

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

ROCKY MOUNTAIN RAIL AUTHORITY Held: Friday,
November 9, 2007, at 1:00 p.m. at the Jefferson County
Administration Building, Buffalo Bill Room, 100 Jefferson
County Parkway, Golden, CO 80401.

Attendance:

A meeting of the Board of Directors of the Rocky Mountain
Rail Authority was scheduled in compliance with the laws of
the State of Colorado, with the following Board members in
attendance;

Harry Dale, Chair, Clear Creek County
Doug Lehnen, Vice Chair, Town of Castle Rock
Gail Drumm, Secretary, Town of Monument
Gene Putman, City of Thornton
Diane Mitsch Bush, Routt County
Forrest Whitman, Gilpin County
Jack Hilbert, Douglas County
Karen Tussey- Yampa
Thad Noll- Summit County
Bob Briggs- Colorado Rail Association
Robert Larson- City of Thornton
Tracey McCoy- Timnath
Jason Longsdorf- City of Denver
Kate Newman- Jefferson County
Pete Morlen- Trinidad (via teleconference)
Greg Schraeder- Eagle County (via teleconference)

Also present were:

Ed Icenogle- Icenogle, Norton, Smith & Blieszner, P.C.
Bob Friis- Summit Development
Tom Mauser- Colorado Department of Transportation
John Tangen- RAFTA Controller, Fiscal Agent RMRA
Sherry Ellebracht- RTD (Staff)
Catherine Green- Town of Monument
Scott Meszaros- Town of Monument
Steve Rosverns-
Jack Tone- PB Rail

Call to Order

Chair Dale, noting the presence of quorum, called to order the
meeting of the Board of Directors of the Rocky Mountain Rail
Authority.

Approve Minutes

Chair Dale stated that a name correction to the October 12th
Minutes, Mr. Bill Moore had met with Tom Mason in
Wyoming, not Tom Nasing as presented. Director Hilbert
moved, Director Mitsch Bush seconded, approval of the

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October 12, 2007 Minutes as amended and specified by Chair. Passed.

Approval of New Members

Chair Dale commented that the Grand Valley RTC is a potential new member; they are willing and ready to join and the Board is awaiting paperwork. They are potentially the only new member.

Board & Steering Committee Secretarial Services

Chair Dale stated that Monument (Ms. Catherine Green) has offered to volunteer Scott Meszaros (Monument Town Clerk) to provide minutes for the next few months on a trial basis. Karen Tussey (Yampa) has also offered to provide minutes for the Board. There were no additional offers submitted.

Vacancies for the Steering Committees still exist, Chair Dale commented that the Board may have to continue its search as it makes no sense to have Karen (Tussey) providing this due to the commuting distance involved.

Director Hilbert discussed the Douglas County Library situation with farming out employees and commented that he would investigate having them provide coverage for the meetings in Douglas County.

CDOT Contract Status

Chair Dale inquired about the CDOT Contract, he commented that he and Director Lehnen have signed and it has been sent to CDOT. Mr. Ed Icenogle replied that was a very good report, the Board is waiting to hear from them, he will call the AG this afternoon.

Web Site Report

Director Hilbert stated that the new RMRA website is up and functioning. He provided details on the administrator assigned to update and improve the site; any comments are to be supplied to Chair Dale.

Outreach Committee Report

Chair Dale discussed the presentations to the Grand Valley RTC and Denver Transportation Club. He is representing RMRA on the Rail Governance Study; the recent meeting was the second of three. They are examining two options, one is having the State take an active role, and it would be a department underneath the state just like CDOT is under "aviation". The other alternative is to have an outside authority, some type of legislative body similar to RTD. RTA's were discussed and nobody seemed to feel that was a good idea.

Director Meyer commented that the State is willing to play a role, but they don't want to step into the process proclaiming "it will be us".

Chair Dale discussed the I-70 Collaborative Effort which met

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yesterday and established its meeting schedule, ground rules, information to research.

Director Lehnert asked those members here today representing their jurisdictions to ensure that budget allocations are included for RMRA, be sure the requests are in for 2008. Requests have been sent out, be sure to reply.

Director Lehnert stated that he is also on the Freight Rail Study Group. Director Whitman stated that discussions with Chaffee County will be occurring next.

Chair Dale commented that Vail is anticipating joining as a RMRA member.

Feasibility Study Steering Committee
Report

Chair Dale updated the Board with the Project Management RFP. A week ago the pre-proposal meeting was held, there were seven or eight intentions to bid received. One did drop out, but they were interested in the study rather than the management RFP. There were four (4) questions received which were answered, prior to the deadline on the 5th. Those will be posted on the website for public view. There were no further questions by the final November 12th deadline to be answered. Proposals are due by November 28th.

