



Board of Directors

Chair – Larry Hoy, District J
First Vice Chair - Tina Francone, District N
Second Vice Chair – Barbara Deadwyler, District B
Secretary – Jeff Walker, District D
Treasurer – Natalie Menten, District M

Lorraine Anderson, District L
Ernest Archuleta, District C
Bob Broom, District F
Dr. Claudia Folska, District E
Judy Lubow, District I

Ken Mihalik, District G
Chuck Sisk, District O
Paul Daniel Solano, District K
Doug Tisdale, District H
Kate Williams, District A

EXECUTIVE COMMITTEE MEETING
August 10, 2017 at 12:00 PM

Executive Committee Agenda

Chaired by Larry Hoy

- I. **Call to Order**
- II. **August Board Meeting Agenda Review**
- III. **Other Matters**
- IV. **Adjourn**

Draft Board Meeting Agenda - August 15, 2017

- I. **Call to Order**
- II. **Pledge of Allegiance**
- III. **Roll Call - Determination of Quorum**
- IV. **Retiree Awards**
Bonnie Hanford Adams –Risk Management Specialist II – 15 years
Gerald A. Stoll – Lead Service Desk Analyst – 21 years
Monica Thomas – Adopt-a-Stop Coordinator – 38 years
Leroy “Kippy” Velasquez – Bus Operator – 20 years
- V. **Public Participation**
- VI. **Committee Reports**
Planning/Capital Programs & FasTracks Committee – Chaired by Director Lubow
Government Relations Committee – Chaired by Director Walker
Civil Rights Committee – Chaired by Director Solano

Operations & Customer Services Committee – Chaired by Director Anderson
Financial Administration & Audit Committee – Chaired by Director Menten
GM Oversight & Performance Management – Chaired by Director Francone

VII. General Manager Oversight and Performance Management Update

VIII. Approval of Board Meeting Minutes of July 25, 2017

IX. Chair's Report

X. General Manager's Report

XI. Unanimous Consent

A. Recommendation for Contract Award to HNTB for FasTracks Systems Engineering Consultant Services

It is recommended by the Planning/Capital Programs & FasTracks Committee that the RTD Board of Directors authorize award of a five-year contract with an option for a one-year extension with HNTB Corporation in the not-to-exceed amount of \$22,368,708 for Systems Engineering consulting work.

B. Approval of Bank Signature Authorization

It is recommended by the Financial Administration and Audit Committee that the Board of Directors approve the attached Bank Account Signature Authorization Agreement (the "Agreement").

XII. Recommended Action

XIII. Executive Session

XIV. Old Business

XV. New Business

XVI. Adjourn

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 business 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.

BOARD OF DIRECTORS REPORT

To: David A. Genova, General Manager and CEO

From: Henry Stoppolecamp, Assistant General Manager, Capital Programs

Date: July 27, 2017

Subject: Recommendation for Contract Award to HNTB for FasTracks Systems Engineering Consultant Services

Date: July 27, 2017
GM
Board Meeting Date: August 15, 2017

RECOMMENDED ACTION

It is recommended by the Planning/Capital Programs & FasTracks Committee that the RTD Board of Directors authorize award of a five-year contract with an option for a one-year extension with HNTB Corporation in the not-to-exceed amount of \$22,368,708 for Systems Engineering consulting work.

BACKGROUND

In May of 2017, RTD advertised a Request for Proposals for professional services for a Systems Engineering Consultant for FasTracks and Base system capital programs and state of good repair projects for RTD. This contract will award work and authorize budget based on a work order system. On 6/27/17 RTD received one proposal from the HNTB Corporation. RTD put together a team with representation from Purchasing, Civil Rights, Quality Assurance, Systems Engineering and Program Management to evaluate the proposal submitted by HNTB according to the following evaluation criteria:

Proposals were evaluated according to the following criteria, listed in descending order of importance:

- 1. Proposer’s Experience and Past Performance. 20%
- 2. Proposer’s Resources. 20%
- 3. Project Understanding. 20%
- 4. Proposed Staffing. 20%
- 5. Team Organization. 10%
- 6. Project Approach. 10%

The evaluation team rated and scored the HNTB proposal and found them to be fully compliant with all of the evaluation criteria. Based on the proven performance by HNTB in the proposal on RTD and similar transit systems nationwide, the evaluation team recommended that RTD move forward with award of the contract to HNTB for Systems Engineering Consulting services.

