

Resolution – HPTE #320

Approving HPTE February 19, 2020 meeting minutes

BE IT RESOLVED, that the February 19, 2020 meeting minutes attached hereto, are hereby approved by the High Performance Transportation Enterprise Board of Directors.

Signed as of March 18, 2020

Simon Logan
Secretary, HPTE Board of Directors

	<p style="text-align: center;">MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE HIGH-PERFORMANCE TRANSPORTATION ENTERPRISE (HPTE)</p> <p style="text-align: center;">Held: Thursday, February 19, 2020; 8:30 am - 9:00 am E-470 Public Highway Authority (22470 E. Stephen D. Hogan Parkway #110, Aurora, CO 80018)</p> <p>The regular meeting of the Board of Directors (Board) of the HPTE was convened in accordance with applicable statutes of the State of Colorado, with the following Directors present:</p> <p>Shannon Gifford, Chair Karen Stuart Margaret Bowes, Vice-Chair Anastasia Khokhryakova Travis Easton Don Stanton Cecil Gutierrez</p>
Roll Call Regular Meeting	All Board members, with the exception of Director Easton (joined the meeting at 8:52 am), were present. The meeting began at 8:35 am.
Public Comment	There were no public comments.
Director's Report	<p>HPTE Director, Nick Farber, provided the Director's report to the Board, which included information on:</p> <ul style="list-style-type: none"> ● Unsolicited Proposals <ul style="list-style-type: none"> ○ Details of unsolicited proposals received to date (eight in total), including one that has passed the initial threshold review, submitted by Cintra, US on I-25 and I-225. HPTE and CDOT staff are meeting with Cintra in early March to discuss their proposal and determine if it should proceed to the detailed proposal phase. ○ In total, four proposals out of eight, were rejected either because there was a moratorium on the corridor or they did not meet the HPTE Unsolicited Proposal Policy requirements. ○ Three proposals are being considered to determine if they meet the threshold requirements. If they pass the threshold review, the information will be presented to the Board at the March meeting. ● Attended the Floyd Hill Funding Gap Study and I-25 North Segment 2 kick-off meetings. ● Met with mobilitynext to explore areas of collaboration. ● Met with US 36 Mayors and County Commissioners to discuss the Express Lanes Master Plan (ELMP) and discuss Plenary's returns on the US 36 project (there are none yet). ● Meeting with Northwest Parkway and Plenary staff to discuss current activities and future projects. <p>Discussion</p> <ul style="list-style-type: none"> ● Board members discussed the moratorium, in place from 2012, that remains on I-70 east, I-25 North (US 36 to Fort Collins), and I-270.

	<ul style="list-style-type: none"> • Director Farber has discussed this with Transportation Commission (TC) Chair Thiebaut and is seeking time on the TC agenda in the coming months to discuss removing the moratoriums. <p>Director Easton joined the meeting at 8:52 am.</p>
<p>Legislative Update</p>	<p>Simon Logan, HPTE Liaison and Program Coordinator, and Andy Karsian, CDOT Liaison, provided the legislative update, which included information on:</p> <ul style="list-style-type: none"> • SB 20-094: Plug-in Electric Motor Vehicle Registration Fees (Sen. Priola - R) <ul style="list-style-type: none"> ○ It would allow HPTE to collect an additional electric vehicle (EV) registration fee to generate revenue similar to the gas tax. ○ Bill was postponed indefinitely last week. • SB 20-17: Transportation Public-Private Partnership Reporting (Sen Winter & Rep Gray) <ul style="list-style-type: none"> ○ HPTE and CDOT have testified in support of the bill which would increase the amount of information on public private partnerships (P3's), including public and legislative outreach, HPTE includes in its annual legislative report. • Low-emission vehicle (LEV) managed lanes access <ul style="list-style-type: none"> ○ CDOT (Andy and Sophie Shulman, Chef of Innovative Mobility) met with Representative Alex Valdez to discuss the LEV managed lanes access bill he plans to introduce. ○ The bill requires CDOT to adopt rules no later than December 31, 2021, to establish a program that allows preferential access to managed lanes for low-emission vehicles (LEVs) regardless of the number of vehicle occupants. ○ The parameters are very broad and the bill is significantly different from the Clean Pass Act introduced during the last legislative session. ○ It leaves it open to CDOT to decide how many vehicles would be allowed in the program, the vehicle types, and the length of time they remain in the program. <p>Discussion</p> <ul style="list-style-type: none"> • Board members noted that the bill presented challenges for HPTE, particularly related to debt repayment and financing of future projects due to lost toll revenue. • Board members asked if legislators were aware of the high cost of implementation (up to \$3.5 million). • The Board highlighted that language should be included in the bill regarding the role of the HPTE Board of Directors. <p>ACTION: HPTE staff to share a copy of the bill with the Board when it is introduced and a memo outlining the anticipated impact on HPTE.</p>
<p>Budget Update</p>	<p>HPTE Director, Nick Farber, outlined the final Fiscal Year (FY) 2020-21 budgets for Fund 536 (Statewide Transportation Enterprise Special Revenue Fund) and Fund 537 (Statewide Transportation Enterprise</p>

