

GREATER MIAMI EXPRESSWAY AGENCY (GMX)

Minutes of

Wednesday, December 13, 2023

The Greater Miami Expressway Agency held a public meeting on Wednesday, December 13, 2023. The following were present:

Board Members:

- Richard Blanco, Board Member (Secretary)
- Mariana “Marili” Cancio, Board Member (Chair)
- Stacy L. Miller, P.E., Board Member & FDOT District Six Secretary
- Rodolfo Pages, Board Member (Treasurer)
- Fatima Perez, Board Member (Vice-Chair) – in attendance via phone

Staff:

- Torey Alston, Interim Executive Director
- Rafael Garcia, FDOT District Counsel and Acting GMX Counsel
- Marie Schafer, Director of Budget, Finance & Accounting/CFO
- Juan Toledo, Director of Engineering & Emergency Management
- Claudio Diaferia, Director of Toll Operations & Transportation Technology
- Jacqueline Buitrago, Procurement Manager
- Maria Luisa Navia Lobo, Board Secretary

Consultants:

- William Blend, CPA, MSL CPAs & Advisors

CALL TO ORDER

The meeting was called to order at 9:03 a.m. by Chair Cancio.

PLEDGE OF ALLEGIANCE

Chair Cancio led board members in the pledge of allegiance.

ROLL CALL

Board Secretary Navia Lobo called the roll. Mr. Garcia confirmed quorum with four members present in the room and one board member in attendance via phone.

DECLARATIONS OF VOTING CONFLICTS

No conflicts were declared.

PUBLIC COMMENT PERIOD

There were no public comments.

APPROVAL OF PRIOR MEETING MINUTES

- Board Meeting of November 17, 2023

Board Member Blanco moved to approve the summary minutes of the November 17, 2023, meeting. Vice Chair Perez seconded the Motion. The Motion was unanimously approved.

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CONSENT AGENDA

A) ADMINISTRATIVE ITEMS

1. Travel Approval:

- Approval to Travel on January 11-12, 2024, to Orlando, FL, by Interim Executive Director Alston to attend the TEAMFL Annual Meeting.

Mr. Garcia read the Consent agenda item into the record. Secretary Miller moved to approve the Consent agenda. Treasurer Pages seconded the motion. The motion was unanimously approved.

REGULAR AGENDA

A) Acceptance of Fiscal Year 2023 Audited Annual Comprehensive Financial Report (ACFR), Disposal of Fixed Assets and Contribution of Assets to Other Entities

Mr. Alston introduced the item and explained that this is the acceptance of the FY 2023 audit. He introduced Mr. William Blend, an external auditor who presented the FY that ended June 30, 2023, and audited financial statements of the now state legislatively dissolved MDX.

The external audit for fiscal year 2023 was performed by MSL, P.A. in compliance with the Trust Indenture, as well as applicable Florida Statutes. The audit resulted in an unmodified (clean) opinion of the financial statements. With the inclusion of a going concern related to our predecessor agency.

Mr. Blend further explained the following:

- Auditors Report on Internal Controls over Financial reporting, compliance and other matters – No internal control findings.
- Auditors Management Letter – No findings, issued verbal recommendations on IT-related matters.
- Independent Accountants Report - No Compliance findings related to investment statute.

Mr. Blend highlighted a high level overview of agency financials for the reporting period.

Ms. Schafer thanked the finance and IT departments for assisting in the annual audit.

Treasurer Pages moved to accept the FY 2023 Audited Annual Comprehensive Financial Report (ACFR) and approve the disposal of fixed assets and Contribution of Assets to Other Entities. Vice Chair Perez seconded the motion. The motion was unanimously approved.

Secretary Miller inquired when it is anticipated to sign the plan of transfer agreement. Mr. Garcia clarified that the plan transfer agreement is still under review by the Bank of New York, and as far as the transfer agreement between FDOT and GMX, it is still under review at the FDOT central office.

[ACFR - Financial Section and Debt Coverage, the Management Compliance Report and MSL presentation are filed with the Board Secretary]

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- B) Approval of *South Florida Saves*, a six-month Frequent User Discount Program from January 1, 2024 through June 30, 2024.

Mr. Alston introduced the South Florida Saves program. He asked Ms. Schafer to present the proposed program. Ms. Schafer informed members that the South Florida Saves program will begin January 1, 2024, through June 30, 2024, for SunPass customers (excluding I-Tolls) with only two-axle vehicles. The South Florida Saves Program would not require registration and is based on incurring a minimum of 40 transactions during the month. Customers would receive a 20% discount credited back to their SunPass account in the subsequent month. FY 24 budget allocated \$10 million towards a discount program and other allowances.

The item was thoroughly discussed.

Secretary Miller moved to approve the South Florida saves program from Jan 1 – June 30, 2024. Board Member Blanco seconded the motion. The motion was unanimously approved.

A video on the South Florida Saves program was shown to the board and public.

Treasurer Pages requested that a written plan be put together on the communication and marketing of the South Florida Saves program.

REPORTS

- A) Interim Executive Director Report

Mr. Alston presented a PowerPoint and highlighted the following;

Effective governance, financial stability, daily operations, people and culture and communications and public engagement during this compassionate transition period.

Mr. Alston informed Members that a Policy discussion and bylaws review will be held at the January 2024 Board Meeting.

Announcements were made on offers and potential new hires:

- Communications & Marketing Manager
- Human Resources Manager & ADA Coordinator

Mr. Alston entertained questions from Members.

Vice Chair Perez moved to approve the Interim Executive Director Report. Secretary Miller seconded the motion. The Motion was unanimously approved.

[The Interim Executive Director's presentation is filed with the Board Secretary.]

Secretary Miller recommended that the Aesthetics Policy include the System's aesthetic up-lighting locations and lighting.

Chair Cancio asked what is the timeline of the EB SR 836 downtown connection construction project. Mr. Toledo informed Members that it is expected to be completed in early 2028.

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INFORMATIONAL ITEMS – No Board Action Required

A) Procurement Report

ANNOUNCEMENTS

- Next Governing Board Meeting - Thursday, January 25th, 2024 at 9 am – GMX Headquarters

ADJOURNMENT

The meeting was adjourned at 10:14 am.

Summary Minutes prepared by MariaLuisa Navia Lobo, Board Secretary. Minutes are in summary form. For an electronic video copy of the meeting recording, please go to our website www.gmx-way.com contact boardsecretary@gmx-way.com