

MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)

BOARD MEETING
Tuesday, MAY 19, 2015
4:00 PM

WILLIAM M. LEHMAN MDX BUILDING
3790 NW 21ST STREET
MIAMI, FLORIDA 33142

SUMMARY MINUTES

Members Present

Maritza Gutierrez, Chair
Maurice A. Ferré, Vice Chair
Rick Rodriguez Piña, Treasurer
Jose “Pepe” Cancio
Alfredo L. Gonzalez, Esq.
Robert W. Holland, Esq.
Louis V. Martinez, Esq.
Arthur J. Meyer
Shelly Smith Fano
Javier L. Vázquez, Esq.
Cliff B. Walters
Luz Weinberg

Members Absent

Gus Pego, P. E., District VI Secretary

Staff

Javier Rodriguez, Executive Director
Carlos Zaldivar, General Counsel
Marie Schafer, Chief Financial Officer
Steve Andriuk, Director of toll Operations
Juan Toledo, P.E., Director of Engineering
Helen Cordero, Manager of Procurement and Contracts Administration
Mario Diaz, Public Information Manager
Francine Steelman, Associate General Counsel
Maria Luisa Navia Lobo, Board Secretary

Consultants

Finance: Randy Topel, First Southwest Co.

Transportation: Albert Sosa, HNTB (GEC-A)
Rick Crooks, EAC Consultants (GEC-B)

CALL TO ORDER & ROLL CALL

Chair Gutierrez called the meeting to order. Ms. Navia Lobo called the roll and announced a quorum of the MDX Board was present.

PLEDGE OF ALLEGIANCE

Chair Gutierrez asked Mr. Walters to lead in the Pledge of Allegiance.

APPROVAL OF AGENDA

Mr. Ferré Moved to approve the agenda. Mr. Martinez seconded the item

DECLARATIONS OF VOTING CONFLICTS

Mr. Zaldivar asked Members if there were any voting conflicts regarding the items on the Board Agenda. Mr. Gonzalez and Mr. Walters declared a conflict with Agenda Item X. G *MDX Procurement/Contract Number RFP-15-04; General Engineering Consultant Services – Construction Management Services (GEC-B)*.

[a copy of voting conflicts submitted by Mr. Gonzalez and Mr. Walters are attached to these Summary Minutes]

CITIZEN COMMENT

There were no comments

APPROVAL OF SUMMARY MINUTES

- Board Meeting of April 21, 2015

Mr. Rodriguez Piña moved to approve the Summary Minutes. Mr. Martinez seconded the motion. The motion was unanimously approved.

EXECUTIVE DIRECTOR'S REPORT

Mr. Rodriguez informed Members of the partnership with Miami Dade College, School of Entertainment and Design Technology. College students helped MDX develop a series of webisodes that will give the public a 'behind the scene look' at the daily operations at MDX. The students wrote the scripts, narrated and filmed the webisodes as well as produced and edited the film. The first video series – Getting to know MDX – "TTS" was viewed at the meeting. The students and Mr. Bill Kreitner, Chairperson of the School were recognized by the Board.

GENERAL COUNSEL'S REPORT

Mr. Zaldivar reported on the following topics:

- Distribution of 2015 Government in the Sunshine Manual
- May 27, Motion filed in MCM Bid Protest Litigation

MPO REPRESENTATIVE REPORT

Mr. Ferré informed Members that the last scheduled meeting was cancelled. MPO is in the process of the recruiting of a new Executive Director.

TREASURER'S REPORT

Mr. Rodriguez Piña informed Members that the Budget Workshop took place last week and the asked Ms. Schafer to present the Treasurer's report. Ms. Schafer reported that revenue year-to-date through April was \$139 million compared to the forecast of \$145 million. The difference

is primarily due to the timing of the revenue recognition as well as the allowance for doubtful accounts. Expenses are 7% below the budget. Net Revenue posted \$56.7 million. At the last Budget & Finance Committee meeting, Randy Topel with First Southwest explained the net revenue goes through the flow of funds reserve and goes back to the pay as you go to fund up the projects, the current financing plan does not assume any additional debt, as required by the Trust Indenture. A rating agency meeting with Fitch is scheduled for June 1, 2015.