Chair Dale updated the Board on the second item of business from the committee which was the scope of work. The Committee agreed that having the work divided by tasks under one consultant would allow them to bid with multiple vendors. It would be better to let the respondents of the study respond with a mix and match of services and providers. The procurement policies with RAFTA which this Board has adopted were examined to determine if we could do this, at the end of analysis it appears they do, and we should be okay. As a result of this, the Scope of Work was modified and additional feedback was received.

Director Putman discussed a source for forwarding the RFP to in order to have it distributed via e-mail which has resulted in a significant increase in responses in his work with RFP's.

The Board agreed to holding off on releasing the full project RFP until after a Project Manager has been hired (anticipated in December).

Chair Dale handed out the updated RFP and detailed all changes. Specifically; on page 3, the RTD/I-225 Environmental Evaluation was added to the list of studies. On page 5, the chart was added (new). Under "D" Summary Phase I Anticipated Tasks, number two "Scoping" had some significant changes. The socioeconomic impacts were

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expanded to include broad scope items including; planning and zoning changes, what are the impacts, transit oriented development needs, and rail related requirements.

Director Mitsch Bush inquired as to page 7 where it specifies that a website will be available to each corridor. Would each entity be required to have and maintain a website? And the statement from “will” to “could” is something she would like to see changed.

Chair Dale responded that is a great question. We have to manage each major corridor; these would likely be the I-25 and I-70 corridors. The language is vague enough that the RFP respondents will likely ask these types of questions, but they are sufficiently vague as to not require changes to the RFP language.

Change of the term “Project Manager” throughout the document should be consistent. In some places Project Director appears. Chair Dale noted this and will make all corrections.

Director Putman moved, Director Hilbert seconded, approval of the changes to the RFP as discussed and noted. Passed.

Financial Report

Mr. John Tangen, RAFTA Controller, Fiscal Agent to RMRA, asked if there are any questions on the Financial Report or the Income Statement. Seeing none, he detailed the Payment Approval Report. Mr. Ed Icenogle, commented that the September invoice for Icenogle, Norton, Smith & Blieszner, P.C. should be included.

Director Mitsch Bush moved, Director Lehnen seconded, approval of the payment approvals. Passed.

Mr. Tangen detailed the payments received and account balances. There were no further questions.

2008 Budget Discussion:

- Consideration of Amendment of the RMRA 2007 Budget

Chair Dale presented the re-groupings of the 2007 budget revision and the proposed 2008 budget. The expenses were regrouped, there were no additional changes to Revenues. Pages 1 and 2 are not changed, payments were updated and broken down into members and non-members as there are some contributions received from non-members. The only change was from the City of Pueblo (modify) as they have paid. On page 3, the Study was broken down further into Project Manager. The sum of the budget remains the same, however the timeframe is now eighteen (18) months, eleven (11) months are allocated in the year 2008 Budget, and seven (7) months are allocated in the year 2009 Budget. The sum remains the same, but the breakdown for 2007, 2008, and

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2009 is re-aligned. On page 4, the Administrative Expense line items are regrouped. Office rental has been removed and in 2008, Administration has been made as “thin” as possible, the end of 2007 is specified as \$132,671. The end of 2008 as \$96,000, and the 2009 budget as 52,000. There are assumptions which include 1) members continue contributions for 2008 and 2009, and 2) the minimum contribution from each member will be at least \$500.

Director Jason Longsdorf stated that the City of Denver is providing \$10,000 dues, it is committed but going through the paper request process.

Chair Dale opened the public hearing for public comments, seeing none; the item was brought back before the Board for a motion or discussion.

Mr. Ed Icenogle, commented that this 2007 Budget Amendment has been published by notice in the Denver Post.

Director Drumm moved, Director Mitsch Bush seconded, approval of the 2007 Budget Amendments as presented. Passed.

- Consideration of Approval of the RMRA
2008 Budget

Chair Dale opened the public hearing for public comments, seeing none; the item was brought back before the Board for a motion or discussion.

Mr. Ed Icenogle, commented that this 2008 Budget for the RMRA has been published by notice in the Denver Post.

Director Putman moved, Director Lehnen seconded, approval of the 2008 RMRA Budget as presented. Passed.

2008 Board Meeting Schedule Discussion

Chair Dale opened the discussion for the 2008 RMRA meeting schedule. He stated that the Steering Committee meets the third Friday at 10am in Douglas County. Currently the Board meets on the second Friday of the month at 1:00pm.

Discussions resulted in maintaining the current days and times, and if necessary the Board Meetings could end by 3:00 pm to allow those traveling west to avoid traffic problems. If this occurs, an earlier start time of 12:30 may be necessary.

Chair Dale stated that he will send out a “tentative” 2008 meeting schedule. He asked if there are any further items before adjourning.

Mr. Ed Icenogle, commented that he anticipates a fully executed CDOT Document in two to three weeks.

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The next Board meeting will be held on December 14th at 1:00pm.

Adjournment

In that there were no further items of business to discuss, the meeting stood adjourned at 2:27 p.m.

Secretary of the Meeting