MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)

BOARD MEETING
TUESDAY, SEPTEMBER 25, 2012
4:00 PM

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

Members Present:
Maurice A. Ferré, Chair
Shelly Smith Fano, Vice Chair
Gonzalo Sanabria, Treasurer
Gus Pego, P. E., District VI Secretary
Maritza Gutierrez
Felix Lasarte, Esq. – not present for item III. B
Al Maloof, Ph.D.
Louis V. Martinez, Esq.
Norman Wartman

Members Absent:
Carlos R. Fernandez-Guzman
José M. Hevia
Robert W. Holland, Esq.
Yvonne Soler McKinley

Staff:
Javier Rodriguez, Executive Director
Pamela Leslie, General Counsel
Marie Schafer, Chief Financial Officer
Alfred Lurigados, Director of Engineering
Steve Andriuk, Director of Toll Operations
Helen Cordero, Manager of Procurement and Contracts Administration
Maria Luisa Navia Lobo, Board Secretary

Consultants:
Transportation: John Becker, HNTB (GEC-A)
Chis Bucknor, EAC Consultants (GEC-B)
Finance: Randy Topel, First Southwest Co.
Lakshmi McGrath, First Southwest Co.
CALL TO ORDER
Chair Ferré called the meeting to order and announced that a quorum was not present. He recommended starting with the Citizen portion of the agenda until a quorum was established.

PLEDGE OF ALLEGIANCE
Chair Ferré asked Mr. Pego to lead in the Pledge of Allegiance.

CITIZEN COMMENT
Mr. Carlos Garcia, Rollbacktolls.com, 12762 SW 116 Terrace; Miami, Florida addressed the Board regarding the SR 874 landscaping project.

Eugenio Ochoa, New Millennium Design Consultants requested to address the Board on Regular Agenda item III. B - MDX Procurement/Contract Number RFP-12-02; MDX Work Program No. 10019.030; Design/Build Services for System-wide Implementation of Dynamic Message Signs. Chair Ferré suggested hearing Mr. Ochoa’s comments when the Action items are addressed, and further suggested taking the item last on the agenda to give Members en route to the meeting time to arrive.

ROLL CALL
At this time, Ms. Navia Lobo called the roll and announced a quorum of the MDX Board was present.

DECLARATIONS OF VOTING CONFLICTS
As customary, Ms. Leslie asked if Members present had any voting conflicts to declare in regards to the agenda. Mr. Lasarte declared a voting conflict with Agenda item III. B “MDX Procurement/Contract Number RFP-12-02; MDX Work Program No. 10019.030; Design/Build Services for System-wide Implementation of Dynamic Message Signs.

APPROVAL OF SUMMARY MINUTES
- Board Meeting of June 26, 2012
- Special Board Meeting of August 7, 2012
Chair Ferré referred to the June 26 summary minutes. Ms. Gutierrez moved to approve the summary minutes. Mr. Wartman seconded the motion. The motion was unanimously approved.

Mr. Wartman moved to approve the August 7th Special Board Meeting summary minutes. Ms. Gutierrez seconded the motion. The motion was unanimously approved.

GENERAL COUNSEL’S REPORT
Ms. Leslie presented the “Ethics Moment” providing Members ethics training while already attending the Board meeting. The topic of discussion was Members’ Fiduciary Duty.

The auditor’s related party disclosure questionnaires were distributed to Members.

MPO REPRESENTATIVE REPORT
Ms. Gutierrez informed Members that the next MPO Board meeting is scheduled for Thursday, September 27, 2012

**COMMITTEE REPORT**

A) Operations Committee, 8/21/12 & 9/18/12
B) Budget & Finance Committee, 9/20/12

Mr. Martinez moved to waive the Committee reports. Mr. Wartman seconded the motion. The motion was unanimously approved.

**CONSENT AGENDA**

A) Travel Approval
   - October 28-29, 2012, Trip to Daytona Beach Florida by Chair Ferré and Executive Director Rodriguez to attend the Florida Public Transportation Association (FPTA) 38th Annual Conference and EXPO.

Chair Ferré referred to the Consent Agenda and informed members that he may not be able to attend the FPTA Annual conference in Daytona Beach.

Mr. Wartman moved to approve the Consent Agenda. Mr. Martinez seconded the motion, the motion was unanimously approved.

