



Colorado Transportation Investment Office Memorandum

To: CTIO Board of Directors

From: Piper Darlington, Director, CTIO, and Kelly Brown, Chief Tolling Operations Officer, CTIO

Date: November 20, 2024

Subject: Sixth Amendment to Tolling Services Agreement with E-470

Purpose:

This memorandum provides background on the Managed Lanes Tolling Services Agreement by and Between High Performance Transportation Enterprise¹ and E-470 Public Highway Authority (“TSA”) and describes the proposed Sixth Amendment to the TSA (“Sixth Amendment”). Though the CTIO Board delegated to the Director the authority to make and amend contracts, historically, CTIO staff have presented the TSA and amendments to the CTIO Board for support.

Requested Action:

The CTIO Board is asked to adopt a resolution that supports the staff recommendation to approve the Sixth Amendment to the TSA.

Background:

CTIO and E-470 Public Highway Authority (“E-470”) (collectively, the “Parties”) executed the TSA in 2015, in which E-470 agreed to provide to CTIO back-office toll collection and customer service functions (“back-office services” or “BOS”). In 2021, the CTIO Board resolved to procure a new provider for its BOS. In July of this year, CTIO staff informed the CTIO Board of the selection of the new BOS provider.

To transition from E-470 to the new BOS provider, CTIO will need to provide E-470 with a Termination Notice under the TSA, which will designate an Expiration Date for the current TSA and trigger a “Wind-Down Period.” In the Fourth Amendment to the TSA, the Parties agreed to execute a Future Amendment that would address, with specificity, the Wind Down activities and timeline (“Wind-Down Amendment”). The Fourth Amendment defined the “Term Expiration Wind-Down” as the 24-month period preceding the Expiration Date. The Fourth Amendment set December 31, 2024 as the deadline to execute the Wind-Down Amendment.

CTIO staff and consultants have had several working meetings with E-470 in anticipation of the Wind Down, but the parties are still negotiating what all the activities will be necessary and the timeline for the Wind Down. The Parties need additional time beyond December 31, 2024 to

¹ The High Performance Transportation Enterprise (HPTE) is now doing business as the Colorado Transportation Investment Office (CTIO). CTIO is how the enterprise refers to itself now and in the future. However, the HPTE name is retained for legislative and legal documents.

finalize all the details for the Wind-Down Period, which will be specified in the Wind-Down Amendment.

Accordingly, CTIO staff recommends executing the attached proposed Sixth Amendment, which delays the deadline for executing the Wind-Down Amendment to June 30, 2025. The Sixth Amendment also shortens the Termination Wind-Down Period from 24 months to 18 months, to reflect the time from the new Wind-Down Amendment deadline of June 30, 2025 to the anticipated “Go Live” date for the new BOS provider of January 1, 2027.

Options:

- **Staff Recommendation:** Approve Resolution #458 for the approval of the Sixth Amendment to the TSA.
- Review but do not approve the Amendment. Provide instructions on the next steps.

Attachments:

- **Attachment A:** Sixth Amendment to the Managed Lanes Tolling Services Agreement by and Between High Performance Transportation Enterprise and E-470 Public Highway Authority
- **Attachment B:** Resolution #458