

Memorandum

To: Board of Directors/RTD Staff
From: Lisa Trujillo, Board Office Analyst
Date: July 21, 2010
Subject: Minutes of the Regular Board of Directors meeting held on Tuesday, July 20, 2010 at 5:31 p.m. in rooms R, T, and D.

I. CALL TO ORDER

Chair Kemp called the meeting to order at 5:31 p.m.

II. ROLL CALL - DETERMINATION OF QUORUM

Thirteen Board members were present and two absent (Malpiede and Pulliam).

III. RETIREE AWARDS

There were no retirees for the month of July.

SPECIAL RECOGNITION

The Board recognized the participants of the 2010 International Rail Roadeo for receiving the Grand Champion Award.

Chair Kemp and Director Daly presented the 2010 International Rail Roadeo participants with a plaque and a resolution that passed unanimously later that evening.

Cal Shankster expressed gratitude on the performance of the Rail Roadeo Team. Phil Eberl and Bill Bell talked about how proud they are of the team and presented them with certificates.

International Roadeo Participants:

Operator: Robert Dennis

Maintenance Team: Randall Lovegrove and George Sweeney.

Chair Kemp thanked everyone for their hard work and a job well done.

Chair Kemp awarded General Manager, Phil Washington with his 10 Year Anniversary Certificate.

IV. PUBLIC PARTICIPATION

Doug Connor expressed concern with access-a-Ride dropping passengers off on 17th Street and indicated that there are too many bus stops for ADA vehicles to access curb. ADA vehicles can't pull into the Blake lot on Board meeting nights because he has been told they are not allowed to backup due to insurance requirements. All parking spaces are filled and they can't turn around without backing up. Doug asked if arrangements could be made for access- a-Ride to pull into the lot on Board nights. He also mentioned that access-a-Ride needs someone to help with the logistics in scheduling.

V. **COMMITTEE REPORTS**

Director Tayer requested that the following be added to the Financial Administration and Audit Committee:

“Board and staff should have an equal opportunity to *provide input*, but it should be up to the Board...”

“Fare Model also needs a *new revenue* model as sales tax does not equate to services.”

GM Oversight and Performance Management Committee— Committee Chair Busck said there was nothing to report other than there are three items on unanimous consent agenda this evening. Benchmarking statistics will be brought to the full Board in September to meet the deadline with the Audit by October 1, 2010.

VI. **METRO MAYOR TASK FORCE**

Chair Kemp reported that he and Director Busck attended the meeting this past week. An update on the P3 signing was given by staff. They received great comments from the Mayors; they were pleased with the decision that was made and happy with the General Manager and staff for moving things forward.

VII. **APPROVAL OF REGULAR BOARD MEETING MINUTES OF JUNE 22, 2010**

MOTION: Director McMullen moved for the adoption of the June 22, 2010 regular Board Minutes.

Director James seconded the motion.

VOTE ON MOTION: An electronic vote was taken with 13 votes in favor and 0 against. Directors Malpiede and Pulliam were absent.

Chair Kemp declared the motion **PASSED**.

APPROVAL OF SPECIAL BOARD MEETING MINUTES OF JUNE 29, 2010.

MOTION: Director Busck moved for the adoption of the June 29, 2010 Special Board meeting minutes.

Director Christopher seconded the motion.

VOTE ON MOTION: An electronic vote was taken with 13 votes in favor and 0 against. Directors Malpiede and Pulliam were absent.

Chair Kemp declared the motion **PASSED**.

APPROVAL OF SPECIAL BOARD MEETING MINUTES OF JULY 13, 2010.

MOTION: Director McMullen moved for the adoption of the July 13, 2010 Special Board meeting minutes.

Director Busck seconded the motion.

**VOTE ON
MOTION:**

An electronic vote was taken with 11 votes in favor, 0 against and 2 abstentions (Kemp and Tobiassen). Chair Kemp and Director Tobiassen abstained since they were not present at the July 13, 2010 Special Board Meeting. Directors Malpiede and Pulliam were absent.

Chair Kemp declared the motion **PASSED**.

VIII. GENERAL MANAGER'S REPORT

National Veterans Wheel Chair Games 2010

General Manager, Phil Washington mentioned that Bruce Abel and Brian Matthews received kudos from Veterans from all over the County for the service RTD provided during the games. The RTD Honor Guard participated in the Closing Ceremonies.

Conference of Minority Transportation Officials (COMTO) National Conference Cleveland, OH

Phil Washington did a presentation on the Eagle P3 Project. The conference was well attended. Karen Morales also did a presentation on the FasTracks Program. Director Martinez was in attendance.

Eno Foundation Presentation, Washington D.C. – July 19, 2010

Phil Washington just returned today from giving a presentation at the Eno Conference in Washington D.C. This organization holds Senior Transit Executive Leadership courses three times a year. Phil participated in the pilot course back in 2004 and this was his third time being asked to present. The Eno Foundation paid for the travel expenses.