**REGULAR AGENDA**

A) Approval of Delegation of Authority to the Executive Director to execute a new Interlocal Agreement with Miami-Dade County to perform professional services on behalf of MDX as one of the Co-permittees named in the National Pollutant Discharge Elimination System (NPDES) Permit Number FLS000003-003. ($221,462)

Ms. Leslie read the agenda item for the record and informed Members the item was endorsed by the Operations Committee on September 18, 2012.

Mr. Lurigados informed Members the agreement replaces the current Interlocal Agreement between MDX and Miami-Dade County, and will become effective on October 1, 2012 until September 30, 2017. Mr. Lurigados highlighted the activities and fiscal impact as follows:

**Activity 1: Water Monitoring**

This annual activity is for water quality monitoring and sampling which has always been performed by Miami-Dade County for MDX as part of the previous Interlocal Agreement.

The amount required to be budgeted annually is a not to exceed amount of $26,498. This amount is based on the number of outfalls and is consistent with the amount paid to Miami-Dade County in the previous interlocal agreement.

**Activity 2: Best Management Practices (BMP)**

This is a new annual activity required by FDEP to be compliant with new EPA reporting requirements. The activity involves debris sampling and testing for pollutant contents from street sweeping.
The amount required to be budgeted annually is a not to exceed amount of $2,316. This amount is based on the percentage of MDX right-of-way area over the Miami-Dade County MS4 jurisdictional area.

**Activity 3: Basin Management Action Plan (BMAP/WTW)**

This is a new one-time activity required by FDEP to be compliant with new EPA reporting requirements which has to be completed within the five (5) year reporting cycle. The activity is for the monitoring of Total Maximum Daily Loads (TMDLs) being introduced to the most environmentally impaired drainage basins.

The amount required to be budgeted is a not to exceed amount of $77,392. This amount is based on the percentage of MDX right-of-way area over the Miami-Dade County MS4 jurisdictional area. Mr. Lurigados informed Members the payment is due next fiscal year.

Mr. Lurigados informed Members that at the request of the Operations Committee, staff will research the cost of MDX possibly running the program individually; currently there are two cities that run their own program, the City of Hialeah and the City of Miami.

Mr. Wartman moved to approve the delegation of authority for the Executive Director to execute a new Interlocal Agreement with Miami-Dade County. Mr. Martinez seconded the motion. The motion was unanimously approved.

Chair Ferre´ recommended addressing Agenda item III. B last.

C) Approval to Accept GEC Recommendation of Capital Assets Disposal (Endorsed by the Budget & Finance Committee on 9/20/12)

Ms. Leslie read the agenda item for the record and informed Members the item was endorsed by the Budget & Finance Committee on September 20, 2012. Mr. Wartman recommended that in the future, accounting corrections and disposal of physical assets be separated in two parts.

Mr. Maloof moved to approve the GEC recommendation of Capital Assets Disposal. Mr. Wartman seconded the motion. The motion was unanimously approved including Mr. Wartman’s recommended stipulation.

D) Approval to Utilize the Current Bond Underwriting Team

Ms. Leslie read the Agenda item for the record and informed Members that the Budget & Finance Committee endorsed the item at the September 20th committee meeting. Ms. Schafer informed Members that in 2009 the Authority procured the current underwriting team, one senior manager, and two co-seniors manages as well as five co-managers. The procurement was for the purpose of the Series 2010 Bonds; the contract was for a period of two-years from the date of issuance and expired on August 18, 2012. The Budget & Finance Committee recommended the current underwriting team be utilized for a period of six months. Ms. Schafer further informed Members that there might be an opportunity in the near future for a refunding. Ms. Cordero clarified that there is no contract; the underwriting team is utilized on an as needed basis. The contract is initiated when a deal is in place. Originally the current team was procured for the issuance of the Series 2010 Bonds. Ms. Gutierrez expressed concern the contract lapsed in August, and the procurement did not go out six months prior. She requested a matrix of all contracts with expiration dates be distributed to Members. Chair Ferré recommended the contract be extended.
for six months as recommended by the Budget & Finance Committee. Mr. Sanabria recommended a three month extension with the option of an additional three months should it be necessary.

The item was thoroughly discussed and Members recommended extending the current team’s contract until the Board Meeting of January 2013.

Mr. Maloof moved to extend the current team’s contract until the January 2013 Board meeting. Mr. Lasarte seconded the motion. Mr. Ferré asked for a roll call. Ms. Navia Lobo called the roll.

