



SMART

San Miguel Authority for Regional Transportation

**Board of Directors – Meeting Agenda
San Miguel County Miramonte Conference Room
333 West Colorado Avenue 2nd Floor
December 12, 2016 – 10:00 a.m.**

- 1.** Review Agenda
- 2.** Review and Approval of November 15, 2016 Board Minutes - Resolution
- 3.** Consideration of a Resolution to approve and send the Certification of Tax Levies DLG-70 Form to the San Miguel County Board of Commissioners and County Assessor. MOTION
- 4.** Consideration of a Resolution Summarizing Expenditures and Revenues and Adopting a Preliminary Budget for San Miguel Authority for Regional Transportation for the Calendar Year beginning the First Day of January 2017, and ending on the last day of December 2017. MOTION
- 5.** Review responses from Legal Counsel RFQ
- 6.** Review of Administrator draft job description, hiring timeline and possible office location.
- 7.** Financial management – RFP process for banking and accounting services.
- 8.** Consideration of advisory committee membership and appointment process.
- 9.** Discussion of federal and state grant timelines.
 - a. SIPA Statewide Internet Portal grant
 - b. FTA – Capital and Admin/Operating
- 10.** Future Topics: More on hiring timeline for administrator, SMART Branding – logo- print materials –web, Facebook and phone apps
- 11.** Setting of January meeting date(s).
- 12.** Adjournment

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE
SAN MIGUEL AUTHORITY FOR REGIONAL TRANSPORTATION
SUMMARIZING EXPENDITURES AND REVENUES AND ADOPTING A BUDGET
FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY 2017
AND ENDING ON THE LAST DAY OF DECEMBER 2017**

RESOLUTION NO. 2016 - _____

WHEREAS, the San Miguel Authority for Regional Transportation (“SMART”) was approved by the registered electors of the Town of Telluride, Town of Mountain Village, and that portion of unincorporated San Miguel County located within the SMART boundaries, pursuant to the Colorado Regional Transportation Authority Law, C.R.S Title 43, Article 4, Part 6, at the general election held on November 8, 2016, and;

WHEREAS, SMART is governed by the Colorado Regional Transportation Authority Law and the SMART Intergovernmental Agreement (“SMART IGA”) approved by each of the governing bodies of the Town of Telluride, Town of Mountain Village and San Miguel County, and;

WHEREAS, an annual budget for 2017 has been prepared and submitted for the consideration of the SMART Board of Directors at a regular noticed meeting on December 12, 2016, and;

WHEREAS, the Board has reviewed and determined that revenues are estimated using the available information for the .25% levied sales tax and .75 mills of property tax first year revenue and that the expenditures are also estimated using the best available information for a newly formed Colorado Regional Transportation Authority.

NOW THEREFORE, BE IT RESOLVED, by the Board of Directors of the San Miguel Authority for Regional Transportation:

THAT, the budget as submitted hereby attached as Exhibit A is approved and adopted as the budget of the San Miguel Authority for Regional Transportation for calendar year 2017 with the total expenditure amount of \$556,500.

ADOPTED this 12th day of December, 2016

**SAN MIGUEL AUTHORITY FOR
REGIONAL TRANSPORTATION**

By: _____
Laila Benitez - Chair

Attest:

Board Secretary

San Miguel Authority for Regional Transportation Board of Directors Meeting

November 15, 2016 Minutes
San Miguel County Meeting Room
333 West Colorado Avenue – 2nd Floor

Member Directors present: Town of Telluride – Todd Brown, Sean Murphy (by phone); Mountain Village – Laila Benitez and Dan Caton; San Miguel County – Joan May and Amy Levek.

The meeting was called to order at 1:05 pm.

1. Election of Board Officers.

MOTION -Joan May moved to nominate Laila Benitez as Board Chair. Dan Caton seconded. A unanimous Board vote passed the motion.

MOTION – Dan Caton moved to nominate Joan May as Board Vice Chair. Amy Levek seconded. A unanimous Board vote passed the motion.

MOTION – Joan May moved to nominate Todd Brown as combined Board Secretary-Treasurer. Dan Caton seconded. A unanimous Board vote passed the motion.

2. Consideration of SMART Board By-Laws

Board Members reviewed the draft by-laws provided by Mountain Village Attorney Sarah Abbott. Typographic errors and non-substantive word and punctuation changes were noted to be corrected in the cover resolution and the by-laws.

MOTION- Todd Brown moved to approve the Chairs signature on Resolution 2016-01 adopting the SMART Board of Director By-Laws with the changes outlined herein:

- In Article II Supremacy of Establishing Documents, add the sentence: Any Undefined terms used herein shall have the meaning set forth in the IGA.
 - (a) In Section 5.03 (b) reword to: A Director with such potential conflict of interest as defined above shall recuse himself or herself from the discussion and vote pertaining to such matter; however, the Board may ask and the Director may answer pertinent questions of fact necessary to determine whether such conflict of interest exists.
- Section 5.07 (e) add “and approve such audit”, and (g) delete “and directors”.
- Section 6.11 change: “Directors may attend and vote by telephone...”
- Section 7.03 add: With the exception of the Administrator and the 2016 calendar year, each Officer shall serve a one (1) year term commencing upon election by the Board.
- Section 11.05 change: “The Board shall publish an annual report...”
- Direction was given for Member staff to continue to review and correct other non-substantive grammar, punctuation and typographical errors.

Amy Levek seconded the motion.

A unanimous Board vote passed the motion.

3. Discussion on provisions for Legal Counsel.

After discussing the process with member staff the Board Members gave direction to draft a request of proposals and solicit responses specifically from attorneys knowledgeable in special districts or RTA's and/or with transportation background.

4. Discussion of Administrator hiring timeline and job description.

After discussion the Board directed member staff to refine the job description and check with other Colorado RTA's on administrator duties and responsibilities, salary range and benefits. A preliminary subcommittee to consider applicants was selected to include Amy Levek, Laila Benitez and Todd Brown. Member Administrators will perform a preliminary review of the overall applicant pool to refine it down to a field of those most qualified. A preliminary salary range was outlined as between \$80 to \$100 annually.

5. Authorization to Submit Required Documentation to the Colorado Department of Revenue and Department of Local Affairs.

MOTION Todd Brown moved to adopt Resolution 2016-02 Authorizing Imposition of the Sales Tax with the State of Colorado Department of Revenue.

Dan Caton seconded the motion

A unanimous Board vote passed the motion.

An amendment was made to correct minor typographic errors. The amendment was accepted unanimously.

6. Review of Initial Funding & Financial Management

The preliminary draft budget showing monthly cash flow was circulated. It was decided that more analysis was needed to determine the appropriate amount of January 2017 Member Contributions to supplement the budget until tax revenues accrue. An MOU will be drafted to document Member Contributions when they are settled on.

A draft RFP for banking services was circulated for review with direction to proceed to develop this and one for accounting services for Board review that their next meeting. The Board directed member staff to open an post office box for SMART.

7. Next Scheduled Meeting Set for December 12, 2016

A motion to adjourn was made by Dan Caton and seconded by Todd Brown. The meeting was adjourned at 2:55 p.m.

Respectfully Submitted,

Nina Kothe, Interim Secretary

Approval Date: _____
SAN MIGUEL AUTHORITY FOR REGIONAL TRANSPORTATION

Laila Benitez, Board Chair

Meeting Digitally Recorded.

