

DENVER UNION STATION PROJECT AUTHORITY
ANNUAL MEETING OF THE BOARD OF DIRECTORS
September 2, 2010
MINUTES

BOARD MEMBERS PRESENT

Jerry Glick
Elbra Wedgeworth
Mark Smith
Michael West
Jennifer Schaufele
Russell George
Robin Kniech
Kent Bagley
Mario Carrera
Claude Pumila
Judy Montero
Marla Lien
Don Hunt

BOARD MEMBERS ABSENT

I. CALL TO ORDER

Elbra Wedgeworth, DUSPA Board President, called the Meeting of the Board of Directors of DUSPA to order at 1:30 p.m.

II. WELCOME AND INTRODUCTION OF GUESTS

President Wedgeworth welcomed everyone to the Annual Meeting of the Board of Directors and announced that all should take a cupcake.

III. PUBLIC COMMENT

Ms. Wedgeworth asked for public comment. Tom Quammen with Protective Coatings Intermountain introduced himself to the Board and stated that he had sent a letter regarding protective coatings for steel products at the project. Mr. Quammen asked whether there were any questions regarding his correspondence. There were no questions.

IV. ROLL CALL

Dawn Bookhardt called roll. Please see above.

V. APPROVAL OF MEETING MINUTES

Elbra Wedgeworth asked for comments to the July 16, 2010 meeting minutes, the July 20, 2010 meeting minutes and the August 5, 2010 meeting minutes. Russell George reported that Mr. Patrick Byrne's name is spelled incorrectly in the August 5, 2010 meeting minutes.

Jerry Glick moved to approve the above meeting minutes with the amendment to the August 5, 2010 minutes. Kent Bagley seconded the motion. The motion carried unanimously.¹

VI. DISCUSSION ITEMS

A) Affirmative Statement establishing Annual Meeting.

i) Annual Schedule – the draft annual schedule as handed out at the last Board meeting and as included in the board packet will be the final schedule to be voted upon. The Finance Committee meeting schedule has been revised to ensure that a Finance Committee meeting will be held two days before the Board meeting.

ii) Record of Accomplishments.

Elbra Wedgeworth reported that the record of accomplishments this year is substantial and includes executing the Design Build Agreement with Kiewit to obtaining the Federal Loans. She reported that a list of accomplishments was included in the Board packet.

iii) Public Notice Posting Location.

President Wedgeworth declared that the location of posting of the public notices of meetings will continue to be the RTD lobby at 1600 Blake Street, Denver, Colorado.

iv) Metropolitan District Board Vacancy.

Dawn Bookhardt reported that the Metropolitan District is still looking at viable options to replace Mark Smith and that the FTA has been involved in discussions to resolve the issue. She reported that the goal is to have it resolved by the next Board meeting.

¹ Don Hunt arrived shortly after this vote.

v) Slate of Officer Elections.

President Wedgeworth requested that the Action Items portion of today's meeting be moved up on the agenda to accommodate an earlier election of officers.

B) Finance Committee Report

Dawn Bookhardt reported that the Finance Committee approved the Master Development Agreement amendment that has provisions to include federal requirements that will allow TIFIA funds to be paid to the Developer. She reported that the draft amendment has a blank where the percentage of DBE requirements are provided because a goal has not yet been established. She stated that the Developer has reported that 7.5% should be the participation goal.

C) Owner's Representative Report

Bill Mosher handed out copies of budget summary spreadsheets (see attached).

i) Update Regarding Project Progress and Budget

Mr. Mosher reported that the first two pages report information on the \$3 million advance from the City and RTD that, once DUSPA gets funded, will be paid back.

He reported that \$65 million is the amount spent on the Project to date and the \$57 million is the amount paid to date. He reported that DUSPA will need the loan draws in order to make the August payment.

Mike Sullivan reported that the backyard is great.

Mr. Sullivan reported the financial information is complete through the end of July. He reported that the overall Project completion through the end of August is as follows:

Overall the Project is 21% complete.
The LRT is 45% complete
The Bus Facility is 20% complete.
The Streets and Plazas are 17% complete.

Kiewit has now had 549 accident free days on the site.

Mr. Sullivan stated that the vertical walls of the Bus Facility are being formed and that Kiewit is finishing the mat-slab, which is currently at 50%, and that it will be done for this phase of the Bus Facility in two weeks.

He reported that installation of the main duct bank for the LRT will continue through the end of September. He reported that next week will begin the installation of the high block walls.

Mr. Sullivan reported that the streets package will be 100% by mid-October and that the public realm will be the remaining flatwork areas. The CRT is at the 90% design completion stage and that it will be 100% designed in October. He stated that the public realm is the only remaining design needed.

Mr. Sullivan reported that the groundwater remediation is still the biggest challenge but that the Project has remained 100% compliant with the discharge permit.