Ms. Gutierrez - nay  Mr. Sanabria - aye
Mr. Lasarte - aye  Mr. Wartman - aye
Mr. Maloof - aye  Ms. Smith Fano - nay
Mr. Martinez - nay  Mr. Ferré - aye
Mr. Pego - aye

The motion was approved.

Mr. Wartman moved to direct staff to fast track the procurement for a new Underwriting Team. Mr. Maloof seconded the motion. The motion was unanimously approved.

Mr. Rodriguez informed Members that the advertisement of the RFQ and evaluation criteria will be approved at the next Budget & Finance Committee meeting.

Chair Ferré commended for the record that having nine or ten firms as part of the Underwriting team is too much. He recommends that having one underwriter or maybe two. Mr. Maloof asked Members to consider bundling all of the projects together to have a larger, more attractive and more competitive finance package. Mr. Sanabria recommended the Finance team prepare an opinion as it relates to Mr. Maloof’s comments.

EXECUTIVE DIRECTOR’S REPORT

Mr. Rodriguez briefed Members on the following items of interest since the last Board meeting:

- MDX Project 83628 improvements on SR 836 between LeJeune Road and the toll plaza – MDX staff briefed the City of Miami Mayor and Commissioners, the public hearing was held July 10, 2012. There are phases of the project funded in the Work Program but at the request of the Operations Committee staff is looking at bundling.

- July 11-13, attended the TEAMFL/Floridians for Better Transportation and the Florida Transportation Committee meetings. The significance of the meeting was that all Authorities were interviewed by Cambridge Systematics consulting team that is performing a study on behalf of the Florida Legislature for the Florida Transportation Commission on possible efficiencies that could be reached by the expressway authorities, Florida’s Turnpike and Florida Department of Transportation. MDX, Tampa Hillsborough Expressway Authority (THEA) Orlando Orange County Expressway Authority, (OOCEA) and Florida’s Turnpike Enterprise (FTE) signed a memorandum of understanding for the development of a centralized customer service center. This is a significant first piece to move forward for a one stop centralized customer service center for Florida toll road users. An Interlocal Agreement is being structured that will require MDX Board approval.
• July 25, with Secretary Pego met with Secretary Ray LaHood and FTA administrator Rogoff also joined by FIU individuals regarding collaborative efforts with FIU to look for improved transportation services between FIU and the MIC, primarily express buses on SR 836. Secretary LaHood was very impressed the program was moving forward regardless of the federal dollars and asked to meet in sixty days to discuss opportunities within the new federal reauthorization bill. MDX continue to meet with FIU and Miami-Dade County to develop what the Advanced Transit Oriented Development (ATOD) program is going to be when we travel to Washington DC in the next 30 days

• August 21, MDX Strategic Planning Workshop – one topic that was not addressed due to time constraints was the topic of project delivery options and opportunities to advance projects, a follow up workshop will be scheduled soon.

• September 9-12, MDX was one of the host agencies for the IBTTA 80th Annual Meeting in Orlando, Florida. There were discussions with other partners in the US and abroad on the implementation of the National Interoperability program pursuant to the federal requirements that were just adopted, by 2016, Congress has asked that there be a National Interoperability Program. Florida, Texas, California Washington and Georgia formed the National Interoperability Coordinating Group all individually represented, Director Scacetti from FTE is representing Florida and Director Rodriguez will represent IBTTA.

• ORT Rate Setting Workshop for SR 112 and SR 836 scheduled for October 2, 2012.

Mr. Ferre´ informed Members that Director Rodriguez is in line for President of IBTTA in 2015.

TREASURER’S REPORT

Mr. Sanabria encouraged Members to attend the rate setting workshop briefing prior to the workshop on October 2, 2012.

Mr. Lasarte excused himself from the meeting.

B) MDX Procurement/Contract Number RFP-12-02; MDX Work Program No. 10019.030; Design/Build Services for System-wide Implementation of Dynamic Message Signs

• Approval of Operations Committee Recommendation to Void Contract with Systems Integration & Maintenance (SIM).

• Approval of Operations Committee Recommendation to Declare Non-Responsiveness of Proposals Submitted by SIM and TransCore LP

• Approval of Operations Committee Recommendation to reject all Proposals received for the Project.