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE
SAN MIGUEL AUTHORITY FOR REGIONAL TRANSPORTATION
CERTIFYING THE VOTER APPROVED PROPERTY TAX MILL LEVIES FOR THE
BUDGET YEAR 2017**

RESOLUTION NO. 2016 - _____

WHEREAS, the San Miguel Authority for Regional Transportation (“SMART”) was approved by the registered electors of the Town of Telluride, Town of Mountain Village, and that portion of unincorporated San Miguel County located within the SMART boundaries, pursuant to the Colorado Regional Transportation Authority Law, C.R.S Title 43, Article 4, Part 6, at the general election held on November 8, 2016, and;

WHEREAS, SMART is governed by the Colorado Regional Transportation Authority Law and the SMART Intergovernmental Agreement (“SMART IGA”) approved by each of the governing bodies of the Town of Telluride, Town of Mountain Village and San Miguel County, and;

WHEREAS, the SMART Board has duly adopted their annual budget for 2017 in accordance with the local government law, on December 12, 2016, and;

WHEREAS, the Board has reviewed and approved the Department of Local Affairs Form DLG-70 Certification of the Tax Levies herein Exhibit A, and the Certification of Valuation by the San Miguel County Assessor dated December 2, 2016, herein Exhibit B;

WHEREAS, the Board desires to take action and set forth these Certifications in accordance with 39-5-128(1),C.R.S.

NOW THEREFORE, BE IT RESOLVED, by the Board of Directors of the San Miguel Authority for Regional Transportation:

THAT, for the purpose of meeting all general operating expenses of SMART during the 2017 budget year, there is hereby levied a tax of .75 mills upon each dollar of total valuation for assessment of all taxable property within the boundaries of the San Miguel Authority for Regional Transportation for the year 2016, generating approximately \$558,113 in revenue, and

THAT, the Board of Directors for the San Miguel Authority for Regional Transportation are hereby authorized to certify to the County Commissioners of San Miguel County, Colorado the mill levy for the San Miguel Authority for Regional Transportation as herein determined.

ADOPTED this 12th day of December, 2016

**SAN MIGUEL AUTHORITY FOR
REGIONAL TRANSPORTATION**

By: _____
Chair

Attest:

Board Secretary

CERTIFICATION OF TAX LEVIES for NON-SCHOOL Governments

TO: County Commissioners¹ of _____, Colorado.

On behalf of the _____, (taxing entity)^A

the _____, (governing body)^B

of the _____, (local government)^C

Hereby officially certifies the following mills to be levied against the taxing entity's GROSS \$ assessed valuation of: (GROSS^D assessed valuation, Line 2 of the Certification of Valuation Form DLG 57^E)

Note: If the assessor certified a NET assessed valuation (AV) different than the GROSS AV due to a Tax Increment Financing (TIF) Area^F the tax levies must be calculated using the NET AV. The taxing entity's total property tax revenue will be derived from the mill levy multiplied against the NET assessed valuation of: (NET^G assessed valuation, Line 4 of the Certification of Valuation Form DLG 57) USE VALUE FROM FINAL CERTIFICATION OF VALUATION PROVIDED BY ASSESSOR NO LATER THAN DECEMBER 10

Submitted: _____ for budget/fiscal year _____. (no later than Dec. 15) (mm/dd/yyyy) (yyyy)

Table with 3 columns: PURPOSE (see end notes for definitions and examples), LEVY², and REVENUE². Rows include General Operating Expenses, Temporary General Property Tax Credit/Temporary Mill Levy Rate Reduction, General Obligation Bonds and Interest, Contractual Obligations, Capital Expenditures, Refunds/Abatements, and Other (specify). Includes a SUBTOTAL FOR GENERAL OPERATING and a TOTAL row.

Contact person: _____ Daytime phone: () _____ (print)

Signed: _____ Title: _____

Include one copy of this tax entity's completed form when filing the local government's budget by January 31st, per 29-1-113 C.R.S., with the Division of Local Government (DLG), Room 521, 1313 Sherman Street, Denver, CO 80203. Questions? Call DLG at (303) 864-7720.

¹ If the taxing entity's boundaries include more than one county, you must certify the levies to each county. Use a separate form for each county and certify the same levies uniformly to each county per Article X, Section 3 of the Colorado Constitution.

² Levies must be rounded to three decimal places and revenue must be calculated from the total NET assessed valuation (Line 4 of Form DLG57 on the County Assessor's FINAL certification of valuation).

CERTIFICATION OF TAX LEVIES, continued

THIS SECTION APPLIES TO TITLE 32, ARTICLE 1 SPECIAL DISTRICTS THAT LEVY TAXES FOR PAYMENT OF GENERAL OBLIGATION DEBT (32-1-1603 C.R.S.). Taxing entities that are

Special Districts or Subdistricts of Special Districts must certify separate mill levies and revenues to the Board of County Commissioners, one each for the funding requirements of each debt (32-1-1603, C.R.S.) Use additional pages as necessary. The Special District's or Subdistrict's total levies for general obligation bonds and total levies for contractual obligations should be recorded on Page 1, Lines 3 and 4 respectively.

CERTIFY A SEPARATE MILL LEVY FOR EACH BOND OR CONTRACT:

BONDS^J:

- 1. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

- 2. Purpose of Issue: _____
Series: _____
Date of Issue: _____
Coupon Rate: _____
Maturity Date: _____
Levy: _____
Revenue: _____

CONTRACTS^K:

- 3. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

- 4. Purpose of Contract: _____
Title: _____
Date: _____
Principal Amount: _____
Maturity Date: _____
Levy: _____
Revenue: _____

Use multiple copies of this page as necessary to separately report all bond and contractual obligations per 32-1-1603, C.R.S.

Exhibit B

CERTIFICATION OF VALUATION BY SAN MIGUEL COUNTY ASSESSOR

Name of Jurisdiction: **26 - San Miguel Authority for Regional Transportation**

New Entity: Yes

IN SAN MIGUEL COUNTY ON 12/2/2016

USE FOR STATUTORY PROPERTY TAX REVENUE LIMIT CALCULATIONS (5.5% LIMIT) ONLY

IN ACCORDANCE WITH 39-5-121(2)(a) AND 39-5-128(1), C.R.S. AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES THE TOTAL VALUATION FOR ASSESSMENT FOR THE TAXABLE YEAR 2016 IN SAN MIGUEL COUNTY, COLORADO

1. PREVIOUS YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:		\$0
2. CURRENT YEAR'S GROSS TOTAL TAXABLE ASSESSED VALUATION: *		\$744,150,410
3. LESS TIF DISTRICT INCREMENT, IF ANY:		\$0
4. CURRENT YEAR'S NET TOTAL TAXABLE ASSESSED VALUATION:		\$744,150,410
5. NEW CONSTRUCTION: **		\$6,595,950
6. INCREASED PRODUCTION OF PRODUCING MINES: #		\$0
7. ANNEXATIONS/INCLUSIONS:		\$0
8. PREVIOUSLY EXEMPT FEDERAL PROPERTY: #		\$0
9. NEW PRIMARY OIL OR GAS PRODUCTION FROM ANY PRODUCING OIL AND GAS LEASEHOLD OR LAND (29-1-301(1)(b) C.R.S.): ##		\$0
10. TAXES COLLECTED LAST YEAR ON OMITTED PROPERTY AS OF AUG. 1 (29-1-301(1))(a) C.R.S.):		\$0.00
11. TAXES ABATED AND REFUNDED AS OF AUG. 1 (29-1-301(1)(a) C.R.S.) and (39-10-114(1)(a)(I)(B) C.R.S.):		\$0.00

* This value reflects personal property exemptions IF enacted by the jurisdiction as authorized by Art. X, Sec.20(8)(b), Colo.

** New construction is defined as: Taxable real property structures and the personal property connected with the structure.

Jurisdiction must submit respective certifications (Forms DLG 52 AND 52A) to the Division of Local Government in order for the values to be treated as growth in the limit calculation.

Jurisdiction must apply (Forms DLG 52B) to the Division of Local Government before the value can be treated as growth in the limit calculation.