FasTracks Funding Strategies

Three weeks ago Phil presented the tactical plan for the priorities that came out of Board Advance. FasTracks funding was the top priority. Part of the strategy is updated ridership numbers and we have been working with DRCOG to update the numbers on all corridors and will present them to the Board. RTD is preparing so they are well positioned when the new evaluation criteria comes out.

WTS Colorado Leadership Series Speaker – July 14, 2010

Phil was asked to speak at the Local WTS Leadership Series, all went well.

Federal Highway Administration Workshop

Phil reminded the Board of the workshop that is being held this Thursday July 22, 2010. The workshop is listed on the Board two-week calendar.

Phil mentioned that a Local Governments Officials meeting is scheduled for July 29, 2010, where updated ridership numbers will be discussed with an understanding that with higher ridership numbers comes higher costs.

Chair Kemp asked Director Bagley to give an update on the DUSPA. Director Bagley reported that he and Chair Kemp signed the documents today and it is scheduled to close on Friday. There has been a lot of effort put in by a tremendous amount of people and the money that RTD has been advancing to DUSPA over the last four months will be repaid once these loans close. Credit is due the RTD Board for advancing the money and having had the foresight to understand this project was going to get completed.

Chair Kemp also thanked Director James, General Counsel, Marla Lien and the rest of the Senior Leadership Team.

IX. UNANIMOUS CONSENT

MOTION: Director Brohl made the motion to approve the unanimous consent agenda items A through K.

Director Bagley seconded the motion.

VOTE ON MOTION: An electronic vote was taken for items A through K with 13 votes in favor and 0 against. Directors Malpiede and Pulliam were absent.

- A. RESOLUTION NO. ____ SERIES OF 2010 Honoring the RTD International Light Rail Rodeo Team**
- B. Authorization to Accept SB1 Funding for the Table Mesa Pedestrian Bridge**
It is recommended by the FasTracks Monitoring Committee that the RTD Board of Directors authorize the General Manager or his designee to execute all documents necessary to receive Senate Bill 1 grant funding in the amount of \$3,500,000 from the Colorado Department of Transportation (CDOT), Division of Transportation Development for the Table Mesa pedestrian bridge, and pay the required local match in an amount of \$3,500,000. Funding for the project is included in the 2010 Adopted Budget for the US 36 BRT Phase 2 project.
- C. Authorization for the Transfer of Land Sale Proceeds – Denver Union Station**
It is recommended by the FasTracks Monitoring Committee that the Board of Directors authorize the General Manager to transfer to the Denver Union Station Project Authority (DUSPA) land sale proceeds from parcels sold by RTD at Denver Union Station (DUS) and Market Street to be used for the DUS Project construction funding.
- D. Grant of Permanent Easement for Utility Facilities to the City of Lakewood, Approximately 13th Place and Kipling Street**
It is recommended by the Planning and Development Committee that the Board of Directors authorize the General Manager and/or his designee to execute all documents necessary to convey a permanent easement for utility facilities containing approximately 1,465 square feet plus improvements to the City of Lakewood for the construction, operation and maintenance of the City's Intersection Improvement Project to be placed in part upon RTD property located at approximately West 13th Place and Kipling Street.

E. Resolution Regarding Property Acquisition, Exchange of Property and Indemnification of Claims for Union Pacific Railroad's Burnham Lead and sections of Moffat, Greeley and Limon Subdivisions

It is recommended by the FasTracks Monitoring Committee that the Board of Directors adopt the attached resolution. The resolution authorizes the General Manager or his designee to enter into Purchase and Sale Agreements for (i) portions of the Union Pacific Railroad's (UPRR) Burnham Lead for RTD's West Corridor; (ii) portions of the UPRR Limon and Greeley Subdivisions for RTD's East Corridor; and, (iii) portions of UPRR's Moffat Subdivision for RTD's Gold Line. It further authorizes the General Manager to transfer exchange property needed by UPRR or to authorize payment to UPRR for exchange property UPRR has acquired directly for its relocation, and to enter into Relocation and Construction Agreements (Relocation Agreements) for relocation of existing track and facilities and construction of new facilities necessary to restore functionality to the UPRR. The General Manager is also authorized to enter into Operations and Maintenance Agreements (O&M Agreements) for the East and Gold Line Corridors. The resolution authorizes capital expenditures for these Agreements in an amount estimated at \$84.5 million (eighty four million five hundred thousand dollars). Funding for the agreements is included in the 2010 Amended Budget for the FasTracks capital program.

RTD by the attached Resolution waives sovereign immunity to the extent it may be applicable up to the amount of available insurance and agrees to indemnify the UPRR for claims arising out of RTD's ownership and/or use of the acquired property, and obligates RTD to purchase insurance for various types of claims. Liability insurance in an amount up to \$200 million (two hundred million dollars) during construction and \$400 million (four hundred million dollars) after commencement of operations is required, as is automobile liability insurance in similar amounts. Railroad protective insurance is required on the East and Gold Line Corridors. Pollution liability insurance in the amount of \$5 million (five million dollars) per claim is required along with other insurance applicable to construction projects or required by law. The resolution acknowledges that indemnity and insurance requirements may increase based on changes in law or market conditions.

