

MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)

**BOARD MEETING
TUESDAY, JANUARY 27, 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

Carlos R. Fernandez-Guzman, Treasurer
Gus Pego, P. E., District VI Secretary
Louis V. Martinez, Esq.
Rick Rodriguez Piña
Shelly Smith Fano
Javier L. Vázquez, Esq.
Luz Weinberg

Members Absent:

Alfredo L. Gonzalez, Esq.
Robert W. Holland, Esq.

Staff:

Javier Rodriguez, Executive Director
Marie Schafer, Chief Financial Officer
Steve Andriuk, Director of toll Operations
Juan Toledo, P.E., Director of Engineering
Carlos Zaldivar, General Counsel
Helen Cordero, Manager of Procurement and Contracts Administration
Ivan Del Campo, Chief Information Officer/Manager of ITS
Mario Diaz, Public Information Manager
Francine Steelman, Associate General Counsel
Carol Lang, Human Resources Manager
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)
Tere Garcia, Bermello Ajamil (GEC-A)

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. Rodriguez Piña to lead in the Pledge of Allegiance.

APPROVAL OF AGENDA

Chair Gutierrez requested a motion to approve the agenda. Mr. Ferré moved to accept the agenda as presented and Mr. Fernandez-Guzman seconded the motion. The agenda was unanimously approved.

DECLARATIONS OF VOTING CONFLICTS

Mr. Zaldivar asked Members if there were any voting conflicts regarding the items on the Board Agenda. No conflicts were declared.

CITIZEN COMMENT

There were no comments.

APPROVAL OF SUMMARY MINUTES

- Board Meeting of December 9, 2014

Mr. Ferré moved to approve the Summary Minutes for the December 9, 2014 meeting. Mr. Pego seconded the motion. The motion was unanimously approved.

EXECUTIVE DIRECTOR'S REPORT

Mr. Rodriguez reported on the following item of interest since the last Board Meeting.

- January 8– Meeting with Mayor Gimenez and Rollbacktolls.com, focusing on MDX membership, Finances and budget. A follow up meeting is scheduled for February 12th that will focus on MDX Projects and Work Program.
- January 8 – MPO Transit Workshop – The presentation was distributed.
- January 8 – Public Hearing was held for MDX Project - Gratiigny West Extension to the Turnpike, Specific to the project, newly elected Representative Bryan Avila visited MDX (January 13) for a briefing and was keenly interested on how to advance the project.
- January 8-10 - IBTTA Winter Board meetings were held in Miami, The main focus of the meeting were National Interoperability and the Reauthorization of Map 21.
- Centralized Customer Service Center (CCSC) update – There was a seven month delay due to a protest last year. The Secretary has settled with the third place team. Negotiations will begin with Xerox, the first place team. There will be an Interlocal Agreement among four major Florida Toll Agencies. The Agreement will be brought before the MDX Board for approval.
- January 22-23 - FTC/TEAMFL Joint meeting in Orlando, Fl.
- Newly appointed FDOT Secretary, Jim Boxold visited MDX with Secretary Pego and the leadership team for a meet and greet with Chair Gutierrez and Executive Director Rodriguez.
- Proposed dates for the Procurement Policy Review Workshop and MDX Policy Review Workshop were sent to Members.

GENERAL COUNSEL'S REPORT

Mr. Zaldivar gave an update of the ETC litigation. He informed Members that the trial is set for September 8, 2015.

He also stated that Members who were not able to attend the Securities Law Workshop will be provided a copy of the presentation.

MPO REPRESENTATIVE REPORT

Mr. Ferré informed Members that the single most important issue is the recruitment of the MPO Executive Director. The Transit Workshop was held January 8, 2015. Also discussed were three designated corridors where BRT will be advanced. He attended the CITT Transportation Summit on January 28, 2015; Executive Director Rodriguez participated in a panel. Mr. Ferré and Mr. Rodriguez entertained questions from Members.

TREASURER'S REPORT

Mr. Fernandez-Guzman encouraged MDX General Counsel and Bond Counsel to write a position paper that will remind those exploring alternative revenue sources of how the respective revenue sources can be used; and the ramifications if those revenue sources are directed away from servicing the bonds.

Ms. Schafer reported \$74 million in toll fee revenue for the first half of Fiscal Year 2015. Toll fee revenue approximately \$2.8 below the forecast, this is mainly due to an allowance for receivable taken in the second quarter. Investment income is down approximately \$200,000 from the forecast due to market volatility. Overall revenue is down \$3 million for the first half of FY 2015. Ms. Schafer informed Members that the Communications Budget report is included in the agenda package.

Mr. Topel gave a brief summary of the market economic conditions. Mr. Fernandez-Guzman informed Members that if market conditions become favorable the opportunity for refunding is possible.

COMMITTEE REPORTS

- A) Operations Committee, 1/20/15
 - B) Budget & Finance Committee, 1/21/15
- The Committee reports were waived.

