

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

ROCKY MOUNTAIN RAIL AUTHORITY Held: Friday,
July 18, 2008, at 1:00 p.m. at the Jefferson County
Administration Building, Lookout Mountain 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 (Commissioner)
Richard Morton, Town of Castle Rock (Council)
Gail Drumm, Secretary, Town of Monument (Council) (via teleconference)
John Tangen- RFTA Controller, Fiscal Agent RMRA
Diane Mitsch-Bush, Routt County (Commissioner) (via teleconference)
Dorothea Farris- RFTA/Pitkin County (Commissioner)
Kate Newman- Jefferson County (Staff)
Terrance Quinn, Douglas County (Staff)
Forrest Whitman- Gilpin County (Commissioner)
Gene Putman- City of Thornton (Staff)
Terry Carwile- City of Craig (Council) (via teleconference)
Lee Behrens- Georgetown (Council)
Greg Schroeder- Eagle County (Staff) (via teleconference)
Pete Morlan- City of Trinidad (Council) (via teleconference)
Bill Moore- City of Pueblo (Staff)
Bill Christopher- RTD (Board) (via teleconference)
Cari Hermacinski - Steamboat Springs (Council) (via teleconference)
David Mentor- Colorado Springs (Staff)
Tom Rogalski- Hayden (Council) (via teleconference)
Mac Callison- City of Aurora (Staff)
Catherine Green, Town of Monument (Staff)
Wayne Williams, Pikes Peak Regional Transportation Authority (El Paso County Commissioner) (via teleconference)
Mary Jane Loevlie, Idaho Springs (Staff)
Bob French, Summit County (Council) (via teleconference)
Robert Valdez, Las Animas County (Staff) (via teleconference)

Also present were:

Tamara Gilida- Icenogle, Norton, Smith, Blieszner, Gilida & Pogue, P.C. (RMRA Attorney)
Allan Brown- PBS&J

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Tom Mauser- CDOT (Staff)
Scott Meszaros- Town of Monument (Staff)
Anne Skinner- Castle Rock (Staff)
Mark Gordon- (via teleconference)
Chuck Trout- Westminster (Staff)
Janice Finch- City and County of Denver (Staff)
Lisa Streisfeld- Castle Rock (Staff)

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.

Consideration and Approval of Minutes from the May 23 & June 27 Meetings

Chair Dale asked if there are any corrections to the minutes of June 27th. Mr. Tom Mauser stated that he was not in attendance at the previous meeting. Director Mitsch-Bush stated that in the Outreach Committee Report, that "Moffat" County was misspelled.

Director Putman moved, Director Moore seconded, approval of the June 27th Minutes as amended and specified by Chair and Directors. Passed.

Chair Dale asked if there are any corrections to the minutes of May 23rd. None noted.

Director Moore moved, Director Putman seconded, approval of the May 23rd Minutes as presented. Passed.

Consideration of Approval of New Member Jurisdictions

Chair Dale stated that no new paperwork has been submitted to the Board for new membership approval at this meeting. He commented that there continue to be those who have paid membership dues but have not gotten the signed paperwork back in.

Consideration of Executive Committee Member Change

Chair Dale stated that the appointment of Director Putman to the Executive Committee is before the Board. At the previous meeting Director Farris withdrew her appointment. The bylaw amendment allowing for four (4) at large Executive Members instead of three (3) was withdrawn at the previous meeting. The Executive Committee consists of the Board Officers (Chair, Vice-Chair, Secretary, and Treasurer) and the at large members would be; Director Bill Moore, Director Jene Putman, and Director Diane Mitsch-Bush. He asked for a motion to make this official.

Director Farris moved, Director Loevlie seconded, approval of Directors Moore, Putman, and Mitsch-Bush to be appointed to the RMRA Executive Committee. Passed.

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Consideration of Executive Committee Change & Monthly Responsibilities

Chair Dale asked the Board to consider allowing the Executive Committee to authorize the payment of routine bills, such as legal and consultant fees as previously discussed.

Director Loevlie stated that the Executive Committee should be delegated the authority to approve all payment of bills which are budget approved.