USE FOR 'TABOR' LOCAL GROWTH CALCULATIONS ONLY

IN ACCORDANCE WITH THE PROVISION OF ARTICLE X, SECTION 20, COLO CONST, AND 39-5-121(2)(b), C.R.S. THE ASSESSOR CERTIFIES THE TOTAL ACTUAL VALUATION FOR THE TAXABLE YEAR 2016 IN SAN MIGUEL COUNTY, COLORADO ON AUGUST 25, 2016

1. CURRENT YEAR'S TOTAL ACTUAL VALUE OF ALL REAL PROPERTY: @		\$6,715,018,312
ADDITIONS TO TAXABLE REAL PROPERTY:		
2. CONSTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS: !		\$79,965,799
3. ANNEXATIONS/INCLUSIONS:		\$0
4. INCREASED MINING PRODUCTION: %		\$0
5. PREVIOUSLY EXEMPT PROPERTY:		\$0
6. OIL OR GAS PRODUCTION FROM A NEW WELL:		\$0
7. TAXABLE REAL PROPERTY OMITTED FROM THE PREVIOUS YEAR'S TAX WARRANT:		\$0

(If land and/or a structure is picked up as omitted property for multiple years, only the most current year's actual value can be reported as omitted property.)

DELETIONS FROM TAXABLE REAL PROPERTY:

8. DESTRUCTION OF TAXABLE REAL PROPERTY IMPROVEMENTS:		\$0
9. DISCONNECTIONS/EXCLUSION:		\$0
10. PREVIOUSLY TAXABLE PROPERTY:		\$828,849

@ This includes the actual value of all taxable real property plus the actual value of religious, private schools, and charitable real property.

! Construction is defined as newly constructed taxable real property structures.

% Includes production from new mines and increases in production of existing producing mines.

IN ACCORDANCE WITH 39-5-128(1), C.R.S. AND NO LATER THAN AUGUST 25, THE ASSESSOR CERTIFIES TO SCHOOL DISTRICTS : 1. TOTAL ACTUAL VALUE OF ALL TAXABLE PROPERTY:----->	\$0
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NOTE: All levies must be Certified to the Board of County Commissioners NO LATER THAN DECEMBER 15, 2016

Data Date: 12/2/2016

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE
SAN MIGUEL AUTHORITY FOR REGIONAL TRANSPORTATION
SUMMARIZING EXPENDITURES AND REVENUES AND ADOPTING A BUDGET
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AND ENDING ON THE LAST DAY OF DECEMBER 2017**

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NOW THEREFORE, BE IT RESOLVED, by the Board of Directors of the San Miguel Authority for Regional Transportation:

THAT, the budget as submitted hereby attached as Exhibit A is approved and adopted as the budget of the San Miguel Authority for Regional Transportation for calendar year 2017 with the total expenditure amount of \$556,500.

ADOPTED this 12th day of December, 2016

**SAN MIGUEL AUTHORITY FOR
REGIONAL TRANSPORTATION**

By: _____
Laila Benitez - Chair

Attest:

Board Secretary

LAW OFFICES OF
PAUL J. TADDUNE, P.C.

PAUL J. TADDUNE

323 WEST MAIN STREET, SUITE 301
ASPEN, COLORADO 81611
TELEPHONE (970) 925-9190
TELEFAX (970) 925-9199
INTERNET: taddune@compuserve.com

AFFILIATED OFFICE

FOWLER, SCHIMBERG & FLANAGAN, P.C.
1640 GRANT STREET, SUITE 300
DENVER, COLORADO 80203
TELEPHONE (303) 298-8603
TELEFAX (303) 298-8748

December 6, 2016

Board of Directors
San Miguel Authority for Regional Transportation
Attn.: Laila Benitez, Chairman
P.O. Box 3140
Telluride, CO 81435

Dear Ms. Benitez and Members of the Board of Directors:

This letter is in response to a telephone call I received from Sarah Abbott, J. David Reed, P.C., on November 28, 2016, and follow up e-mail with attached San Miguel Authority for Regional Transportation ("SMART") Request for Qualifications. During that conversation, Ms. Abbott inquired as to whether I would be interested in submitting a response to the Request for Qualifications with a view toward providing legal representation to SMART, based on my experience in initially forming and representing the Roaring Fork Transportation Authority ("RFTA") over many years.

I would be happy to discuss with the Board whether my experience with RFTA would be transferable to and add value to SMART's circumstances. I would like to know more about SMART's history, organizational structure, current status and long term objectives to evaluate how SMART could be best served.

The Roaring Fork Transit Agency, the predecessor to RFTA, was organized in 1983 by me in my capacity as the Aspen City Attorney to facilitate a Federal Urban Mass Transit Agency grant designed to encourage regional transportation. I then represented RFTA for approximately 14 years as outside general counsel, up and until the time RFTA evolved into a rural transportation authority under the Rural Transportation Authority Law. The RFTA Board at that time created the position of a full time in-house general counsel for which I did not apply. I again represented RFTA for approximately one year in 2006 when the in-house general counsel died unexpectedly and until a replacement was hired. I was engaged again by RFTA in 2012 to discharge a third in-house general counsel. I then served as interim general counsel from 2012 until 2014, at which time I was appointed and currently serve as outside general counsel.

My family and I relocated from New York State to Colorado when I accepted the appointment as Aspen City Attorney in 1980, a position that I held for approximately ten years. I was an employee and in-house City Attorney for approximately 1-1/2 years and thereafter

continued to serve as City Attorney on an outside counsel basis. My practice in New York involved representation of municipalities and school districts. My experience with public transportation also includes a summer internship with the Port Authority of New York and New Jersey and a summer internship during my last year at University of Virginia Law School with the U.S. Department of Transportation, Federal Highway Administration, the predecessor to the Federal Transportation Administration (“FTA”).

My representation of public entities here in Colorado has included serving as outside general counsel for the W/J Metropolitan District, the Aspen Valley Hospital Special District and the Starwood Metropolitan District.

I have a long standing affiliation with the Denver law firm of Fowler, Schimberg, Flanagan & McLetchie, P.C., which shares an office in my building and assists from time to time in RFTA matters and which represents the Denver RTD in claims matters (ie. RTD FasTracks claims counsel) and has in-depth litigation experience, including condemnation. I also have an increasing affiliation with the Glenwood Springs based law firm of Karp, Neu, Hanlon, P.C. Jeff Conklin, a partner in the firm, similarly shares an office with me and provides assistance on a variety of matters, including my representation of public entities. Karp, Neu, Hanlon, P.C. also has an office in Montrose and represents numerous public entities, including the City of Glenwood Springs, the City of Rifle, and the Town of Parachute, among others.

With respect to the questions set forth on the second page of the Request for Qualifications, the answers to the questions are as follows:

1. Name of the attorney who would be primary legal counsel to SMART:

Paul J. Taddune. Paul Taddune would be assisted by Jeff Conklin, Karp, Neu, Hanlon, P.C., and Dan Fowler and Andy McLetchie, Fowler, Schimberg, Flanagan & McLetchie, P.C.

2. The primary attorney’s resume, including professional background, education, and relevant experience:

Please see attached resume. Resumes for Jeff Conklin and Dan Fowler are also enclosed.

3. Disclosure of any potential conflicts of interest:

I do not see any at this time.

4. Details regarding existing workload and availability to represent SMART:

This question can only be answered after exploring with the Board the need for services and the extent to which the experience briefly outlined could be readily transferred to SMART. Nevertheless, I anticipate that with the collective resources of myself and affiliated counsel, we have the capacity to capably represent SMART.

5. A list of representative clients with whom you have worked in the past five (5) years:

- Roaring Fork Transportation Authority
- Starwood Homeowners Association and Metropolitan District
- W/J Metropolitan District
- Destination Resorts (which manages major hotel/condominium projects located in Aspen and Snowmass Village including the Gant, the Top of the Village Association, the Interlude Condominium Association, Tamarack Townhouses Association, the Laurelwood Condominium Association, and the Stonebridge Inn, for which I serve as general counsel)
- General counsel to numerous homeowners and condominium associations, in addition to those mentioned above, including, but not limited to, the Snowmass Homeowners Association, the Crestwood, the Divide and Lift One Condominium Association
- Representative clients of Fowler, Schimberg, Flanagan & McLetchie, P.C. and Karp, Neu, Hanlon, P.C. can be provided upon request

6. References from local government and/or special district clients: Please feel free to contact the following:

- Dan Blankenship, CEO, Roaring Fork Transportation Authority, Telephone no. (970) 384-4981
- Meg Haynes, Executive Director of the Starwood Metropolitan District, Telephone no. (970) 925-8939
- Wayne Ethridge, Board Member, W/J Metropolitan District, Telephone no. (970) 319-2485
- Dave Ressler, CEO, Aspen Valley Hospital, Telephone no. (970) 925-1120

Board of Directors
San Miguel Authority for Regional Transportation
December 2, 2016
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7. Hourly rate schedule for attorney and paralegal time, or proposed retainer arrangement: a reduced public sector rate of \$325.00 per hour for Paul J. Taddune and specific hourly rates for attorneys of affiliated firms depending upon expertise of attorney, not to exceed \$325.00 per hour.

