

MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)

**BOARD OF DIRECTORS MEETING
TUESDAY, MARCH 29, 2016
4:00 PM**

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

SUMMARY MINUTES

Members Present

- Louis V. Martinez, Esq., Chair
- Shelly Smith Fano, Vice Chair
- Rick Rodriguez Piña, Treasurer
- Gus Pego, P. E., District VI Secretary
- Maurice A. Ferré
- Alfredo L. Gonzalez, Esq.
- Maritza Gutierrez
- Arthur J. Meyer – in attendance via phone for agenda ítem IX. C only
- Javier L. Vázquez, Esq.
- Cliff Walters
- Luz Weinberg

Members Absent

Staff

- Javier Rodriguez, P.E., Executive Director
- Marie Schafer, Chief Financial Officer
- Juan Toledo, P.E., Director of Engineering
- Steve Andriuk, Director of Toll Operations
- Carlos M. Zaldivar, Esq., General Counsel
- Francine Steelman, Associate General Counsel
- Helen Cordero, Manager of Procurement and Contracts Administration
- Mario Diaz, Public Information 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 Partners (GEC-A)

CALL TO ORDER & ROLL CALL

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

PLEDGE OF ALLEGIANCE

Board Members lead in the Pledge of Allegiance.

APPROVAL OF AGENDA

Mr. Martinez recommended adding the performance evaluation of the General Counsel which was discussed at the Executive Committee. Ms. Gutierrez moved to approve the amended agenda. Ms. Smith Fano 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

The following individuals addressed the Board:

- Mauricio Gonzalez, Odebrecht USA

APPROVAL OF SUMMARY MINUTES

- Board Meeting of February 23, 2016

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

EXECUTIVE DIRECTOR'S REPORT

Mr. Rodriguez briefed Members on the following issues of interest since that last Board meeting of February 23, 2016:

- MDX Project 83628 progressing on schedule and on budget.
- 87410 on schedule and on budget
- MDX FDOT procurement Project No. 83611- in the procurement process. MDX continues committed in acquiring right-of-way by the time the contract is awarded next year
- HB299 passed and was signed by the Governor on March 25, 2016
- March 16 –MDX, FDOT and MPO were part of a panel at the Latin Builders Signature Legislative Breakfast
- March 29, 2016, attended the FIU groundbreaking ceremony of TIGER University City Prosperity Project Grant
- Strategic master Plan Workshop is scheduled for April 6, 2016

- Cash Back Toll dividend program enrollment will close on March 31, 2016 there are more than 100,000 customers signed up for the program.

GENERAL COUNSEL'S REPORT

Mr. Zaldivar reported on the following on-going legal matters:

- ETCC Litigation. A shade meeting has been requested after decision.
- MCM 1 Litigation – update - motion to dismiss.
- MCM 2 bid protest – update – decision pending

MPO REPRESENTATIVE REPORT

Mr. Ferré reported on the MPO Committees of governance, Transit and Finance.

TREASURER'S REPORT

Mr. Rodriguez Piña reported on the positive budget that was thoroughly discussed at the Budget & Finance Committee.

Ms. Schafer reported on the eight month period revenues of \$158 million. The positive revenues are due to the following factors: overall traffic is performing above the forecast by approximately 3%.; and the shift between SunPass and toll-by-plate, it was anticipated that more commuters would use SunPass. Collection of toll fees has outperformed the forecast by \$5 million. Expenses are on target and within the budget.

Ms. Schafer entertained questions from Members.

COMMITTEE REPORTS

- Policy & Planning, 3/22/16
- Budget & Finance and Operations Committee, 3/22/16
- Inter-Governmental and Public Communications Committee, 3/22/16

The Committee reports were waived.

CONSENT AGENDA

A) Approval:

- April 28-29, 2016, Trip to Tampa, Florida by Board Members and Executive Director Rodriguez to attend the TEAMFL and FTC Annual Joint Meeting

The Consent agenda was moved by Ms. Weinberg and seconded by Mr. Rodriguez Piña. The motion was unanimously approved.

