolling equity considerations. <p>Ms. Brown also requested that the name be changed to Toll Rate Setting Policy to better reflect the broader scope of the policy. The board approved this change.</p> <p>ACTION: Upon a motion by Vice Chair Gifford, and second by Director Bowes, a vote was conducted and Resolution #299 was unanimously approved.</p>
<p>Resolution #300 State Highway 119 HPTE and CDOT (traffic and revenue study) IAA</p>	<p>Nicholas Farber, HPTE Director, provided an overview of the Intra Agency Agreement (IAA) between CDOT and HPTE, which included:</p> <ul style="list-style-type: none"> • In June 2014 the Regional Transportation District's (RTD) Board adopted the Northern Area Mobility Study (NAMS) which, among other things, identified putting Bus Rapid Transit (BRT) on SH 119 between Boulder and Longmont. • Recently, RTD and Region 4 approached HPTE to determine the feasibility of using the future BRT lane on that corridor as an Express Lane as well. • To accomplish this, HPTE will need to conduct an intermediate level traffic and revenue study (T&R study) on the corridor to determine if an Express Lane is both financially and operationally feasible (since SH 119 is a signalized corridor). HPTE does not currently have all of the funding necessary to complete such a study and Region 4 offered to contribute \$200,000 towards it, with HPTE picking up the remainder (around \$330,000). <p>ACTION: Upon a motion by Director Bowes, and second by Director Easton, a vote was conducted and Resolution #300 was unanimously approved.</p>
<p>Adjourn</p>	<p>Board adjourned at 11:05 AM.</p>