Please feel free to call if you have any questions.

Very truly yours,

PAUL J. TADDUNE, P.C.

A handwritten signature in black ink, appearing to read 'PJT', with a horizontal line extending to the left and a flourish to the right.

Paul J. Taddune

PJT:nwe
Enclosures

PAUL J. TADDUNE

Business

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Fax: (970) 925-9199
E-Mail: taddune@compuserve.com

Home

1064 Sinclair Road
Snowmass Village, Colorado 81615
P.O. Box 9978
Aspen, Colorado 81612
Tel: (970) 923-5978

EDUCATION

University of Virginia, School of Law, J.D., 1971
Holy Cross, B.A., (English) 1968

PROFESSIONAL EXPERIENCE

Association law, zoning, planning and land use law; criminal and civil litigation, trial and appellate; labor relations, negotiation and litigation (PERB, NLRB); real property transactions and foreclosures; state and federal administrative law; municipal law (including anti-trust and civil rights); legislation; contracts; U.C.C.; matrimonial law and family court; military law; trusts and estates; corporations; education law; health law; expert witness testimony.

EMPLOYMENT

Attorney, Paul J. Taddune, P.C. (1995 to Present) - Affiliated with Denver law firm of Fowler, Schimberg and Flanagan; Taddune & Guest (1991-1995); Taddune, Hazen & Esary (1988-1991); Taddune & Associates, P.C. (1986-1988); Edwards & Taddune (1984-1986); Aspen, Colorado. Engaged in general practice of law with emphasis on litigation, municipal, association, land use and real estate law.

City Attorney, Aspen, Colorado (1981-1988); special counsel to City of Aspen (1988-1991).

Attorney, Pemberton, Buchyn and O'Hare, Schenectady, New York. Engaged in general practice with emphasis on litigation, labor, municipal and education law (1978-1980).

Deputy Corporation Counsel, City of Schenectady, New York (part-time); general private practice, Schenectady, New York; "of counsel" to the firm of Lombardi, Reinhard and Walsh, P.C.; Instructor, Schenectady Community College ("Courts and Litigation" and "Real Property")(1976-1978).

Assistant Corporation Counsel, City of Schenectady, New York (part-time); general private practice (1976).

Assistant District Attorney, County of Schenectady, New York (1975).

Judge Advocate, United States Marine Corps (1971-1974).

Consultant, environmental law and highway planning, Federal Highway Administration, U.S. Department of Transportation, Washington, D.C. (September-November, 1971).

Law Intern, Federal Highway Administration, U.S. Department of Transportation, Washington, D.C. (Summer, 1970).

Marine Corps Officer Training, Quantico, Virginia (Summers 1968-1969).

Management Intern, Port of Authority of New York and New Jersey, New York, New York (Summer, 1967).

MILITARY SERVICE: 1968-1974

U.S. Marine Corps Judge Advocate.
Entered active duty November, 1971.
Honorably released from active duty, November, 1974, with rank of Captain.

Participated in numerous courts-martial and administrative discharge proceedings. By appointment of United States Embassy, Tokyo, Japan, represented United States government in Japanese trials involving prosecution of United States citizens.

Officer in Charge, USMC International claims, MCB, Okinawa, Japan.

BAR ADMISSIONS

Colorado; Virginia; District of Columbia; New York.

PROFESSIONAL ASSOCIATIONS

American Bar Association; New York State Bar Association; Virginia Bar Association; District of Columbia Bar Association; Colorado Bar Association; Pitkin County Bar Association; Community Associations Institute.

MISCELLANEOUS ASSOCIATIONS

Rotary; St. Mary's Parish, Aspen (lector/commentator); Of Counsel, Aspen-Santa Fe Ballet School and Company;

FAMILY

Married 1977: Constance E. Taddune
Two children: Blaise and Lauren
Owned home in Snowmass Village, Colorado since 1989.

JEFFREY J. CONKLIN

323 W. Main Street, Suite 301, Aspen CO 81611 (Office) · (970)928-2124 (Office) · jjc@mountainlawfirm.com

PROFESSIONAL EXPERIENCE

KARP NEU HANLON, P.C., SHAREHOLDER/PARTNER, GLENWOOD SPRINGS AND ASPEN, CO, 2009 – PRESENT

- Practice all facets of local government, real property, and water law as well as related litigation.
- Attend and lead public meetings as counsel for local cities and towns, special districts, and homeowners associations.
- Negotiate, draft, and implement land use, easement, development, professional services, and other detailed agreements.
- Extensive work with local land use and building codes on complex land use disputes, vested rights issues, code violations and enforcement, development review and procedure, land use hearings, Rule 106 appeals, and code updates.
- Litigation and appellate practice related to complex easement disputes, public finance and TABOR issues, title claims, various water right issues, lending and mechanics' liens, public contracting, and administrative hearing appeals.
- Represent clients on filing and opposing water court applications in surface, storage and ground water matters, assessing water right dedications, water right title, decreeing plans for augmentation, and water court litigation.

JEFFREY J. CONKLIN, P.C., SOLE SHAREHOLDER, ASPEN, COLORADO, 2008-2009.

- Formed, managed, and practiced under own law firm focusing on mechanics' lien litigation and contract disputes.

DENVER WATER BOARD, LAW CLERK, DENVER, COLORADO, FALL 2007

- Researched and authored memoranda on environmental, property, and water law issues for water supply projects.

PATRICK, MILLER & KROPF, P.C., LAW CLERK, ASPEN, COLORADO, SUMMER 2007

- Co-authored articles published in *Western Water Law & Policy Reporter* Vol. 11, No. 9 and No. 10.

PROFESSIONAL AND COMMUNITY INVOLVEMENT

- *Chairman*, Pitkin County Planning and Zoning Commission, 2013-Present.
- *Board of Directors*, Roaring Fork Conservancy, 2015-Present.
- *Commissioner*, Town of Basalt, Planning and Zoning Commission, 2012.
- *Vice-Chair*, Roaring Fork Conservancy – River Stewards Steering Committee, 2012 – 2015.
- *Member*, Colorado Bar Association, Aspen Young Professionals Association,

EDUCATION

UNIVERSITY OF DENVER, STURM COLLEGE OF LAW, JURIS DOCTOR (JD), 2008

- *Burns, Figa, & Will, P.C./ Urban Transitions, LLC*, Intern to Kemper Will, Spring 2007
 - Researched and authored memoranda on urban land use, hazardous waste liability, and environmental issues.
 - Attended public hearings, drafted grant proposals, and assisted on several urban redevelopment projects.
- *Rocky Mountain Land Use Institute*, Public Interest Practicum, Spring 2008
 - Drafted sample land use code provisions for creation of the Sustainable Community Development Code.
- *Research Assistant to Dean Daniel Vigil*, Spring 2008
 - Prepared a presentation on climate change and Colorado's water supply for Environmental Law Conference.
- *University of Denver Water Law Review*, Staff Editor
 - Published in *Water Law Review* Volume 10, Issue 1 and Issue 2; Volume 11, Issue 1 and Issue 2.
- *Pacific University McGeorge School of Law*, Study Abroad Program; Salzburg, Austria; Summer 2006
 - Studied "Fundamental Rights" under Supreme Court Justice Anthony Kennedy.

UNIVERSITY OF DENVER, INSTITUTE FOR PUBLIC POLICY STUDIES, MASTER OF PUBLIC POLICY (MPP), 2008

- Thesis on proposed water conservation policies and cost-benefit analysis.

