

**MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)
BOARD OF DIRECTORS MEETING**

THURSDAY, MAY 9, 2019

2:00 PM

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

SUMMARY MINUTES

Members Present

Carlos A. Gimenez, Chair
Louis V. Martinez, Esq., Treasurer
James Wolfe, P. E., District VI Secretary
Shelly Smith Fano
Maritza Gutiérrez
Arthur J. Meyer
Luz Weinberg

Members Absent

Leonard Boord, Vice Chair

Staff

Javier Rodriguez, P.E., Executive Director
Marie T. Schafer, Director of Finance/CFO
Steve Andriuk, Director of Toll Operations
Juan Toledo, Director of Engineering
Carlos Zaldivar, General Counsel
Francine Steelman, Associate General Counsel
Helen Cordero, Manager of Procurement and Contracts Administration
María Luisa Navia Lobo, Board Secretary

Consultants

Albert Sosa, HNTB (GEC-A)
Rick Crooks, EAC Consultants (GEC-B)
Kirk De Leon, Esq., De Leon & De Leon, P.A.
Eugene Stearns, Esq., Stearns Weaver, et al.

CALL TO ORDER

Chair Gimenez called the meeting to order.

PLEDGE OF ALLEGIANCE

Chair Gimenez asked Mr. Rodriguez to lead in the Pledge of Allegiance.

ROLL CALL

Ms. Navia Lobo called the roll and announced that a quorum of the MDX Board was present.

APPROVAL OF AGENDA

Mr. Martinez moved to approve the Agenda as presented. Mr. Wolfe seconded the motion. The motion was unanimously approved.

DECLARATIONS OF VOTING CONFLICTS

No conflicts were declared.

CITIZEN COMMENT

Chris Wills – 11165 SW 75 Terrace Miami, Florida – addressed the Board.

APPROVAL OF SUMMARY MINUTES

- Board Meeting of April 15, 2019

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

EXECUTIVE DIRECTOR'S REPORT

Mr. Rodriguez informed Members that he received several calls regarding the construction on SR 836. He clarified that construction is ongoing on the MDX System. He further summarized the highlights of HB 385 that passed on May 3, 2019.

Mr. Martinez stated that part of the bill also requires the Auditor General of the State evaluate the feasibility of the recommended toll reduction.

Mr. Rodriguez clarified that the Kendall Parkway is in the Work Program for PD&E and right-of-way acquisition in the Long Range Transportation Plan (LRTP).

GENERAL COUNSEL'S REPORT

Mr. Zaldivar gave a brief summary of the steps taken after HB 385 was passed on May 3, 2019. He also informed Members that the Executive team looked for law firms that have a strong presence in Tallahassee to defend MDX regarding the latest legislative action. It was decided to retain Eugene Stearns with the firm Stearns, Weaver, et al. In addition, the scope of services for Judge Rodolfo Sorondo (with Holland & Knight), was expanded so that the Judge can consultant on this matter.

On Saturday, May 4 at 2pm, a conference call with all the attorneys involved in the matter took place,

and laid out of course of action to file a verified complaint the following morning while filing Motions to attempt to stop CS/CS/CS/HB 385 from becoming effective.

On Sunday, May 5, the Executive Director signed the verified complaint and it was filed.

On Monday, May 6, the Judge denied the Temporary Restraining Order (TRO) but we were successful setting a Preliminary Injunction Hearing for Friday May 10, 2019.

The Executive Director advised the Chair of the actions taken, which is in compliance with the Procurement Policy and the Delegation of Authority Policy. We believe that the passage of HB 385 is a total violation of Miami-Dade County's Home Rule and it impairs MDX's Transfer Agreement with the Florida Department of Transportation.

Mr. Eugene Stearns addressed the Board and explained the process for filing an action challenging the legislative action. He then entertained questions from Members.

Chair Gimenez expressed concern on the portion of HB 385, which states that current non-Governor appointed Board Members have been excluded from serving on the Board in the future as well as elected officials. The State is impugning MDX's reputation for no valid reason with no evidence and no accusations. The people serving on the MDX Board are volunteers and have been transparent and working in the best interest of the toll payers.

Chair Gimenez informed Members that in his last correspondence to the Governor, he indicated the negative impact of the rating agencies downgrades and the cost to issue bonds.

Mr. Rodriguez applauded the MDX staff for their continued support. Members thoroughly discussed HB 385.

TRANSPORTATION PLANNING ORGANIZATION REPRESENTATIVE REPORT

Ms. Smith Fano referred to the TPO documents distributed at her request regarding the TPO annual Participation Fee. In TPO Resolution 28-19, the Participation Fee is a voluntary contribution and not mandatory.

She requested that the Board rescind the motion taken by the MDX Board on February 26, 2019, which approved the payment of the TPO Participation Fee of \$22,222. Chair Gimenez seconded the motion. The motion was unanimously approved.

TREASURER'S REPORT

The Treasurer's Report was included in the Agenda Package, this item was not addressed.

DISCUSSION ITEM

A) 2019 Legislative Session

The discussion item was addressed as part of the General Counsel's Report.

INFORMATIONAL ITEM

A) Procurement Report

The informational Item was not addressed.

ANNOUNCEMENTS

- Board Meeting, 5/28/19, 4:00 PM, William M. Lehman MDX Building – Board Room

ADJOURNMENT

Chair Gimenez adjourned the Board Meeting.

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