Bill Mosher asked if there were any questions regarding the budget handouts prior to moving to the Public Realm portion of the agenda. There were no questions.

ii) Public Realm Update

Bill Mosher handed out a summary sheet showing the remaining milestones for the design of the public realm and stated that the goal is to have pricing on the public realm from Kiewit by the beginning of December.

The handout shows key dates as follows:

September 7 is a presentation to the Landmark Preservation Commission regarding the canopy connection to the historic building.

On September 15 the Peer Group will convene at 2:00 and then there will be a public meeting at RTD.

On September 21 the design group will return to the Landmark Preservation Commission to present all spaces next to the historic building.

On October 6, approvals for the pedestrian bridge and the canopy will be sought from the Planning Board. See the handout for additional dates and milestones.

Bill Mosher also handed out a summary of the DUS Public Realm Priority Discussion Items and a letter from the LoDo District, Inc. neighborhood group.

He reported that he met with the Union Station Advocates this morning. He reported that Kiewit's design team – Kristopher Takacs from AECOM and Ken Haynes of Hargraeves have been provided the information.

Robin Kniech stated that, with respect to the public meeting process, DUSPA wanted to approve the public outreach process regarding input from the public and then make decisions on these issues. She asked what entry points are available to the public.

Bill Mosher responded that many groups in addition to Union Station Advocates and the LoDo District have had entry points and have participated in the process. He suggested that, after today's meeting, it appears that everyone is on the same page.

Robin Kniech suggested that people may not know the format, for example if a design is priced, then people think that the process is over and the time for input is over.

Mr. Mosher replied that the process is still open for suggestions, but that DUSPA has received lots of input already.

Mario Carrera suggested that the website could be a point of entry for input.

iii) Public Realm Update Presentation.

Ken Haynes and Kristopher Takacs presented a slide show regarding the public spaces.

Ken Haynes reported that considerable work has been done west of the station and that they are at the 30% design stage for areas both east and west of the historic building. He reported that the current process includes selecting materials and prioritizing the spaces.

Mr. Haynes and Mr. Takacs proceeded to summarize the design elements of each of the spaces.

Jerry Glick asked that they summarize some of the discussion items from the public meetings.

Ken Haynes reported that the curb line on Wynkoop and how the loading curb will pinch pedestrian circulation and the fountain has been the subject of discussion including the opening of the seating walls.

Elbra Wedgeworth stated that, when Denver remodeled Skyline Park, the Denver Police Department was consulted and asked Ken and Kristopher whether they will consult the police department.

Ken Haynes replied that DPD will be consulted.

Jerry Glick stated that Bill Mosher was very clear this morning regarding priorities of the spaces and asked him to discuss the priorities here.

Bill Mosher responded that the priorities, according to the amount of investment are as follows:

1. The 16th Street Mall – this design must match the City's plan
2. The Wynkoop Plaza is 1/3 of the budget.
3. The 17th Street Garden
4. The LRT Plaza
5. The Pedestrian Bridge over 18th Street.

Mario Carrera asked about lighting.

Ken Haynes responded that they are holding back on the lighting plan because the criteria have not been finalized. Right now, the lighting criteria is 5 foot-candles which is huge. He reported that they are trying to get it reduced.

Frank Cannon stated that one of the challenges with such a high lumen lighting requirement is the shadows that are cast and the lighting contrast between shadow areas and lit areas.

Bill Mosher suggested that the goal is to get the lighting requirement cut back.

Robin Kniech asked whether DUSPA has kept experts on universal design.

Bill Mosher responded yes, Lorraine Ferris with the City of Denver has been consulted.

Judy Montero stated that she supports Elbra Wedgeworth's suggestion to use the Denver Police Department for assistance with safety issues.

Kristopher Takacs reported that the design of the transit elements of the project is substantially complete. He reported that the next design package after the canopy is the signage package.

Mr. Takacs then presented design components of the 18th Street pedestrian bridge and various configurations and materials for the guard rail system.

Kent Bagley asked whether a fence panel will be available for people to look at before final selection.

Mr. Takacs responded that a panel will be available for viewing at USNC's office in Union Station.

Mr. Takacs then presented the train room canopy design, the canopy connection to the historic station and the exhaust tube stack updates. Mr. Takacs brought a small scale model of one of the vent tube stacks and reported that DUSPA owns the copyright on this design.

Elbra Wedgeworth asked the Board Members whether there were any questions. There were no questions.

D) USNC/RTD Report.

Martin Lily (USNC), Michael Hughes (Keystone Group) and Bill Sirois (RTD) introduced themselves.

Bill Sirois is the liaison for the historic building task force. Mr. Sirois reported that the goal is to help the RTD Board make decisions regarding the future uses and funding for the historic Union Station building.

Mr. Sirois reported on the background issues with the historic building as follows:

- Timing
- Amtrak
- Open and public process

Public Investment in the building
Development of goals for the building
Development of recommendations for the Board

Mr. Sirois reported that the next steps for the process include a public meeting by early October and look for an RTD Board action by February 2011.