WAKE FOREST UNIVERSITY, WINSTON-SALEM, NC, B.A. IN POLITICAL SCIENCE AND PHILOSOPHY, MAY 2004

- Member, Wake Forest University Club Golf Team; Student Government, Race Relations Committee.

DANIEL M. FOWLER

Fowler | Schimberg | Flanagan | McLetchie P.C.
1640 Grant Street, Suite 300
Denver, CO 80202
Telephone: (303) 298-8603
Facsimile: (303) 298-8748
Cell: (303) 378-1542
E-mail: d_fowler@fsf-law.com

Areas of Practice

Civil litigation and representation including commercial, construction, transportation and personal injury matters for private and public sector clients. Construction site accidents; heavy and highway equipment liability; heavy truck, common carrier, premises liability, and recreational risk litigation

Employment

Fowler, Schimberg & Flanagan, P.C., Denver, Colorado
President/Shareholder: April 1987 - present

Wood, Ris & Hames, P.C., Denver, Colorado
Shareholder: November 1, 1978 - April 10, 1987
Associate: May 1975 - October 31, 1978
Law Clerk: January 1974 - May 1975

Education

University of Denver College of Law, Juris Doctor, *magna cum laude*, December 1974

Associate Editor, *Denver Law Journal*; Order of St. Ives (scholastic honorary)

Monmouth College, Monmouth, Illinois, Bachelor of Arts in Economics, *cum laude*,
March 1972

Bar Admission

State of Colorado and United States District Court	1975
United States District Court for the District of Arizona	1993
10 th Circuit Court of Appeals	1982
State of Wyoming	1994
United States District Court for the District of Wyoming	1998

Professional Associations/Memberships

American, Colorado, and Denver Bar Associations
Colorado Defense Lawyers Association
Defense Research Institute
Federation of Defense and Corporate Counsel
ABA Construction Industry Forum
CBA Construction Law Committee
DRI Construction Law Committee
Associated General Contractors-Associate Member
American Institute of Architects-Associate Member
Structural Engineers Association of Colorado

Hourly rate and professional reference information available upon request.

From: Sarah Abbott <sabbott@jdreedlaw.com>

To: taddune <taddune@compuserve.com>

Subject: SMART Legal Counsel RFQ

Date: Mon, Nov 28, 2016 12:00 pm

Attachments: 20161128 Legal Counsel RFQ.pdf (22K)

Hi Paul,

Thank you for taking the time to discuss the new San Miguel Authority for Regional Transportation with me today. Attached to this email is the RFQ we discussed. If you have any questions, please contact Laila Benitez, the SMART Chair, at (970) 708-2408.

Thank you,
Sarah

Sarah H. Abbott
Attorney



J. David Reed, P.C.
ATTORNEYS AT LAW

sabbott@jdreedlaw.com

PO Box 196

Montrose, Colorado 81402

www.jdreedlaw.com

(970) 249-3806

(970) 249-9661 (fax)

CONFIDENTIALITY NOTICE

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**SAN MIGUEL AUTHORITY FOR REGIONAL TRANSPORTATION
REQUEST FOR QUALIFICATIONS**

Date: November 28, 2016

Position: Outside Legal Counsel

Description of the San Miguel Authority for Regional Transportation (“SMART”):

SMART was formed by a vote of the registered electors of the Town of Mountain Village, Town of Telluride and San Miguel County in the November 8, 2016 general election, pursuant to the Colorado Regional Transportation Authority Act, C.R.S. 43-4-101. et. seq. The purpose of SMART is to finance, construct, operate and maintain a regional transportation system.

Position Details:

The Board of Directors of SMART desires to retain legal counsel to represent SMART at the Board’s discretion in a manner that protects and balances SMART’s broad range of functions. Legal counsel would be expected to serve as general counsel to the Board, and as such provide the following services:

1. Provide advice to the Board on the following types of general matters:
 - a. Board policy and procedure;
 - b. Contracts, including liability and casualty insurance coverages;
 - c. Colorado Open Meetings Law, CORA, TABOR, and other state issues;
 - d. Regional Transportation Authority Act and any other state laws that may affect transportation;
2. Attend SMART Board meetings (in person or by telephone);
3. Provide legal memoranda and reports as requested by the Board;
4. Advise SMART staff in accordance with Board direction;
5. Provide legal representation in litigation in which SMART is involved; and
6. Any other legal services that the Board may request from time to time.

The Board may retain special counsel for litigation or other matters as it deems necessary from time to time.

Compensation:

The Board expects to retain legal counsel on an hourly fee basis.

Information to be Submitted:

The following information must be included in a written proposal and must be submitted by **December 11, 2016** to the following address:

SMART
P.O. Box 3140
Telluride, CO 81435

1. Name of the attorney who would be primary legal counsel to SMART;
2. The primary attorney's resume, including professional background, education, and relevant experience;
3. Disclosure of any potential conflicts of interest;
4. Details regarding existing workload and availability to represent SMART;
5. A list of representative clients with whom you have worked in the past five (5) years; and
6. References from local government and/or special district clients.
7. Hourly rate schedule for attorney and paralegal time, or proposed retainer arrangement

Selection Process:

The Board shall consider proposals submitted and invite applicants for interviews if it desires. The Board reserves the right to reject any or all applicants and re-advertise for responses, or to waive any proposal irregularities. The Board will select legal counsel who is most advantageous to SMART, taking into account service, experience, hourly fees and ability to provide service, as well as any other reasons deemed by the Board to be in the best interest of SMART.

After reviewing proposals and conducting interviews, the Board desires to select legal counsel no later than December 31, 2016, with services to be provided beginning in January 2017.

Any questions should be submitted to: Laila Benitez, (970) 708-2408



ICENOGL SEAVR POGUE

GENERAL COUNSEL LEGAL SERVICES PROPOSAL FOR SAN MIGUEL AUTHORITY FOR REGIONAL TRANSPORTATION December 1, 2016

I. INTRODUCTION

Icenogle Seaver Pogue, P.C. (“ISP”) is pleased at the invitation to provide this proposal for general counsel legal services for San Miguel Authority for Regional Transportation (“SMART”).

This proposal provides information regarding the background, experience and credentials of the firm and our proposed principals, T. Edward Icenogle and Jennifer L. Ivey, and other ISP staff who will, if you select ISP, provide legal and legal support services to SMART.

II. FIRM OVERVIEW

ISP is organized as a professional corporation in accordance with Colorado law, with its principal office located at 4725 S. Monaco Street, Suite 225, Denver, Colorado 80209. ISP’s main telephone number is (303) 292-9100. The firm comprises seven attorneys, two experienced special district paralegals and one administrative staff assistant. Our offices are located in the southeast corridor of the Denver metropolitan area, close to Belleview and Interstate 25 in the Denver Technological Center.

III. FIRM PRACTICE AND EXPERIENCE

The principals of ISP have, for more than three decades, provided general and special counsel services to a variety of Colorado’s local governments and regional authorities. Currently, the firm provides ongoing general counsel representation to over 75 special districts, Colorado’s three public highway authorities, and numerous regional authorities and collaborative efforts along the Front Range and in Colorado’s mountain communities. ISP’s attorneys have represented the Pikes Peak Rural Transportation Authority since its establishment in 2004.

While best known for creating and counseling a variety of transportation entities (including roads and transit), Icenogle Seaver Pogue, P.C. is a Colorado law firm whose attorneys have decades of experience in connection with all types of infrastructure, including business-area enhancements, streets, water and sanitation, safety protection controls, park and recreation facilities, storm, flood and drainage facilities and transportation facilities.

