

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

ROCKY MOUNTAIN RAIL AUTHORITY Held: Friday,
January 11, 2008, 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 (Commissioner)
Doug Lehnen, Vice Chair, Town of Castle Rock (Council)
Diane Mitsch Bush, Routt County (Commissioner)
Jack Hilbert, Douglas County (Commissioner)
Karen Tussey- Yampa (Council) (via teleconference)
Bob French- Summit County (Commissioner) (via
teleconference)
Bob Briggs- Westminster (Council)
Robert Larsen- City of Thornton (Staff)
Catherine Green- Town of Monument (Staff)
Tracey McCoy- Timnath (Council)
Kate Newman- Jefferson County (Staff)
Greg Schroeder- Eagle County (Staff) (via teleconference)
Kevin McCasky- Jefferson County (Commissioner)
Frank Weddig- Arapahoe County (Commissioner) (via
teleconference)
Tom Fisher- Mesa County (Staff) (via teleconference)
Bill Christopher- RTD (Board)
Ben Jerdef- Eagle County (Staff) (via teleconference)
Lisa Streisfeld- Castle Rock (Staff) (via teleconference)
George Gerstle- Boulder County (Staff) (via teleconference)
Rod Bockenfeld- Arapahoe County (Commissioner) (via
teleconference)
Dorothea Farris- RFTA/Pitkin County (Commissioner) (via
teleconference)
Wayne Williams- PPRTA (Board) (via teleconference)
John Tangen- RFTA Controller, Fiscal Agent RMRA (via
teleconference)

Also present were:

Tamara Gilida- Icenogle, Norton, Smith & Blieszner, P.C.
Tom Mauser- Colorado Department of Transportation (Staff)
Scott Meszaros- Town of Monument (Staff)
Mark Boggs- PBS&J (RMRA Project Director)
Anne Callison- American Maglev Transit

RECORD OF PROCEEDINGS

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.

PBS&J Contract Status

- Consideration of Approval of PBS&J Project Management Contract

Chair Dale asked legal counsel to provide highlights of the final contract with PBS&J for Project Management.

Ms. Gilida, RMRA legal counsel, Icenogle, Norton, Smith & Blieszner, P.C., provided a detailed synopsis of the contract. She stated that the term of the agreement is for twenty (20) months; compensation is provided for at \$147,895. Progress payments and a required invoicing process for payments are included. General warranties, insurance requirements, an indemnification clause, and an illegal immigration requirement as per State Statute are all outlined in the contract. She reviewed all sections of the contract.

Chair Dale asked the Board if there are any questions on the contract.

Director Moore moved, Director Larsen seconded, approval of the contract and authorized execution by the chair. Passed (unanimously).

Feasibility Study Steering Committee Report

- Consideration of Approval of Subcommittee Formation and schedule

- Consideration of the Delegation for the Approval of the Final Study RFP document to the Feasibility Study Steering Committee at their 2-01-08 Meeting

Chair Dale updated the Board with the Feasibility Study Steering Committee's recommendation of a subcommittee formation. He asked if there are any additional Board members interested in serving on the subcommittee. Seeing none, a document was provided outlining the proposed subcommittee members and work schedule. The subcommittee will work with Mark Boggs of PBS&J to refine and possibly restructure the Draft Scope of Work for the Feasibility Study and the Study RFP. The members of this subcommittee are: Mark Boggs, Tom Mauser, Richard Bauman, Gene Putman, Gail Drumm, Gregg Hall, Jason Longsdorf, Doug Lehnen, and Harry Dale.

Director Farris moved, Director Tangen seconded, approval of the formation of the Feasibility Steering Committee Subcommittee and proposed a tentative meeting schedule. Passed.

Chair Dale updated the Board on the second item of business from the committee which recommended obtaining approval to delegate the approval of the Final Study RFP document to the Feasibility Study Steering Committee at their Friday, 2-01-08 meeting which would allow, if approved, the RFP to be released by 2-05-08. The committee would like to invite any interested Board members to attend the Steering Committee meeting. If this recommendation is approved, the RFP will

RECORD OF PROCEEDINGS

not have to wait until 2-22-08 which is the next Scheduled Board meeting for final approval and release.

Director Tangen moved, Director Lehnen seconded, approval of delegation to approve the Final Study RFP to the Feasibility Study Steering Committee. Passed.

Director Dale stated that the meeting is in its usual meeting place and time (City of Lone Tree Annex, BOCC hearing room at 10:00am), he will send out directions and a notice of the meeting to all Board members.

Director Lehnen stated that they will also have call-in for that meeting.

Chair Dale discussed the final item the steering committee advised which was to include a contingency of \$97,000. He detailed the RFP financial breakdown: Study Consultant (\$1,250,500), Project Management Consultant (\$150,000), Peer Review (\$60,000), and Contingency (\$97,000) for a total of \$1,557,500. This reallocates the funds and he asked for Board approval.

Director Moore asked the Fiscal Officer if this “sits okay” with him.

Director Tangen, RFTA Controller, Fiscal Agent RMRA, stated that this is fine from a GAAP perspective, and from a budget perspective. He does not see a problem with this fiscally; change orders would still have to be pre-authorized as outlined in the RFP.

