

**High Performance Transportation Enterprise  
Board of Directors Meeting Minutes  
November 17, 2009  
CDOT Headquarters Building, Conference Rm. 225**

Acting Chair Michael Cheroutes opened the meeting at 10:30 a.m.

**PRESENT:** Michael Cheroutes  
Doug Aden  
Heather Barry  
Dan Cleveland  
Tim Gagen  
Charlotte Robinson  
Stan Matsunaka

**ALSO PRESENT:** Russell George, CDOT Executive Director  
Peggy Catlin, Deputy Executive Director and Former Acting Director of Tolling Enterprise  
Heather Copp, CDOT Chief Financial Office  
Leo Shkolnik, CDOT Controller  
Harry Morrow, Chief Transportation Council  
Marina Krasny, HPTE Accountant  
Pam Hutton, Chief Engineer  
Jennifer Finch, Transportation Development Director

**AND:** Carla Perez, Governor's Office

**AND:** Other organization representatives, the public, and the news media.

1. Michael Cheroutes called the meeting to order. Marina Krasny called the roll, all members were present. Michael Cheroutes asked the audience to introduce themselves.
2. No public comments
3. Due to staffing issues, the minutes will be recorded and transcribed by Marina Krasny. The minutes from the October 13, 2009 were approved.
4. The Articles of Organization purpose is to create the Enterprise and address the TABOR exemption for activities. The Enterprise has been acting under a set of Articles of Organization that have not been adopted therefore; Harry Marrow from the Attorney General's Office has assisted the Enterprise with creating the Articles of Organization. There were a few changes that need to be addressed to the Articles of Organization before they are approved:
  - 1) Page 1, Article 1: The formal name of the Enterprise should be the Colorado High Performance Transportation Enterprise.
  - 2) Article II: The document states it was signed on March 2, 2009, date should be updated to use the actual date.

- 3) Article IV: There is a typo in the last sentence; it should be changed to be instead of me.
- 4) Article IX: The last sentence should read as follows: ...or adoption of new articles of organization shall require a majority vote of all members of the Transportation Enterprise Board.
- 5) Article X: For reporting requirements, the Articles of Organization should be posted on the website by January 15, 2010, however the Colorado High Performance Transportation Enterprise does not have a website.

The Articles of Organization were approved, subject to the changes listed above.

5. The Bylaws that will be discussed are very similar to the Bylaws that were used for the Colorado Tolling Enterprise (CTE). Changes have been made to the CTE Bylaws to reflect the new Enterprise. The changes that need to be completed are listed below:
  - 1) Article II, Section F: The section should read as follows: Members of the Enterprise Board shall serve at the pleasure of the appointing authority.
  - 2) Article IV: The first sentence should read as follows: The Chair and Vice-Chair shall be the officers of the Enterprise Board.
  - 3) Article V: The following sentence should be removed: The election of the Chair is subject to the consent of the Executive Director.
  - 4) Article VII, Amendments: The last sentence should be changed to read the following: Any amendment, supplement or repeal of these Bylaws or adoption of Bylaws shall require a majority vote of all the Members.

The Bylaws were approved, subject to the changes listed above.

6. The Enterprise does not have a nominating committee; however Michael Cheroutes is the Acting Chair and was nominated and approved by the other Board Members to be the Chair for the Enterprise.

The Board Members agreed that the Vice Chair should be held by an individual who was outside of the Commission, therefore Michael Cheroutes nominated and the Board Members approved Charlotte Robinson to be the Vice-Chair. Michael Cheroutes also nominated and the Board Members approved Marina Krasny to be the Secretary.

7. The Ratification Resolution is a document that establishes the legal existence of the Colorado High Performance Transportation Enterprise and the dissolving of the Colorado Tolling Enterprise. The Colorado High Performance Transportation Enterprise is now responsible for all of the active and inactive contracts that were issued for the Colorado Tolling Enterprise.

This Resolution also assures that all transactions and activities that occurred while the Board was being formed (March 2, 2009-November 17, 2009) were within the legal boundaries and limitations of the Enterprise.

The Resolution was approved under the condition that the title of Transportation Enterprise is changed to the Colorado High Performance Transportation Enterprise.