DISCUSSION

RTD has used a single Systems Engineering Consultant for FasTracks and Base systems for consistency and standardization of design. This approach has saved RTD cost and has facilitated the operation and maintenance of the system. The incumbent Systems Engineering Consultant six-year contract has been extended once and will have been in place for 12 years by December of 2017. For this reason, RTD reexamined our needs and advertised for these services in order to secure a Systems Engineering consultant to complete the FasTracks capital construction program and continue to support RTD’s Base systems operations and maintenance.

The selected Systems Engineering Consultant will support RTD's Systems Engineering staff on managing the Southeast Rail Line Extension, the North Metro Rail Line, and projects on the RTD's Base System. The proposed Scope of Work to be performed under this Contract Award Authorization is as follows:

- **RTD Base System**

- Prepare PE stamped construction drawings and specifications
- Provide project management and administration
- Provide coordination and project control, cost estimating, cost control assistance
- Prepare construction drawings and specifications for State of Good repair projects that are in the SBP such as power switch upgrades, traction power studies, traction power PLC upgrades, OCS wire replacements, signal improvement projects and stray current measurement.
- Assist RTD in coordination with civil designers and other government agencies as it relates to System Engineering.
- Incorporate design changes as requested by the RTD
- Provide CADD and Quality Assurance services as required by RTD

- **North Metro Rail Line**

- Review systems submittals and construction design documents submitted by the Contractor
- Assist RTD in coordination with civil designers and other government agencies as it relates to System Engineering
- Assist RTD in reviewing the North Metro Rail Line schedule
- Assist in cost estimating and negotiations for any systems-related changes including operations and maintenance
- Perform field inspections
- Perform quality assurance audits as required by RTD's Quality Assurance Program

- **Southeast Rail Extension Project**

- Review systems submittals and construction design documents submitted by the Contractor
- Assist RTD in coordination with civil designers and other government agencies as it relates to System Engineering
- Assist RTD in reviewing the Southeast Rail Extension schedule
- Assist in cost estimating and negotiations for any systems-related changes including operations and maintenance
- Perform field inspections
- Perform quality assurance audits as required by RTD's Quality Assurance Program

The contract award will be for a five-year period of performance with an option for a one-year extension.

The DBE goal for this contract was set at 5%. HNTB has committed to meet the 5% DBE goal.

FINANCIAL IMPACT

Funding for project scope to be completed in 2017 is included in the 2017 Adopted Budget for the FasTracks capital program in the specific projects where HNTB support would be utilized. Funding for future year's scope for the FasTracks projects are identified in the 2016 Annual Program Evaluation and the SBP. Projects requiring additional support identified in the 2016 SBP include: power switching on emergency crossovers, SE corridor state of good repair, traction power substation PLC upgrade, Welton St intersections warning signs replacement, stray current measurement and reporting and DUS signage.

ALTERNATIVES

1. Accept the Recommended Action. It is recommended by the Planning/Capital Programs & FasTracks Committee that the RTD Board of Directors authorize award of a five-year contract with an option for a one-year extension with HNTB Corporation in the not-to-exceed amount of \$22,368,708 for Systems Engineering consulting work.
2. Do not accept the Recommended Action. Reconsider the System Engineering approach to project management and design. This is not recommended as RTD does not currently have the specialized staff to meet the System Engineering needs of the FasTracks Program and Base System. Selection of alternative two could delay implementation of the FasTracks Program and state of good repair on the Base system.

Prepared by:

Henry Stoppolecamp, Assistant General Manager, Capital Programs
Russ Larson, Manager, Systems Engineering

Approved by:



Henry Stoppolecamp, Assistant General Manager, Capital Programs

7/27/2017

BOARD OF DIRECTORS REPORT

To: David A. Genova, General Manager and CEO

From: Heather McKillop, CFO/AGM, Finance & Administration

Date: August 3, 2017

Subject: Approval of Bank Signature Authorization

Date: August 3, 2017
GM
Board Meeting Date: August 15, 2017

RECOMMENDED ACTION

It is recommended by the Financial Administration and Audit Committee that the Board of Directors approve the attached Bank Account Signature Authorization Agreement (the "Agreement").