COMMITTEE REPORTS

- Operations Committee Meeting, 5/12/15
- Budget & Finance Committee, 5/14/15
- Inter-Governmental & Public Communications, 5/14/15

Committee reports were waived.

CONSENT AGENDA

- A) Approval for MDX Board Members to attend the IBTTA Summit on AET, Managed Lanes & Interoperability, July 12-14, 2015, InterContinental Miami, Florida

Mr. Holland move to approve the Consent agenda. Mr. Rodriguez Piña seconded the motion. The motion was unanimously approved.

PUBLIC HEARING ITEM

- A) Series 2015A Toll System Refunding Revenue Bonds
- Approval of Resolution No. 15-14 (To be Endorsed by the Budget & Finance Committee on 5/14/15)

Mr. Zaldivar read the Public Hearing item into the record. Mr. Reiter briefed Members on the bond resolution that authorizes the issuance of the Series 2015A Bonds to refund not to exceed \$130,000,000. Mr. Topel explained that the Authority may not issue Series 2015A Bonds for the purpose of refunding the Series 2006 unless such undertakings results in the Authority incurring a Net Present Value (NPV) savings at or in excess of seven and half percent (7.5%) of the refunded principal. The transaction is also anticipated to shorten the bond maturity by four years, lowering overall debt service over the life of the bonds by approximately \$30.8 million. Mr. Topel and Mr. Reiter entertained questions from Members.

Ms. Gutierrez opened the Public Hearing. No public comments were received. Ms. Gutierrez closed the Public hearing.

Mr. Rodriguez Piña moved to approve Bond Resolution No. 15-14. Mr. Martinez seconded the motion. The Motion was unanimously approved.

REGULAR AGENDA

- A) Approval MDX FY 2016-2020 Five-Year Work Program – Transportation Improvement, Capital Improvement and Renewal & Replacement Programs – MDX Resolution No. 15-16 (\$706.8 Million) (Endorsed by the Operations Committee on 5/12/15 and the Budget & Finance Committee on 5/14/15)

Mr. Zaldivar read the agenda item into the record. Mr. Toledo explained the proposed Five-Year Work Program covers the five year period from Fiscal Year 2016 to Fiscal Year 2020 and includes forty (40) projects with a combined total estimated cost of approximately \$706.8 million including contingency reserve. The projects contained in the Five-Year Work Program have been grouped into three categories, which include seventeen (17) projects in the Transportation Improvement Program, seven (7) projects in the Capital Improvement Program and sixteen (16) projects in the Renewal and Replacement Program.

Staff is requesting approval of the MDX FY 2016-2020 Work Program, which will allocate funding for completion of ongoing projects; implementation of safety projects; and required system preservation projects.

Staff is also requesting Approval of a Resolution that affirms that the Improvements completed as a result of the Projects contained in the MDX FY 2016-2020 Work Program are or will become part of the MDX System in accordance with the Trust Indenture requirements.

Mr. Ferré moved to approve the FY 2016-2020 Five Year Work Program and Resolution No. 15-16. Mr. Martinez seconded the motion. The motion was unanimously approved.

B) Approval of Fiscal Year 2016 Annual Budget & Reserves and Funding Requirements
(To be Endorsed by the Budget & Finance Committee on 5/14/15)

Mr. Zaldivar read the agenda item into the record. Ms. Schafer informed Members that the Budget Workshop was held for public comment for the Proposed FY 16 Budget and was subsequently discussed and endorsed with adjustments by the Budget & Finance Committee on May 14, 2015. The recommended changes included: adding an additional \$1.35 million to the Public Communication (PC) budget, which increased the PC budget to \$2.5 million, as well as, an additional \$338,750 for the Reserve.

Mr. Cancio expressed concern with the PC budget to \$2.5 million. The item was thoroughly discussed.

Mr. Holland moved to approve the Fiscal year 2016 Annual Budget. Mr. Gonzalez seconded the motion. Mr. Cancio opposed the motion. The motion was approved.

