

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

ROCKY MOUNTAIN RAIL AUTHORITY Held: Friday,
December 14, 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
Robert Larson, City of Thornton
Karen Tussey- Yampa (via teleconference)
Bob Briggs- Colorado Rail Association
Rick Garcia- City and County of Denver
Kate Newman- Jefferson County
Pete Morlen- Trinidad (via teleconference)
Greg Schroeder- Eagle County (via teleconference)
Eva Wilson- Eagle County (via teleconference)
Bill Moore- City of Pueblo
Robert Valdez- Las Animas County (via teleconference)
Dan Blankenship- RFTA (via teleconference)
Chris Mendez- Boulder County (via teleconference)
Lee Kemp- RTD
Dorothea Farris- RFTA
Wayne Williams- El Paso County (via teleconference)

Also present were:

Tamara Gilida- Icenogle, Norton, Smith & Blieszner, P.C.
Tom Mauser- Colorado Department of Transportation
Anne Callison- American Maglev Transit
Catherine Green- Town of Monument
Scott Meszaros- Town of Monument
Dave Ruble- LSC Transportation Consultants
Bob Leilich- Trainmaster
Mark Boggs- PBS&J
Allen Brown- PBS&J

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 under the "also present" attendees,
RAFTA should be amended to RFTA for Mr. John Tangen.
He inquired if anyone knew who Mr. Steve Rosverns was

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	<p>associated with, seeing no response it was left with name only in the minutes.</p> <p>Director Moore moved, Director Lehnen seconded, approval of the November 9, 2007 Minutes as amended and specified by Chair. Passed.</p>
Consideration of Approval of New Member Jurisdictions	<p>Director Larson moved, Director Garcia seconded, approval of two new RMRA members; the City of Englewood, and Pitkin County. Passed.</p>
CDOT Contract Status	<p>Chair Dale stated that the contract has been signed and the documents received.</p>
Project Management Presentations and Selection	<p>Chair Dale stated that each of the selected vendors would have fifteen minutes to present their proposals and then a question and answer session would be conducted with the Board.</p>
LSC Transportation Consultants/ Trainmaster	<p>Mr. Dave Ruble, LSC Transportation Consultants and Mr. Bob Leilich, TrainMaster, provided a Power Point presentation for the Project Manager RFP. Following their presentation a detailed response to the Project Objective and four (4) questions was provided. Following their responses, a question-answer session was opened to the Board.</p> <p>Mr. Mauser inquired about the co-manager approach and asked who would be the primary point of contact.</p> <p>Mr. Leilich responded that Mr. Ruble is local and he will be the primary contact.</p> <p>Director Moore inquired about media experiences and if they would be “proactive” in their approach.</p> <p>Mr. Leilich responded that he did not strongly emphasize this item in his presentation, but he has extensive experience with television, interviews, preparing press releases and creating media campaigns. He stated that he is very confident that he can get out information as necessary.</p> <p>Director Garcia asked what each of the co-manager’s portion is on the budget and if the budget for the overall study raises any concerns to them.</p> <p>Mr. Leilich and Mr. Ruble responded that they would split the fee 50/50. They would both contribute a lot of untracked time and effort if they receive the contract; they stated that this is a project they have a strong interest in seeing succeed. Mr. Ruble pointed out that the study is very dependent upon how detailed items become. Modeling for example can be very expensive and could easily use the entire budget if allotted.</p>

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They would oversee such issues and keep the project within budget.

Mr. Mauser inquired about the steering and overseeing of the consultant on the project.

Mr. Leilich responded that the entire project begins with the RFP writing and how it is created. He stated that they would be obligated to listen to consultants and depend on them to tell why certain details were done as they are. It would be the project management's responsibility to decide if such items are pragmatic or not, and then to present to the Board for ultimate decision making.

Director Lehnen inquired about the personal time constraints of the team.

Mr. Leilich responded that he spends approximately three-hundred hours annually on the Alaskan Railroad, which are mostly summertime hours.

Mr. Ruble stated that he typically has fifteen to twenty small projects at any given time, but he has support staff which can cover other non-RMRA issues.

Chair Dale after seeing no further questions or comments called for a five-minute recess.

PBS&J

Mr. Mark Boggs (Project Manager) and Mr. Allen Brown (QA Officer) of PBS&J provided a Power Point presentation for the Project Manager RFP. They detailed the members on their management team that would be involved in the project. Following their presentation a detailed response to the Project Objective and four (4) questions was provided. Following their responses, a question-answer session was opened to the Board.