BACKGROUND

Wells Fargo, as the District's commercial bank, requires prompt notification of all modifications in the authorized signatories on the District's various bank accounts. In order to reflect any changes in District personnel and the election of new Board officers, the Agreement is updated at least annually and periodically as otherwise required.

DISCUSSION

The attached recommended Agreement has been modified from the previously approved Agreement only to reflect the addition of a new checking account which will be used solely for paying invoices related to the winding down of the Denver Union Station Project Authority (DUSPA). Funds deposited in this account will be transferred to RTD from the DUSPA. The creation and use of this account will enable RTD to clearly account for the remaining DUSPA funds as DUSPA's remaining obligations are paid over time.

FINANCIAL IMPACT

This recommended Board action poses no financial impact to the District.

ALTERNATIVES:

1. It is recommended by the Financial Administration and Audit Committee that the Board of Directors approve the attached Bank Account Signature Authorization Agreement (the "Agreement").
2. Modify the attached Agreement.

Do not adopt the attached Agreement.

ATTACHMENTS:

- Bank Account and Signature Authorization Agreement (DOC)

Prepared by:
 Heather McKillop, CFO/AGM, Finance & Administration
 Brenden Morgan, Senior Manager, Debt & Investments

Approved by:

BANK ACCOUNT SIGNATURE AUTHORIZATION AGREEMENT

ARTICLE I

The Regional Transportation District (RTD or the District) is a public body politic and corporate and a political subdivision of the State of Colorado. The RTD is authorized to deposit moneys of the District in an eligible depository as defined under Colorado law. Wells Fargo Bank Denver, N.A., and Wells Fargo Bank Ohio Van Wert, N.A. (Banks) are eligible depositories. In order to further the purposes of RTD and provide authority for essential continuing disbursements, the Board has approved the establishment of and placement of funds in the:

- (a) RTD General Operating Account at Wells Fargo Bank, Denver; Acct. No. XXXXXX4234
- (b) RTD Controlled Disbursement Account at Wells Fargo Bank, Van Wert, Ohio; Acct. No. XXXXXX2107
- (c) RTD Salaried Payroll Account at Wells Fargo Bank, Denver; Acct. No. XXXXXX9520
- (d) RTD Represented Payroll Account at Wells Fargo Bank, Denver; Acct. No. XXXXXX9538
- (e) RTD Salaried Health Benefits Account at Wells Fargo Bank, Denver; Acct. No. XXXXXX5663
- (f) RTD Fuel Payments Account at Wells Fargo Bank, Denver; Acct. No. XXXXXX7795
- (g) RTD Lockbox Depository Account at Wells Fargo Bank, Denver; Acct. No. XXXXXX4674
- (h) RTD Credit Card Sales Draft Account at Wells Fargo Bank, Denver; Acct. No. XXXXXX4250
- (i) RTD DUSPA Draft Account at Wells Fargo Bank, Denver; Acct. No. XXXXXX1168

Now, therefore, RTD authorized the following:

ARTICLE II
AUTHORIZATIONS

- 2.1 Depository Designation. RTD designates the Banks as depositories for RTD’s funds, subject to the terms and conditions of this Agreement.
- 2.2 Endorsements. RTD authorizes and directs the Banks to accept for collection all negotiable instruments and other forms of order for payment of money payable to the order of or endorsed to the order bearing either RTD’s written endorsement by any one designated signer named in this Agreement or RTD’s stamped endorsement.
- 2.3 Required Signatures. RTD authorizes and directs the Banks to honor all negotiable instruments and other forms of order for payment of money drawn on RTD’s account, (including those drawn to bearer, to cash or to the individual order of any designated signer), that bear the signature(s) required by Article IV of this Agreement.

