

**Regional Transportation District**

1600 Blake Street  
Denver, CO 80202-1399  
303/299-2303

**Board of Directors**

Chair – Lee Kemp, District I  
First Vice Chair – Christopher Martinez, District B  
Second Vice Chair – Noel Busck, District K  
Secretary – Kent Bagley, District H  
Treasurer – John Tayer, District O

Barbara Brohl, Director, District D	Angie Malpiede, District C
Bill Christopher, District J	William “Bill” McMullen, District E
Matt Cohen, District M	Jack O’Boyle, District G
Bruce Daly, District N	Wally Pulliam, District L
Bill James, District A	Tom Tobiassen, District F

**BOARD OF DIRECTORS MEETING  
Tuesday, March 23, 2010 at 5:30 PM**

**I. CALL TO ORDER**

**II. ROLL CALL-DETERMINATION OF QUORUM**

**III. RETIREE AWARDS**

David C. Shelley, Manager, Corridor Planning – 21 Years of Service

The following communication assistance is available for public meetings:

- Language Interpreters
- Sign-language Interpreters
- Assisted listening devices

Please notify RTD of the communication assistance you require at least 48 hours in advance of a RTD meeting you wish to attend by calling 303.299.2307

**THE CHAIR REQUESTS THAT ALL PAGERS AND CELL PHONES BE SILENCED DURING THE BOARD OF DIRECTORS MEETING FOR THE REGIONAL TRANSPORTATION DISTRICT.**

**IV. PUBLIC PARTICIPATION**

**V. COMMITTEE REPORTS-(See Minutes)**

Planning & Development Committee - Chaired by Director Kemp  
Legislative Committee – Chaired by Director Daly  
FasTracks Monitoring Committee – Chaired by Director McMullen  
DBE Committee – Chaired by Director Martinez  
Operations/Customer Services Committee – Chaired by Director Brohl  
Financial/Administration Committee – Chaired by Director Tayer  
GM Oversight and Performance Management – Chaired by Director Busck  
CDOT – Director Cohen  
E-470 – Director Busck  
ACED – Director Busck  
DRCOG – TBD  
Denver Union Station Advisory – Director James  
Northwest Parkway-Chair Kemp and Director Pulliam  
Pension Committee - Director Pulliam  
Rocky Mountain Rail Authority-Director Christopher  
Chair’s Report- Chair Lee Kemp

**VI. METRO MAYOR TASK FORCE UPDATE**

**VII. APPROVAL OF REGULAR BOARD MEETING MINUTES OF FEBRUARY 16, 2010 AND SPECIAL BOARD MEETING MINUTES OF MARCH 9, 2010**

**VIII. GENERAL MANAGER’S REPORT**

**IX. UNANIMOUS CONSENT**

**A. North Metro Corridor – Release of Final Environmental Impact Statement**

It is recommended by the FasTracks Monitoring Committee that the Board of Directors authorize the General Manager to release the North Metro Corridor Final Environmental Impact Statement (FEIS) for public and agency review. This is a critical step in the National Environmental Policy Act (NEPA) process and provides the public and interested agencies with an opportunity to review the document and provide comments.

**B. Authorization to Execute Agreements for Property Acquisition, Relocation and Construction and Joint Corridor Operations with the BNSF Railway Company**

It is recommended by the FasTracks Monitoring Committee that the Board of Directors authorize the General Manager to enter into the following agreements with the BNSF Railway Company:

- a Purchase and Sale Agreement (PSA) for Acquisition of property

interests from DUS to approximately 71<sup>st</sup> Street in Westminster along BNSF's Front Range Subdivision (the DUS Corridor), along the BNSF Golden Subdivision from approximately Sheridan to the end (the Gold Corridor).

- a Relocation and Construction Agreement (Construction Agreement) for relocation and construction of BNSF facilities required to make the acquired property interests available to RTD for its use on the Eagle P-3 and other commuter rail projects
- a Joint Corridor Use Agreement (JCUA) with the BNSF Railway Company (BNSF) governing ongoing operations between the two entities in the shared corridors.

It is recommended that the General Manager is authorized to acquire property interests described in the PSA in the amount of \$102,674,484; that he is authorized to pay as contracted lump sum payments to BNSF \$24.13 million for relocation and construction of BNSF improvements between Denver Union Station (DUS) and Pecos Streets, \$7.68 million for relocation and construction of improvements on the Gold Line between approximately Sheridan and Ward Road, and \$5.1 million for relocation and construction between Pecos and approximately 71<sup>st</sup> streets. It is further recommended that (1) the amount of \$200,000 for title insurance, closing costs, escrow fees and other costs incidental to execution of the PSA and (2) \$4,000,000 for direct reimbursement costs to BNSF for additional construction and relocation expenses incidental to both BNSF relocation and RTD construction, plus a contingency for delays, minor changes including changes in the square footage of real estate, or other non-fixed expenses, be budgeted authorized and appropriated, and that the General Manager is authorized to make reasonable and necessary expenditures for all such items within the amounts authorized. This would bring the total cost of the agreements with BNSF to \$143,784,484.

