

GREATER MIAMI EXPRESSWAY AGENCY (GMX)

Minutes of FRIDAY, NOVEMBER 17, 2023

The Greater Miami Expressway Agency held a public meeting on Friday, November 17, 2023. The following were present:

Board:

- 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)

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

CALL TO ORDER

The meeting was called to order at 9:00 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 and announced that a quorum of the GMX Board was present.

DECLARATIONS OF VOTING CONFLICTS

Chair Cancio and Board Member Blanco declared a conflict with Agenda item *VII. A. 2 GMX Procurement/Contract No. RFP- 22-01 - Approval of Supplemental Agreement (SA) with Halley Engineering Contractors, Inc. in the amount of \$4,987,168.00, for Design Build Services for SR 836 New Homestead Extension of Florida’s Turnpike (HEFT) Ramp Connections*. Chair Cancio asked that the item be pulled from the consent agenda.

PUBLIC COMMENT PERIOD

There were no public comments.

APPROVAL OF PRIOR MEETING MINUTES

- Board Meeting of September 27, 2023

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Vice Chair Perez moved to approve the summary minutes of the September 27, 2023 meeting. Secretary Miller seconded the Motion. The Motion was unanimously approved.

CONSENT AGENDA

A. ADMINISTRATIVE ITEMS

1. Travel Approval from February 11-16, 2024, to Washington DC by Interim Executive Director Alston, to attend the International Bridge, Tunnel and Turnpike Association (IBTTA) Leadership Academy Executive Development Program.
2. GMX Procurement/Contract No. RFP- 22-01 - Approval of Supplemental Agreement (SA) with Halley Engineering Contractors, Inc. in the amount of \$4,987,168.00, for Design Build Services for SR 836 New Homestead Extension of Florida's Turnpike (HEFT) Ramp Connections.
(Item was pulled from the Consent Agenda for Discussion)
3. 2024 Governing Board Meeting Dates

Mr. Garcia read the Consent Agenda Administrative items 1 and 3 into the record.

Secretary Miller moved to approve Consent Agenda items 1 and 3. Treasurer Pages seconded the Motion. The Motion was unanimously approved.

Chair Cancio passed the gavel to Vice Chair Perez to address the pulled consent agenda item.

2. GMX Procurement/Contract No. RFP- 22-01 - Approval of Supplemental Agreement (SA) with Halley Engineering Contractors, Inc. in the amount of \$4,987,168.00, for Design Build Services for SR 836 New Homestead Extension of Florida's Turnpike (HEFT) Ramp Connections.

Mr. Alston introduced the item and informed members that staff is still having conversations with Miami-Dade County on several items. Mr. Toledo gave a summary, stating that the work associated with this supplemental agreement had started and was part of the ongoing construction with State Road 836 and the Turnpike. The contract was entered with Halley Engineering in early 2022 to avoid further delays and cost impacts. He further stated there was a cost savings but also minimized impacts to the public once the new ramp connection between the two major expressways were open.

He further explained the work was associated with the development of the existing dolphin park and ride. Ms. Schafer clarified that there were several parties to the agreement: FDOT, the County and the now GMX. At that point in time, that project intended that the predecessor agency would take over the park and ride. Due to the ongoing litigation, the County decided to take over the park and ride. So when there were cost overruns, the predecessor agency assumed it as their asset/project. There was a letter of understanding created with the County. There's no actual executed agreement regarding the additional funds; the intention was that the park and ride project would be an asset of the agency.

Mr. Toledo informed Members that the term sheet shows the agency will be reimbursed by July 2024, and ultimately taken to the Board of County Commission for approval.

Secretary Miller asked staff to move more expeditiously in the future with these agreement types and fulfilling the terms of these executed agreements with partners. Vice Chair Perez asked that the district Commissioner be aware of the expediency of this matter.

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The item was thoroughly discussed. Treasurer Pages moved to approve the Supplemental Agreement (SA) with Halley Engineering Contractors, Inc. in the amount of \$4,987,168.00 for Design Build Services for SR 836 New Homestead Extension of Florida's Turnpike (HEFT) Ramp Connections. Secretary Miller seconded the Motion. Chair Cancio and Board Member Blanco abstained. The Motion was approved.

Vice Chair Perez passed the gavel back to Chair Cancio.

REGULAR AGENDA

PUBLIC HEARING ITEM

- FY 24 Budget Amendment; Reallocate \$2,000,000 of the approved budget for Transit Operations to Tolls/ITS Operations, Roadway, and Contingency.

Chair Cancio opened the public hearing and asked if there was anyone with a public comment on the budget amendment item. There were no public comments. Chair Cancio closed the public comment portion of the public hearing at this time.

Mr. Alston introduced the item and explained that the requested action is a Motion to approve reallocating \$2 million of the approved budget for transit operations to total ITS operations, roadway and contingency. This was part of the FY 2024 budget approved in June 2023 by the previous Board. Mr. Alston stated that, in his view, public transit is a core function of the County, not a core service of GMX.