Robin Kniech asked whether the DUSPA Board is involved in decision process.

Mike Sullivan responded that DUSPA has some input into the process, but that it is up to RTD to recommend uses for the building.

Marla Lien also responded that the \$17 million in the DUSPA budget for the historic building is for basic items to operate the building and does not really include budgeted moneys for discretionary uses. She suggested that the RTD process includes next steps for after the building opens.

Martin Lily reported that he is working with Civil Technologies on the assessment of the historic building. He reported that the Initial Assessment with Historic Denver and Slater Paul Architects is being finalized. He reported that after finalizing the Initial Assessment, the next steps are to develop a Station Services Plan and perform a Future Uses Assessment.

Mr. Lily reported that the initial budget of \$7 million is for basic items and base uses of the historic building. Any other repairs or upgrades to the building are outside of this initial budget.

VII. ACTION ITEMS

A) Election of Officers

Ms. Wedgeworth called for nominations for DUSPA Board President, Vice President, Secretary and Treasurer.

Mario Carrera moved to nominate a slate of officers from the floor, in block form. Jerry Glick seconded the motion. The motion carried unanimously.

Ms. Wedgeworth then opened the floor for nominations.

Mario Carrera moved to nominate the following persons to continue to serve in their current offices:

Elbra Wedgeworth, President
Jerry Glick, Vice President
Michael West, Secretary
Claude Pumilia, Treasurer

Ms. Wedgeworth called for any further nominations from the floor. There being none, the floor was closed for nominations. President Wedgeworth then called for a second and the vote. Jerry Glick seconded the vote and the motion carried unanimously.

B) Amendment to Master Development Agreement

Elbra Wedgeworth asked for a motion for consensus approval for the Amendment to the Master Development Agreement.

Jerry Glick moved to provide consensus approval for the amendment. Kent Bagley seconded the motion. The vote was unanimous.

VIII. EXECUTIVE SESSION

None.

IX. ACTION ITEMS RESULTING FROM EXECUTIVE SESSION

None.

X. CARRYOVER AND FUTURE AGENDA ITEMS

XI. ADJOURNMENT

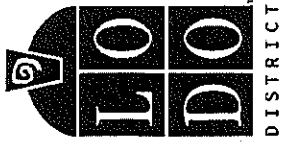
Robin Kniech moved to adjourn this meeting.

Mario Carrera seconded the motion. The vote was unanimous.

There being no further business, the meeting was adjourned at 3:45 p.m.

Approved by Vote of the Board and
accepted by:

Elbra Wedgeworth, President



LoDo District, Inc.
1616 Seventeenth Street, Suite 478
Denver, Colorado 80202
303.628.5428 • 303.628.5495 fax
info@lodo.org • www.lodo.org

September 1, 2010

OLD. NEW. NOW.

Mr. Bill Mosher
Denver Union Station Project Authority
c/o Trammel Crow Company
1225 17th Street, Suite 3050
Denver, CO 80202

Re: 18th Street Pedestrian Connection at Union Station

2010-2011
Board of Directors
Elizabeth Caswell-Dyer
Bar Chadwick
David Cole
Tom Downey
Amy Evans
Dori Makovsky Fischer
Jim Guethner
Rob Grey
Judy Hagler
Jay Hamerstadt
Laurie Helmick
Christian Hendrickson
Fabby Hillyard
John Imbergamo
Jim Kellogg
Gretchen Kerr
Jim Kirchheimer
Mike LaMair
Matt Mahoney
Joel Martin
H McNeish
Maja Rosenquist
Chris Shears
Sandy Stroehmann
Jim Theye
Guendler Vogt
Ellen Wilensky

Bill;

From your August 16 report to Union Station Advocates, the LoDo Urban Design Committee understands the 18th Street Pedestrian Bridge drawings dated May 5, 2010 are being revised. Target presentation dates include September 9 to DUSPA and October 6 to the Denver Planning Board. The Urban Design Committee requests these revised drawings be provided to us for review and comment as early as possible.

Generally, based on the May 5 drawings, the Committee would like to encourage the design team to recognize:

- The bridge is a unique opportunity for a more enhanced experience rather than only a utilitarian connection
- A discussion of design ideas for the landing zones, the elevated portions of the bridge (i.e. width), and the materials and finishes should occur
- The bridge and the landing zones can be an exceptional pedestrian experience and our committee would like to share some ideas and provide input as the design develops

Our intention is to be constructive and helpful with our input. Many members of the committee are design professionals with expertise that will be helpful.

The Committee would also like to review and provide input regarding the North Wing Building and the Station Plaza (Public Realm) design. We look forward to seeing the next design iteration and working with you as the design continues to evolve.

We recognize the great efforts on the part of the design team regarding this challenging project and look forward to the opportunity to contribute as we can. Please keep us informed as to progress and the appropriate timing for our involvement.

