

**CBE Meeting Notes**  
**Bridge Enterprise Board Workshop**  
**CDOT HQ**  
**April 14, 2010**

CBE Board: Commissioners K. Killin, S. Parker, H. Barry, G. Ortiz, G. Krawzoff, D. Aden, L. Gruen, G. Rieff, J. Erickson, B. Kaufman, T. Rodgers

CDOT Staff: R. George, P. Hutton, H. Copp, T. Harris, R. Gabel, R Akhavan, T. DiVito, W. Allen, R. Reynolds, P. Catlin, B. Stein, N. Hadad, J. Wassenaar. S. Stegman

LSG Team: M. McDole, J Gaudette

The following agenda items were presented and discussed:

- Review of Notes from March 17, 2010 Workshop Meeting
  - No comments
- Review of Minutes from March 5, 2010 Sub-Committee Meeting
  - No comments
- Consultant Report LS Gallegos
  - Review of Sub-Committee meeting minutes for April 7, 2010(Matt McDole)
    - No comments
  - Statement of Qualifications Status (Matt McDole)
    - No comments
  - Request for Proposal Status (Matt McDole)
    - No comments
- LS Gallegos Task Order # 3 (Rick Gabel)
  - Final task order to complete work to select and transition to BEPM; finalize FY2010 and develop FY2011 programs
  - No comments
- CFO Report (Heather Copp)
  - Budget supplement
    - Steifel-Nichols \$53K
    - LS Gallegos task order #3 \$160K
    - Region 2 advanced ROW purchase \$2M
    - Region 5 Red Mountain Pass \$5.7M total
      - Requested flexibility to move funding sources to ensure completion this construction season
    - No comments
  - Financial report
    - Faster bridge revenues forecast at \$37.8 for FY2010

- Bonding program status
  - Counsels selected expected work start imminent
    - Bond counsel – Kutak Rock
    - Disclosure counsel – Hogan and Hartson
  - Investment banker RFP is expected to be issued within two weeks with mid-June award
  - Private placement
    - On schedule for May closure
    - Open issues nearing closure for recommendation to Board
      - Size – approx \$40M
      - Term – evaluating 15 to 20 years
      - Call provisions
        - Extraordinary call provisions to deal with referendum implications to be assessed by counsel
        - Intermediate call is under evaluation
      - Gross vs net pledge
        - A pay-as-you-go program of at least 33% provides flexibility to make a gross pledge appear attractive
      - Initial plan
        - Complete the present inventory of 128 +/- bridges by FY2017 excluding I-70
        - Preserve flexibility to incorporate I-70 as program is better defined and the I-70 EIS progresses
      - Discussion
        - Director Reiff stressed that the finance team careful assess that the bond provisions not foreclose or prejudice the long term financing plan
        - Director Parker noted that the present market for high quality Colorado municipal bonds is very attractive. This was supported by Steve Bell.
        - Heather Copp noted that the finance team is completing its analyses and recommendations. This merits a detailed review and discussion by the Board at its next subcommittee meeting. This will be scheduled after the recommendations are ready to achieve maximum participation by the Board.