He further stated that in the approved Work Program 2024-2028, additional funds were allocated for transit improvement project No. 40004 in the amount of \$10 million. Mr. Alston stated the recommendation before the Board remains as is with an additional \$10 million allocated by the previous Board in the Work Program, so instead of \$2 million, the initial fund are now up to \$12 million.

Ms. Schafer clarified that within the capital program, there is one specific project that is transit improvements. \$5 million were allocated in fiscal year 2024 and \$5 million in fiscal year 2025. The project has yet to begin; conversations have also not started with the County. The money was placed in good faith to move transit forward. There were some discussions with transit personnel last year. However, at this point, given the delays, staff recommends reallocating the funds someplace else or utilizing funds in next year's work program, redeveloping the work program on several initiatives in the work program and planning projects that may go into PD&E or construction.

Secretary Miller requested that work program line items be included in the approval item documentation in the future.

Members thoroughly discussed the recommendation.

Vice Chair Perez moved to approve the FY 24 Budget Amendment and reallocate \$2,000,000 of the approved budget for Transit Operations to Tolls/ITS Operations, Roadway, and Contingency. Secretary Miller seconded the Motion. The Motion was unanimously approved.

Chair Cancio asked Mr. Alston to step out of the board room while discussing the next time.

A) Update on Search Process for Executive Director – Board Member Blanco

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Board Member Blanco informed Members that a copy of the summary explanation of the item was distributed. There are several options to consider for a national search for the executive director position. He explained that the Procurement Department began researching options to engage an executive search firm with experience in the transportation industry. In the research, they connected with various government agencies to present different service options.

As a result, they receive price proposals from several firms. The price proposals are subject to a percentage of the total annual expected compensation of the Executive Director.

Board Member Blanco also recommended the option of using internal resources, in-house National Executive Search using various search engines and platforms. The estimated cost per advertisement is between \$250 - \$2,500.

Mr. Garcia informed Members of the requirement on Statute in chapter 348. Part one is that the agency conducts a nationwide search and has the Board interview the top candidates, according to GMX bylaws.

Treasurer Pages recommended that the National Search for the Executive Director be put off until the first quarter of next year.

Secretary Miller stated it would be important to wait until the next calendar year. However, she proposed determining how to progress before the following calendar year. She recommended continuing the conversation and dialogue, coming up with a path forward and then setting the timeline for that path ahead instead of just deferring.

Mr. Garcia informed Members that according to the GMX bylaws, there has to be a committee of three board members to conduct a search. So, in addition to board member Blanco, two other board members would have to be part of the search committee.

Board Member Blanco made a Motion for the creation of a Search Committee. Vice Chair Perez and Treasurer Pages volunteered to be part of the Search Committee for the selection of the Executive Director. Board Member Blanco moved to have the newly established Search Committee review the material for the requested item and returned it with recommendations to the Board in December. Vice Chair Perez seconded the Motion. The Motion was unanimously approved.

REPORTS

A) OUTSIDE COUNSEL UPDATE – LAWSON HUCK GONZALEZ, PLLC

Mr. Gonzalez presented a litigation update and entertained questions from Members.

B) 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.

He gave the following timeline for scheduled meeting discussions on specific board policies

- December meeting- focus on the executive policies.
- January meeting - focus on the engineering policies.

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- March meeting - focus on HR administration and communications policies.
- May meeting - focus on finance and procurement policies.

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

INFORMATIONAL ITEMS – NO BOARD ACTION REQUIRED

A) PROCUREMENT REPORT

The Procurement Report is a formal report that the procurement team produces regularly for every board meeting. The report lists all active contracts, details, date of initiation, and expiration of such contracts.

Treasurer Pages informed Members that he would like to add and discuss an item related to the Interim Executive Director and asked Mr. Alston to step out of the board room while the item is discussed.

Treasurer Pages stated that at the last Board meeting on September 27, 2023, Members approved the Interim Executive Director's compensation plan. He requested that the Board reconsider the compensation amount approved and reset it to \$320,000. He further stated he had a lengthy conversation with Mr. Alston, and he agreed because he wants to show the leadership that comes with doing the right thing and setting the right tone on fiscal responsibility.

Treasurer Pages moved for the approval to reset Interim Executive Director Alston's salary to \$320,000 upon signing the amended employment agreement. Vice Chair Perez seconded the Motion. The Motion was unanimously approved.

ANNOUNCEMENTS

- Next Governing Board Meeting - December 13, 2023 at 9:00 AM, GMX Headquarters

ADJOURNMENT

The meeting was adjourned at 10:37 am.

Summary Minutes prepared by MariaLuisa Navia Lobo, Board Secretary.

Minutes are in summary form. For an electronic copy of the meeting recording, please contact boardsecretary@gmx-way.com