Attachment: Bank Account and Signature Authorization Agreement (3234 : Approval of Bank Signature Authorization)

- 2.4 Effect of Agreement. An Agreement of RTD previously delivered to the Banks shall remain in effect and binding on RTD until RTD delivers a new Agreement or a written notice of termination to the Banks. RTD shall not modify an Agreement except by delivering to an authorized officer of Banks an Agreement containing the modification. RTD shall not terminate an Agreement except by delivering to an officer of Banks a written notice of termination. Negotiable instruments or other forms of order for payment of money, drawn on RTD’s accounts prior to termination or modification of an Agreement, shall be deemed governed by either the Agreement in effect when drawn or the Agreement in effect when presented to the Banks.
- 2.5 Miscellaneous. (a) This Agreement shall inure to the benefit of, and shall be binding on the parties’ successors, assigns, deputies, and agents; (b) This Agreement shall be governed by the laws of the State of Colorado; (c) In the event that a court of competent jurisdiction declares any provision of the Agreement invalid or unenforceable, the remainder of this Agreement shall continue in full force and effect; (d) This Agreement shall not be modified except in a writing signed by an authorized representative of RTD and an authorized representative of banks; (e) In the event of litigation, the prevailing party shall be entitled to recover reasonable attorney’s fees and cost from the other party.

ARTICLE III
CERTIFICATION

I hereby certify that I am the authorized representative of RTD, and that:

- 3.1 All acts, events, and undertakings required by law or by RTD to happen, exist or be performed precedent to and in the issuance of this authorization have happened, exist, and have been performed.
- 3.2 Each of the designation signers named in Article IV presently holds the title herein set forth and all signatures in Article IV hereof are genuine signatures.

David A. Genova, General Manager and CEO

Date

Attachment: Bank Account and Signature Authorization Agreement (3234 : Approval of Bank Signature Authorization)

ARTICLE IV
SIGNATURES

4.1 The following are designated signers of RTD, subject to the special instructions in 4.2 below, for the

- (a) RTD General Operating Account at Wells Fargo Bank, Denver
- (b) RTD Controlled Disbursement Account at Wells Fargo Bank, Van Wert, Ohio
- (c) RTD Salaried Payroll Account at Wells Fargo Bank, Denver
- (d) RTD Represented Payroll Account at Wells Fargo Bank, Denver
- (e) RTD Salaried Health Benefits Account at Wells Fargo Bank, Denver
- (f) RTD Fuel Payments Account at Wells Fargo Bank, Denver
- (g) RTD Lockbox Depository Account at Wells Fargo Bank, Denver
- (h) RTD Credit Card Sales Draft Account at Wells Fargo Bank, Denver
- (i) RTD DUSPA Draft Account at Wells Fargo Bank, Denver

Chair of the Board _____

First Vice-Chair of the Board _____

Second Vice-Chair of the Board _____

Secretary of the Board _____

Treasurer of the Board _____

David A. Genova
General Manager and CEO _____

Heather McKillop
Chief Financial Officer _____

Rolf Asphaug
General Counsel _____

Bruce Abel
Assistant General Manager,
Bus Operations _____

Attachment: Bank Account and Signature Authorization Agreement (3234 : Approval of Bank Signature Authorization)

Scott Reed
Assistant General Manager,
Communications

Doug MacLeod
Controller

4.2 a. Checks of \$25,000 or less may be signed by using a signature plate with the signature of

David A. Genova
General Manager and CEO

b. Checks over \$25,000, up to and including \$100,000 must be signed by two of the following authorized RTD employees; with at least one signature being manual.

David A. Genova
General Manager
and CEO

Heather McKillop
Chief Financial Officer

Rolf Asphaug
General Counsel

Bruce Abel
Assistant General Manager,
Bus Operations

Scott Reed
Assistant General Manager,
Communications

Doug MacLeod
Controller

c. Checks over \$100,000 must be signed by a Board officer and one of the authorized RTD employees specified in 4.2.b., above.

d. Irrespective of the amount of the check, only one of the above-named individuals must sign a check issued to make Payroll withholding deposits or to make other Payroll-related deposits.

Attachment: Bank Account and Signature Authorization Agreement (3234 : Approval of Bank Signature Authorization)

ARTICLE V
ACCEPTANCE BY BANK

Printed Name

Title

Signature

Date

Attachment: Bank Account and Signature Authorization Agreement (3234 : Approval of Bank Signature Authorization)