Approval to Defease State Loans (To be endorsed by the Budget & Finance Committee on 5/14/15)

Mr. Zaldivar read the agenda item into the record. Ms. Schafer informed Members that in keeping with the Debt Management Policy, the Authority currently has two (2) SIB and four (4) TFRT loans outstanding totaling \$15,975,053. Fiscal Year 2016 payments are provided for in the proposed FY 2016 Annual Budget in the amount of \$6,128,160. The loan agreements allow for early payment of the debt with the Department's consent at no penalty to the Authority.

Prepayment of the loans is consistent with MDX Debt Management Plan to ensure compliance with all of the Authorities contractual obligations. The prepayment creates additional subordinated funding capacity, reduce overall outstanding debt and strengthen MDX rating credit.

Mr. Holland moved to approve to defease State Loans. Mr. Gonzalez seconded the motion. The motion was unanimously approved.

C) Joint Participation Agreement with FDOT for the preparation by MDX of a Conceptual Planning and Environmental Study for the Dolphin Park and Ride/Terminal Facility Project (\$300,000) (Endorsed by the Operations Committee on 5/12/15)

- Approval of the Joint Participation Agreement (JPA) between FDOT and MDX for the funding by FDOT of a Conceptual Planning and Environmental Study for the Dolphin Park and Ride/Terminal Facility Project

Mr. Zaldivar read the agenda item into the record. Mr. Ferré moved to approve the JPA. Mr. Cancio seconded the motion. Mr. Rodriguez Piña opposed the motion. The motion was approved.

D) MDX Work Program No. 11211.030; Design-Build Services for Central Boulevard Reconstruction – Design and Construction of Overhead Signs for MIA. (\$54,980.45) (Endorsed by the Operations Committee on 5/12/15)

- Approval of Amendment No. 3 to the Interlocal Agreement with Miami-Dade County for the Central Boulevard Reconstruction, in substantial final form.

Mr. Zaldivar read the agenda item into the record. Mr. Toledo informed Members this project is a reimbursement of funds for MDX to complete the project signage and to provide MDA with the design and install two traffic signal mast arms. These mast arms will provide MDAD with the ability to hang warning devices for the existing Lower Vehicle Drive (LVD) entrance to advise the public of low clearance.

Mr. Martinez moved to approve Amendment 3. Mr. Cancio seconded the motion. The motion was unanimously approved.

E) Traffic Management Center Co-Location Memorandum of Understanding (\$440,659.47) (Endorsed by the Operations Committee on 5/12/15)

- Approval of Amendment Two to the Memorandum of Understanding (MOU) with FDOT

Mr. Zaldivar read the agenda item into the record. Mr. Gonzalez moved to approve the Amendment 2 to the Memorandum of Understanding. Mr. Martinez seconded the motion. The motion was unanimously approved.

F) MDX Procurement/Contract Number RFP-15-04; General Engineering Consultant Services – Construction Management Services (GEC-B) (TEC scheduled on 5/18/15)

- Approval of Recommendation from the Technical Evaluation Committee (TEC) to Select the Number One Ranked Proposer;
- Direct Staff to enter into the Contract with the Selected Proposer.

Mr. Zaldivar read the agenda item into the record. Ms. Cordero informed Members that at the

May 12, 2015, Operations Committee approved for the scores and the recommendation of a final selection from the Technical Evaluation Committee (TEC) to be considered by the Board without the Committee's endorsement. On March 17, 2015, three (3) Proposals were received in response to the RFP from the following firms:

- EAC Consulting, Inc.
- Gannet Fleming, Inc.
- Parsons Brinckerhoff, Inc.

The Technical Evaluation Committee met on May 18th to conduct oral interviews with the proposers and finalize the evaluation and scoring. After thorough discussion the TEC scored the proposers and EAC Consulting was ranked number one. The tabulation sheet was distributed at the meeting. Staff will enter into a Contract with the Selected Consultant for a five (5) year term. At its sole discretion and subject to the Consultant receiving no less than "Above Satisfactory" in the annual performance evaluation for the last three (3) years of the Contract Term, MDX may renew the term of the Contract for an additional two (2) years. The Contract includes a 15% Small Business Participation Requirement, as well as a 15% Local Business Participation Requirement. The estimated annual Contract Amount is ten million dollars (\$10,000,000), subject to the issuance of Task Authorizations and availability of funds.