Mr. Mauser stated that a fair amount of hours are allocated to administrative tasks, specifically Amelia Deleon's time.

Mr. Boggs responded that she is a resource available and may attend BOD meetings, Steering Committee Meetings, and other duties for the RMRA. He would be attending all BOD meetings himself.

Director Moore inquired if rule would be compromised if he (Mr. Boggs) were unable to attend or should something happen in which he would no longer be involved.

Mr. Boggs commented that he did not foresee anything like this occurring, but should an unforeseen issue arise, Mr.

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Brown would seamlessly transition into his duties. He stated that they work very closely and would be able to fulfill the duties if so necessary.

Director Garcia asked if they believed that \$1.5 Million was sufficient for the study.

Mr. Boggs responded that it will have to be closely monitored. He stated that the scope could be an issue and that creep of the scope would need to be controlled.

Director Blankenship (via teleconference) asked what other resources they anticipated needing which would effect the budget.

Mr. Boggs commented that hours could be re-channeled from the administrative allocation to others.

Chair Dale after seeing no further questions or comments called for a five-minute recess. Following the recess, he opened the Board discussion to those on the teleconference.

Director Farris stated that "Tresi" (Director Tresi Houpt, Garfield County) had drafted a letter supporting PBS&J to receive the contract based on the depth of their experience, she asked Director Farris to provide this to the Board. Director Farris stated that she also supports PBS&J because they are oriented more towards the goals and their depth for meeting the accomplishments.

Director Morland stated that his support is for PBS&J.

Director Schroeder, Director Wilson, and Director Mendez were all no longer on the teleconference when asked for their votes.

Director Tussey stated that she is for PBS&J.

Director Blankenship stated he votes for PBS&J.

Following comments from those on the teleconference, Director's at the meeting were asked for comments.

Director Moore stated that he votes for PBS&J because of their team and proactive media approach.

Director Newman stated she is for PBS&J.

Director Garcia said feels the same on many of the comments so far and is for PBS&J.

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Director Larson stated that he likes the professionalism and also votes for PBS&J.

Mr. Mauser stated that he supports PBS&J, but wishes to see some negotiation on “Amelia’s time and more of that time to go for the Project Manager”.

Chair Dale stated that he agrees with Mr. Mauser’s comments on administrative time, and that it is not necessary to have Amelia at all of the meetings. He supports PBS&J as well.

Director Lehnen stated that he supports PBS&J, he believes that their presentation today was 100% better and they addressed questions. He likes that they acknowledge that they are not the experts, rather they guide and understand and then report to the Board for decisions. The Board may wish to think about PBS&J utilizing Mr. Bob Leilich of TrainMaster due to his contacts and extensive experience in the industry.

Mr. Mauser commented that perhaps the Board could suggest this but not require it in the RFP.

Director Green stated that she felt that the LSC Transportation and TrainMaster team is extremely experienced and would be able to provide some excellent benefits. She did not provide a vote for either group.

Director Dale commented that PBS&J is very structured and that anyone we hire will be working for us (Board). He likes the fact that both discussed drafting the RFP and that the document can direct research as extensive as is practical. He asked for what the next step should be, should the Board attempt to address negotiations.

Ms. Tamara Gilida- Icenogle, Norton, Smith & Blieszner, P.C., stated that there is already an existing draft document. She stated that a motion should state “approval to enter into negotiations, not to hire”, this way details and negotiations may still transpire for the final contract.

Director Farris moved, Director Kemp seconded, approval to enter into contract negotiations with PBS&J for Project Management Services. Passed by roll-call vote, all favored.

Steering Committee Secretarial Services

Chair Dale stated that due to the poor weather and driving conditions, and because the meeting has run long, he asked if the Board would desire to adjourn. The Board recommended adjourning the meeting without discussion of the remaining agenda items.

Feasibility Study Steering Committee

No action

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Report

Outreach Committee Report

No action

Financial Report

No action

Next RMRA Board Meeting

Chair Dale stated that the next Board meeting will be held Friday, January 11th from 1 pm to 3pm at the Jefferson County Courthouse, Buffalo Bill Room.

Adjournment

In that the Board elected to adjourn because of the time and weather conditions, the meeting stood adjourned at 3:38 p.m.

Secretary of the Meeting