When engaged as general counsel, the firm regularly provides the following types of legal services:

- advising on, preparing and submitting various filings for compliance with applicable laws;
- advising on and ensuring compliance with state laws, including, but not limited to, the Regional Transportation Authority Law, Colorado Open Meetings Law, Colorado Open Records Act and Taxpayer's Bill of Rights;
- developing rules, regulations, policies and procedures;
- attending regular and special board meetings, and reporting on legal issues and projects;
- drafting and negotiating contracts of all types, including, but not limited to, insurance provisions, indemnification and other provisions protective of and required for governmental entities;
- providing insurance review and counsel related to claims and oversight of litigation
- assisting with real and personal property transfers and acquisitions;
- performing legal analysis and preparing written memoranda and advice for the client and management on assigned legal issues and documents;
- coordinating closely and cooperatively with managers, engineers and accountants, as well as other consultants;
- working cooperatively with third parties, supervising governmental entities and other organizations regarding client contracts, infrastructure projects and operational issues;
- actively tracking and reporting regarding relevant legislation and legal developments;
- advising clients in the context of municipal financings as general counsel, including coordination with managers, accountants, investment bankers and bond attorneys, and providing general counsel opinions for such transactions.

Three of our senior attorneys are former litigators, and have a strong working understanding of litigation matters and, at least as important, litigation avoidance. However, we believe that our clients are better served, and litigation counsel is better supervised, when general counsel is separate from trial counsel. Therefore, in the rare instances of litigation, we refer our clients to capable litigation counsel. Therefore, should SMART find itself in need of litigation counsel, if desired to do so, we will recommend to SMART the trial counsel well suited for the matter at hand.

IV. ISP TEAM PROPOSED TO SERVE SMART

ISP proposes that ISP shareholder Jennifer L. Ivey serve as SMART's lead counsel, assisted by ISP shareholder T. Edward Icenogle, and supported by associates Anna Wool and Shannon Smith. Experienced paralegal, Donette Hunter, and administrative assistant, Kim Vernon, will provide paralegal and administrative support.

As lead counsel, Ms. Ivey will be directly responsible for the legal services provided by the firm, and for the legal matters of SMART. She will directly supervise the capable assistance to be provided by the firm's attorneys and staff.

V. ISP TEAM MEMBER RESUMES, BACKGROUND, AND EXPERIENCE



Jennifer L. Ivey (*Atty. Reg. #37851*) provides legal services for a range of Colorado special districts, political subdivisions and municipalities. She assists these clients with their formation, establishment, governance and operation. Admitted to practice law in the State of Colorado in 2006, Ms. Ivey assists in all aspects of the firm's work as general counsel to various special districts and political subdivisions of the State of Colorado. Notably, Ms. Ivey has helped organize Colorado political subdivisions created for the financing, construction and operation of public infrastructure. In her practice, she regularly prepares various land use agreements, intergovernmental agreements, engineering and construction contracts, easements, leases and purchase agreements for clients. She also advises clients regarding legal issues unique to governmental entities, including open meetings and records laws, constitutional requirements, employment matters and annual compliance cycles. Ms. Ivey is ISP's lead counsel at the firm's service as general counsel the Pikes Peak Rural Transportation Authority.

Representative Clients

A representative sample of the clients that Ms. Ivey assists includes: Pikes Peak Rural Transportation Authority; E-470 Public Highway Authority; Jefferson Parkway Public Highway Authority; Buckhorn Valley Metropolitan Districts Nos. 1 and 2 (Eagle County); Columbine Water and Sanitation District (Arapahoe County); Country Club Village Metropolitan District (Adams County); Erie Highlands Metropolitan District Nos. 1-5 (Larimer County); Goldsmith Gulch Sanitation District (Arapahoe County); Greenwood Athletic Club Metropolitan District (Arapahoe County); Greenwood Village Hospitality Business Improvement District (City of Greenwood Village, Arapahoe County); Green Mountain Water and Sanitation District (Jefferson County); Greenwood South Metropolitan District (Arapahoe County); Havana Water and Sanitation District (Arapahoe County); Heather Gardens Metropolitan District (City of Aurora, Arapahoe County); Hunting Hill Metropolitan District (Douglas County); Thompson Crossing Metropolitan Districts Nos. 3-6 (Larimer County); and Douglas County Libraries.

Ms. Ivey received a Bachelor of Science in 2000 from the University of Michigan and then a Master of Science in 2004 from Wayne State University. She received her Juris Doctorate from Michigan State University College of Law in 2006. She was admitted to practice law in Colorado in 2006 and New Mexico in 2009.

Civic and Professional Activities

- *Pro bono publico* consultation of MPACT 64 regarding statewide and regional funding of transportation in Colorado
- Board of Directors, Colorado Association of Home Builders
- Colorado Bar Association
- Denver Bar Association

Seminars, Presentations and Articles

Ms. Ivey has given numerous seminars to both legal and general-interest audiences, including:

- Special District Association of Colorado, “Special District Directors: Transparency and Public Trust-Myths and Realities”, Keystone, September 2015
- Special District Association of Colorado, “Districts on Trial: Recent Case Law Developments”, Keystone, Colorado, September 2014
- Special District Association of Colorado, “Public vs. Private – The Role of Developers in Special Districts”, Keystone, Colorado, September 2013
- Colorado Association of Transit Agencies (CASTA), “Regional Transportation Authority – The Right Choice for Your Community”, Beaver Creek, Colorado, September 2013
- Lorman Education Services, “What You Need to Know About Public Records and Open Meetings”, Denver, Colorado, June 2012.



T. Edward Icenogle (*Atty. Reg. #8726*), for 38 years, has provided legal representation to Colorado local governments, initially as a litigator and then as general counsel. As a result, his experience in counseling authorities and special districts is both broad and in-depth. Mr. Icenogle has been especially active in serving as counsel to Colorado political subdivisions which provide or facilitate transportation services, including both roads and transit. While Ms. Ivey and other ISP senior attorneys now provide primary general counsel services to many of these clients, Mr. Icenogle continues to lend his years of experience in support of the firm’s team approach to providing quality, timely and cost-effective legal services.

Mr. Icenogle received a B.A. in journalism and English from the University of Nebraska in 1975, and a Juris Doctorate from that university in 1977. Admitted to the practice of law in Colorado in 1978, his practice has consistently featured representation of Colorado entities providing local and regional transportation. He is also admitted to practice in the State of Nebraska and before the Supreme Court of the United States.

Representative Clients

Over the years, Mr. Icenogle's representation has included Pikes Peak Regional Transportation Authority, E-470 Public Highway Authority, Northwest Parkway Public Highway Authority, Jefferson Parkway Public Highway Authority, the Southeast Transportation Authority, Castlewood Water and Sanitation District, Havana Water and Sanitation District, Columbine Water and Sanitation District, Woodmoor Water and Sanitation District, and others. He has served as special counsel to Douglas County in connection with facilitating development and improvement of both potable water distribution and sanitary sewer collection and treatment in the Plum Creek Valley (Santa Fe) corridor. He also served as contract development counsel to an IGA authority comprising the City of Brighton, South Adams Water and Sanitation District, and Metro Wastewater Reclamation District in connection with their exploration of a joint regional wastewater treatment plant on the South Platte River. Mr. Icenogle has served in assignments as special counsel to Jefferson County (highway funding legislation), Weld County (utility corridor designation), Douglas County (funding of C-470 improvements), the City of Aurora (funding of community improvements in the I-225 corridor), and a variety of municipal and county officials in connection with regional development of public infrastructure.

