

**Resolution #TC-2018**

**BE IT HEREBY RESOLVED, the Transportation Commission's Special and Regular Meeting Minutes for August 17 & 18, 2011 are hereby approved as published in the official agenda of the September 21 & 22, 2011 Meeting.**

**Transportation Commission of Colorado  
Regular Meeting Minutes  
August 18, 2011**

**Chairman Les Gruen convened the meeting at 9:35 a.m. in the auditorium of the headquarters building in Denver Colorado.**

PRESENT WERE: Les Gruen, Chairman, District 9  
Steve Parker, Vice Chair, District 8  
Trey Rogers, District 1  
Gary Reiff, District 3  
Heather Barry, District 4  
Kathy Gilliland, District 5  
Kathy Connell, District 6  
Doug Aden, District 7  
Gilbert Ortiz, Sr., District 10  
Herman Stockinger, Secretary

EXCUSED: Kimbra L. Killin, District 11

ALSO PRESENT: Don Hunt, Executive Director  
Ben Stein, CFO  
Tim Harris, Chief Engineer  
Heidi Bimmerle, Director of Admin & Human Resources  
Mark Imhoff, Division of Transit and Rail Director  
Mike Cheroutes, HPTE Director  
Denise Harvey, on behalf of Audit Director  
Mindy Crane, for Public Relations Director  
Scott McDaniel, Staff Services Director  
Dave Gordon, Aeronautics Director  
Tony DeVito, Region 1 Transportation Director  
Dave Eller, Region 3 Transportation Director  
Johnny Olson, Region 4 Transportation Director  
Mike McVaugh, on behalf of Region 5 Transportation Director  
Reza Akhavan, Region 6 Transportation Director  
Harry Morrow, Chief Transportation Counsel  
Doug Bennett on behalf of John Cater, FHWA  
Vince Rogalski, Statewide Transportation Advisory  
Committee (STAC) Chairman

AND: Other staff members, organization representatives,  
the public and the news media

Two audiotapes of the meeting were made and supporting documents are filed in the Transportation Commission office.

### **Audience Participation**

Chairman Gruen noted that no member of the audience had signed up to address the meeting.

### **Individual Commissioner Comments**

Commissioner Rogers reported that he had attended the RTD Ceremony for the opening of the DUS Light Rail station and it was nice to see the project come together with the extension of the mall shuttle and progress on the bus lines. He stated that they were all evidence of a nice job done by RTD. He extended a welcome to Mary Frances Nevans who has joined the Policy office and mentioned that they had worked together in other positions in the past.

Commissioner Reiff stated that he was privileged to recognize it as the last day for the Chairman Gruen serving as Chair, thanking Les for his leadership during the very important accomplishments made in the 12 months including: staff changes, challenges, vision involving CDOT and the Bridge Enterprise. He declared that Les' steady hand in leadership as chair had been valuable and appreciated.

Commissioner Ortiz thanked Chairman Gruen and stated that he had been very thoughtful of his hearing impairment and had done a good job as Chair.

Commissioner Gilliland appreciated Chairman Gruen's professional manner and being accommodating to all who serve on the Commission and she thanked him. She stated she looks forward to the coming year and hopes he has a chance to relax.

Commissioner Connell mentioned that she wanted to thank to all of the Commissioners, especially Chairman Gruen for the warm welcome they had all extended. She mentioned that the Commission and staff had been extremely helpful through all of the early phone calls when she was first appointed. She reported that she would be meeting Mayor Morgan and staff in Idaho Springs on her return trip to Steamboat Springs following the Commission meeting and that she had attended the regional TPR meeting in Steamboat, Club 20 and she was speaking at the CASTA Conference on September 6, 2011. She will be attending annual meetings throughout her region. Commissioner Connell declared that she was very excited to serve on the Transportation Commission and that she looked forward to working with everyone.

Commissioner Aden wanted to echo the comments of all in offering thanks to Chairman Gruen. He said that he had attended a County Meeting in Pitkin County with Region 3

staff and that the County is frustrated by funding challenges but, that the Region 3 staff do a good job on communication with the local governments in their Region. He reported that he had just completed a month of travel including a trip north of the Border to Canada. He reported that he followed the gas prices and taxes and that the lowest price he observed was in Grand Junction before he left and the high of \$5.55 a gallon was in Vancouver, BC in Canada where approximately \$1.50 of the price is tax dedicated to Transportation. He said that in Canada, about .50 cents of the tax amount per gallon was dedicated exclusively to transit and it shows what other countries are doing in comparison to our country where average fuel taxes are .50 cents a gallon.

Commissioner Barry thanked Chairman Gruen for his excellent service and Commitment. She mentioned that she wanted to congratulate folks from her District of the NETA Group for making it through the first piece of the application process for the Tiger III grants where they have explored the use of the hard shoulder option as an opportunity to have additional capacity and break the clogged traffic.

Commissioner Parker spoke to Chairman Gruen stating that he leaves big shoes to fill and that the upcoming year will be fascinating. Commissioner Parker offered his thanks to Chairman Gruen for all he had done in his year of service.

Commissioner Gruen thanked all of the Commissioners for their kind words and thanked all of his Colleagues Commissioner Killin former Chair and the Vice Chair had been quite a help. He mentioned that the EMT and CDOT Staff were so great to work with and that CDOT operates as a team and will continue to do so and that everybody will continue to strive to do a better job.

### **Executive Director's Report**

Director Hunt said that on a sad note has been spending too much time visiting injured CDOT workers and described the recent accidents and the condition of the workers who had been injured. He reported that the first accident involved David Wright was struck on I-70 while picking up debris on the highway and that David was still in very serious condition. He went on to mention that Vickie Shipler and Sil Trujillo who had parked off the shoulder were struck from behind by a large soda truck injuring both of them. He confirmed that the vehicle they were in was pushed 75 feet and crashed into a CDOT vehicle that was parked ahead of them. He declared that these two workers were on the mend and out of the hospital. He implored everyone to tell everyone to slow down in construction zones.