REGULAR AGENDA

A) MDX Procurement/Contract No.: MDX-15-12; Legal Representation in Civil Action Brought Against MDX (*Endorsed by the Policy & Planning Committee on 3/22/16*)

- Approval to increase the Contract Amount due to litigation in Circuit Court (Case No. 15-04267-CA-23) involving a Bid Protest filed by Munilla Construction Management, LLC.

Mr. Zaldivar read the item into the record. The item was endorsed by the Policy & Planning Committee on March 22, 2016. Ms. Cordero informed Members that in order to cover the portion of the fees already incurred and to allow contract capacity to address the pending matters, staff is requesting Board approval of an increase to the Contract Amount.

Ms. Smith Fano moved to approve the request to increase the contract amount. Mr. Pego seconded the motion. The motion was unanimously approved.

B) MDX Procurement/Contract No.: MDX-16-03; Legal Representation in Civil Action Brought Against MDX

- Approval of Contract Amount increase due to litigation in Circuit Court (Case No. 16-1946-CA-01) involving a Bid Protest filed by Munilla Construction Management, LLC.

Mr. Zaldivar read the item into the record. The item was endorsed by the Policy & Planning Committee on March 22, 2016. Ms. Cordero informed Members that in addition to filing the above noted protest, MCM also filed a law suit seeking an Injunction of the award of the contract.

In order to cover the portion of the fees already incurred and to allow contract capacity to address the pending matters, Staff is requesting Board approval to increase to the Contract Amount. Should this case exceed the approved Contract Amount, which includes the additional fees requested herein, this matter will be brought back to the Policy & Planning Committee and the Board for the necessary approvals to continue Mr. De Leon's representation of the Authority in this matter.

Mr. Rodriguez Piña moved to approve the contract amount increase. Mr. Ferré seconded the motion. The motion was unanimously approved.

Martinez welcomed Mr. Meyer to the meeting in attendance via phone.

C) MDX FY 2017-2021 Five Year Work Program – Transportation Improvement, Capital Improvement and Renewal & Replacement Programs (Total Project Cost \$1.41 Billion)

- Approval of FY 2017-2021 Work Program

Mr. Zaldivar read the item into the record. The item was endorsed by the Joint Budget & Finance and Operations Committee (B&F/Ops Committee) on March 22, 2016.

Mr. Rodriguez introduced the item and explained that on March 22, 2016, the joint

B&F/Ops Committee endorsed the FY 2017-2021 Work Program, excluding the proposed new project #83634 – SR 836 New HEFT Ramps, with a total project cost of \$28.7 million. The excluded project was removed from the FY 2017-2021 Work Program.

Mr. Toledo asked Members if they had any question regarding the Work Program. All the Members present also participated in the B&F/Ops Committee where this item was thoroughly discussed.

Mr. Rodriguez Piña asked for the timeline of projects highlighted in the Five Year Work Program. Mr. Toledo highlighted two new Projects: the Dolphin Station Park & Ride, which will be advertised in the spring and the 87413 – SR 874; the SW 72 Street Interchange project will be advertised by the end of this calendar year. The rest of the projects in the Work Program already existed from the previous Work Program and are part of the letting plan.

Mr. Rodriguez clarified the process and structure of the projects identified on the Five Year Plan. Projects go through the committee and board approval process. Ms. Smith Fano moved to approve the FY 2017-2021 Five year Work Program. Ms. Weinberg seconded the motion. The motion was unanimously approved.

Mr. Martinez recognized staff and HNTB for a very thorough presentation of the FY 2017-2012 Work Program at the B&F/Ops Committee meeting.

D) MDX Procurement/Contract Number MDX-13-02; System-wide Intelligent Transportation Systems Maintenance, Diagnostics, Repairs and Installation Services Approval of Contract Renewal

Mr. Zaldivar read the item into the record. The item was endorsed by the B&F/Ops Committee on March 22, 2016.

Mr. Rodriguez Piña encouraged Members to pay more attention to ITS Projects.

Ms. Smith Fano moved to approve the contract renewal with TransCore. Mr. Pego seconded the motion. The motion was unanimously approved.

E) Joint Participation Agreement with FDOT for the Dolphin Station Park and Ride/Terminal Facility Project

- Approval of Supplemental Joint Participation Agreement Number Two between FDOT and MDX for the Deferred Reimbursement of Funding by FDOT of 50% of the Construction Costs for the Dolphin Station Park and Ride/Terminal Facility Project.