Director Christopher moved, Director Lehnen seconded, approval of the reallocation of funds so that Study Consultant amount is \$1,250,000 and Contingency in the amount of \$97,000 is established. Passed.

Consideration of Approval of New Member Jurisdictions

Chair Dale commented that the City of Westminster is the only new member which has submitted paperwork to the Board for approval at this meeting.

Director Mitsch Bush moved, Director Christopher seconded, approval of Westminster as member to the RMRA Board. Passed.

Consideration and Approval of Minutes

Chair Dale asked if there are any corrections to the minutes.

Director Farris pointed out the correction of Director “Blankenship” whose name was incorrectly spelled. Also the word effect should be changed to “affect” in the budget discussion.

RECORD OF PROCEEDINGS

Director Mitsch Bush pointed out that Director Catherine Green should be moved up into Board Members as she is listed in the “also present” section but is in fact a Director.

Chair Dale commented that for the minutes, those who are members of this Board (RMRA), they will be noted as “Director” in the minutes. Annotating who is a Commissioner, Councilperson, or other title within the minutes is much too difficult for the record keeper.

Mr. Tom Mauser stated that he is not a member of the RMRA BOD, and was listed as “Director”. He commented that persons listed in the “also present” section could be identified to as Mr. or Ms in the body of the minutes.

Director Larsen pointed out that his name has always been misspelled as “Larson” which is incorrect.

Director Moore moved, Director Mitsch Bush seconded, approval of the December 14, 2007 Minutes as amended and specified by Chair and Directors. Passed.

Financial Report

Chair Dale commented that it has been request by Mr. Tangen that the Board appoint its Budget Officer for 2008.

Director Farris moved, Director Hilbert seconded, appointment of Mr. John Tangen as the Budget Officer for RMRA for 2008. Passed.

Director Tangen, RFTA Controller, Fiscal Agent to RMRA, asked if the Board would agree to approve a resolution appointing him to put out an RFP for the 2007 RMRA Audit and to execute such contract.

Director Farris moved, Director Green seconded, approval for the Fiscal Agent to put out an RFP for 2007 Audit services, and authorizing execution to the maximum budgeted amount not to exceed \$6000. Passed.

Director Tangen asked if there are any questions on the Financial Report or the Income Statement as presented. Seeing none, he detailed the Payment Approval Report. A payment invoice has not been received from Patton Boggs, LLP to date; he stated that payment will not be made until the invoice has been received.

Ms. Gilida, RMRA legal counsel, Icenogle, Norton, Smith & Blieszner, P.C., stated that at the October Board meeting the Board voted not to make any payments until invoices were received.

RECORD OF PROCEEDINGS

Director Tangen commented that there are two requested payments; 1) Mr. Harry Dale in the amount of \$102.98 for office supplies, and 2) October legal fees for Icenogle, Norton, Smith & Blieszner, P.C. in the maximum amount of \$3,000 as per contract.

Director Farris moved, Director Larsen seconded, approval of payments to Mr. Harry Dale and Icenogle, Norton, Smith & Blieszner, P.C. as presented. Passed.

Outreach Committee Report

Director Mitsch Bush commented that the City of Craig joined in December, and the City of Steamboat Springs joined last week. She continues to work with obtaining Moffat County.

Director Lehnem commented that he will attempt to schedule a meeting for next week and try to get all of the updated status information and where each member stands on their 2008 contributions.

Chair Dale commented that he received information from Glenwood Springs who is very interested. He is still working with Vail, and Georgetown has also shown interest.

Director McCoy stated that he has relationships with many of the northeastern municipalities and asked if he should attempt to encourage them to join.

Director Lehnem responded yes that would be very helpful. We are interested in areas along the corridors. Getting them involved is what we need to do.

Wyoming Study Update

Chair Dale commented that Jim Graebnar from Tran Systems, attended the Steering Committee Meeting and reported that Tran Systems has been hired by Wyoming DOT to conduct their portion of the feasibility study. Jim is very willing to work with us and whoever our Study Consultant is going to be. He is now going to be on our distribution list for information.

Director Lehnem pointed out that the Description of Work to be performed by the Wyoming consultant has been handed out to the Board members.

Director Dale inquired if there any thoughts on the level of detail which could be achieved with additional SB1 funding.

Director Farris moved, Director French seconded, a motion to affirm existing officers for the RMRA Board.

Discussion ensued regarding doing such a move which was

RECORD OF PROCEEDINGS

not on the agenda.

Motion was withdrawn by Director Farris.

Chair Dale stated that the appointment of an Executive Committee issue will be on the February agenda.

Ms. Gilida, RMRA legal counsel, Icenogle, Norton, Smith & Blieszner, P.C., read Section 9.2 of the establishing contract, and then stated that she will compile the options and alternatives for the Executive Committee issue and send out the information prior to the next Board meeting at which time it can be discussed.

Next RMRA Board Meeting

Chair Dale stated that the next Board meeting will be held on February 22nd at 1:00pm, Jefferson County Courthouse, Lookout Mountain Room.

Adjournment

In that there were no further items of business to discuss, the meeting stood adjourned at 3:02 p.m.

Secretary of the Meeting