Mr. Hunt declared that following the David Wright accident, a media event was held at Camp George West, and that Chief Wolfenbarger of the State Patrol did a great job, getting the message out that it is the heavy construction time of year and to slow down and pay attention.

Director Hunt described the events of the State of Colorado Employees Slow Pitch League Championships where the team from CDOT brought home the first place trophy and described why the trophy an old, bronzed tennis shoe was the prize. He said that the story goes back to 1974 in the Championships where then Governor

Vanderhoof rounded second and missed the base losing his shoe in the process they had it bronzed and made into the trophy. He declared that it would now be retired and will be owned by Colorado Historical Society.

Director Hunt stated that he was pleased to announce that the Management Team would be in full force as Process Director, Gary Vansuch would begin on Monday, August 22. He confirmed that Mr. Vansuch would begin by revamping and streamlining processes at CDOT and that the first project would be to looking into how CDOT interacts with the Governor's Office of Information Technology. He confirmed that Mr. Vansuch would also be working on CDOT's SAP Financial Software making sure that we are getting the most out of both areas to include management data where performance can be tracked and the very important customer facing processes.

Director Hunt reported that he met with the following individuals and groups during the month:

Bob Yuhnke and Elise Jones with SWEEP & Colorado Environmental Coalition

- Discussion about rail-transit vs bus-transit and the fact that the Division of Transit and Rail is planning for the future but, funding is lacking.

Colorado Forum Fiscal Planning Group

North Area Transportation Alliance

- possible TIGER Grant application

Jefferson Parkway Authority

- Where the next segment of the Toll Road will be they will be working with to bring the areas together. They will be working with a facilitator to decide what mitigation measures are needed to support the parkway and the associated costs. It is not a CDOT project but CDOT has a role to help them find a common agreement.

I-70 tour led by Tony DeVito with the Denver Chamber

- Twin Tunnels
- Eisenhower Tunnel

Legislative Review Committee

- Where we are headed with Transportation
- Bucket on the maintenance side is partially full
- Roadway Condition overall is slipping
- Faster Bridge Fund is helping with Bridges and they are getting improvement
- New capacity and new mobility is a large need and the bucket is empty

Agriculture Industry in the CDOT Auditorium

- Agriculture Commissioner Salazar attended

Small Business Forum

- Do more for small business

- New jobs, creativity, productivity comes into the economy
- Develop a set-aside program for small business would be the right thing to do

Commerce City Mayor Natale

- Devolution of State Highways

Trucking Industry

- Spirited Conversation
- Want to be a part of our efforts and support a tax on diesel fuel
- Asked them to limit trucks in the I-

Director Hunt concluded by saying that there is a lot going on and that he was happy that the Senior Team was up and running. He reported that he was disappointed to hear that Mike Nugent Director of the Transportation Safety Office will be leaving at the end of August and is headed to Department of Health. He stated that Mike had done a great job and that Carol Gould will fill in in his absence.

Director Hunt thanked Chairman Gruen for helping him to transition into his job and declared that Chairman Gruen had been a great advisor and had done a great job as Chairman.

### **Chief Engineer Report**

Chief Engineer, Tim Harris gave the following presentation:

### **Safety Update**

Two recent incidents where CDOT workers were injured:

- I-70 near Evergreen Parkway
  - One CDOT employee injured
  - Safety Stand-down
  - “Life Threatening” special alert bulletin going out to employees on CDOT employee removing debris from a high-traffic, three-lane highway
- US 85 at US 34
  - Two CDOT employees injured
  - Safety Stand-Down
  - OTS waiting for written information from investigation
  - Involved a Coca Cola delivery truck in a CDOT work zone

### **Chief Engineer’s Objectives**

- Areas of Emphasis
  - Employee Safety
  - Water Quality
- Program Delivery
  - On-Time and On-Budget

### **ARRA Update**

- Obligation update
  - Planned Projects 115
    - Out of 115 projects, 53 are Local Agency projects
    - Only 1 Local Agency project yet to be advertised; all others awarded and given NTP
  - 72 projects are complete
  - \$363M expended of a Total \$403M

Chief Harris stated that he wanted to make an announcement and reported that the selections for vacant region directors had been filled and that Tom Wrona was named as the New Region Director in Region 2 in Pueblo and Carrie Neat was selected for the Region Director in Region 5 - Durango. He thanked all of the applicants for those position and especially the two chosen candidates for taking on the challenge. He thanked Chairman Gruen who was a Commissioner in Region 2 and was an excellent helper in the Pikes Peak area.

### **High Performance Transportation Enterprise (HPTE) Director's Report**

Mike Cheroutes reported that there were a few projects he wanted to highlight:

#### **C470 Group**

- HPTE is working closely with them
- They are coming to a resolution but it may be several steps away from financing

#### **I-70**

- Staying involved and standing by to help

#### **US 36**

- TIFIA loan will close on September 1
- good progress on packaging plausible business case for the financing of the 2<sup>nd</sup> piece
- rolled out at an investor forum on Sept 8, 2011

Mr. Cheroutes confirmed that he had spent the morning talking to the Mayor and Commissioner Group for US 36 and that they were concerned that CDOT had taken the focus off of their road and getting it completed. They asked him to convey a message to the Commission they are in support of the TIGER Grant application for the North I-25 project.

He added his thanks to Chairman Gruen and looks forward to the term of incoming Chair Parker.

### **FHWA Division Administrator Report**

John Cater spoke on the following topics:

## **Financial Issues**

- The Inactive projects issue is a top priority of FHWA
- Some projects still need to be addressed
- States must use the money that has been given

## **Discretionary Grants Awarded in Colorado**

A total of \$15M

- \$3.7M to go to the Pecos Street Bridge over I-70
- \$3.7M for widening I-225 between Parker and Mississippi
- \$4.6 resurfacing the Mesa Verde interchange US 160
- Other smaller awards were received as well

## **Re-Obligation**

- \$346,000 of ARRA money has been re-obligated
- Money wasn't needed on the projects where originally awarded
- Money transferred back to Headquarters
- Used on other Colorado Projects where needed

## **STAC Report**

Vince Rogalski thanked Chairman Gruen on his efforts as Chairman and Commissioner, and offered a welcome to the new Commissioners.