Civic and Professional Activities

- *Pro bono publico* consultation of MPACT 64 and Metro Mayor's Caucus, statewide and metro-wide associations of municipalities and/or counties
- Board of Directors, Aurora Economic Development Council
- Colorado Bar Association
- Arapahoe County Bar Association
- International Bridge Tunnel and Turnpike Association
- Nebraska Bar Association

Seminars, Presentations and Articles

Mr. Icenogle has given numerous seminars, locally, nationally, and internationally, to both legal and general-interest audiences. Representative seminars and presentations include:

- SDA Annual Conference: Special Districts as Regional Authority Players, Keystone, Colorado, September 2013
- Lorman Education Services, "What You Need to Know About Public Records and Open Meetings", Denver, Colorado, June 2012.
- Colorado Brownfields Conference 2011, program on "Public-Private and Public-Public Partnerships for Brownfield Projects," Arvada, Colorado, November 2011
- 2011 Transportation Summit, program on "Infrastructure & Economic Realities," Lone Tree, Colorado, October 2011

- Approval and Funding of Infrastructure in Colorado, Denver, Colorado, January 2009
- International Bridge Tunnel and Turnpike Association, annual meeting program on “P3 and the other P3” (public-private partnerships and public-public partnerships), Baltimore, Maryland, September 2008
- Infrastructure Finance Summit, Remedies and Enforcement Affecting Interests of Contract Parties, Chicago, Illinois, September 2008
- Seminar on public records and open meetings, Denver, Colorado, September 2008
- Western Colorado Special District Seminar, Gateway, CO, September 2008
- District Governance and Ethics, Denver, Colorado, January 2008
- Construction Management/Design-Build in Colorado, Denver, CO, September 2004
 - SDA Annual Conference: Public Meetings and Open Records for Special Districts, Steamboat Springs, Colorado, September 2004



Anna C. Wool (*Atty. Reg. # 46237*) is an associate with ISP practicing law in the areas of special district and local government law. She assists clients with a broad range of legal matters, including governance and organization, compliance, and day-to-day legal issues. Prior to joining ISP, Ms. Wool worked with the Colorado Department of Public Health and Environment, as a Law and Policy Coordinator. She assisted with law, policy, and legislation related to state and local HEAL (healthy eating, active living) initiatives, healthy food access, and farm to school programming.

Ms. Wool received a Bachelor of Arts, with distinction in Sociology in 2008 and a Juris Doctorate from the University of Colorado Boulder College of Law in 2013. She was admitted to practice law in Colorado in 2013.



Shannon F. Smith (*Atty. Reg. # 47657*) is an ISP associate providing legal services for various Colorado special districts, authorities, and other local governments. She assists clients by providing a range of legal services, including reviewing and drafting contracts, helping to conduct local government elections, ensuring annual and ethical compliance, and assisting with day-to-day legal issues.

Ms. Smith received her Juris Doctorate in 2014 from Michigan State University College of Law where she graduated summa cum laude and was a senior editorial board member of the Michigan State Law Review. While in law school, Ms. Smith was a King’s Scholar, the winner of the 2012 Donald Nystrom Best 1L Advocacy Brief Competition, and the author of four articles published in various legal publications, including co-authoring an article with Administrative Law Judge Barbara Henk published in *The Colorado Lawyer* in 2014. In 2013, Ms. Smith also clerked for Senior Administrative Law Judge Edwin L. Felter, Jr. at the Colorado Office of Administrative Courts. Ms. Smith

received her Bachelor of Arts from the University of Wyoming in 2011 and is admitted to practice law in the State of Colorado.



Donette B. Hunter has been involved in all aspects of special district administration, management, accounting and legal support services since 1982. She has provided various services to the firm's predecessor corporate entity beginning in 1988. Ms. Hunter developed the first mail ballot plan approved by the Colorado Secretary of State, developed the Annual Administrative Resolution adopted by and used by most special districts on an annual basis to coordinate responsibilities for basic compliance deadlines of special districts; developed the Offer of Proof Submission used by district courts throughout the Colorado area; revised and coordinated billing and filing systems which are now used by several special district law firms in the Denver area, and has provided all aspects of support to law firms and management companies.

VI. ISP REPRESENTATIVE CLIENTS

- Pikes Peak Regional Transportation Authority
- E-470 Public Highway Authority
- Jefferson Parkway Public Highway Authority
- Northwest Parkway Public Highway Authority
- Green Mountain Water and Sanitation District (Jefferson County)

VII. ISP CLIENT REFERENCES

- Dennis Hisey
Chairman, Pikes Peak Rural Transportation Authority
El Paso County Commissioners
27 East Vermijo Avenue
Colorado Springs, CO 80903
Phone: (719) 520-6414
Email: dennishisey@elpasoco.com
- Carl S. Mulay
President, Green Mountain Water and Sanitation District
13683 W. Utah Circle
Lakewood, CO 80228
Phone: (303) 988-4546
Email: csmulay@comcast.net
- Lee E. Schiller
President, Columbine Water and Sanitation District
4 Brassie Way

Columbine Valley, Colorado 80123
Phone: (303) 779-5200
Email: lschiller@wsmpc.com

- Laurence W. DeMuth, Jr.
President, Goldsmith Gulch Sanitation District
5000 South Boston Street
Greenwood Village, Colorado 80111
Phone: (303) 771-6565
Email: lw2demuth@msn.com
- David A. Wright
President, Castlewood Water and Sanitation District
5816 South Florence
Greenwood Village, Colorado 80111
Phone: (720) 493-1709
- Paula J Neubert
President/General Manager
Greenwood Athletic and Tennis Club
5801 S. Quebec Street
Greenwood Village, Colorado 80111
Phone: (303) 770-2582 x309
Email: paulan@greenwoodatc.com

VII. ISP 2016 BILLING RATES

T. Edward Icenogle	Shareholder	\$355.00 per hour
Tamara K. Seaver	Shareholder	\$330.00 per hour
Alan D. Pogue	Shareholder	\$330.00 per hour
Deborah A. Early	Shareholder	\$255.00 per hour
Jennifer L. Ivey	Shareholder	\$255.00 per hour
Anna C. Wool	Associate	\$185.00 per hour
Shannon F. Smith	Associate	\$185.00 per hour
Stacie L. Pacheco	Paralegal	\$145.00 per hour
Donette B. Hunter	Paralegal	\$145.00 per hour

December 6, 2016

SMART
P.O. Box 3140
Telluride, CO 81435

Attn:: Ms. Laila Benitez

RE: Outside Legal Counsel

Dear Ms. Benitez:

Thank you for the opportunity to respond to SMART's Request for Qualifications. The law firm of Masters & Viner P.C., would be pleased to provide legal services as described in the RFQ. Enclosed, please find a firm resumé for Masters & Viner, as well as individual resúmes for myself and Carol Viner. I am the attorney who would be primary legal counsel to SMART; Ms. Viner would cover in the event of my unavailability.

We are not aware of any potential conflicts of interest. Our existing workload includes matters in litigation and general counsel to various clients. We do not anticipate any difficulty working SMART into our existing priorities. Masters & Viner would provide legal services at the rate of \$200.00 per hour for attorney time and \$100.00 per hour for paralegal time. Travel time would be charged one-way. In addition, we would charge for expenses such as mileage, express delivery, recording and filing fees. As a general rule we do not charge for copies, postage, or long distance telephone calls.

Masters & Viner has significant local government experience. The firm, and its predecessors, have represented the Montrose Regional Library District since 2002, the City of Ouray and the Town of Olathe since 2008, and the Town of Lake City since 2013. The firm served as interim Ouray County Attorney, from August 2011 through May 2012. Beyond local governments, we represent companies and nonprofit organizations that keep us well versed in the multiplicity of issues faced by various types of entities. We have represented Midwestern Colorado Mental Health Center (with offices throughout the Seventh Judicial

Ms. Laila Benitez
SMART
December 6, 2016
Page 2

District) since 1995, and Mind Springs, Inc. (a behavioral health organization with offices throughout northwest Colorado), since 2013. We have the breadth and depth of experience to provide sound advice through highly efficient methods of practice.

I look forward to the opportunity to discuss how Masters & Viner can provide legal services to SMART. In the meantime, if you have questions or comments, please feel free to contact me.

Sincerely,

A handwritten signature in blue ink, appearing to read "DMasters", written in a cursive style.