8. Michael Cheroutes asked the Board to discuss agenda item nine before they discuss the budget, because the FY10 budget is dependent upon the hiring/job description of the HPTE Director. The FY10 Budget discussion will be moved to the following month's agenda.
9. The Enterprise is looking to have the Director position filled to assist the Enterprise with strategic/administrative leadership and consistency within operations. The Board would like this position to communicate with communities and political constituencies. A person in this position will need to be able lead and advise the Board.

The Board discussed if this position should be filled using contract services or a permanent employee of the State. There were discussions if this position should be filled on an interim basis, because the Enterprise might need a different skill set after the Enterprise has been established. The interim period would be one to two years, with a one year renewable contract that is not automatically renewed.

There was some confusion if this position was subject to the State Personnel rules. There was not a clear answer if this position is subject to the State Personnel rules for several reasons:

- 1) If the Director's position is under a personal services contract, the position will need to be approved by the Department of Personnel and Administration (DPA).
- 2) Is the Director's a State employee, if the position is under the Enterprise? However, the Enterprise is a division of CDOT.
- 3) If 100% of the Director's position compensation is from the State, then the position is subject to State Personnel rules per Heather Copp.

Harry Marrow was going to research this issue and clarify if the Director is subject to the State Personnel rules.

Before this Board meeting Peggy Catlin has worked with Human Resources to develop a draft position description for the Director. She has not moved forward with this process, pending the results and discussions of this meeting. The Board agreed that Peggy Catlin, Russell George, Charlotte Robinson, Carla Perez and Michael Cheroutes will come to the next Board meeting with a position description, salary, and profile of an ideal candidate.

10. Metro Mayors Caucus-

Nancy Sharpe and Peter Kenney from Metro Mayor Caucus attended the Board meeting to establish a relationship between the Enterprise and the Metro Mayors Caucus, and to also discuss the affects that tolling has on local government.

The Metro Mayors Caucus believes that it is important for local governments (cities, counties, towns, and local businesses) to get involved with the Enterprise and to meet with leaders from local organizations and businesses individually to help strategize or address a specific project or need. The needs of local communities are addressed when the local communities are involved. For example, if commuters do not want to pay a toll in a community, the commuters will exit off into the local community. This can create several issues for the local community such as road maintenance and traffic congestion, which directly affects the residents of the local community.

The approval of local communities is necessary. The local communities have concerns that a decision will be made for them, and the decision will not be beneficial for their organization. The local communities would like to be involved in the decision making process to help find alternatives.

According to the Metro Mayor Caucus the local communities realize that there is a transportation financing crisis, and see tolling as an option to help fix the crisis, and to give the local communities more options and opportunities. However, the local communities would like the revenues from the tolls to stay local and to be used for other modes of transportation.

The Metro Mayors Caucus believes that the Metro area will have the greatest impact from tolling because of the large population of the Metro area. There has been a shift of opinion of tolling from the Metro area within the past five years. The Metro area population recognizes that there is a need for transportation funding to ease congestion and to maintain the roads.

The Metro Mayors Caucus is comprised of thirty-nine mayors and represents a population of over two million.

#### Region 6 Briefing on I-70 Project-

The I-70 Viaduct only has approximately ten to fifteen years of use left, and a price tag of \$800 million. There is currently a study being conducted by the Keystone Group to act as a moderator between CDOT and local governments for the various alternatives for the I-70 viaduct. There are several things to consider for the alternatives, because realignment of I-70 will have a major affect on businesses and residences. The alternatives are as follows:

Option 1-Do not realign I-70, but widen the lanes, residences will be affected

Option 2-Option two has been dropped for consideration

Option 3-Do not realign I-70, widen the lanes, install toll lanes, Purina plant will be affected

Option 4 and 6- Realign I-70 and add express lanes. Under option four, the National Western Stock Show Complex will be affected. Under option six, residences will be affected

There are several issues that CDOT will need to consider in this study. The biggest issue is the preferred alignment of I-70. At this point in time, CDOT does not have a preference on any of the options or alternatives. CDOT is currently working with several local governments (Commerce City, City and County of Denver, City of Aurora, Adams County, Federal Agencies, and local neighborhoods).

The study will take approximately six to eight months for the Keystone Group to complete. Tolling is not a major issue for the Keystone Group, the major issue is where I-70 is going to be. The Enterprise would like to have a representative to assist the Keystone Group with talking to the various local governments and to give the Enterprise visibility. The Board elected to possibly have Jody Erikson represent the Enterprise.

11. None