Ms. Leslie read the Action Item for the record; she explained the item had been discussed by the Operations Committee twice. At the Operations Committee of September 18th, the Committee made the recommendations on the agenda after thoroughly discussing the item. Ms. Leslie informed Members that the proposals submitted by both the number one ranked proposer and third ranked proposer be deemed non-responsive; neither possess either of the statutorily required licenses, rendering both firms non-responsive to the requirements of the RFP. The Contract with the number one ranked proposer be void; proceeding with a contract is in violation of the Florida Statutes and therefore legally void.
Mr. Lurigados informed Members that since the August 21st Operations Committee meeting, staff realized that the Engineer’s Estimate for the Project was decreased during the Solicitation process through an Addendum from $9,345,000 to $8,430,000 making the Price Proposal of $9,300,000 submitted by Miller Electric Company higher than the Engineer’s Estimate. This corrected information as to the Engineer’s Estimate is the basis of the change to the recommendation made by staff to the Operations Committee.

Mr. Eugenio Ochoa and Bob Hernandez members of the Miller Electric team distributed a letter and addressed the Board regarding the project. Mr. Ochoa asked the Board to consider a voluntarily revised price proposal. [a copy of the letter is filed with the Board Secretary]

Mr. Martinez stated he appreciates Miller’s voluntary proposal but he recommends the proposals be rejected and re-advertise the project. Ms. Gutierrez recommended the Miller voluntary revised price proposal be accepted. She expressed concern on the cost and time of the re-procurement of the project. Mr. Pego stated Members have a proposal before them and if the scope remains the same the revised price proposal should be accepted. Mr. Lurigados informed Members of the possibilities of a reduced scope. Mr. Rodriguez informed Members that the item was discussed at the Operations Committee and the recommendation from staff is to re-procure the project. Mr. Ferre’ agreed with staff’s and Committee recommendation. The item was thoroughly discussed.

Mr. Martinez moved to void contract with Systems Integration & Maintenance (SIM). Ms. Smith Fano seconded the motion. The motion was unanimously approved.

Mr. Martinez moved to declare non-responsive the proposals submitted by SIM and TransCore LP. Ms. Smith Fano seconded the motion. The Motion was unanimously approved.

Mr. Martinez moved to reject all proposals received for the Project. Ms. Smith Fano seconded the motion. Ms. Navia Lobo called the roll.

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The motion fails.

Mr. Pego asked Ms. Leslie to clarify if the letter is acceptable as presented. Ms. Leslie clarified that Members can consider the letter from Miller Electric as presented, but it is does not follow the MDX Procurement process and only provides a bottom line price, there is no back-up to determine how compliant the bid is. Assuming the proposal is acceptable; the motion to go with the number one proposer and accept the revised proposal is possible.

Mr. Martinez further recommended starting the process over. Ms. Gutierrez stated that MDX will be saving by accepting the revised price proposal. Ms. Smith Fano would not like to sacrifice the Authority’s credibility for cost.

Mr. Rodriguez informed Members that the reduced scope is due to schedule, the DMS signs need to be in place prior to ORT.
Ms. Gutierrez moved to accept the offer from Miller Electric Co., the top ranked responsive qualified proposer with the revised price proposal of $8,400,000. Mr. Maloof seconded the motion.

Ms. Navia Lobo called the roll.

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The motion fails.

Mr. Sanabria moved to accept the Operations Committee recommendation to reject all proposals received for the Project. Mr. Maloof seconded the motion. Ms. Navia Lobo called the roll.

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The motion was approved.

Ms. Gutierrez requested that all Members be provided with a matrix of all MDX contracts with expiration dates.

Additionally, Ms. Gutierrez referred to page 8 of the Audit planning 2012 report distributed at the meeting. Ms. Schafer explained the report is an Audit Planning report distributed prior to the commencement of the annual audit. The final report will be distributed once completed.

**ANNOUNCEMENTS**

- MDX ORT Workshop, 10/2/12, 3:00 p.m., William M. Lehman MDX Building
- Operations Committee Meeting, 10/9/12, 9:30 a.m., William M. Lehman MDX Building
- Board of Directors Meeting, 10/30/12, 4:00 p.m., William M. Lehman MDX Building

**ADJOURNMENT**

The meeting was adjourned by Mr. Ferré. Summary Minutes prepared by María Luisa Navia Lobo, Board Secretary.