He stated that the STAC met Friday, August 12, 2011 and talked about the following topics:

### **Federal and State Update**

- Melissa Nelson gave a report on what might come up at next session
- Director Hunt will attend STAC meeting in September  
To speak about Business Friendly Measures

### **TIGER III**

Selected 3 projects

- I-25 Dillon Eden inter-change in Pueblo
- I-25 North Interim Managed Lanes
- I70 Eagle airport interchange
- CDOT could be co-apppliers and that they were in support of this

### **Re-Authorization**

Mickey Ferrell

- Re-authorization includes uncertainty about debt
- appropriate to support a 2 year bill
- gas tax expires

### **Funds**

\$48M Programmed Funds

- recommend the funds be released

- use all of the funds

\$91M

- movement toward the Twin Tunnels
- 2 years off
- Need to do something now instead of waiting
- There will be more discussion next month

### **2013 Budget**

- Laurie Freedle talked about the Fiscal '13 Budget

### **Update on other States**

Sandi Kohrs

- Funding and planning
- Options to think about on the long Range Plan

### **Railroad Activities**

Jason Willis

- Study on the State Rail Plan
- Safety and Crossings
- Section 130 funds for Safety Improvements
- Lack of communication with the Railroads

### **Transit and Rail Update**

Mark Imhoff

- A number of Studies going on
- 19 projects recommended to Section 5309 types of projects
- State of Good Repair Projects
- 5 projects in Bus livability, transit
- Towner Line sale will be complete in December
- The Money from the sale may go back into the State Rail Bank

## **Committee Reports**

### **Safety Committee**

Commissioner Aden reported the following in regards to the Safety Committee Meeting:

The Safety Committee met on Wednesday, August 17, 2011.

- 1) Public Relations Representative Heather Halpape provided an update on our current Highway Safety PR Activities. Highlights included:
  - a. The launch of the Drugged Driving Campaign, which is Friday, August 19<sup>th</sup>. A Press Conference is scheduled on the 19<sup>th</sup> at 10:30 at CDOT.
  - b. Advertising for the campaign will be extensive and include mobile and non-mobile billboards, gas pump toppers, radio spots, and print ads in Medical Marijuana Journal publications.

- 2) OTS Director Mike Nugent discussed the consolidation of the Office of Transportation Safety and Risk Management.
  - a. Risk Management has been integrated into the Office of Transportation Safety (it was previously under DOHRA). Benefits of this consolidation include:
    - i. Improved Internal and External Customer Service by housing evaluation of risk, analysis of accidents and injuries, and recommendations for countermeasures under one departmental umbrella.
    - ii. A single point of entry for CDOT managers and supervisors as a resource when accidents occur. This would be particularly beneficial in the case of serious accidents.
    - iii. Synergies and potential cost savings realized from integrated claims management, dispute resolution, safety consultation and related safety features.
- 3) Safety Officer Scott Bowers discussed the year-to-date results of the Summer Safety Campaign for FY 2011 and compared those results with FY 2010.
  - a. The 2011 campaign reflects a 14% increase in vehicle accidents from 2010. Personal injuries decreased 25%.
  - b. Scott also presented the results of the FY 2011 Final Safety Report. A couple of highlights include:
    - i. Personnel attending the FY11 Statewide Safety Action Plan Orientation ranged from 95 to 100% throughout all regions.
    - ii. Safety Audits were completed at all regions, including headquarters.
- 4) Risk Manager Tracie Smith provided 2011 data related to employee injury accidents and vehicle equipment accidents.
  - a. In relation to Employee Injury Accidents:
    - i. CDOT has had no fatal accidents this year and realized an overall 5% reduction in all types of employee injury accidents from FY10 to FY11.
  - b. CDOT realized a 17% reduction in vehicle and equipment accidents over the last fiscal year, and a 34% reduction in vehicle and equipment accidents from FY08 to FY11.
- 5) Ty Ortiz, Rock Fall Program Manager, provided an update on Rock Fall Projects.
  - a. Reviewing FY2011
    - i. Rockfall program staff responded to 32 locations; approximately 1/3 of those locations are along I-70.
  - b. Additional FY12 funding will go toward rock fall repairs to Glenwood Canyon
    - i. 4 slides have occurred at this location since 2003.

- ii. 2 resulted in extended road closures.

Commissioner Aden commented that he wanted to commend Executive Director Don Hunt for his emphasis on safety and that it has been reported that he is incorporating ambitious safety goals into the contracts of his direct reports to continue to improve CDOT's Safety performance.

**Act on Consent Agenda**

Chairman Gruen asked for a motion on the Consent Agenda and Commissioner Aden moved for approval of the item. Commissioner Ortiz seconded the motion. The Chairman asked if there was any further discussion on the item and there being none, on a vote of the Commission, the Consent Agenda was unanimously approved.

**Approve the Special & Regular Meeting Minutes of July 20 & 21, 2011**

**Resolution #TC-2008**

BE IT HEREBY RESOLVED, that the Transportation Commission's Special and Regular Meeting Minutes of July 20 & 21, 2011 are hereby approved as published in the official agenda of the August 17 & 18, 2011 meeting Agenda.

