

MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)

BOARD MEETING
Tuesday, January 28, 2014
4:00 P.M.

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

Members Present:

Maurice A. Ferré, Chair
Maritza Gutierrez, Vice Chair
Carlos R. Fernandez-Guzman, Treasurer
Gus Pego, P. E., District VI Secretary
Alfredo L. Gonzalez, Esq.
Robert W. Holland, Esq.
Rick Rodriguez Piña
Gonzalo Sanabria
Shelly Smith Fano
Luz Weinberg

Members Absent:

Jose M. Hevia
Louis V. Martinez, Esq.

Staff:

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

Consultants:

Legal: Richard Weiss, WSH
Matthew Pearl, WSH
Transportation: Albert Sosa, HNTB (GEC-A)
Reynaldo Cortez, EAC Consultants (GEC-B)
Tere Garcia, Bermello Ajamil (GEC-A)
Finance: Randy Topel, First Southwest Co.

CALL TO ORDER & ROLL CALL

Chair Ferré 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 Ferré asked Ms. Fano to lead in the Pledge of Allegiance.

DECLARATIONS OF VOTING CONFLICTS

Mr. Weiss asked Members if there were any voting conflicts regarding any of the items on the Board Agenda for this meeting. Mr. Rodriguez Piña declared a conflict with *Agenda Item IX. C MDX Procurement/Contract No. RFQ 14-01, Advertising Services.*

[A copy of Mr. Rodriguez Piña's voting conflict declaration is attached to this Summary Minutes]

CITIZEN COMMENT

Mr. Carlos Garcia representing Rollbacktolls.com, addressed the Board regarding the user discount program and the video recording of Committee Meetings.

APPROVAL OF SUMMARY MINUTES

- Board Meeting of December 10, 2013

Summary Minutes for the December meeting were not included in the agenda package and were deferred to the next meeting.

EXECUTIVE DIRECTOR'S REPORT

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

- December 18, 2013 Dade Legislative Delegation Workshop on tolling was held and presentations were made by FDOT, Florida's Turnpike Enterprise, MDX and Miami-Dade County
- January 1, 2014 the new service provider for the Road Ranger Services took effect. This is a new firm doing business with MDX
- The importance of the upcoming Strategic Master Plan meeting scheduled for January 30, 2014.
- TEAMFL/FTC Meeting in Orlando.
- Transportation Bill – MAP 21 National Interoperability, TIFIA Program.
- Centralized Customer Service Center Procurement
- Effect of HB353:
 - Infringes on MDX Financial independence
 - No additional bonding is allowed by MDX or on behalf of MDX except for the administration and discharge of outstanding debt.
 - Toll increases or toll adjustments scheduled to take effect after January 1, 2014 are rescinded.
 - MDX could only increase tolls for CPI, which must first be approved by a supermajority of the Miami-Dade County Commission.

- Governance – Changes the Board from 13 members to 9. The new Board would consist of 4 appointments by the Miami-Dade County Commission and 4 by the Governor along with the District Secretary of FDOT.
- Prohibits any MDX Board Member from serving on any other transportation-related board
- Eliminates MDX's ability to partner on projects with other transportation agencies, including FDOT.

Staff will be working the Inter-Governmental Committee and legislative consultants to inform and educate as many State legislators as possible. Mr. Rodriguez informed Members that Authority's projects support the economy of Miami-Dade County.

Most of the Authority's current revenues are being used to finalize SR 836 from 57th Ave to I-95; the Interchange at 87th Ave that will provide better access for trucks; the SR 874 extension over the Turnpike out to Kendall-Tamiami Airport; and to begin the design of the western extension of SR 924.

Mr. Ferré recommended moving the Board discussion regarding HB 353 to the end of the agenda.

GENERAL COUNSEL'S REPORT

Ms. Steelman presented an Ethics presentation regarding "Voting Conflicts" a copy of which was also provided to each Member in attendance.

MPO Representative Report

Mr. Ferré reported that the January meeting was cancelled; and reported on the previous meeting during which the extension for TriRail was discussed.

TREASURER'S REPORT

Ms. Schafer reported for the six month period December 31, 2013 toll and fee revenue posted at \$65.1 million compared to the forecast of \$63.5 million which leaves a positive variance of \$ 1.5 million. Included in the toll and fee revenues is an accrual of approximately slightly under \$4 million which is associated to toll-by-plate customers and I-toll customers with the delay in the transition with the new vendor. Overall total revenue is \$66.3 million compared to the forecast of \$64.3 again a positive variance of \$1.9 million.

Operating and maintenance expenses are in line with the budget within one -percent. The legal expenses are \$400 over budget due to the ongoing litigation. Mr. Andriuk gave an update on the transition of the back office transition from the previous AMTS solution.

Mr. Holland moved to accept the Treasure's report as presented. Ms. Smith Fano seconded the motion. The motion was unanimously approved.

COMMITTEE REPORTS

A) Joint Budget & Finance and Operations Committee, 1/22/14

B) Inter-Governmental and Public Communications Committee, 1/22/14

The Committee Reports were waived.