F. Architectural/Engineering Contract with Merrick & Company, 16 DO-025 Contract Amendment

It is recommended by the Operations and Customer Services Committee that the Board of Directors authorize the General Manager to amend contract 16 DO-025 with Merrick & Company to allow for additional architectural/engineering design services in the amount of \$500,000 for a new, not-to-exceed contract amount of \$1,600,000 and to extend the contract duration to June 30, 2012. Work is administered on an as-needed, work order basis. The amended amount is to be funded by annual projects for the duration of the contract.

G. FasTracks Desktop Support Contractor

It is recommended by the Financial Administration and Audit Committee that the Board of Directors authorize the General Manager to execute all documents necessary to award Dataman a 3 year contract with two 1 year options for IT Desktop Support Services (Contract # 10DY001) in the amount of \$246,000 not to exceed for 3 years.

Dataman, an SBE company, was selected through the competitive bid process. The contract is being brought to the Board because this is a Personal Services Contract per RTD Resolution No. 27, Series of 1983.

H. Reduced Duration of Eagle P3 Project Concession

It is recommended by the Financial Administration and Audit Committee that the Board of Directors authorize the General Manager to negotiate a change to the Concession Agreement with Denver Transit Partners (DTP) to amend the expiration date of the concession from December 31, 2056 to December 31, 2044.

I. Board Approval of updated General Manager Job Description

It is recommended by the General Manager Oversight and Performance Management Committee that the Board of Directors approve this updated job description for the General Manager.

J. Board Policy on Goal Setting Process for the General Manager

It is recommended by the General Manager Oversight and Performance Management Committee that the Board of Directors adopt a policy (guidelines) for the General Manager goal setting process.

K. Board Policy on the Evaluation Process for the General Manager's Annual Performance Review

It is recommended by the General Manager Oversight and Performance Management Committee that the Board of Directors adopt a policy (guidelines) for the process to perform an annual evaluation of the General Manager performance that is inclusive of feedback from all Board members and the process is transparent to the public.

Chair Kemp declared the motion **PASSED unanimously**.

X. RECOMMENDED ACTION

MOTION:

Director Christopher made the motion to approve Item L.

Director Brohl seconded the motion.

L. Award of "Group 22" Contracted Fixed-route Services

It is recommended by the Operations and Customer Services Committee that the Board of Directors authorize the General Manager, or his designee, to enter into a contract for the provision of "Group 22" contracted fixed-route transit services with First Transit, Inc. This contract is for three years for an amount not to exceed \$33,046,625 with two (2) one-year options in the amount of \$11,615,882 (option year 1) and \$11,877,437 (option year 2), for a total five year amount not to exceed \$56,539,944. In addition, RTD will reimburse the contractor's direct fuel costs in an amount estimated to be approximately \$6,477,610 for the initial three year contract term, \$2,238,799 for option year 1, \$2,274,389 for option year 2, for a total of \$10,990,799 for the five year period. This results in a total contract amount not to exceed \$39,524,235 for the initial three year contract period and \$67,530,743 for the five year period. This proposal represents the most responsive and responsible proposal received in response to Request for Proposals (RFP) 10-DH-007, to provide "Group 22" Public Transportation Services. The contract to provide this service is scheduled to be effective with implementation of the January, 2011, service changes on January 9, 2011.

**VOTE ON
MOTION:**

An electronic vote was taken for item L with 13 votes in favor and 0 against. Directors Malpiede and Pulliam were absent.

XI. EXECUTIVE SESSION

There was no Executive Session.

XII. UNFINISHED BUSINESS

Director Bagley mentioned that several Board Members attended and participated in the Downtown Denver Partnership Annual Breakfast this morning. Kent provided a copy of the report and year end review to the RTD Board. These items were given to the participants at the DDP breakfast.

Director James talked to the Board about the 16th Street Mall. This Friday a decision will be made on the recommendation for the Urban Design Plan.

Director Daly commented that he just found out Robert Merriman is no longer with RTD and wanted to wish him well.

Director O'Boyle expressed his extreme pleasure serving in this capacity with the ladies and gentlemen here.

XIII. NEW BUSINESS

Chair Kemp asked that the Board attend the Bus Rodeo on September 11, 2010. He also reminded all that there is a challenge on the table with the General Manager.

General Manager, Phil Washington mentioned that as long as he beats the former, Bus Operator Director Daly, then he will consider it a win.

XV. ADJOURNMENT

The Board meeting adjourned at 6:22 p.m.

Prepared and Transcribed by:



Lisa Trujillo, Board Office Analyst