**Resolution to approve the Policy Amendment Number 2 for the FY12 -FY17  
STIP**

**Resolution # TC-2009**

**Resolution to Approve STIP Policy Amendment Package for Amendment #2**

**Approved by the Transportation Commission on: August 18, 2011**

WHEREAS, the Colorado Transportation Commission has statutory authority pursuant to 43-1-106, C.R.S. to approve, accept, and amend various planning documents resulting from Section 135 Title 23 of the USC, and 43-1-1101 through 1105 C.R.S.; and

WHEREAS, the Commission adopted the 2012 – 2017 Statewide Transportation Improvement Program (STIP) in May, 2011; and

WHEREAS, the STIP is occasionally amended due to significant changes in project scope or projects need to be programmed in or out of the first four years of the STIP, thereby requiring a policy amendment to the STIP; and

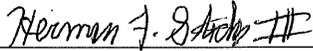
WHEREAS, the Section 450 Title 23 of the CFR requires a public process be implemented for review and comment on proposed policy amendments, as well as Transportation Commission approval of said amendments; and

WHEREAS, the public process for the policy amendments set before the Commission for Amendment #2 was provided from July 14, 2011 through August 17, 2011, and no comments were received; and

WHEREAS, it is requested that the Transportation Commission approve these policy amendments to the STIP, which are detailed in the attached table, and direct staff to forward this approval to the Federal Highway Administration and the Federal Transit Administration for concurrence.

NOW, THEREFORE, BE IT RESOLVED, the attached STIP Policy Amendment package for Amendment #2 be adopted and forwarded to the Federal Highway Administration for concurrence.

BE IT FURTHER RESOLVED, after said concurrence is received from the Federal Highway Administration, staff from the CDOT Office of Financial Management and Budget will finalize the policy amendments in the STIP Database.



Herman Stockinger, Secretary  
Transportation Commission of Colorado

**Resolution to approve the abandonment of State Highway 75 from mile marker 2.179 to mile marker 2.649 to the city of Littleton**

**Resolution # TC-2010**

**State Highway 75 Abandonment from Rafferty Gardens Avenue to Littleton Boulevard in the City of Littleton**

**Approved by the Transportation Commission on: August 18, 2011**

Project #: S 0162(1)  
Location: SH 75 from Rafferty  
Gardens Ave. to  
Littleton Blvd.  
Municipality: City of Littleton

WHEREAS, The Department of Transportation owns 0.47 linear miles of Highway in Littleton, Colorado identified as State Highway 75 (SH 75);

WHEREAS, that portion of SH 75 is located between Rafferty Gardens Ave. and Littleton Blvd. (Exhibit A);

WHEREAS, Region 6 has determined that abandoning this portion of SH 75 would be in the best interest of Colorado taxpayers;

WHEREAS, the Colorado Revised Statutes 43-2-106 (1) (a) provides that the Transportation Commission may determine that a state highway, or portion thereof, no longer functions as a state highway, and with the agreement of each affected county or municipality, the state highway, or portion thereof, can be abandoned to the affected county or municipality;

WHEREAS, the City of Littleton proposed to take ownership of SH 75 from mile marker (MM) 2.179 to MM 2.649, as described in Exhibit A and Exhibit B which are attached hereto, in exchange for a payment of \$500,000 from CDOT; WHEREAS, \$500,000 is anticipated to be less than the amount CDOT reasonably expects to expend to maintain, preserve, or improve this section of SH 75 over the next 20 years;

WHEREAS, the abandonment of the above referenced section of SH 75 will be funded with Region 6 Surface Treatment funds;

WHEREAS, Colorado Revised Statutes (CRS) 43-2-106 (1) (b) further provides that any county or municipality receiving a payment from CDOT as a result of CRS 43-2-106 (1) (a) shall credit the payment to a special fund to be used only for transportation-related expenditures;

WHEREAS, the Parties desire to enter into an Intergovernmental Agreement (IGA) and agree upon the condition of the abandonment of said highway segment by the State and acceptance by the City of Littleton pursuant to the terms and conditions of the IGA;

**Discuss and Act on the 3rd Budget Supplement**

Laurie Freedle mentioned that the Walk-on items had been presented on August 17, 2011 but that she would review them.

- allocate funds for the local programming of federal funds received at the end of the Federal Fiscal year following recommendations from STAC and staff they are being allocated immediately
- Roll forward requests for the \$48M left over in cost centers at the end of the fiscal year. Of that, \$31M is generally allocated by Commission Policy to roll forward for continuing projects, additional requests would require the Commission approval where \$12.6 would be added to the Contingency for discussion of allocation in September
- base budget supplement

Following the discussion, Chairman Gruen asked for a motion. Commissioner Parker moved for approval of the 3<sup>rd</sup> Budget Supplement and Commissioner Rogers seconded the motion. On a vote of the Commission the 3<sup>rd</sup> Budget Supplement was unanimously approved.

### **Resolution #TC-2011**

#### **Approval of the 3<sup>rd</sup> Budget Supplement**

BE IT RESOLVED THAT, the 3<sup>rd</sup> Supplement to the Fiscal Year 2011-2012 Budget be approved.

#### **Discuss and Act on Revised Resolution for the issuance of TRANS bonds**

Ben Stein mentioned that in July the issuance of the bonds had been approved but there had been further interpretation by CDOT's legal counsel team and that the numbers had changed. He stated that the Revised Resolution was in place on the desks and printed on lavender paper and that if any of the Commission had further questions, he or the legal team could answer them.

Chairman Gruen asked if there were any questions and there being none, he asked for a motion on the item. Chairman Reiff motioned for approval of the item and Commissioner Gilliland seconded the motion. Commissioner Parker Declared that he would abstain from the Vote and his request was noted. On a vote of the other members of the Commission, the following Resolution was unanimously approved.