	<p>Operating Fund). Director Farber requested final comments from the Board on the budget.</p> <p>Discussion</p> <ul style="list-style-type: none"> • Director Stuart highlighted that revenue generated by Express Lanes has a statutory requirement that it is spent within the corridor on improvements and operations and maintenance.
<p>Consent Agenda Resolution #317 January Minutes</p>	<p>ACTION: Upon a motion by Director Gutierrez and second by Vice-Chair Bowes, a vote was conducted and Consent Agenda Resolutions #317 was unanimously approved.</p>
<p>Discuss and Act on Resolution #318 I-270 Direct Connects Intra Agency Agreement (IAA)</p>	<p>HPTE Director, Nick Farber, provided an overview on the direct connects IAA on I-270 to the board.</p> <p>ACTION: Upon a motion by Director Stuart and second by Director Stanton, a vote was conducted and Consent Agenda Resolution #318 was unanimously approved.</p>
<p>Discuss and Act on Resolution #319 Burnham Yard Term Sheet</p>	<p>HPTE Director, Nick Farber, provided an overview of the Burnham Yard Term Sheet relating to the sale of land by the Union Pacific Railroad (UPRR) to the HPTE Board, which included:</p> <ul style="list-style-type: none"> • Price - \$50 million dollars; • Property to be acquired - 59 acres; • Deed restriction; • Environmental due diligence – provides CDOT/HPTE access to the property to conduct environmental due diligence; • Future property proceeds – in the event HPTE sells the excess parcels, not used for transportation purposes, UPRR is entitled to 40 percent of the proceeds after HPTE has recouped its initial investment and environmental remediation costs; <p>Discussion</p> <ul style="list-style-type: none"> • Board members discussed the details of the future property proceeds. • HPTE staff highlighted that the term sheet evolved over time, following an IAA approved by the TC last year to conduct a Request For Qualifications (RFQ) with a developer, but stopped this process because HPTE and CDOT didn't find any value. • UPRR approached HPTE and CDOT indicating their willingness to enter into agreement but wanted some downstream value share related to any commercial sale. There was lots of discussion on this topic between HPTE/CDOT and UPRR before reaching the agreement in the term sheet, which protects HPTE and CDOT interests. • Board members discussed the price of the property, which was based on Region 1 appraisal of the property. An official appraisal will be conducted before purchase and sale is complete. • Board members discussed the two easements on the property and the timeframe for when this will happen. The National Environmental Policy Act (NEPA) will determine this. It could take from two to four years to complete this process. There is a lot of history with the

	<p>property dating back to statehood which could mean it takes longer to go through the process.</p> <ul style="list-style-type: none"> • Board members discussed the deed restriction on residential development. The UPRR has a lot of incentives to remove the restriction. The Colorado Department of Public Health and Environment (CDPHE) will need to approve this before it can be used for residential purposes. • Board members stressed the importance of removing the restriction to ensure it is marketable for residential development and appealing to developers. • HPTE staff and legal counsel highlighted that this can be made mandatory later in the process. <p>ACTION: Upon a motion by Director Kohkhryakova and second by Director Easton, a vote was conducted and Consent Agenda Resolution #319 was unanimously approved.</p>
Discuss and Act on Resolution #320 FY 2019 Budget Amendments	ACTION: Upon a motion by Vice-Chair Bowes and second by Director Easton, a vote was conducted and Consent Agenda Resolution #319 was unanimously approved.
Adjourn	Board adjourned at 9:23 PM.

