

MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)

BOARD OF DIRECTORS MEETING

Tuesday, June 28, 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
James Wolfe, P. E., District VI Secretary
Vincent T. Brown, Esq.
Maurice A. Ferré
Alfredo L. Gonzalez, Esq.
Maritza Gutierrez –via phone
Javier L. Vázquez, Esq.
Cliff Walters
Luz Weinberg

Members Absent

Arthur J. Meyer

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.
Bond Counsel: Sandy MacLennan, Squire Patton Boggs
Transportation: Albert Sosa, HNTB (GEC-A)
Rick Crooks, EAC Consultants (GEC-B)

CALL TO ORDER & ROLL CALL

Due to Chair Martinez's late arrival, Vice Chair Smith Fano called the meeting to order. Ms. Navia Lobo called the roll and announced that a quorum of the MDX Board was present. Vice Chair Smith Fano recommended addressing the non-approval items first.

PLEDGE OF ALLEGIANCE

Vice Chair Smith Fano asked Mr. Ferré to lead in the Pledge of Allegiance.

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.

EXECUTIVE DIRECTOR'S REPORT

Mr. Rodriguez briefed Members on the following issues that occurred since that last Board meeting of May 31, 2016:

- June 3rd - MDX System and Traffic Management Center tour with Board Member Meyer
- June 7th – MDX hosted the Florida Transportation Commission (FTC) – Schneider Electric made a presentation on Integrated Corridor Management – one of the examples shared was a program that we are developing on SR 836 with Miami-Dade County and FDOT. As the program develops, it will be presented to the Board. The expected first “go-live” phase is expected by the end of the summer.
- FTC Meeting will be held in St. Petersburg, FL for the presentation of the agencies performance measures
- June 17th – GMCC Goals Conference – “The SMART Plan” was the focus this year.
- Projects update:
 - Project 87410 – extension of SR 874 is on-time and on budget.
 - Project 83628 – Project Tour for Members was June 27th and 83628 Project video was shown as part of the update report.

Chair Martinez joined the meeting and excused himself for his tardiness.

APPROVAL OF AGENDA

The agenda was approved as presented.

APPROVAL OF SUMMARY MINUTES

- Board Meeting of May 31, 2016

Ms. Smith Fano moved to approve the Summary Minutes. Mr. Vazquez seconded the motion. The motion was unanimously approved.

GENERAL COUNSEL'S REPORT

Mr. Zaldivar reported on the following topics.

- MCM -1: MDX submitted a brief for attorney's fees to the appellate court.
- MCM- 2: MDX filed a Motion to Dismiss the underlying case for July 12,2016
- Securities Law Training – took place on June 21st following the Budget & Finance Committee meeting.

MPO REPRESENTATIVE REPORT

- Mr. Ferré reported the MPO got full funding for the planning of the 6 SMART Plan corridor studies.
- He informed Members the FTC will be meet in St. Pete Beach on July 18th and 19th for a retreat with the State Secretary of Transportation and the presentation of toll agencies performance measures.
- He requested that the following topics be discussed at the retreat on July 18th:
 1. P3 – private sector participation increase
 2. Technology
 3. Managed Lanes
 4. Tolling – How to improve rate on investments

TREASURER'S REPORT

Mr. Rodriguez Piña reported on the accomplishments for Fiscal Year 2016:

- The Authority has been performing above average.
- Updated twice – Moody's to an A2 rating and S&P to an A rating. An indication of financial stability.
- Paid off debt to the State of Florida
- A Closed System
- Cash Back Toll Dividend Program
- FY 2017 flat budget

COMMITTEE REPORTS

- Budget & Finance Committee, 6/21/16
- Operations Committee, 6/21/16

The Committee reports were waived

CONSENT AGENDA

A) Travel Approval

- September 8-10, 2016 Trip to Denver, Colorado by Board Members and Executive Director Rodriguez to attend the IBTTA 84th Annual Meeting & Exhibition and IBTTA Board and Committee Meetings

The consent agenda was unanimously approved.

