

Front Range Passenger Rail District
Board of Directors
Meeting Minutes - Draft
July 22, 2022
9:00-11:00

Chair Souby called the meeting to order at 9:00 and took role.

Jim Souby - present
Jill Gaebler - present
John Graham - excused
Dennis Flores - present
Will Karspeck- present
Johnny Olson – excused
Sal Pace- present
Jim Tylik- excused
Nathan Anderson – excused
Luiz Lopez - excused
Debbie Mulvey - present
Julie Mullica- present
Joan Peck - present
Chris Nevitt- present
Daneya Esgar- present
Debra Johnston- present
Amber blake – - present
Josh Laipply- present
Jose sota- present
Claire levy- present
Rob Eaton - excused
Randy Wheellock- present
Dale Steenbergen - excused
David Harris – excused

On a motion by Jill Gaebler and seconded by Chris Nevitt the Board approved last month's meeting minutes.

No public signed up for comments through the website or in the zoom meeting. Chair Souby closed public comments period.

Senator Rachel Zenzinger joined the Board to give the oath to the Directors. She congratulated the District on becoming a legal entity and on the work done to get to this point. She thanked interim- GM Andy Karsian for efforts past and present to work on this issue. She delivered the oath to the Board and all Directors took their oath of office.

Upon a motion by Jill Gaebler and seconded by Chris Nevitt the Board approved Resolution #22E-001 - Mandatory Notification for Public Meetings of the Front Range Passenger Rail District (FRPR), successor to the Southwest Chief and Front Range Passenger Rail Commission, and Subsequent Committees of the FRPR. The resolution specifies the District's policy for noticing public meetings, which is 72 hours prior to the meeting time notice will be on FRPR's website. Discussion around the ability to still have emergency meetings under the Open Meeting Law with this policy, and Andy and Director Mulvey confirmed that emergency meetings are permissible and notice and documents must be posted as soon as possible on the website prior or immediately following the meeting. A copy of the resolution is on FRPR's website.

Interim- GM Karsian gave a staff update. The District, along with CDOT, submitted a letter of intent to FRA to submit a future proposal for funding for the passenger rail line. This letter of intent is the first step in establishing the process towards formally applying for federal funds for the passenger rail line next year. Andy also asked the Directors to send him their biographies for the website. Sometime in the future Director's pictures will be added, but likely when there a chance to take their pictures in one place to provide some consistency on the website.

Upon motion from Claire Levy and seconded by Chris Nevitt, the Board approved four official Board committees: Executive, Finance, Communications/Govt Relations, Planning. The Executive Committee will be the Board Officers (Chair, Vice Chair, Treasurer, Secretary) and the Chairs of the other committees.

Upon motion by Claire Levy , and seconded by Josh Laippley the Board named Director Chris Nevitt as the Board Treasurer by acclamation, and upon a motion by Amber Blake and Will Karspeck, the Board named Director Julie Mullica as the Board Secretary.

The Board discussed the draft bylaws further and decided that the Augusts meeting would be best to formally approve the bylaws after a lawyer and other Board members take a shot at simplifying the draft bylaws to reflect more governance language and less policy language (such as Board conduct, or meeting set up). The Directors will continue to provide drafting suggestions over the next month.

Interim- GM Karsian discussed the ongoing conversations around staffing for the District. He spoke with a few law firms and has some more recommendations to pursue. He will present to the Board a comparison sheet of various law firms for their consideration prior to the next Board meeting. Furthermore, he will provide a comparison of HR firms for the process to hire a General Manager. Amber Blake and Andy will follow up with CDOT to see if there is HR assistance the department could offer as part of the GM hiring process. Board members

expressed opinions that if CDOT assists the District, there should be oversight and participation by the Board members to ensure there is no perception that CDOT had a hand in determining the GM for the District. This is important in thinking about how the District is perceived moving into the future as it gets closer to a ballot measure.

After discussion and upon a motion by Chris Nevitt and a second from Jill Gaebler the Board approved Resolution #22F001 – Recognition of Prior Fiscal Commitments made by the Former Southwest Chief and Front Range Rail Commission. The resolution affirms that the District will uphold the prior fiscal commitments made by the Commission prior to the District's inception date of July 1, 2022. The largest fiscal item for discussion centered around the consultant contract for the service development plan being managed by CDOT. Upon the approval of this resolution, the consultants can begin working again on the service development plan.

Interim-GM Karsian updated the Board on getting a bank account for the District. Wells Fargo gave the District approval for an account and the final documents are getting processed. Hopefully, the District will have an account soon to begin the business of the District in earnest.

Director Dennis Flores updated the Board on the insurance coverage provided by the Special District Association insurance pool. The Board is covered for the necessary insurance policies, and the worker's compensation policy will cover the Directors as well as future staff the Directors hire. The Board approved staff's ability to pay the premiums once the bank account is established.

Interim-GM Karsian thanked all the Directors who participated in the first Lunch and Learn webinar in July. The webinar presented on the ongoing service development plan efforts and how those are going and how they will proceed in the future in collaboration with FRPR and CDOT. Future webinars will be scheduled for the Board.

Next Board meeting is August 26th, from 9-11. It will be virtual. Moving into the future, the Board will strive to meet in person in later September for a board retreat, and in subsequent months meet in the various Board members' jurisdictions throughout the District.

Upon motion of Josh Laippley and seconded by Amber Blake, Chair Souby adjourned the board meeting at 10:35.

Copies of the July district board meeting, meeting minutes, and virtual chats can be found on the FRPR website.