	<p style="text-align: center;">MINUTES OF THE SPECIAL BOARD MEETING OF THE BOARD OF DIRECTORS OF THE HIGH-PERFORMANCE TRANSPORTATION ENTERPRISE (HPTE)</p> <p style="text-align: center;">Held: Thursday, February 19, 2020; 9:00 am – 1:00 pm E-470 Public Highway Authority (22470 E. Stephen D. Hogan Parkway #110, Aurora, CO 80018)</p> <p>The special 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> <p>Shannon Gifford, Chair Karen Stuart Margaret Bowes, Vice-Chair Anastasia Khokhryakova Travis Easton Don Stanton Cecil Gutierrez</p>
Kick-Off: Introductions, retreat format, and overview	<p>The HPTE Board Retreat began at 9:24 am. All Board members were present.</p> <p>HPTE Director, Nick Farber, kicked off the Board Retreat by giving an overview of the agenda and some of the key topics HPTE staff would like input from board members on.</p>
Recap of 2019 Board Retreat Outcomes	HPTE Director Farber provided an update of progress towards implementation of the board retreat outcomes from 2019, which included:

	<p>Completed items</p> <ul style="list-style-type: none"> ● Tolling Rate Setting and Adjustment Policy - adopted by the Board in July 2019; ● Unsolicited Proposal Policy – adopted by the Board in November 2019; ● Governance review; ● Future Board Retreats; ● Information sharing; ● Additional HPTE activities. <p>Partially completed or in progress</p> <ul style="list-style-type: none"> ● Active management of Express Lanes; ● Maintenance of C-470 Segment 1; ● Additional Concession Agreements; ● Future Dynamic Tolling Policy Considerations; ● Back Office.
<p>HPTE Mission Statement Review</p>	<p>Board members discussed the mission and vision of HPTE and agreed that it remains accurate and should not be changed.</p>
<p>I-25 South Gap (Monument to Castle Rock) – Project Completion Milestones</p>	<p>Tolling Operations Manager, Kelly Brown, and Major Projects Manager, Tony Meneghetti, provided a presentation to the Board on the I-25 South Gap project completion milestones. The presentation included:</p> <ul style="list-style-type: none"> ● Information on the I-25 South Gap packages (1-3) and their estimated timeline for completion <ul style="list-style-type: none"> ○ *Package 1 – Plum Creek to Sky View Lane/Tomah Road (anticipated to be completed by Winter 2020); ○ *Package 2 – Greenland Road to Monument (Exit 161); ○ *Package 3 – Sky View Lane to Greenland Road (package 2 and 3 anticipated to be complete by summer 2022); ○ *Tolling equipment install and integration July 2022-October 2022. ● Package 1 options and the pros and cons of each <ul style="list-style-type: none"> ○ Do not open Package 1 early; ○ Open Package 1 early with tolls in northbound direction; ○ Open Package 1 early for the bus, HOV 3+, and motorcycles; ○ Open Package 1 early for free. ● Key questions posed to the Board <ul style="list-style-type: none"> ○ Should HPTE have a policy regarding what to do when Express Lanes under construction have package delivery dates that exceed X months between delivery and tolling integration? ○ If so, what suggested policy details do Board members suggest? <p>Discussion</p> <ul style="list-style-type: none"> ● The Board discussed the different options presented by HPTE staff. They noted that opening the lane for free for an extended period of time was against FHWA rules. ● The Board decided that a policy on this issue (opening projects in segments), which would cover I-25 South and other projects, is too difficult because each project is unique. Instead, any project with considerations such as those on I-25 South should be brought to the HPTE Board for consideration.