Mr. Rodriguez informed Members that Mr. Toledo has been nominated to the IBTTA Board. The elections will be in Denver.

PUBLIC HEARING ITEM

- A) MDX Toll System Refunding Revenue Bond, 2016A in an aggregate principal amount not to exceed \$130 Million (Endorsed by the Budget & Finance Committee on 6/21/16)
 - Approval of Resolution No. 16-22 Authorizing the Issuance of Bond

Mr. Zaldivar read the Public Hearing item into the record. Mr. Martinez opened the Public Hearing. No public comments were received. Mr. Martinez closed the Public hearing.

Ms. Schafer informed Members that the process began a year ago but had not reached the targeted savings but believes that the targets will meet the approved savings. As of June a present value savings of approximately \$21 million is anticipated, in compliance with the Debt Management Policy. This bond resolution authorizes the issuance of the Series 2016A Bonds to refund all or portion of the outstanding principal amount of Series 2006 bonds. Still outstanding is a portion of the Series 2005 Bonds for \$80 million of older debt. Ms. Schafer entertained questions from Members.

Mr. Ferré moved to approve Resolution No. 16-22. Ms. Gutierrez seconded the motion. Ms. Navia Lobo called the roll.

V. Brown	-aye	J. Vazquez	-aye
M. Ferré	-aye	C. Walters	-aye
A. Gonzalez	-aye	L. Weinberg	-aye
M. Gutierrez	-aye	J. Wolfe	-aye
R. Rodriguez Piña	-aye	S. Smith Fano	-aye
		L. Martinez	-aye

The motion was unanimously approved.

REGULAR AGENDA

- B) MDX Work Program No. 87410; SR 874 Ramp Connector to 128th Street
 - Approval of Eminent Domain Parcel Resolution 15-30R

Mr. Zaldivar read the regular agenda item into the record. The item was endorsed by the Operations Committee. Mr. Toledo informed Members that MDX, through its staff and consultants are currently negotiating with the property owner.

Should negotiations fail, and in order to ensure the timely construction of MDX Project 87410, MDX shall begin eminent domain proceedings on the Parcel if it cannot be acquired through a negotiated conveyance. The Eminent Domain Parcel Resolution is required as part of the eminent domain process. It should be noted that the MDX Board previously approved this Resolution. Florida law now requires that (in eminent domain filings) there are updates to the associated exhibits produced during the right of way acquisition process.

Ms. Gutierrez moved to approve Resolution No. 15-30R and Mr. Brown seconded the motion. The motion was unanimously approved.

- C) MDX Procurement/Contract Number ITB-16-06; Expansion/Upgrade of Toll System Image Storage (\$265,342.00)
- Approval of Contract Award to the lowest Responsive and Responsible Bidder

Mr. Zaldivar read the regular agenda item into the record. The item was endorsed by the Operations Committee. Ms. Cordero informed Members that MDX released an Invitation to Bid (ITB) requesting authorized Oracle Partners to provide equipment for the Expansion/Upgrade of Toll System Image Storage. The following three (3) bid proposals were received:

- Infolob Solutions, Inc.
- Mythics, Inc.
- Quasius Investment Corp. d/b/a GCA

All three (3) bid proposals were deemed Responsive to the requirements of the ITB.

Staff recommends endorsement of Contract Award to the Lowest Responsive and Responsible Bidder, Quasius Investment Corp. d/b/a GCA in the amount of \$265,342.00.

Ms. Weinberg moved to approved the contract award to the lowest responsive bidder Quasius Investment Corp. Mr. Brown seconded the motion. The motion was unanimously approved.