Yours truly,

H McNeish
Chairperson, LoDo District, Inc. Urban Design Committee

OLD. NEW. NOW.

cc: LoDo District, Inc. Board

DUS PUBLIC REALM PRIORITY DISCUSSION ITEMS

- **New Parking Lanes on Wynkoop**
Position: We acknowledge the need to add an additional lane on the north side of the Plaza to accommodate a drop off/pick up area. However, the south side already has the width to accommodate a drop off/pick up area and does not need to be widened. We'd also like to see the plaza paving materials extended on Wynkoop on the parking and bike lanes on both sides of Wynkoop, the addition of curb extensions at all corners and the Wynkoop paving materials on the entire cross walks, which will help calm traffic at what will be a heavy pedestrian crossing ROW. If a right turn lane is required on southbound Wynkoop at 16th in the future, several parking spaces can be sacrificed to create the turn lane.
- **Public Parking Solution**
Position: As yet, no alternative solution for the 150 public parking spaces has been suggested publicly. With the elimination of the public parking garage, the current plan is out of compliance with the intent of the Master Plan as far as public parking.
- **Wynkoop Plaza Design Details**
 - **Paving Material(s) on Plaza**
Position: We have consistently suggested that the paving material on Wynkoop Plaza should respect the LoDo side of the project to which it is immediately adjacent. In keeping with the LoDo look and feel, the Plaza paving should be either red brick or red sandstone, or some combination. This will also achieve the LPC's goal of using materials adjacent to the Historic Station Building that will accentuate its materiality. The size of the paving material should be considered for future extension onto Wynkoop Street where a smaller paving unit will be more functional for paving purposes.
 - **Plaza Street Edge Treatment/Spacing of Elements**
Position: The double line of trees along Wynkoop that extend 22 feet into the Plaza take up too much room and may interfere with future programmed activities. We suggest a single line of trees, or a double line that is closer together.
 - **Fountain**
Position: As illustrated on recent plans, the fountain is currently 46' wide and nearly twice as long. This equates to an approximate 4,000 square foot fountain area which will be enormously expensive to build and maintain. If money must be found to allow other features, such as paving on Wynkoop Street, we believe the fountain can be downsized and still achieve the touch of drama and natural elements desired for the Plaza. Seat walls continue to be featured, which add costs and interfere with future programmed events, when movable chairs may achieve the same result. If delineation needs to exist for the fountain area, it could be done with paving materials.
 - **Lighting**
Position: The only reference to lighting we have seen is on the Cross section drawing. Light columns are suggested. Selecting the light fixture speaks to the look and feel of the Wynkoop Plaza and again, it is desired for the Plaza to relate to the LoDo neighborhood which would imply an historic looking fixture.

- **Bosque/Seating Areas**

Position: Although the bosque and tree canopied seating areas adjacent to the Historic Station Building does solve for the addition of softscape on the Plaza which has been desired, the use of trees that are so tall or have dense canopies that they block the view of Historic Station are not desired. Larger trees with low density canopies that are easily seen through would be desired.

- **Infrastructure**

Position: The Plaza should be built with the elements required for servicing future expected events and for maintenance in general including, power, water, audio visual and telecommunications.

- **18th Street Pedestrian Bridge and Stairs**

Position: The distressing solution of a narrow bridge over the tracks at 18th Street, with metal fencing lining both sides will create a highly undesirable north path through the transit area to the Central Platte Valley side. This is a location with a great view of the train platforms from which many will enjoy people and train watching. We strongly encourage some cantilevered areas that will enhance the space. We have learned that the responsibility for construction of the staircase from Wynkoop Plaza to the bridge, which at one time was a major design feature of the public plaza, has been handed down to the north wing building developer and encourage DUSPA to maintain total control of the design.

- **17th Street Promenade Configuration**

Position: The pacing of the linear pattern as displayed through the use of concrete seat walls and planter troughs through the garden area of 17th Street Promenade will make the garden area less permeable and user friendly. The pattern can still be achieved, but the “rooms” could be enlarged and offer openings through which to pass as the pedestrian moves along the east/west direction.

Date	Activity
Thursday September 2	DUSPA Board Update 1:30 PM <ul style="list-style-type: none">• Public Realm Update (focus on Wynkoop Plaza)• Ped Bridge Update• Canopy Update• North Wing Update by USNC
Tuesday September 7	LPC Advance Material on DUS Canopy to CCD
Wednesday September 15	Peer Group ~ 2:00 PM Public Meeting 5:30 PM <ul style="list-style-type: none">• Public Realm update with material samples• Ped Bridge Update• DUS Canopy Update
Tuesday September 21	LPC: <ul style="list-style-type: none">• DUS Canopy• Public Realm Wynkoop Update• North Wing Building Design Approval
Wednesday October 6	Planning Board re: canopy and ped bridge
(IF NEEDED) Early October	Peer Group -- Public Realm Public Meeting -- Public Realm
November 1	Public Realm 60% Submittal
End of November	Kiewit Public Realm Pricing Available to Team for Review
December 1 or 15	Public Realm West to Planning Board for Approval
December 7	Wynkoop Plaza to LPC for Approval