Members thoroughly discussed the item.

Mr. Ferré moved to approve the TEC Recommendation. Mr. Holland seconded the motion. Mr. Gonzalez and Mr. Walters abstained. The motion was unanimously approved.

Mr. Rodriguez Piña made recommendations to include additional creative criteria for future procurements

- G) MDX Work Program No. 83629; Interlocal Agreement with Miami-Dade County for the Conveyance of Easements to Facilitate the Construction and Long Term Maintenance of the SR 836 Interchange Modifications at 87th Avenue Project
- Approval of Interlocal Agreement (ILA) between Miami-Dade County and MDX for the Conveyance of Easements to facilitate construction and long term maintenance of the Project.

Mr. Zaldivar read the agenda item into the record.

Ms. Weinberg moved to approve the ILA with Miami-Dade County. Mr. Martinez seconded the motion. The motion was unanimously approved.

- H) Approval of MDX Policy Revisions: (To be Endorsed by the Budget & Finance Committee on 5/14/15 and Operations Committee 5/12/15)
- Toll Policy
 - Budget Policy
 - Excess Property Leasing Policy

Mr. Zaldivar read the agenda item into the record.

Mr. Martinez moved to approve MDX Policy revisions. Ms. Fano seconded the motion. The motion was unanimously approved.

INFORMATIONAL ITEMS

- A) Procurement Report
- B) Communications Report

The Informational Items were not addressed.

CHAIR'S COMMENTS

Ms. Gutierrez recommended the creation of the Think Big Sub-Committee under the Operations Committee. The Committee will explore new transportation options for MDX using its current assets and other uses that will generate funding without tolling. In addition, the Committee will also explore an annual pass approach.

The Committee of the whole will meet prior to the second week in June to review Members' ideas.

ANNOUNCEMENTS:

- Board Meeting and Election of Authority Officers, 6/30/15, 4:00 p.m., William M. Lehman MDX Building

ADJOURNMENT

Chair Gutierrez adjourned the Meeting.
Summary Minutes prepared by Maria Luisa Navia Lobo, Board Secretary

APPOINTED OFFICERS (continued)

- A copy of the form must be provided immediately to the other members of the agency.
- The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION AT THE MEETING:

- You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the agency, and the form must be read publicly at the next meeting after the form is filed.

DISCLOSURE OF LOCAL OFFICER'S INTEREST

I, Cliff Walters, hereby disclose that on MAY 19, 2015, 20__ :

(a) A measure came or will come before my agency which (check one or more)

- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, _____ ;
- inured to the special gain or loss of my relative, _____ ;
- inured to the special gain or loss of Several ~~Engineering~~ ENGINEERING FIRMS, by whom I am retained; or
- inured to the special gain or loss of _____, which is the parent subsidiary, or sibling organization or subsidiary of a principal which has retained me.

(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows:

THREE firms that I have a professional relationships with were involved in Item 10G

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, who is also an attorney, may comply with the disclosure requirements of this section by disclosing the nature of the interest in such a way as to provide the public with notice of the conflict.

MAY 19, 2015
Date Filed

Cliff Walters
Signature

NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE CONSTITUTES GROUNDS FOR AND MAY BE PUNISHED BY ONE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE OR EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.

FORM 8A MEMORANDUM OF VOTING CONFLICT FOR STATE OFFICERS

LAST NAME—FIRST NAME—MIDDLE NAME GONZALEZ - ALFREDO - LAZARO	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE MDX OPERATIONS COMMITTEE
MAILING ADDRESS 100 SE 2nd STREET, 44TH FLOOR	NAME OF STATE AGENCY
CITY MIAMI	COUNTY MIAMI-DADE
DATE ON WHICH VOTE OCCURRED MAY 12, 2015 Operations Comm. & May 19, 2015 Board Meeting	MY POSITION IS: <input type="checkbox"/> ELECTIVE <input type="checkbox"/> APPOINTIVE

WHO MUST FILE FORM 8A

This form is for use by any person serving at the State level of government on an appointed or elected board, council, commission, authority, committee, or as a member of the Legislature. It applies to members of advisory and non-advisory bodies who are presented with a voting conflict of interest under Section 112.3143, Florida Statutes.