David L. Masters

Enclosures



970-249-2622
dlm@mastersviner.com

www.mastersviner.com

152 Colorado Avenue
Montrose, Colorado 81401

David L. Masters

Education

University of Montana, School of Law, Missoula, Montana, *Juris Doctorate*, 1986

University of Montana, Missoula, Montana, *Bachelor of Arts*, 1983

Colorado Mountain College, Leadville, Colorado, 1976-1981

University of Central Florida, Orlando, Florida, 1969-1970

Primary and Secondary Education, Sebring, Florida

Professional Experience

Private practice of law, Mathis & Masters, L.L.C., Montrose, Colorado 1986-1999; The Masters Law Firm, L.L.C., 2000-2011, Masters & Sellars, P.C., 2012-2014; The Masters Law Firm, P.C., 2015-present. General legal practice involving a wide variety of issues and clients with an emphasis on municipal, business and real estate matters, employment law, transactions, litigation and appeals.

President, Colorado Bar Association, 2011-2012; Faculty, National Institute for Trial Advocacy, since 2001; numerous continuing legal education presentations and published articles.

Published Opinions

Montrose Valley Funeral Home, Inc. v. Crippin, 835 P.2d 596 (Colo. App. 1992); *Whinnery v. Thompson*, 868 P.2d 1095 (Colo. App. 1993) *reversed* 895 P.2d 537 (Colo. 1995); *In re Estate of Masden*, 24 P.3d 634 (Colo. App. 2001); *Donohue v. Hoey*, 109 Fed. Appdx. 340 (10th Cir. 2004), *cert denied* 544 U.S. 921, 125 S.Ct. 1641 (2005); *Alpenhof v. City of Ouray*, 297 P3d 1052 (Colo. App. 2013).

Admissions to Bar

Colorado Supreme Court, 1986; United States Supreme Court, 1990



970-249-2622
cav@mastersviner.com

www.mastersviner.com

152 Colorado Avenue
Montrose, Colorado 81401

Carol A. Viner

Education

University of Denver, Sturm College of Law, Denver, Colorado, *Juris Doctorate*, 2001

Northeastern University, Boston Massachusetts, *Bachelor of Science*, 1993

Primary and Secondary Education, Rutland, Massachusetts

Professional Experience

Colorado Legal Services, Inc., Grand Junction, Colorado, managing attorney 2011-2015, staff attorney 2005-2011. Managed the local legal aid office for the Western Slope. Handled a variety of legal issues, including, complex litigation, bankruptcy, family law, appeals, housing, public benefits and senior law issues.

Jeffrey M. Villanueva, P.C., Denver, Colorado, associate attorney 1999-2005. General legal practice with a focus on business law and bankruptcy, including transactional work and business litigation.

Visible Systems Corporation, Waltham, Massachusetts, 1993-1998, International Sales Director. Responsible for all international sales for a Windows-based software product. Negotiated international distributor and software licensing agreements.

Data General Corporation, Westborough Massachusetts, 1983-1993. Held a variety of positions in both hardware manufacturing and software development.

Admissions to Bar

Colorado Supreme Court, 2002; United States District Court for District of Colorado, 2002

Professional and Volunteer Activities

21st Judicial District Access to Justice Committee member, 2010-2015; 7th Judicial District Access to Justice Committee member, 2007-2015; Colorado West, Inc., board member, 2005-2012; Human Services Council of Mesa County, board member, 2008-2010; Aurora Mental Health Center, board member, 2002-2005



152 Colorado Avenue
Montrose, Colorado 81401

970-249-2622
www.mastersviner.com

Overview. Masters & Viner, P.C., is a general practice firm consisting of lawyers David L. Masters and Carol A. Viner, paralegal Jennifer L. Hemond, and administrative assistant Maria Nichols. Mr. Masters and Ms. Viner are admitted to practice in all courts in Colorado. In addition, Mr. Masters is admitted to practice before the United States District Court for the District of Colorado, the United States Tenth Circuit Court of Appeals, and the United States Supreme Court. Masters & Viner is a successor to The Masters Law Firm, which was originally established February 1, 2000, when Mr. Masters, accompanied by Ms. Hemond, left Mathis & Masters, L.L.C.

Client Commitment. Masters & Viner, its lawyers and staff, pride themselves on delivering high quality legal services promptly and efficiently through the effective use of information technology. The use and mastery of cutting edge technology allows us to provide greater service and value to clients. The firm maintains client files electronically along with legal library resources and practice management data. Laptop computers are synchronized in order for the attorneys to have full access to all firm information regardless of whether they are in or away from the office.

Community. Committed to providing leadership and services to the community, the lawyers and staff actively participate in legal and community based organizations. Mr. Masters served as President of the Colorado Bar Association (2011-2012) and regularly teaches at the National Institute of Trial Advocacy (since 2001). Ms. Viner has been and remains involved in a variety of community organizations. Ms. Hemond was instrumental in the formation of Legal Assistants of the Western Slope, an organization currently providing networking opportunities and continuing legal education for Western Slope area paralegals. All staff members consistently donate time and services to Uncompaghere Volunteer Legal Aid and other pro bono matters.

Professional Liability Insurance. Masters & Viner carries professional liability insurance with coverage for individual claims in the amount of \$1,000,000 and aggregate claims in the amount of \$3,000,000.

Practice Areas. Local government, nonprofit association governance and corporate compliance, real estate, homeowner associations, business and personal legal matters, commercial transactions, estate planning and administration, civil litigation and appeals.

Representative Clients. City of Ouray; Town of Olathe; Town of Lake City; Montrose Regional Library District; Midwestern Colorado Mental Health Center; Mind Springs, Inc.; and Alpine Bank.

References.

Patrick Rondinelli
City Administrator
City of Ouray
970-325-7060
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San Miguel Authority for Regional Transportation - SMART Administrator - Preliminary Job Description

Supervised by:

SMART Board of Directors made up of designated elected officials from the member jurisdictions.

Job Purpose of Scope: The Administrator is the Chief Executive Officer of the Authority and shall supervise all activities of the Authority, shall see that all policies, directions, and orders of the Board are carried out and shall have such other authority, power or duties as may be prescribed by the Board. The Administrator will hire and supervise staff for the Authority based on budget allocations for such positions. *(Note: This prior statement is directly from the IGA Section 5.02.)* Through effective leadership the Administrator is responsible for efficient planning, scheduling, managing, coordinating and directing all aspects of SMART functions.

This is a responsible supervisory position which requires development and implementation of all SMART transportation services and programs including development and management of the annual budget with the oversight of the SMART Board. The position includes in depth coordination and communication with the general public and any appointed SMART Advisory Committees.

Duties & Responsibilities:

- Administer regular and special meetings of SMART Board including agendas, noticing and minutes. Follow up on directions and formal resolutions from the Board.
- Develop annual budgets for SMART Board review and approval.
- With the assistance of an outside accounting contractor provide income/expense financial reports for the Board meetings.
- Negotiate contracts for Board approval.
- Draft SMART goals and objectives for Board review and approval. Implement the G&O on an established timeline with regular reports to the Board.
- Develop comprehensive administrative and organizational policies including purchasing policies and personnel policies for SMART Board review and adoption. Ensure personnel records are maintained.
- Research, apply and administer federal, state and local grants.
- In coordination with existing transit managers develop and draft a phased plan for managing operation and administration of the inter-jurisdictional transit services. Prepare a plan for SMART Board review and approval.
- Administer the statutory requirements of SMART formation and reporting, maintaining records and providing all required reports and filings for SMART with Colorado State agencies.
- Meet with any Board appointed Executive and Advisory Committees and perform necessary administration related to these, including reporting back to the Board on their activities and recommendations.
- With the input of advisory committees and other regional stakeholders develop short and long range plans for SMART's regional transportation services and infrastructure improvements.

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- Cultivate direct working relationship, partnerships and coordination with all regional transit and human service agencies and stakeholders.
- Set up and administer public forums, planning charrettes, and all forms of public outreach and marketing for SMART including a website, social media, printed materials, maps and regular press releases.
- Work with human service providers, local non-profits, veterans affairs groups or persons to improve communication and services for all sectors.

Qualifications:

Bachelor's Degree in public or business administration, transportation planning or a related field. Master's Degree in same fields preferred. Ten years of management experience with transit programs with experience in successful grant administration.

Excellent verbal and written communication skills.

Proficiency with computers and all relevant software.

Knowledge of all federal and state regulatory requirements related to transit operations.