Mr. Zaldivar read the item into the record. The item was endorsed by the B&F/Ops Committee on March 22, 2016.

Mr. Martinez stated the he strongly supports the item because the project demonstrates MDX's commitment to transportation solutions. He thanked FDOT and Miami-Dade County for working with MDX.

Mr. Pego moved to approve the Supplemental JPA Agreement No. 2. Mr. Gonzalez seconded the motion. The motion was unanimously approved.

Agenda Items IX. F and IX. G were taken together.

- F) MDX Work Program No. 87410; SR 874 Ramp Connector to 128th Street
- Approval of Eminent Domain Parcel Resolution 15-28R
- G) MDX Work Program No. 83611; SR 836 / I-95 Interchange Improvements
- Approval of Eminent Domain Parcel Resolutions 16-02R, 16-05R and 16-20

Mr. Zaldivar read both items into the record. The items were endorsed by the B&F/Ops Committee on March 22, 2016.

Mr. Gonzalez moved to approve Parcel Resolution 15-28R. Ms. Gutierrez seconded the motion. The motion was unanimously approved.

Mr. Gonzalez moved to approved parcel resolutions 16-02R, 16-05R and 16-20. Ms. Gutierrez seconded the motion. The motion was unanimously approved.

Agenda Items IX. H and IX. I were taken together.

- H) MDX Procurement/Contract Number MDX-14-03; Enhanced Image Processing (EIP) System (\$1,957,661.)
- Approval of Amendment No. 4 to renew the contract term and modify the Scope of Services
- I) MDX Procurement/Contract Number MDX-16-04; Manual Image Review Processing Services (\$756,000)
- Approval of Contract Award with Prison Rehabilitative Industries and Diversified Enterprises, Inc.

Mr. Zaldivar read both items into the record. The items were endorsed by the B&F/Ops Committee on March 22, 2016.

Ms. Weinberg moved to approve Amendment No. 4 to exercise the contract renewal term and modify the scope of services with Q-Free America. Mr. Vazquez seconded the motion. The motion was unanimously approved.

Mr. Vazquez moved to approve contract award with PRIDE. Ms. Weinberg Seconded the motion. The motion was unanimously approved.

J) Executive Director's Performance Evaluation

Mr. Zaldivar read the item into the record. The item was endorsed by the Executive Committee on March 29, 2016. Ms. Smith Fano informed Members that the Executive Committee met prior to the Board Meeting to evaluate the Executive Director and the General Counsel's performance. She further stated that it was unanimous decision on the actions taken.

Ms. Lang informed Members the Executive Committee rated the Executive Director's performance at 100%. The Executive Director's contract calls for an annual pay increase between 2.5% and 6.5%; The Executive Committee

recommended to award the maximum allowable increase.

Mr. Vazquez moved to approve the Executive Director's performance evaluation. Mr. Rodriguez Pina seconded the motion. The motion was unanimously approved.

K) General Counsel's Performance Evaluation (ADDED)

Ms. Lang informed Members the Executive Committee rated the General Counsel's performance as exemplary. The Executive Committee recommended the following:

- Increase the General Counsel's base salary to \$200,000, effective retroactively to November 24, 2015, which was the one year anniversary of the General Counsel's employment with MDX.
- Award a merit bonus lump sum in the amount of \$15,000.

Ms. Gutierrez moved to approve the General Counsel's performance evaluation and the Executive Committee's recommendation. Ms. Weinberg seconded the motion. The motion was unanimously approved.

INFORMATIONAL ITEMS

- A) Procurement Report
- B) Communications Report

CHAIR'S COMMENTS

Mr. Martinez informed Members that HB 299 passed. It reduces the size of the Authority's governing board from 13 current members to 9 members by attrition. He further made reference to SB 1377, a comprehensive bill that was supported by the delegation bringing to Miami-Dade County jobs and dollars for fully encompassing transportation projects.

Mr. Martinez stated that due to the legislation, Staff is directed to review all MDX policies and to recommend the necessary changes to comply with the new legislation.

ANNOUNCEMENTS

- Board Meeting, 4/26/16 at 4:00 p.m., William M. Lehman MDX Building, Board Room

ADJOURNMENT

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

