

	<p style="text-align: center;"><b>MINUTES OF THE INFORMAL DISCUSSION AND REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE HIGH-PERFORMANCE TRANSPORTATION ENTERPRISE (HPTE)</b></p> <p style="text-align: center;">Held: Wednesday, October 16, 2019; 10:00 am CDOT Headquarters, 2829 West Howard Place, Denver, CO 80204</p> <p>The regular meeting of the HPTE Board of Directors 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%;">Shannon Gifford, Vice-Chair</td> <td style="width: 50%;">Travis Easton</td> </tr> <tr> <td>Anastasia Khokhryakova</td> <td>Margaret Bowes</td> </tr> <tr> <td>Karen Stuart</td> <td>Cecil Guterrez</td> </tr> </table>	Shannon Gifford, Vice-Chair	Travis Easton	Anastasia Khokhryakova	Margaret Bowes	Karen Stuart	Cecil Guterrez
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<b>Roll Call:</b>	All Board members, except Director Scott, were present. The meeting began at 10:00 am.						
<b>Informal Discussion</b>	<p>Vice-Chair Gifford and Director Farber opened the meeting by welcoming the newest HPTE Board Member – Director Guterrez.</p> <p>The board discussed a number of items during the informal discussion, including:</p> <ul style="list-style-type: none"> <li>● The HPTE November Board Meeting and Central 70 tour;</li> <li>● Welcome to new Tolling Operations Supervisor (Maria Johnson);</li> <li>● Burnham Yard update on process and timing;</li> <li>● HPTE Unsolicited Proposal Policy update on feedback received and next steps;</li> <li>● Potential budget amendments <ul style="list-style-type: none"> <li>○ Board members and HPTE staff discussed using toll revenue for potential upcoming budget amendments related to a National Environmental Policy Act (NEPA) study for I-270, funding a T&amp;R study along Segment 2, and the replacement of some tolling equipment on I-25 and MEXL. Staff are investigating recurring several hardware issues. A TC loan payment using US36 funds was also proposed. Staff will return in November with finalized amendments.</li> </ul> </li> </ul> <p><b>Express Lane Master Plan (ELMP) Workshop</b> Director Farber and the consultant team from WSP presented details on the development of the ELMP. The presentation included the following:</p> <ul style="list-style-type: none"> <li>● Process overview;</li> <li>● Stakeholder Involvement;</li> <li>● Initial Screening (Phase I);</li> <li>● Design Alternatives;</li> <li>● Financial Feasibility Analysis;</li> <li>● Workshop number three (13<sup>th</sup> November);</li> <li>● Next steps.</li> </ul>						
<b>Roll Call Regular Meeting</b>	The Board did not break. The meeting reconvened at 11:00 am, all Board Members, except Director Scott, were present.						