**Resolution # TC-2012**  
**Amending Prior Resolution for Refunding of 2004A TRANs**

**Approved by the Transportation Commission on: August 18, 2011**

WHEREAS, pursuant to C.R.S. 43-4-701, et seq., and the November 1999 statewide election, the Colorado Department of Transportation (CDOT) was authorized to issue Transportation Revenue Anticipation Notes (TRANs) for purposes of financing qualified federal aid transportation projects; and

WHEREAS, CDOT issued several series of TRANs between 2000 and 2004, including \$134,640,000 in principal amount of Series 2004A TRANs, and

WHEREAS, C.R.S. 43-4-705(9) authorizes the CDOT Executive Director to refund any outstanding TRANs pursuant to article 56 of title 11, C.R.S.; and

WHEREAS, on June 21, 2011 the Transportation Commission adopted Resolution #TC-2000 which approved a refunding of the Series 2004A TRANs provided the transaction resulted in not less than \$4 million in total interest savings payable on the Series 2004A TRANs; and

WHEREAS, CDOT assumed, at the time of Resolution #TC-2000 was adopted, that the entire \$134,640,000 in Series 2004A TRANs were eligible to be refunded with tax exempt bonds and that interest savings of 3% would apply to the entire outstanding amount of Series 2004A TRANs; and

WHEREAS, in structuring the refunding transaction, CDOT has determined that the applicable federal tax regulations dictate a different allocation between the Series 2004A TRANs and the Series 2004B Refunding TRANs, issued together with the Series 2004A TRANs, than the allocation anticipated by CDOT, with the result that approximately \$106,000,000 of the Series 2004A TRANs are eligible for refunding with tax exempt bonds; and

WHEREAS, refunding the portion of the Series 2004A TRANs that are eligible for refunding with tax exempt bonds will still save CDOT approximately \$3 million in total interest savings; and

WHEREAS, refunding the remaining portion of the Series 2004A TRANs as taxable bonds would result in approximately \$140,000 in additional net present value interest savings and, although it would reduce the overall percentage savings on the transaction, would result in the greatest dollar savings to CDOT for the transaction.

NOW THEREFORE BE IT RESOLVED, the Transportation Commission hereby amends Resolution #TC-2000 and authorizes CDOT's Executive Director to conclude a refunding of the Series 2004A TRANs eligible for refunding with

tax exempt bonds provided the transaction will result in at least a 3% interest savings on the total amount of the Series 2004A TRANs refunded with tax-exempt bonds; and

BE IT FURTHER RESOLVED, that the CDOT Executive Director may exercise his discretion to refund all of the Series 2004A TRANs with both tax-exempt and taxable bonds if such a refunding provides CDOT with the greatest total dollar savings on interest, even if the overall percentage savings for the transaction will be reduced.



Herman Stockinger, Secretary  
Transportation Commission of Colorado

**Discuss and Act on Resolution Intra Agency Loan Agreement with HPTE for the US 36 O&M Expenses**

Ben stated that the resolution was in the book and that it had remained the same and that many other documents needed for the approval of the TIFIA loan had seen

several revisions. Ben reported that the structure of the US 36 Managed Lane Project is unusual and that all the toll revenues that the road would generate will be used to pay down the TIFIA loan and other debt if necessary. He declared that the maintenance and operation of the road will be paid for by the revenue generated by the I-25 HOT lanes and that the revenues has been studied and appears to be sufficient to cover the maintenance and operations expenses of the HOT lanes with enough left over to pay for the O&M of US 36. Ben confirmed that for the investment grade rating, the O&M has to be shown to be covered so that the road will continue to generate revenue by being in good condition. Ben said that the rating agency requested a back-up plan if the HOT Lane revenue was not sufficient to cover the O&M on US 36 and that the request is that, in the event of insufficient funds, the CDOT Executive Director would ask the Transportation Commission to cover the cost of Operations and Maintenance. He said the arrangement is viewed as a moral obligation for the Commission to consider the loans to cover these expenses if the situation presented itself in the future.

Chairman Gruen asked if there were any questions and there being none, he asked for a motion on the item. Chairman Rogers motioned for approval of the item and Commissioner Connell seconded the motion. On a vote of the Commission, the following Resolution was unanimously approved.

**RESOLUTION # TC-2013**

**Approving the Master Intra-Agency Loan Agreement for O&M Expenses for US 36 Managed Lanes as Part of HPTE's TIFIA Loan Process**

**Approved by the Transportation Commission on: August 18, 2011**

WHEREAS, the Transportation Commission is charged with formulating the general policy with respect to the management, construction and maintenance of public highways and other transportation systems in the State; and

WHEREAS, the Transportation Commission promulgates and adopts all budgets for the Colorado Department of Transportation (CDOT) and state transportation programs; and

WHEREAS, the High Performance Transportation Enterprise (HPTE) was authorized and created pursuant to C.R.S. 43-4-806 as a government-owned business, a TABOR-exempt enterprise and a division of CDOT charged with aggressively pursuing innovative means of financing surface transportation projects; and

WHEREAS, HPTE has been pursuing, with the US DOT, a Transportation Infrastructure Finance and Innovation Act (TIFIA) loan for purposes of financing construction of the US 36 Managed Lanes Project; and

WHEREAS, a key issue for approval of a TIFIA loan for the project is providing assurance to US DOT that the US 36 Managed Lanes, once constructed, will be properly operated and maintained; and

WHEREAS, the primary source for payment of operation and maintenance (O&M) expenses for the US 36 Managed Lanes is the excess revenue generated by the I-25 Express Lanes; and

WHEREAS, the I-25 Express Lanes currently generate sufficient revenues to cover O&M expenses for the US 36 Managed Lanes but the US DOT requires a back-up source for O&M expenses if the I-25 Express Lanes revenues prove insufficient; and

WHEREAS, the US 36 Managed Lanes Project will not open for a number of years and HPTE will not know until some future date whether the I-25 Express Lanes revenues will be insufficient to pay O&M expenses; and

WHEREAS, C.R.S. 43-4-806(4) authorizes the Transportation Commission to transfer money from the state highway fund to HPTE to defray expenses of HPTE and provides that such a transfer shall be

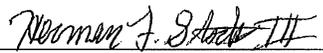
treated as a loan and shall not be considered a grant for purposes of TABOR; and

WHEREAS, a Master Intra-Agency Loan Agreement has been developed which details a process among HPTE, CDOT and the Transportation Commission in the event HPTE needs to request an O&M loan, in the future, for the US 36 Managed Lanes; and

WHEREAS, the Transportation Commission has reviewed the Master Intra-Agency Loan Agreement and desires to state its intention, subject to the terms of this resolution and the Master Intra-Agency Loan Agreement, to approve the transfer of state highway funds, in future fiscal years, from CDOT to HPTE as a loan to cover US 36 Managed Lanes O&M expenses; and

WHEREAS, the Transportation Commission recognizes and respects the legal principle that it cannot bind future Transportation Commissions with respect to budgetary and policy decisions, recognizes it cannot agree, in advance, to allocate and transfer state highway funds to the HPTE in future years and agrees that any decision as to whether or not to allocate and transfer such funds to the HPTE shall be made by the Transportation Commission, in its sole discretion, in the year in which the transfer is to occur.