Your responsibilities under the law when faced with voting on a measure in which you have a conflict of interest will vary greatly depending on whether you hold an elective or appointive position. For this reason, please pay close attention to the instructions on this form before completing and filing the form.

INSTRUCTIONS FOR COMPLIANCE WITH SECTION 112.3143, FLORIDA STATUTES

ELECTED OFFICERS:

As a person holding elective state office, you may not vote on a matter that you know would inure to your special private gain or loss. However, you may vote on other matters, including measures that would inure to the special private gain or loss of a principal by whom you are retained (including the parent or subsidiary or sibling organization of a principal by which you are retained); to the special private gain or loss of a relative; or to the special private gain or loss of a business associate. If you vote on such a measure or if you abstain from voting on a measure that would affect you, you must make every reasonable effort to disclose the nature of your interest as a public record in a memorandum filed with the person responsible for recording the minutes of the meeting, who shall incorporate the memorandum in the minutes. If it is not possible for you to file a memorandum before the vote, the memorandum must be filed with the person responsible for recording the minutes of the meeting no later than 15 days after the vote.

For purposes of this law, a "relative" includes only your father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, and daughter-in-law. A "business associate" means any person or entity engaged in or carrying on a business enterprise with you as a partner, joint venturer, coowner of property, or corporate shareholder (where the shares of the corporation are not listed on any national or regional stock exchange).

A member of the Legislature may satisfy the disclosure requirements of this section by filing a disclosure form created pursuant to the rules of the member's respective house if the member discloses the information required by this subsection, or by use of Form 8A.

* * * * *

APPOINTED OFFICERS:

As a person holding appointive state office, you are subject to the abstention and disclosure requirements stated above for Elected Officers. You also must disclose the nature of the conflict before voting or before making any attempt to influence the decision by oral or written communication, whether made by you or at your direction.

For purposes of this law, a "relative" includes only your father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, and daughter-in-law. A "business associate" means any person or entity engaged in or carrying on a business enterprise with you as a partner, joint venturer, coowner of property, or corporate shareholder (where the shares of the corporation are not listed on any national or regional stock exchange).

IF YOU INTEND TO MAKE ANY ATTEMPT TO INFLUENCE THE DECISION PRIOR TO THE MEETING AT WHICH THE VOTE WILL BE TAKEN:

- You must complete and file this form (before making any attempt to influence the decision) with the person responsible for recording the minutes of the meeting, who will incorporate the form in the minutes.
- A copy of the form must be provided immediately to the other members of the agency.
- The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION OR VOTE AT THE MEETING:

- You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the agency, and the form must be read publicly at the next meeting after the form is filed.

DISCLOSURE OF STATE OFFICER'S INTEREST

I, ALFREDO L. GONZALEZ, hereby disclose that on MAY 12, 20 15 :

(a) A measure came or will come before my agency which (check one or more)

- inured to my special private gain or loss;
inured to the special gain or loss of my business associate;
inured to the special gain or loss of my relative;
[X] inured to the special gain or loss of AECOM Technical Services, Inc. and URS Corporation Southern, by whom I am retained; or
inured to the special gain or loss of ... which is the parent, subsidiary, or sibling organization of a principal which has retained me.

(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows:

The following item will be coming before the Operations Committee meeting of the 12th of May, 2015 of MDX:

MDX Procurement Contract Number: RFP-15-14
MDX Work Program No. N/A
MDX Project/Service Title: General Engineering Consulting Services (GEC B)

My firm represents AECOM who is a Sub-Consultant
My firm represents URS Corporation Southern who is a Sub-Consultant

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, who is also an attorney, may comply with the disclosure requirements of this section by disclosing the nature of the interest in such a way as to provide the public with notice of the conflict.

Date Filed

Signature [Handwritten Signature]

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