<b>Public Comment</b>	There were no public comments.
<b>Board member swearing-in</b>	Debra Jaramillo (Notary) swore in Cecil Gutierrez as a new HPTE Board Member. Director Gutierrez’s term will run until October 1, 2023.
<b>Director’s Report</b>	<p>Nicholas Farber (HPTE Director) provided the Directors Report to the Board, which included the following:</p> <ul style="list-style-type: none"> <li>● Welcomed the new Tolling Operations Supervisor (Maria Johnson) to the HPTE team and Director Gutierrez to the HPTE Board of Directors;</li> <li>● Presented to the Denver Metro Chamber's Infrastructure Group last month;</li> <li>● Participated in a lunch and learn with the Colorado Department of Public Health and Environment (CDPHE). They were keen to learn what exactly an enterprise is under the state constitution and under case law, and any lessons learned from our past ten years of experience as they begin the work necessary to establish a new enterprise; <ul style="list-style-type: none"> <li>○ HPTE staff will be meeting with their new Front Range Waste Diversion Enterprise to talk about how we run board meetings, set up a budget, and operate as a separate business within CDOT;</li> </ul> </li> <li>● Attended the September Collaborative Effort meeting in Frisco;</li> <li>● Met with FHWA on the Hybrid Exemption expiration to present a strategy on how we can responsibly wind the program down; <ul style="list-style-type: none"> <li>○ They are discussing our plan with USDOT HQ and will let us know the next steps in the near future;</li> </ul> </li> <li>● What are the board’s thoughts on canceling the December board meeting? <ul style="list-style-type: none"> <li>○ HPTE Board Members agreed that if there were no pressing business the December board meeting should be canceled, or a special teleconference meeting held to discuss important items only.</li> </ul> </li> </ul>
<b>Communications Update</b>	<p>Nicholas Farber (HPTE Director) provided the Communications Update to the Board, which focused on the ongoing “Did You Know” education campaign targeting commuters, truckers, bus drivers, and ride-sharing services on the I-25 North and US 36 corridors. There are various tools being used to get the message across, including digital bulletins, social media posts, radio, and activities designed to educate the public on how to use Express Lanes safely and to stay within speed limits. A presentation on the results of the campaign will be given to the board when the campaign concludes.</p>
<b>Projects Update</b>	<p>Tony Meneghetti, Major Projects Manager, provided the Projects Update to the HPTE Board. The report included details of the following:</p> <ul style="list-style-type: none"> <li>● Reopening of US 36 <ul style="list-style-type: none"> <li>○ Information and timeline of panel installation and bikeway reconstruction;</li> </ul> </li> <li>● I-25 North: 120th to E470 <ul style="list-style-type: none"> <li>○ Mainline paving complete by early November;</li> <li>○ E470 will start to install equipment in November, with Final Acceptance Testing (FAT) starting in early January;</li> <li>○ Anticipated tolling commencement on April 1, 2020;</li> </ul> </li> </ul>

	<ul style="list-style-type: none"> <li>● Central 70 Project <ul style="list-style-type: none"> <li>○ Full closure over the weekend of 9/21 was successful;</li> <li>○ Crews are preparing for the widening of the bridges and continuing excavation of the lower section;</li> </ul> </li> <li>● C470 maintenance contract pilot <ul style="list-style-type: none"> <li>○ A letter of interest for the maintenance contract has been issued, with responses due later in October;</li> <li>○ HPTE staff will develop a request for qualification's (RFQ) and request for proposal (RFP) documents, due to be released this winter (RFQ) and in the summer of 2020 (RFP);</li> </ul> </li> <li>● Progress on I-25 North - Johnstown to Fort Collins <ul style="list-style-type: none"> <li>○ Groundbreaking of 402 &amp; I-25 Interchange on Friday, 10/18/19</li> <li>○ Groundbreaking last month for I-25 N Berthoud to Johnstown</li> </ul> </li> <li>● I-70 Mountain Express Lane (West) <ul style="list-style-type: none"> <li>○ Preliminary widening work underway;</li> </ul> </li> </ul>
<b>Consent Agenda Resolutions #305</b>	<p><b>ACTION:</b> Upon a motion by Director Easton and second by Director Kohkhryakova, a vote was conducted, and the Consent Agenda Resolution #305 was unanimously approved.</p>
<b>Resolution #306 and #307</b>	<p>Nicholas Farber (HPTE Director) provided an overview of the Intra-Agency Agreement Between HPTE and CDOT regarding WB Peak-Period Shoulder Lane and I-25 South Gap projects, which included:</p> <ul style="list-style-type: none"> <li>● General background on CDOT-HPTE Project Intra-Agency Agreements (IAA);</li> <li>● Overview of the IAAs <ul style="list-style-type: none"> <li>○ Sets forth that HPTE is responsible for operating and maintaining the constructed Express Lanes and CDOT retains O&amp;M responsibility for the general-purpose lanes;</li> <li>○ Outlines invoicing and payment procedures whereby CDOT shall submit an invoice to HPTE on or before January 15 and July 15 of each year for the HPTE O&amp;M obligations due to CDOT for the prior six month period;</li> <li>○ Recognizes that future Transportation Commissions will not be bound by budgetary and policy decisions made by the current TC.</li> <li>○ Sets forth that any decision as to whether or not to allocate and transfer funds to HPTE shall be made by the TC in the year in which the HPTE request occurs;</li> </ul> </li> </ul> <p><b>ACTION:</b> Upon a motion by Director Bowes and second by Director Easton, a vote was conducted, and Resolutions #306 and #307 were unanimously approved.</p>
<b>HPTE Statute, Governance, and CORA</b>	<p>Andrew Gomez, Assistant Attorney General, provided a presentation to the board on the HPTE Statute, governance documents and Colorado Open Records Act (CORA). The presentation included details of:</p> <p><u>HPTE statute and governance documents</u></p> <ul style="list-style-type: none"> <li>● Board powers;</li> <li>● Overview of HPTE governance documents;</li> <li>● HPTE exercise of its powers;</li> </ul>