NOW THEREFORE BE IT RESOLVED, the Transportation Commission of Colorado approves and authorizes CDOT entering into the Master Intra-Agency Loan Agreement for O&M Expenses for the US 36 Managed Lanes Project in substantially the form available at the meeting at which the resolution is being adopted, with such changes, not inconsistent with the resolution, as the CDOT Executive Director determines are necessary or desirable, it being expressly understood that the Master Intra-Agency Loan Agreement details a process for HPTE to seek future O&M Loans, and that any decision as to whether or not to allocate and transfer state highway funds to HPTE as a loan to cover future US 36 Managed Lanes O&M expenses shall be made by the Transportation Commission, in its sole discretion, in the year in which the loan is to be made.



Herman Stockinger, Secretary  
Transportation Commission of Colorado

**Discuss and Act on Revised Resolution approving TIGER Grant funds to HPTE together CMAQ and METRO STP funds for the US 36 Managed Lanes Project and approving an IGA Regarding Same**

Ben Stein stated that on the loan for US 36 some elements of the loan required that CDOT be a party to the loan and that the documents are still being negotiated. Ben

confirmed that staff was requesting the Commission to consider the Resolution that would guarantee that there would be sufficient funds to complete the project and that Federal Funds be transferred from CDOT to HPTE. He declared that the Resolution would delegate negotiation and signature authority for the transfer of the funds to the Executive Director of CDOT.

Commissioner Reiff asked if there was a maximum dollar amount that the Resolution authorizes to transfer. Ben answered that yes \$16.7M of CMAQ funds and \$27.2M of STP metro funds and the balance of the TIGER Grant. Commissioner Reiff asked if the funds have already been targeted and being administratively transferred. Ben said yes they are. Commissioner Reiff continued and said that thus all the Commission is being asked to approve is for staff to move previously decided funds and that the fund are not increasing in the amount of the dollars previously approved but, that it is giving authorization for the Executive Director, in the course of negotiation, can assure previously approved and allocated dollars will be available and would be put to the best and the most efficient use for the project from a TIFPIA standpoint and a legal standpoint. Ben confirmed the statement and asked for approval of the Resolution.

Chairman Gruen asked if there were any questions and there being none, he asked for a motion on the item. Chairman Connell motioned for approval of the item and Commissioner Barry seconded the motion. On a vote of the Commission, the following Resolution was unanimously approved.

**RESOLUTION # TC-2014**

**Approving Transfer of Remaining TIGER Grant Funds to HPTE together with CMAQ and METRO STP Funds for the US 36 Managed Lanes Project and Approving an IGA Regarding Same**

**Approved by the Transportation Commission on: August 18, 2011**

WHEREAS, the Transportation Commission is charged with formulating the general policy with respect to the management, construction and maintenance of public highways and other transportation systems in the State; and

WHEREAS, the Transportation Commission promulgates and adopts all budgets for the Colorado Department of Transportation (CDOT) and state transportation programs; and

WHEREAS, the High Performance Transportation Enterprise (HPTE) was authorized and created pursuant to C.R.S. 43-4-806 as a government-owned business, a TABOR-exempt enterprise and a division of CDOT charged with aggressively pursuing innovative means of financing surface transportation projects; and

WHEREAS, CDOT was awarded a \$10 million Transportation Investments for Generating Economic Recovery (TIGER) Challenge grant by the US Department of Transportation (US DOT) in February 2010 for the US 36 Managed Lanes Project; and

WHEREAS, the intent of the TIGER Challenge grant was to provide incentive to Colorado to pursue up to \$100 million in funding for the US 36 Corridor through the Transportation Infrastructure Finance and Innovation Act (TIFIA) loan program; and

WHEREAS, HPTE has been pursuing, with the US DOT, a TIFIA loan for purposes of financing construction of the US 36 Managed Lanes Project; and

WHEREAS, the Transportation Commission previously approved, by Resolution #TC-1863 dated May 20, 2010, transfer of up to \$900,000 of the \$10 million TIGER Challenge grant by CDOT to HPTE to conduct work necessary to seek a TIFIA loan; and

WHEREAS, HPTE will continue to incur costs associated with the TIFIA loan, including possible payment of a credit subsidy to US DOT, closing costs and associated costs incurred for the TIFIA loan; and

WHEREAS, the balance of the TIGER Challenge grant, consisting of \$9.1 million, is appropriately transferred to and administered by HPTE to pay for its share of US 36 Managed Lanes Project costs, including HPTE costs for a possible credit subsidy payment to US DOT and other costs incurred in connection with closing on the TIFIA loan, with any remaining balance of the TIGER Challenge grant being used by HPTE for direct project costs for the US 36 Managed Lanes Project; and

WHEREAS, additional federal funds committed to the US 36 Managed Lanes Project, including \$16,715,000 in CMAQ and \$27,285,000 in METRO STP funds made available through the Denver Regional Council of Governments (DRCOG) are appropriately transferred to and administered by HPTE because the DRCOG funds were committed to the US 36 Managed Lanes Project to pay for the Bus/HOV/Managed Lanes elements of the project; and

WHEREAS, all of the funds contemplated for transfer to and administration by HPTE pursuant to this Resolution are federal funds and therefore do not constitute "state or local funds" for purposes of Article X, Sec. 20 of the Colorado Constitution; and

WHEREAS, an Intergovernmental Agreement providing for CDOT's transfer to and the administration by HPTE of the TIGER Challenge, CMAQ and METRO STP funds has been prepared.