DUSPA Organizational Budget - DEN501-01
Project Cost Tracking

As Of 07/31/10

CHECK OK

Development Budget

Category	(6/4/2009) Initial Budget	Revisions	Revised Budget	Committed Amount	Pd To Date	Est To Compl	Variance
Hard Costs							
	0	0	0	0	0	0	0
	0	0	0	0	0	0	0
	0	0	0	0	0	0	0
	0	0	0	0	0	0	0
Hard Cost Contingency	0	0	0	0	0	0	0
Total Hard Costs	0	0	0	0	0	0	0

Soft Costs

TIFIA Application Fee	30,000	0	30,000	30,000	30,000	0	0
TIFIA Transaction Fee	300,000	0	300,000	0	0	0	300,000
TIFIA Processing Fee	75,000	0	75,000	0	0	0	75,000
TIFIA Project Monitoring Fee	40,000	0	40,000	0	0	0	40,000
TIFIA Annual Service Fee	11,000	0	11,000	0	0	0	11,000
RRJF Application Fee/Closing Costs	200,000	0	200,000	85,000	85,000	0	115,000
Rating Fee	100,000	0	100,000	30,000	30,000	0	70,000
Financial Advisor, incl Reimb	105,000	0	105,000	110,274	110,274	(0)	(5,274)
D & O Insurance	60,000	0	60,000	114,787	114,787	0	(54,787)
Legal Fees Thru 4/30/09	500,000	0	500,000	499,183	499,183	0	817
Owners Rep - May, 2009	100,000	0	100,000	87,558	87,558	(0)	12,442
Owners Rep, Jan - Apr, 2009	200,000	0	200,000	200,000	200,000	0	0
Owner's Rep - May, 2009	75,000	0	75,000	70,000	70,000	0	5,000
Developer Fee, Jan - Apr, 2009	700,000	0	700,000	700,000	700,000	0	0
Peer Design Review	0	0	0	8,750	8,750	0	(8,750)
Historic Assessment Grant Match	0	0	0	33,325	33,325	0	(33,325)
Public Involvement Consultant	0	0	0	25,600	25,600	0	(25,600)
Feasibility Study Peer Review	0	0	0	26,470	26,470	0	(26,470)
Accounting	0	0	0	44,624	44,624	0	(44,624)
Travel	0	0	0	4,378	4,377	0	(4,378)
Insurance - \$25M G/L Add	0	0	0	0	0	0	0
	0	0	0	0	0	0	0
	0	0	0	0	0	0	0
	0	0	0	0	0	0	0
	0	0	0	0	0	0	0
	0	0	0	0	0	0	0
General & Admin	0	0	0	3,894	3,893	0	(3,894)
	0	0	0	0	0	0	0
Soft Cost Contingency	504,000	0	504,000	0	0	0	504,000
Total Soft Costs	3,000,000	0	3,000,000	2,073,843	2,073,842	1	956,158
Total Project Costs	3,000,000	0	3,000,000	2,073,843	2,073,842	1	956,158

Notes

Reconciliation To Books

Loan From CCD	1,000,000
Loan From RTD	1,500,000

Bank Recon - Vectra #1021

Balance Per Bank 7/31/10

379,472.82

Outstanding Checks

Marsh
RRJF
Qwest
Chad Fuller
Columbia Group Reimb
Alex Brown Reimb
Bondi
Marsh

Pending Transfer Frm Constr Acct

Balance Per Books	379,472.82
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ICO Rec from DEN501-02