CONSENT AGENDA

A) Travel Approval

- March 9-11, 2014, Trip to Washington, D.C. by Executive Director Rodriguez to attend the IBTTA Summit on Legislation; Policy and Infrastructure Finance

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-14-02; MDX Work Program No. 83625.050, 83631.050 and 30036.050; Construction Engineering and Inspection (CE&I) Services for SR 836 Extension-Westbound Access Ramp, SR 836 Infrastructure Modifications for Open Road Tolling (West Section) and SR 836 Overhead Sign Structure Coating

- Approval of Technical Evaluation Committee's recommendation to select the number one ranked Proposer and direct staff to negotiate and enter into a contract for a not-to-exceed contract amount of \$2,446,678.00

Mr. Weiss read the agenda item into the record. The item was endorsed by the Operations Committee on January 22, 2014.

Mr. Fernandez-Guzman moved to approve the TEC recommendation to select the number one ranked Proposer and directed staff to negotiate and enter into a contract for a not-to-exceed contract amount of \$2,446,678.00. Ms. Gutierrez seconded the motion. The motion was unanimously approved.

B) MDX Procurement/Contract Number MDX-13-06; Toll System Support Services (\$22,109,078.82)

- Approval of Amendment No. 1 to Cooperative Purchasing Agreement with Transcore for Toll System Support Services

Mr. Weiss read the agenda item into the record. The item was endorsed by the Operations Committee on January 22, 2014.

Mr. Fernandez-Guzman moved to approve amendment 1 to the Cooperative Purchasing Agreement with Transcore for Toll System Support Services. Mr. Pego seconded the motion. The motion was unanimously approved.

C) MDX Procurement/Contract No. RFQ 14-01, Advertising Services

- Approval of Negotiated Contract with Machado Garcia-Serra, LLC.

Mr. Weiss read the agenda item into the record. The item was endorsed by the Inter-Governmental and Public Communications Committee on January 22, 2014.

Mr. Diaz informed members the Contract shall not exceed \$3,000,000 for the initial three (3) year term. Ms. Smith Fano informed members the contract is based on task authorization.

Ms. Gutierrez moved to approve the negotiated contract with Machado Garcia-Serra, LLC. Ms. Smith Fano seconded the motion. Mr. Rodriguez Piña abstained. The motion was unanimously approved.

INFORMATIONAL ITEMS

- Procurement Report

The Informational item was not addressed.

CHAIR'S COMMENTS

Mr. Ferré informed Members of several upcoming meetings:

- Upcoming rating agencies meetings.
- Strategic Master Plan meeting on January 30, 2014

Mr. Sanabria recommended that a frequent user program be implemented before 2015; and directed staff to report this program at the next Board Meeting. Mr. Rodriguez informed Members that the frequent user program would be discussed at the next Budget & Finance Committee meeting.

Ms. Gutierrez asked about the status of the General Counsel position interviews. Mr. Rodriguez informed Members that he will be bringing three candidates for interviews with the Board in February 2014.

ANNOUNCEMENTS

- Strategic Master Plan, Meeting #1; 1/30/14, 10:00 a.m., William M. Lehman MDX Building
- Board of Directors Meeting, 2/25/14, 4:00 p.m., William M. Lehman MDX Building

ADJOURNMENT

Mr. Ferré asked for a motion for adjournment. Ms. Smith Fano moved to adjourn the meeting. Mr. Gonzalez seconded the motion. The meeting was adjourned.

Summary Minutes prepared by Maria Luisa Navia Lobo, Board Secretary.

FORM 8A MEMORANDUM OF VOTING CONFLICT FOR STATE OFFICERS

LAST NAME—FIRST NAME—MIDDLE NAME Rodriguez Piña, Rick	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE Miami Dade Expressway Authority
MAILING ADDRESS 6435 SW 40th Terr	NAME OF STATE AGENCY
CITY Miami	COUNTY Miami Dade
DATE ON WHICH VOTE OCCURRED 01-25-14	MY POSITION IS: <input type="checkbox"/> ELECTIVE <input checked="" 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, or committee. It applies equally 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 the reverse side and filing the form.

INSTRUCTIONS FOR COMPLIANCE WITH SECTION 112.3143, FLORIDA STATUTES

ELECTED OFFICERS:

As a person holding elective state office, you may vote on a measure which inures to your special private gain or loss; to the special gain or loss of a principal by whom you are retained (including the parent organization or subsidiary of a corporate 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. However, if you vote on such a measure you must complete this form and file the form 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.

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).

* * * * *

APPOINTED OFFICERS:

As a person holding appointive state office, you may vote on a measure which inures to your special private gain or loss; to the special gain or loss of a principal by whom you are retained (including the parent organization or subsidiary of a corporate 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. However, you 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

Rick Rodriguez Piña hereby disclose that on October 22, 20 13.

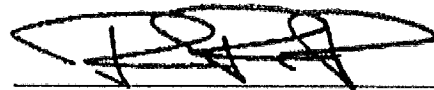
(a) A measure came or will come before my agency which (check one)

- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, Machado Garcia - Serra LLC (MG5COMM);
- inured to the special gain or loss of my relative, _____;
- inured to the special gain or loss of _____, by whom I am retained; or
- inured to the special gain or loss of _____ which is the parent 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:

02/17/2014

Date Filed



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.