NOW THEREFORE BE IT RESOLVED, the Transportation Commission of Colorado hereby approves the transfer to and administration by the HPTE of the remaining \$9.1 million in TIGER Challenge grant funds, to be utilized first for HPTE costs incurred in connection closing of the TIFIA loan with remaining TIGER funds to be used by HPTE for direct US 36 Managed Lanes Project costs; and

BE IT FURTHER RESOLVED, the Transportation Commission hereby approves the transfer to and administration by HPTE of \$16,715,000 of CMAQ funds and \$27,285,000 in METRO STP funds committed by DRCOG for direct project costs of the US 36 Managed Lanes Project; and

BE IT FURTHER RESOLVED, the Transportation Commission approves CDOT entering into an Intergovernmental Agreement with HPTE providing for such transfers and administration of federal funds and authorizes the CDOT Executive Director to make or approve such changes as he deems necessary or desirable to the terms of the Intergovernmental Agreement provided that such changes do not materially alter CDOT's obligations.

  
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Herman Stockinger, Secretary  
Transportation Commission of Colorado

**Discuss and Act on Resolution Approving the Direct Agreement with US DOT in Connection with HPTE's TIFIA Loan Process**

Ben stated that the approval of the Resolution would be to grant the authority for the Executive Director to enter into a Direct Agreement with US DOT and is required to be approved for the closing of the US36 TIFIA loan.

Chairman Gruen asked if there were any questions and there being none, he asked for a motion on the item. Chairman Rogers motioned for approval of the item and Commissioner Gilliland seconded the motion. On a vote of the Commission, the following Resolution was unanimously approved.

**RESOLUTION # TC-2015**

**Approving the Direct Agreement with US DOT in Connection with HPTE's TIFIA Loan Process**

**Approved by the Transportation Commission on: August 18, 2011**

WHEREAS, the Transportation Commission is charged with formulating the general policy with respect to the management, construction and maintenance of public highways and other transportation systems in the State; and

WHEREAS, the Transportation Commission promulgates and adopts all budgets for the Colorado Department of Transportation (CDOT) and state transportation programs; and

WHEREAS, the High Performance Transportation Enterprise (HPTE) was authorized and created pursuant to C.R.S. 43-4-806 as a government-owned business, a TABOR-exempt enterprise and a division of CDOT charged with aggressively pursuing innovative means of financing surface transportation projects; and

WHEREAS, HPTE has been pursuing, with the US DOT, a Transportation Infrastructure Finance and Innovation Act (TIFIA) loan for purposes of financing construction of the US 36 Managed Lanes Project; and

WHEREAS, one of the requirements for approval of a TIFIA loan for the US 36 Managed Lanes Project is providing assurance to US DOT that the revenues available for repayment of the TIFIA loan under various agreements involving HPTE are properly pledged as security; and

WHEREAS, an Intra-Agency Loan Agreement has been developed which details a process among HPTE, CDOT and the Transportation Commission in the event HPTE needs to request an O&M loan, in the future, for the US 36 Managed Lanes; and

WHEREAS, CDOT and HPTE are also entering into a separate Intra-Agency Agreement that details the relationship between CDOT and HPTE relative to development, planning, construction, and financing of the US 36 Managed Lanes Project; and

WHEREAS, US DOT has requested CDOT execute a Direct Agreement that pledges and assigns HPTE's rights under the O&M loan agreement and the Intra-Agency Agreement relating to financing of the US 36 Managed Lanes Project to the Trustee under a Master Trust Indenture which HPTE is executing as part of the TIFIA loan.

NOW THEREFORE BE IT RESOLVED, the Transportation Commission of Colorado approves and authorizes CDOT entering into the Direct Agreement and authorizes the CDOT Executive Director to make or approve such changes as he deems necessary or desirable to the terms of the Direct Agreement provided that such

changes do not materially alter CDOT's obligations, in order to meet US DOT's requirements for extending a TIFIA loan to HPTE for the US 36 Managed Lanes Project.



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Herman Stockinger, Secretary  
Transportation Commission of Colorado

**Discuss and Act on Resolution allowing application for 2011 TIGER Grants**

Mickey Ferrell mentioned he would be requesting approval of the Yellow sheet in regards to application for TIGER III grants. He declared that it was the 4<sup>th</sup> time he had come to the Commission to ask for approval to apply for this program and mentioned that he wanted to recognize the success of the TIGER grant that was

awarded to US 36 and that it was satisfying to see the project progressing as it has. He reported that the 3<sup>rd</sup> program has \$530M available nationally and that the Resolution would allow CDOT staff to move forward with writing full grant applications for the three projects that were discussed at the workshop on Wednesday, August 17, 2011. He declared that the projects were:

I-25 Dillon-Eden Interchange near Pueblo  
I-25 North Interim managed Lanes  
I-70B project in Grand Junction

Commissioner Gilliland mentioned that she appreciated the effort and the process that was undertaken to cut to the small list of projects for submission.

Chairman Gruen asked if there were any questions and there being none, he asked for a motion on the item. Chairman Gilliland motioned for approval of the item and Commissioner Ortiz seconded the motion. On a vote of the Commission, the following Resolution was unanimously approved.