CONSENT AGENDA

A) Travel Approval:

- January 29, 2015, Trip to Tallahassee Florida by Executive Director Rodriguez to attend The Florida Chamber of Commerce 2015 Transportation Summit

Ms. Smith Fano moved to approve the consent agenda. Mr. Fernandez-Guzman seconded the motion. The motion was unanimously approved.

REGULAR AGENDA

- A) MDX Procurement/Contract Number RFQ-15-03; MDX Work Program No. 87410.050; Construction Engineering & Inspection Services for the Design-Build Project of SR 874 Ramp Connector to SW 128th Street (Endorsed by the Operations Committee on 1/20/15)
- Approval of Technical Evaluation Committee's Recommendation to select the number one

ranked Proposer, Parsons Brinckerhoff, Inc. and direct staff to negotiate and enter into a contract for a not-to-exceed contract amount of \$5,600,000.

Mr. Zaldivar read the agenda item for the record. Ms. Cordero introduced the item and informed Members four (4) Proposals were received in response to the RFQ from the following firms:

- A2 Group, Inc.
- American Engineering Group, Inc.
- CIMA Engineering Corp.
- Parsons Brinckerhoff, Inc.

All four (4) Proposals were responsive to the requirements of the RFQ. A meeting of the Technical Evaluation Committee (TEC) was held on January 16, 2015. The TEC evaluated the proposals and ranked Parsons Brinckerhoff as the number one proposer. The contract requires a 15% Small Business Participation Requirement and 15% Local Business Participation. The contract term will run concurrently with the design-build project, which is currently estimated for three-years.

Contingent to Board approval of the recommended selection, Staff will negotiate and enter into a contract with the selected firm for a contract amount not to exceed the Engineer's Estimate of \$5,600,000.00. If the negotiated contract amount exceeds the Engineer's Estimate, the negotiated contract will be brought back to this Committee and Board for approval.

Ms. Smith Fano moved to approve the TEC recommendation to select the number one ranked Proposer, Parsons Brinckerhoff, Inc. and direct staff to negotiate and enter into a contract for a not-to-exceed contract amount of \$5,600,000. Mr. Fernandez-Guzman seconded the motion. The motion was unanimously approved.

B) MDX Procurement/Contract No. RFQ-14-06, Municipal Financial Advisory Services
(Endorsed by the Budget & Finance Committee on 1/21/15)

- Approval of Negotiated Contract with First Southwest Company

Mr. Zaldivar read the agenda item for the record. Ms. Cordero informed Members on December 9, 2014 the MDX Board directed staff to negotiate the compensation rates under the contract with FSW. Staff negotiated fair and comparable Contract Rates with minimal to no increase from the rates under the previous contract negotiated in 2009. The Contract Rates are not subject to escalation during the Contract term. Should MDX exercise a renewal option, only the Hourly Rates will be subject to a one-time 3.5% escalation. The Contract term is for three (3) years with renewal options of up to two (2) additional years. The Services will be authorized through the issuance of Task Authorizations on an "as needed" basis.

Mr. Fernandez-Guzman moved to approve negotiated contract with FSW. Mr. Ferré seconded the motion. The motion was unanimously approved.

C) Approval of the Executive Director's New Employment Agreement

Mr. Zaldivar read the agenda item for the record. Ms. Lang informed Members that the MDX Chair created a Special Committee to review the terms of Mr. Rodriguez's current Employment Agreement; negotiate new terms and conditions; and to make a recommendation to the Board. The new Employment Agreement takes into consideration the additional expectations, responsibilities of this position and ensures compliance with Florida Statutes.

Ms. Lang explained Mr. Rodriguez' employment agreement began on January 30, 2007. An amended and restated agreement was approved by MDX on March 31, 2009 that was extended for five years; and which the Executive Director is currently in the second year of the contract extension period. In 2011, in an amendment to §215.425, Florida Statutes, the Florida legislature placed limitations on the severance and bonuses that can be provided in new or amended employment agreements entered into after July 1, 2011. The purpose for the new agreement is to make it consistent with the amended Florida Statute and current employment practices of the Authority; and to recognize the overall value of Mr. Rodriguez's leadership to the Authority.

Mr. Rodriguez has consistently received the highest possible ratings by the Board on all of his annual performance reviews. In addition, the scope of Mr. Rodriguez' duties and responsibilities have increased during his tenure and is expected to increase in accordance with the strategic goals of the Authority. Ms. Gutierrez informed Members there was a robust conversation during the Special Committee. The item was thoroughly discussed.

Mr. Fernandez-Guzman moved to approve the Executive Director's new employment agreement. Mr. Ferré seconded the motion. The motion was unanimously approved.

INFORMATIONAL ITEMS

- A) Procurement Report
- B) Communications Report

CHAIR'S COMMENTS

Ms. Gutierrez encouraged members to attend the upcoming policy workshops.

The Strategic Master Plan mid-point Workshop will be scheduled in March 2015.

ANNOUNCEMENTS:

- Operations Committee, Meeting, 2/17/15, William M. Lehman MDX Building
- Board Meeting, 2/24/15, 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