	<ul style="list-style-type: none"> <li>● Financial powers;</li> <li>● User fee revenue;</li> </ul> <p><u>CORA</u></p> <ul style="list-style-type: none"> <li>● In a nutshell;</li> <li>● Key concept – “public record”;</li> <li>● What is and isn’t a public record;</li> </ul> <p><u>Opening Meetings Law</u></p> <ul style="list-style-type: none"> <li>● Public notices;</li> <li>● What is and isn’t a public meeting;</li> <li>● Privileged communications;</li> <li>● When can the board enter into executive session;</li> <li>● Deliberative Process Privilege;</li> <li>● Reasons to deny access;</li> </ul>
<b>mobilitynext</b>	<p>Jim Doyle, Managing Director of mobilitynext, provided a presentation to the board on recent changes to mobilitynext. The presentation included the following:</p> <ul style="list-style-type: none"> <li>● Reminder of mobilitynext mission and objectives;</li> <li>● What has changed? Moving from mobilitynext 1.0 to 2.0;</li> <li>● Benefits to HPTE</li> <li>● Mobility focus areas;</li> <li>● Outline of the team and board;</li> <li>● HPTE membership fees and staff contribution request.</li> </ul> <p><u>Discussion</u></p> <ul style="list-style-type: none"> <li>○ HPTE Director Farber recommended that HPTE not continue with the partnership with mobilitynext, given the changes to its structure and focus;</li> <li>○ The HPTE Board discussed the pros and cons of the membership with mobilitynext, both in terms of the financial costs, which board members stated are relatively low, and time cost for HPTE staff;</li> <li>○ Board members noted that it was important not to overstretch staff as we approach a busy time for the HPTE team;</li> <li>○ Board members highlighted the benefits of collaboration in identifying new ideas that could benefit the state and breaking down silos;</li> <li>○ Board members noted the importance of HPTE staff engaging with mobilitynext and if additional staff is the major barrier to engaging it was something the board could explore.</li> <li>○ Board members discussed how pilot projects are considered by mobilitynext 2.0, now that it was focused on the Denver Metro area, and if pilots on the mountain corridor would still be considered; <ul style="list-style-type: none"> <li>○ Mr. Doyle confirmed that the mountain corridor was an exception that would be considered for pilots.</li> </ul> </li> </ul> <p><b>ACTION:</b> Board members agreed that a vote should be conducted during HPTE’s November Board Meeting to determine if HPTE will continue to partner with mobilitynext or not.</p>
<b>Chair and Vice-Chair appointments</b>	<p>The HPTE Board of Directors discussed the positions of Chair and Vice-Chair. They noted that the positions would begin in November 2019 and last for two years, per the HPTE Bylaws.</p>

	Upon a voice vote, Shannon Gifford was unanimously elected to the position of Chair of the HPTE Board of Directors and Margaret Bowes was unanimously elected as Vice-Chair of the HPTE Board of Directors.
<b>Adjourn</b>	The board adjourned at 12:04 PM.