**Resolution #TC-2016**  
**TIGER III Discretionary Grant Submission**

**Approved by the Transportation Commission on: August 18, 2011**

WHEREAS, on June 30, 2011 the U.S. Department of Transportation (US DOT) published notices in the Federal Register for funding availability for Supplemental Discretionary Grants for Capital Investments in Surface Transportation Infrastructure (also known as TIGER III Discretionary Grants) under the Fiscal Year 2011 Transportation Appropriation Bill; and

WHEREAS, the TIGER III Discretionary Grants must be submitted to the U.S. Secretary of Transportation by October 31, 2011; and

WHEREAS, the USDOT's consideration of TIGER III Discretionary Grant applications will be based on Job Creation & Economic Stimulus and Long-Term Outcomes as primary selection criteria; and

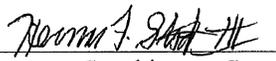
WHEREAS, the Colorado Department of Transportation, working with its planning partners across the state, prepared a list of potential projects for CDOT to submit under the TIGER III Discretionary Grants program; and

WHEREAS, the US DOT has limited the number of grant applications that CDOT could submit for consideration to 3; and

WHEREAS, Transportation Commission confirms its support for the three projects selected by CDOT.

NOW THEREFORE BE IT RESOLVED, the Department is instructed to prepare and submit applications for the following three projects under the USDOT Tiger III Discretionary Grant program:

- **I-25 Dillon/Eden Interchange (Pueblo)**
  - Project Cost: \$22.6 million
  - TIGER III Requested Amount: \$11.3 million
- **I-25 North Interim Managed Lanes (US 36 to 120<sup>th</sup> Avenue - Adams County)**
  - Project Cost: \$40 million
  - TIGER III Requested Amount: \$15 million
- **I-70B (Grand Junction)**
  - Project Cost: \$14.3 million
  - TIGER III Requested Amount: \$10.0 million

  
Herman Stockinger, Secretary  
Transportation Commission of Colorado

Director Hunt interjected that he wanted to thank everyone for working on the selections that CDOT would submit but, that he wanted to point out that local governments were eligible to submit applications and that CDOT would be supporting them in those efforts.

**Discuss and Act on the Resolution to initiate a rulemaking procedure to repeal the rule regarding Civic Functions on State Highways**

Scott McDaniel mentioned that he wanted to introduce Mary Frances Nevans who was the New Rules Administrator for the Policy Office and that Mary Frances had prepared the topic. Scott directed the Commissioners to the Agenda Booklet and pointed out all of the supporting documentation for the Resolution. He mentioned that one page of the documentation was missing in the Booklet but, that they had it in front of them and that with the addition of the missing page the supporting documentation was complete. He said that the program was being continued as it has been but that the Resolution allows for housekeeping to keep the Rules in line with State Statute.

Chairman Gruen asked if there were any questions and there being none, he asked for a motion on the item. Chairman Aden motioned for approval of the item and Commissioner Connell seconded the motion. On a vote of the Commission, the following Resolution was unanimously approved.

**Resolution #TC-2017**

**Authorize an Administrative Hearing Officer to conduct a hearing regarding repeal of the Rules and Regulations for Special Events or Civic Functions on State Highways.**

**Approved by the Transportation Commission on: August 17, 2011**

**WHEREAS**, section § 43-1-106 (8)(k) C.R.S. (2010) directs the Transportation Commission of Colorado ("Commission") to make all necessary and reasonable orders, rules, and regulations in order to carry out the provisions of § 43-1-101 *et seq.* C.R.S. (2010); and

**WHEREAS**, the permanent Rules and Regulations for Special Events or Civic Functions on State Highways (the "Rules") were adopted on September 14, 1979; and

**WHEREAS**, the Commission has the authority to conduct a rule making hearing or to delegate the authority to an Administrative Hearing Officer for the purposes of conducting the rule making hearing, making a complete procedural record of the hearing, and submitting that record and any recommendations to the Commission for its review and action concerning repeal of the Rules; and

**WHEREAS**, repeal of the Rules conforms with the Colorado Administrative Procedure Act section § 24-4-102(8)(a) C.R.S. (2010) which states that no rules shall be issued except within the power delegated to the agency and authorized by law; and

**WHEREAS**, repeal of the Rules further effectuates Governor Hickenlooper's Executive Order D 2011-005, which seeks to eliminate unnecessary legal requirements on local governments; and

**WHEREAS**, the authority which existed in 1973 providing authority to the Commission to promulgate rules regarding special events or civic functions on state highways has been repealed; therefore authority no longer exists for the Rules; and

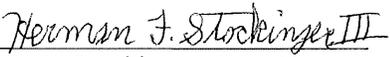
**WHEREAS**, repeal of the Rules will not impede or hinder the ability of the Department to continue to issue permits; and

**WHEREAS**, repeal of the Rules will have no adverse effect on municipal, local, or state entities or citizens of Colorado; and

**NOW THEREFORE BE IT RESOLVED**, the Commission authorizes staff to prepare a draft of the Rules to be repealed, and to take all necessary actions in

accordance with the State Administrative Procedures Act to initiate rulemaking for the purpose of repealing the Rules and Regulations for Special Events or Civic Functions on State Highways.

**BE IT FURTHER RESOLVED**, the Commission delegates its authority to conduct the rulemaking hearing to a CDOT Administrative Hearing Officer to prepare a complete record of the hearing and forward said record and Rules to the Commission for consideration and repeal of the Rules.

  
Herman Stockinger, Secretary  
Transportation Commission of Colorado

### **Acknowledgements**

Chairman Les Gruen declared that there were no Acknowledgements.

### **Other Matters**

Chairman Gruen announced that with respect to other matters, he stated that in July, the Nominating Committee had presented their recommendations and they had given two names. He said that Steve Parker was nominated to serve as Chair and Gary Reiff to serve as Vice-Chair. Additionally he declared that the committee had nominated Herman Stockinger to continue to serve as the Secretary. Chairman Gruen requested a motion for the election of the officers. Commissioner Aden motioned for acceptance of the recommendations of the Nominating Committee and Commissioner Rogers seconded the motion. On a vote of the Commission the motion was carried unanimously.

Commissioner Parker stated that he was really excited to serve on the Commission and was truly honored to be asked to serve as chair the Commission at a time of great opportunities for the Department.

### **Adjournment**

Chairman Gruen announced that the meeting was adjourned at 10:43 a.m.



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Herman Stockinger, Secretary  
Transportation Commission of Colorado