	<ul style="list-style-type: none"> • The Board highlighted that safety and costs were key considerations and discussed enforcement on the corridor. HPTE described the contract with CSP for enforcement on Express Lanes corridors. • The Board asked HPTE staff how much time opening the lane would save. HPTE staff estimated three minutes. • The Board stressed that safety and fiscal responsibility trump all other concerns, including public outcry. <p>ACTION: The Board directed HPTE staff to proceed with option 1 (not opening the lane and striping it as a shoulder).</p> <ul style="list-style-type: none"> • Key messages on the rationale for the reasons for this decision will be developed by HPTE staff and shared with the Board.
E-470 tour	HPTE staff, Board, and members of the public joined a tour of the E-470 facility.
Goals for 2020	<p>HPTE Director, Nick Farber, provided an overview of possible goals for 2020 and asked the Board:</p> <ul style="list-style-type: none"> • Should HPTE staff update HPTE/CDOT MOU? <ul style="list-style-type: none"> • Discussion <ul style="list-style-type: none"> • The Board discussed the current CDOT/HPTE MOU and the changes that need to be made, e.g. removing reference to the Office of Major Project Delivery (OMPD) which HPTE absorbed in 2017. Board members also noted that HPTE staff should be engaged earlier in the planning and design process to identify issues before they become problems later in project delivery and construction. • Additional HPTE staff will be required to be able to support this kind of work and Executive Director Lew is receptive to more full-time positions being assigned to HPTE. • The Board agreed to help advocate for this through the TC. • ACTION: The Board directed HPTE staff to review the CDOT/HPTE MOU and bring a revised draft to the Board and TC for review. • Should HPTE staff update Excess Revenue Guidelines and change to a formal HPTE policy? <ul style="list-style-type: none"> • ACTION: The Board directed HPTE staff to bring a formal Excess Revenue Policy to the Board for review. • Is the Board still interested in looking at concessioning all HPTE assets? <ul style="list-style-type: none"> • Discussion <ul style="list-style-type: none"> • The Board discussed the implications of concessioning all of HPTE's assets and the amount of risk and contract negotiation involved. • The HPTE decided to set up a subcommittee to discuss the pros and cons of this approach. • ACTION: Commissioner Stuart agreed to chair the subcommittee and Chair Gifford and Director Khokhryakova also expressed an interest in being part of the discussions. <ul style="list-style-type: none"> • The Express Lanes Master Plan analysis will inform the discussions of the subcommittee. • The Board expressed an interest in seeing the accident and fatality statistics in the Express Lanes.

<p>HPTE Rebranding</p>	<p>HPTE Director, Nick Farber, provided an overview of the HPTE rebranding review conducted in 2014, which included:</p> <ul style="list-style-type: none"> • HPTE conducted a rebranding exercise in 2014, partly driven by the backlash again P3's as a result of the US 36 project; • It was decided at the time to not rebrand; • The 2014 rebranding process involved: <ul style="list-style-type: none"> • Data gathering and meeting with HPTE staff; • Questionnaires and interviews with 11 key stakeholders – internal, external, partner agencies, public, and private; • Findings from focus groups conducted by Strategies 360; • Key findings: <ul style="list-style-type: none"> • Separate identity from CDOT but complementary; • Communicate progress, trust and that HPTE exists to help solve the state's critical transportation challenges and to serve the public by finding the best solutions to funding; • Need an identity that clearly communicates the office's purpose; • The rebranding exercise identified a new name for HPTE – Colorado Transportation Investment Office (CTIO) • Director Farber asked the Board if they wanted to revisit rebranding HPTE to CTIO. <p>Discussion</p> <ul style="list-style-type: none"> • Board members discussed the pros and cons of changing HPTE's name and agreed that the new name better represented what HPTE does. • Board members discussed the possible cost of rebranding. A range of \$10,000 to \$50,000 was estimated for the previous rebrand, depending on the scope and scale of the launch. Board members highlighted that the rebrand should be a soft launch to keep the cost low, but agreed that HPTE should change its name to CTIO or another alternative. <p>ACTION: HPTE staff to explore the implementation of a rebrand using CTIO and present it to the Board during a regular meeting.</p>
<p>Adjourn</p>	<p>The HPTE Board adjourned at 11:50 AM.</p>