9/09 Trans Frm 1021 to 1026 to cover bank fees

Ck # 1035 dated 12/16/09 To BNSF

Ck #1033 dated 11/23/09 to BNSF

Total ICO betw DEN501-01 & DEN501-02

1,307

1,307

CHECK

OK

Detail By Vendor

Vendor	Category	Committed Amount	Pd To Date	Est To Compl	Comments
Marsh	D & O Insurance	114,787	114,787	0	thru 5/1/11
Federal RR Admin	RRIF Application Fee/Clos	85,000	85,000	0	
TIFIA Application Fee	TIFIA Application Fee	30,000	30,000	0	
TIFIA Transaction Fee	TIFIA Transaction Fee	0	0	0	
TIFIA Processing Fee	TIFIA Processing Fee	0	0	0	
TIFIA Project Monitoring Fee	TIFIA Project Monitoring	0	0	0	
TIFIA Annual Service Fee	TIFIA Annual Service Fee	0	0	0	
RRIF Closing Costs	RRIF Application Fee/Clos	0	0	0	
RRIF Application Fee	Rating Fee	0	0	0	
S&P Rating Fee	Rating Fee	0	0	0	
Fitch	Rating Fee	30,000	30,000	0	
Alex Brown Financial Advisor	Financial Advisor, incl Rel	110,274	110,274	(0)	Includes \$5,274 of reimb + K of \$105k
Hogan & Hartson	Legal Fees Thru 4/30/09	412,255	412,255	0	
Bookhardt & OToole	Legal Fees Thru 4/30/09	86,928	86,928	0	
Hogan & Hartson	Legal Fees - May, 2009	64,603	64,603	(0)	
Bookhardt & OToole	Legal Fees - May, 2009	22,955	22,955	0	
Trammell Crow	Owners Rep, Jan - Apr, 2009	200,000	200,000	0	
Trammell Crow	Owner's Rep - May, 2009	70,000	70,000	0	
Union Station Neighborhood Co	Developer Fee, Jan - Apr	700,000	700,000	0	
Peer Design Review	Peer Design Review			0	
Norris Design	Peer Design Review	2,250	2,250	0	
4240 Architecture	Peer Design Review	1,250	1,250	0	
Civitas	Peer Design Review	2,750	2,750	0	
Anna Mullins	Peer Design Review	2,500	2,500	0	
Historic Denver Inc	Historic Assessment Grant	33,325	33,325	0	
CRL	Public Involvement Consult	25,600	25,600	0	
Economic & Planning Systems	Feasibility Study Peer Review	26,470	26,470	0	
Bondi	Accounting	18,724	18,724	0	
BKD	Accounting	25,900	25,900	0	
Alex Brown	General & Admin	238	238	(0)	
Bank Fees	General & Admin	208	208	(0)	
Qwest	General & Admin	3,302	3,302	0	
Advantage	General & Admin	598	598	0	Facsimile Signature Cartridge
TCC	General & Admin	494	494	0	Food Rmb/Meeting, TCC office @ DUS/Office Supp
Columbia Group	General & Admin	59	59	0	
City & County Of Denver	General & Admin	792	792	0	Copies/TIFIA Application
Mike Sullivan	Travel	2,070	2,070	0	DC Trip
Manager Of Finance	Travel	1,110	1,110	0	DC Trip
Diane Barrett	Travel	206	206	0	DC Trip
Chad Fuller	Travel	247	247	(0)	DC Trip
William Mosher	Travel	745	745	0	DC Trip
Marsh	Insurance - \$25M G/L Ad			0	Downpmt on additional \$25M G/L policy
Interest Income	General & Admin	(1,798)	(1,798)	(0)	
Soft Cost Contingency	Soft Cost Contingency		0	0	
Check		2,073,843	2,073,842	1	
		0	0	0	

DENVER UNION STATION - DEN501-01 & DEN501-02
PROJECT COST TRACKING As Of 07/31/10 Thru Draw #14

As Of 07/31/10 Thru Draw #14

CHECK OK

FUNDING OF COSTS:

[illegible]

Balance Per Books At 7/31/10:	
Construction Account	388,182
Organizational Account	379,473
	<u>767,655</u>

Recon To Draw:	
Total Per Draw #14	105,111.766
Less: RTD Costs	(40,080.712)

Xcel Energy - On Draw #15	45,378
Less: Interest Inc (not on draw)	(1,798)
July Analysis Fees on Draw 15	115
Total Per Cost Tracking	65,074,749

CONTRACT TRACKING:

	Contract Amount	Paid To Date
Kiewit	343,623,126	53,232,129
BKD	22,000	25,900
Alex Brown Consulting	178,000	110,274
Denver Union Station Neighborhood Co	6,300,000	700,000
Trammell Crow Company	4,982,994	270,000
Economic & Planning Consultants	26,470	26,470
CRL/Public Involvement	142,690	25,600
Marsh \$25M G/L	127,947	20,000
Marsh - OCIP	5,706,994	2,863,701
Marsh - Builders' Risk	546,400	Thru 11/1/2013
Marsh - Pollution Liability	129,593	Thru 5/1/2013
	363,788,214	Thru 5/1/2014
		57,950,067

[illegible]

Bank Recon - Vostro 1250	
Balance Per Bank 7/31/10	4,730,624.09
Land Sales Proceeds	1,507,931.00
Keweenaw Pay App #14	(3,450,375.00)
USMC - Metro Dist Reimb	(400,000.00)
Total Reconciling Items	(4,342,442.00)
Balance Per Books 7/31/10	388,182.09