- D) MDX Work Program No. 87410; Interlocal Agreement with Miami-Dade County for the Conveyance of Right of Way to Facilitate the Construction and Long Term Maintenance of the SR 874 Ramp Connector to 128th Street and to construct a portion of 127th Avenue as requested and paid for by the County
- Approval of Interlocal Agreement (ILA) between Miami-Dade County and MDX

Mr. Zaldivar read the regular agenda item into the record. (Endorsed by the Operations Committee on 6/21/16)

Mr. Toledo presented the item and explained that during the PD&E process for MDX Project 87410, SR 874 Ramp Connector to SW 128th Street, MDX committed to widening SW 128th Street from SW 137th Avenue to the west limited access right-of-way line of SR 821/Homestead Extension of Florida's Turnpike (HEFT); as well as SW 127th Avenue from SW 130th Street to a point south of SW 124th Street. Miami-Dade County (MDC) has subsequently requested that MDX extend the 127th Avenue portion of the Project all the way to SW 124th Street. MDC will pay all costs associated with the additional work.

Staff is requesting approval to enter into an Interlocal Agreement to provide for the conveyance of fee simple property interests in SW 128th Avenue from SW 122nd Avenue to the west limited access right-of-way line of SR 821/ HEFT from MDC to MDX. This conveyance will facilitate the construction and maintenance of the new flyover ramp. The Agreement will also provide for the conveyance of fee simple property interests in the ROW purchased by MDX west of SW 122nd Avenue from MDX to MDC, which was acquired by MDX for the purpose of widening SW 128th Street and SW 127th Avenue. After this conveyance the property west of SW 122nd

Avenue will be owned, operated and maintained by MDC. The Interlocal Agreement also provides for payments by MDC to MDX for the additional work and the related ROW.

Ms. Gutierrez informed Members that this item was thoroughly discussed at the Operations Committee and asked if Staff knew the market value of the right of way to be conveyed to MDC. She requested that this information be provided at the next Operations Committee meeting.

Ms. Gutierrez moved to approve the Interlocal Agreement with Miami-Dade County for the conveyance of real property to facilitate the construction and long term maintenance of the MDX 87210 Project. Mr. Brown seconded the motion the motion was unanimously approved.

E) Election of Authority Officers

Mr. Zaldivar gave a brief summary of the election process. Ms. Gutierrez asked if for the election process they could begin from the bottom up, beginning with the election of the position of Assistant Secretary and Secretary. Mr. Ferré said he had no problem with the process and asked that this be a one-time procedure. Members did not have an objection to the change in process.

Assistant Secretary

Mr. Rodriguez Piña nominated Mr. Killiany as Assistant Secretary. Ms. Gutierrez seconded the nomination. Mr. Killiany was re-elected Assistant Secretary by acclamation.

Secretary

Ms. Gutierrez nominated Ms. Navia Lobo as Secretary. Ms. Smith Fano seconded the nomination. Ms. Navia Lobo was re-elected Secretary by acclamation.

Treasurer

Mr. Zaldivar opened the nominations for the office of Treasurer. Mr. Martinez moved to nominate Mr. Rodriguez Piña for the office of Treasurer. Mr. Ferré seconded the motion. Mr. Rodriguez Piña accepted the nomination. Mr. Zaldivar closed the nominations. Mr. Rodriguez Piña was re-elected Treasurer by acclamation.

Vice Chair

Mr. Zaldivar opened the nominations for the office of Vice Chair. Mr. Ferré moved to nominate Ms. Smith Fano for the office of Vice Chair. Mr. Martinez seconded the motion. Ms. Smith Fano accepted the nomination. Mr. Zaldivar closed the nominations. Ms. Smith Fano was re-elected Vice Chair by acclamation.

Chair

Mr. Zaldivar opened the nominations for the office of Chair. Ms. Smith Fano moved to nominate Mr. Martinez for the office of Chair. Ms. Gutierrez seconded the motion. Mr. Martinez accepted the nomination. Mr. Zaldivar closed the nominations. Mr. Martinez was re-elected Chair by acclamation.

INFORMATIONAL ITEMS

- A) Procurement Report
- B) Communications Report

The Informational Items were not addressed

CHAIR'S COMMENTS

Mr. Martinez stated that representing the MDX Board as its Chair is an honor and he thanked the Members for a wonderful year.

Mr. Rodriguez presented a video to the Board that recognized Member Smith Fano for her professional contributions to the Miami-Dade community as part of her work at Miami-Dade College.

ANNOUNCEMENTS

- Board Meeting, 8/30/16 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.