Funding for the BNSF agreement is included in the 2010 Adopted Budget for FasTracks, and in the FasTracks financial plan approved by the Board of Directors in February 2010.

It is further recommended that the Board authorize the following budget transfers to fund the PSA, costs incidental to the execution of the PSA, direct reimbursement costs, and the portion of the relocation payments due in 2010. This action will accelerate a portion of the funding previously budgeted in 2011 into 2010 to match the terms of the final agreement, and will allocate the budgeted funds to the following FasTracks projects.

Northwest Rail  
Gold Line  
System Improvements  
FasTracks Contingency Reserve

It is further recommended that the Board pass the attached resolution

authorizing execution of the Agreements, and agreeing to waive governmental immunity, acquire insurance for and indemnify the BNSF for all claims for injuries and damages to persons or property, including environmental liability, for which BNSF would not incur liability but for their authorization of RTD's use of the right of way they currently own. A total of \$125,874,484 is appropriated through the current action. An additional \$13,710,000 will be appropriated in the 2010 Amended Budget to fully fund this transaction as required by the Agreements.

**C. Smart Media Technology Contract Award-revised**

It is recommended by the Operations/Customer Services Committee that the Board of Directors authorize the General Manager, or his designee, to execute all documents necessary to award a contract for the Smart Media Technology (SMT) project to ACS Transport Solutions, Inc. of Columbia, Maryland in an amount not-to-exceed \$15,350,000.

**D. Modifications to Investment Policy**

It is recommended by the Financial/Administration Committee that the Board of Directors approve modifications to the District's Investment Policy to effectuate the utilization of the 3-month U.S. T- Bill Index as published by Bank of America Merrill Lynch as the performance benchmark for the liquidity tier of its unrestricted portfolio.

It is further recommended that the Board of Directors approve shortening the target duration of the non-cash/cash equivalents portion of the portfolio from approximately 1.6 years to 1 year to accommodate cash flow demands imposed by current and upcoming capital projects while retaining the currently defined benchmark (Bank of America Merrill Lynch 1-year U.S. Treasury Note Index) for this portfolio tier.

**E. Legacy UniVerse Developer Consulting**

It is recommended by the Financial/Administration Committee that the Board of Directors authorize the General Manager to extend the contract with 5280 Solutions, for the amount not to exceed of \$249,600, for UniVerse Developer services. The current three year contract with 5280 Solutions expires on April 30, 2010. The contract is being brought to the Board because it is a Personal Services contract per RTD Resolution No.27, Series of 1985.

**F. Revised Fiscal Policy Statements 2010**

It is recommended by the Financial/Administration Committee that the Board of Directors modify and update the Fiscal Policy Statements as attached.

**G. Local Match for Hop Buses**

It is recommended by the Operations/Customer Services Committee that the Board of Directors authorize the General Manager, or his designee to approve the transfer of \$374,050 HOP vehicle replacement funds from the capital budget to the expense budget to accommodate the local share payment to Special Transit.

**H. FasTracks Citizens Advisory Committee Appointments**

It is recommended by the Nominating Committee for the FasTracks Citizens Advisory Committee of the Regional Transportation District (RTD) that the RTD Board of Directors appoint two members to the Citizens Advisory Committee to fill vacancies created by resignation.

**I. RESOLUTION NO.\_\_\_\_, SERIES OF 2010 – (Denver Union Station Project Authority-Appointments)**

**X. RECOMMENDED ACTION**

**J. Award Contract to supply two (2) 45' mall shuttle buses to accommodate the 16<sup>th</sup> Street Mall extension resulting from the DUS reconfiguration project**

It is recommended by the Operations/Customer Services Committee that the RTD Board of Directors authorize the General Manager to award a contract to DesignLine USA, LLC for the purchase of two (2) 45' mall shuttle buses to accommodate RTD 16<sup>th</sup> Street Mall shuttle service with the reconfigured Denver Union Station. The total cost for the two (2) bus purchase is \$1,300,000.

**XI. EXECUTIVE SESSION**

- 1) C.R.S. 24-6-402(4)(a) - Sale at Yale Station
- 2) C.R.S. 24-6-402(4)(a) - Park Avenue Purchase and Sale
- 3) C.R.S. 24-6-402(4)(c): Matters required to be kept confidential by State law: C.R.S. 2-3-103(2) and 2-3-103.7(1)

**XII. RECOMMENDED ACTION**

**K. Item from Executive Session**

**L. Item from Executive Session**

**XIII. UNFINISHED BUSINESS**

**XIV. NEW BUSINESS**

**XV. ADJOURN**