CHECK

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VENDOR	CATEGORY		FORECASTED COMMITMENTS		PD TO DATE		EST TO COMPL		COMMENTS
Kiewit		Kiewit GHP	▼	342,684,628	53,232,129	289,452,499			
Asbestos		Asbestos	▼	300,000		300,000			
Contaminated Soil		Contaminated Soil	▼	750,000		750,000			
Utility Relocates		Contaminated Soil	▼	454,622		454,622			
Xcel Energy - new LRT Power		Utility Relocates	▼	45,378	45,378	0			
Bike Lockers		Bike Lockers	▼	100,000		100,000			
RTD Furniture for Sales & Marketing		RTD Furniture for Sales & Marketing	▼	50,000		50,000			
Shuttle Starter Booth		Shuttle Starter Booth	▼	50,000		50,000			
Ticket Vending Machines		Ticket Vending Machines	▼	750,000		750,000			
Dewatering Treatment		Dewatering Treatment	▼	750,000		750,000			
EIS Mitigation		EIS Mitigation	▼			0			
Water & Sewer Shubs		EIS Mitigation	▼			0			
Water & Sewer Taps		Water & Sewer Taps	▼	500,000		500,000			
CRT Canopy @ Historic DUS		CRT Canopy @ Historic DUS	▼	232,000		232,000			
Light Bulb Supply Costs		Light Bulb Supply Costs	▼	650,000		650,000			
Threat and Vulnerability Requirements		Threat and Vulnerability Requirements	▼			0			
Parking Spaces in Lot G Garage		Parking Spaces in Lot G Garage	▼			0			
Additional Antrak Requirement		Additional Antrak Requirements	▼	3,717,085		3,717,085			
Xcel Energy - Temp Antrak Power		Additional Antrak Requirements	▼	82,915	82,915	0			
Historic Denver, Inc		Historic Assessment Grant Matching Funds	▼	33,325	33,325	0			
LRT Peer Group Changes		LRT Peer Group Changes	▼	513,482		513,482			
CRT Peer Group Changes		CRT Peer Group Changes	▼	(786,111)		(786,111)			
Vent Tube Changes		Vent Tube Changes	▼	625,970		625,970			
Public Realm		Deferred Public Realm Design & Construction	▼	6,000,000		6,000,000			
TIEFA Fees		TIEFA Fees	▼	456,000	30,000	426,000			
Railroad Administration		RRIF Fees	▼	200,000	85,000	115,000			
Railing Fees		Railing Fees	▼	70,000		70,000			
Fleets		Railing Fees	▼	30,000	30,000	0			
Alex Brown Consulting		Financial Advisor	▼	162,274	162,274	0			
Public Resources Advisory Group		Financial Advisor	▼	60,600	50,775	9,225			
Financial Advisor		Financial Advisor	▼	102,726		102,726			
Economic & Planning Systems		Feasibility Study/Peer Review	▼	26,470	26,470	0			
CML Land Purchase		CML Land Purchase	▼	11,017,420		11,017,420			
Arch/Eng Thru April, 2009		Arch/Eng Thru April, 2009	▼	12,023,088		12,023,088			
Public Process (CRL)		Public Process (CRL)	▼	544,865		544,865			
RTD Staff Costs		RTD Staff Costs	▼	419,543		419,543			
USNC Developer Fees thru Dec, 2008		USNC Developer Fees thru Dec, 2008	▼	4,205,000		4,200,000			
Kiewit Preconstruction Costs		Kiewit Preconstruction Costs	▼	1,546,717		1,546,717			
18th Street Tunnel		18th Street Tunnel	▼	1,824,589		1,824,589			
Xcel/Denver Water Early Utility Relocates		Xcel/Denver Water Early Utility Relocates	▼	1,520,798		1,520,798			
Early Environmental Work		Early Environmental Work	▼	3,979,900		3,979,900			
EIS Prep (PB)		EIS Prep (PB)	▼	671,521		671,521			
Systems Design to 30%		Systems Design to 30%	▼	2,332,271		2,332,271			
CM Office Space		EIS Prep (PB)	▼			0			
RTD Construction Mgmt Fees		RTD Construction Mgmt Fees	▼	11,000,000		11,000,000			
Union Station Overhead		Union Station Overhead	▼	1,500,000		1,500,000			
PB Amendment #13 (Jan-Apr, 2009 Design)		PB Amendment #13 (Jan-Apr, 2009 Design)	▼	5,000,000		5,000,000			
Comm at LRT		Comm at LRT	▼	500,000		500,000			
CRT Signals		CRT Signals	▼	12,000,000		12,000,000			
Shuttle Vehicles		Shuttle Vehicles	▼	1,905,000		1,905,000			
Antrak Lease Pmt to RTD to Offset DUS OH		Antrak Lease pmts to RTD to offset DUS OH (m	▼	(1,232,542)		(1,232,542)			
Claims Fund		Insurance (OCIP)	▼	1,117,013		1,117,013			
Marsh		Insurance (OCIP)	▼	546,400	546,400	0			Builders Risk thru 5/1/13
Marsh		Insurance (OCIP)	▼	129,593	129,593	0			Pollution Liab thru 5/1/14
Marsh		Insurance (OCIP)	▼	5,706,994	2,863,701	2,843,293			OCIP thru 1/1/13
Marsh		Insurance (OCIP)	▼	127,947		127,947			Add \$25M G/L
Additional Inc - Extend Policies		Insurance (OCIP)	▼	1,372,053	0	1,372,053			Extend Policies
Legal Fees		Legal Fees - DUSPA	▼	1,082,436		1,082,436			
Hogan & Hartson		Legal Fees - DUSPA	▼	1,171,392	1,171,392	0			thru 5/31/10
Boekhardt & Ortole		Legal Fees - DUSPA	▼	746,172	746,172	(0)			thru 5/31/10
Legal Fees - DOT		Legal Fees - DOT Loan	▼	1,800,000	0	1,800,000			
Directors & Officers Insurance		Directors & Officers Insurance	▼	185,213		185,213			
Marsh		Directors & Officers Insurance	▼	114,787	114,787	0			D&O thru 5/1/11
Bond Counsel		DUS Renovation	▼			0			
DUS Renovation		DUS Renovation	▼	17,000,000		17,000,000			
USNC		CPV Metro Distr Rmb Exp (per USNC Agmt)	▼	400,000	400,000	0			
Lot B Overbuild		Lot B Overbuild	▼			0			
Lot G Overbuild		Lot G Overbuild (Total Cost Est \$5.5M)	▼	2,500,000		2,500,000			
Owner's Rep Fees		Project Management Fees	▼	957,006		957,006			
Trammell Crow Company		Project Management Fees	▼	4,982,994	1,411,831	3,571,163			
Permits/Fees		Permits/Fees	▼	4,081,031		4,081,031			
Manager Of Finance		Permits/Fees	▼	846,784	846,784	0			
Denver Water		Permits/Fees	▼	60,793	60,793	(0)			
Public Art		Public Art (Match FTA Grant)	▼	300,000		300,000			
Union Station Neighborhood		USNC Developer Fees starting Jan, 2009	▼	6,300,000	2,825,000	3,475,000			
General & Admin		General & Admin Costs	▼	144,365		144,365			Checks & Analysis, \$557 = Acctg #1260
Vectra Bank		General & Admin Costs	▼	765	765	(0)			
Qwest		General & Admin Costs	▼	3,508	3,302	206			Facsimile Signature
Advantage Laser		General & Admin Costs	▼	598	598	0			
TCCC (Reimb)		General & Admin Costs	▼	494	494	0			
Alex Brown		General & Admin Costs	▼	239	239	0			
Manager Of Finance - Copy Rmb		General & Admin Costs	▼	792	792	(0)			
Interest Income - Vectra		General & Admin Costs	▼	(1,798)	(1,798)	(0)			
Mike Sullivan		General & Admin Costs	▼	2,070	2,070	0			
Manager Of Finance - Travel Rmb		General & Admin Costs	▼	1,110	1,110	0			
Diane Barrett - Travel Rmb		General & Admin Costs	▼	206	205	1			