Ms. Tamara Gilida, RMRA legal counsel, Icenogle, Norton, Smith, Blieszner, Gilida & Pogue, P.C., stated that she has a resolution prepared for the Board following discussion at the previous meeting to delegate to the Executive Committee specified powers. She stated that it was drafted to allow for maximum flexibility. She read the resolution to the Board.

Director Farris moved, Director Loevlie seconded, approval of the resolution establishing the roles and responsibilities of the Executive Committee as presented by Ms. Gilidia. Passed unanimously.

Director Loevlie moved, Director Moore seconded, approval of allocating the payment of budget approved bills to the executive committee. Passed unanimously.

Feasibility Study Steering Committee Report

Chair Dale stated that the Feasibility Study Steering Committee met just prior to this meeting. There was a TEMS update, the Project Management Plan was reviewed in detail, an update on Data Collection was provided, and the Power Pointe presentation will be added to the website.

Mr. Tom Mauser, CDOT Staff, stated that the TEMS Team indicated during the presentation that the I-25 service would be within existing right-of-way. This assumption may be incorrect and was pointed out during the meeting. The diagram on the Fact Sheet was discussed in regard to the corridor areas. The generality of the terminology of "High Speed Rail" which is what has been funded for this project study is what he felt the Board should stick to (there had been discussion of not using the terminology "high speed").

Chair Dale stated that next Friday (July 25th) is the deadline for anyone wishing to provide comments on the Fact Sheet. He stated that he will e-mail dates to all members regarding the next meeting dates.

Outreach Committee Report

Chair Dale stated that the Committee did not meet this past month. He commented that outreach paperwork can be obtained from RMRA Legal Council for those attempting to sign up new members and those who have not yet completed the paperwork.

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Financial Report

Director Tangen reviewed the Balance Sheet/Statement of Net Assets. In the Accounts Receivable he stated that \$25,000 should be received shortly from Arapahoe County, and that \$500 was received from Gilpin County and no outstanding contribution is noted from them (he will amend the AR as \$4500 was stated). He reviewed the Accounts Payable provided on the Balance Sheet and stated that an additional disbursement of \$98,089 to TEMS is being requested. He detailed the individual disbursements.

Director Farris requested, Director Putman seconded, approval of the Balance Sheet/Statement of Net Assets and payment of disbursements for invoices for Legal Services (\$8054), T. Charles Wilson for liability insurance (\$2544), PBS&J for Project Management (\$16,746), and to TEMS (\$98,089). Passed.

Chair Dale asked if any submissions to CDOT have been requested on the grant.

Director Tangen responded no, but they will begin this month.

Chair Dale commented that the Board should anticipate seeing some larger expenditures on the project in the near future and asked Director Tangen about the Cash Assets on hand and covering larger expenditures.

Director Tangen explained the process of the RAFTA short term bridge which would be provided to cover RMRA expenditures in such a scenario if insufficient cash were on hand.

CDOT Rail Governance Study Report

Mr. Tom Mauser, CDOT Staff, stated that the Rail Governance Study is now completed.

Chair Dale commented that the draft was sent out via e-mail in the information packet for this meeting.

Mr. Mauser asked that everyone please delete the draft. In the next few days the final study will be sent out which will include the study and an executive summary.

Discuss 2009 Meeting Schedule

Chair Dale stated that he has requested that Jefferson County book the Lookout Mountain Room for the fourth Friday for each month in 2009. He commented that there may be some conflicts and that he will more closely examine each date to make sure that the dates do not fall on a holiday.

Insurance Update

Chair Dale stated that it was budgeted, and the Board approved the additional liability policy at a cost of \$2500.

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Discuss PBS&J Web Site Management Proposal

Chair Dale stated that he had requested Mark Boggs (RMRA Project Director) to examine options for hosting/updating the website. PBS&J Staff will present proposals at a future meeting.

Next RMRA Board Meeting

Chair Dale stated that the next Board meeting will be held on August 22nd at 1:00pm, Jefferson County Courthouse, Lookout Mountain Room. He commented that the meeting may be longer than usual.

Adjournment

In that there were no further items of business to discuss, the meeting stood adjourned at 2:35 p.m.

Secretary of the Meeting