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Chad Fuller - Travel Rmb	General & Admin Costs	▼	1,012	247	765
Columbia Group	General & Admin Costs	▼	59	59	(0)
William Mosher - Travel Rmb	General & Admin Costs	▼	745	745	0
BNSF - Flagging	General & Admin Costs	▼	40,728	40,728	(0)
UP - Flagging	General & Admin Costs	▼	5,108	5,108	1
Public Involvement Consultant	Public Involvement Consultant	▼	307,310		307,310
Public Involvement Consultant (CRL)	Public Involvement Consultant	▼	142,690	59,393	83,297
Peer Review	Peer Review Group Stipend	▼	11,250		11,250
Norris Design	Peer Review Group Stipend	▼	2,250	2,250	0
4240 Architecture	Peer Review Group Stipend	▼	1,250	1,250	0
Chvilas	Peer Review Group Stipend	▼	2,750	2,750	0
Ann Mullins	Peer Review Group Stipend	▼	2,500	2,500	0
Accounting/Audit	Auditing/Accounting	▼	205,376	0	205,376
Bondi	Auditing/Accounting	▼	18,724	18,724	0
BKD	Auditing/Accounting	▼	25,900	25,900	0
Ice House/18th Street ROW	Ice House/18th Street ROW	▼	1,000,000		1,000,000
Temporary Easements	Temporary Easements	▼	487,400		487,400
BNSF	Temporary Easements	▼	12,600	12,600	0
Alta Cityhouse	Temporary Easements	▼			0
	Contaminated Soil	▼			0
	Lot A Underbuild	▼			0
	Dewatering Treatment	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
		▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	RTD Construction Mgmt Fees	▼			0
	Project Management Fees	▼			0
	RTD Construction Mgmt Fees	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	Project Management Fees	▼			0
	Kiewit Preconstruction Costs	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	Lot A Underbuild	▼			0
	Lot A Underbuild	▼			0
	Lot A Underbuild	▼			0
	Comm at LRT	▼			0
	CRT Signals	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	Project Management Fees	▼			0
	CPV Metro Distr Rmb Exp (per USMC Agrmt)	▼			0
	RTD Construction Mgmt Fees	▼			0
	UNALLOCATED CONTINGENCY:	▼	482,512,542	65,074,749	417,437,793
	Check		0	0	0