

MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)

BOARD MEETING
TUESDAY, APRIL 30, 2013
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
Carlos R. Fernandez-Guzman – in attendance via phone
Alfredo L. Gonzalez
Maritza Gutierrez
Robert W. Holland, Esq.
Louis V. Martinez, Esq.
Rick Rodriguez Piña
Norman Wartman

Members Absent:

Jose M. Hevia
Felix Lasarte, Esq.

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)
 Tere Garcia, Bermello Ajamil (GEC-A)

Finance: Randy Topel, First Southwest Co.
 Louis Reiter, Squire Sanders
 Jose Pagan, Bank of America/Merrill Lynch
 Jim Calpin, Bank of America Merrill Lynch

CALL TO ORDER

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. Smith Fano to lead in the Pledge of Allegiance.

DECLARATIONS OF VOTING CONFLICTS

As customary, Ms. Leslie asked if Members present had any voting conflicts to declare in regards to the agenda. No conflicts were declared.

Mr. Ferré recommended having five citizens address the board during the Citizen Comment portion of the Agenda and have the rest address the board after the action items have been addressed.

Ms. Smith Fano moved to extend the public comments to the time allotted by the Chair, three minutes per person to follow after the Action item of the April 30, 2013 agenda. Mr. Sanabria seconded the motion. The motion was unanimously approved.

Mr. Ferré recommended addressing the Regular Agenda item VII A – Approval of Resolution No. 13-06 Recognition of Past Treasurers.

REGULAR AGENDA

A) Approval of Resolution No. 13-06 Recognition of Past Board Treasurers

Mr. Sanabria summarized the Resolution for the record. He thanked Mr. Prescott, Mr. Lacasa and Mr. Vigil for their time and dedication to MDX. Mr. Prescott and Mr. Vigil thanked the MDX Board for the recognition.

Citizen Comment

The following citizens addressed the Board.

- Mayor McDougal, Village of Cutler Bay
- Carlos Garcia
- Jane Walker
- Michael Rosenberg
- Pat Milone
- Miller Myers
- Moriema Lugo Morales
- Mariano Cruz
- Steven Cody

Mr. Ferré recommended accelerating Regular Agenda Action Items VIII. B – VIII D. Mr. Wartman moved to take the Regular Agenda items out of order. Mr. Martinez seconded the motion. The motion was unanimously approved.

REGULAR AGENDA

B) MDX Traffic Management Center Co-Location Memorandum of Understanding (\$77,771.95)
 (Endorsed by the Operations Committee on 4/8/13)

- Approval of Amendment One to the Memorandum of Understanding (MOU) with FDOT

Ms. Leslie read the Regular Agenda item for the record. Mr. Rodriguez informed Members this item was thoroughly discussed at the Operations Committee. MDX's Traffic Management Center is co-located at the FDOT D-6 SunGuide Center. Mr. Rodriguez thanked FDOT for working with MDX.

Mr. Martinez moved to approve amendment one to the memorandum of understanding with FDOT. Mr. Fernandez-Guzman seconded the motion. The motion was unanimously approved.

C) Acceptance of Executive Director's Performance Evaluation

Ms. Leslie introduced the item and explained the Executive Director's evaluation was conducted by the Executive Committee on April 22, 2013. Ms. Gutierrez informed Members that she was in attendance and expressed the importance of the current contract and how to address the future contract and the compensation analysis that was agreed upon. The Executive Director received one-hundred percent on his evaluation and deserves a merit increase. She requested to amend the motion the Executive Committee endorsed to defer the compensation action until the completion of a salary survey. She recommended a 2-3 % merit increase be considered.

Ms. Smith Fano summarized the Executive Committee recommendation.

Ms. Gutierrez moved to amend the recommendation from the Executive Committee as it related to the deferment of the Executive Director's merit increase; she recommended a 3% merit increase as a lump sum as allowed by the employment contract. Mr. Sanabria seconded the motion. Ms. Navia Lobo Called the roll.

Fernandez-Guzman, Carlos R.	-aye	Sanabria, Gonzalo	-aye
Gonzalez, Alfredo L.	-aye	Rodriguez Piña, Rick J.	-aye
Gutierrez, Maritza	-aye	Wartman, Norman R.	-aye
Hevia, Jose	-absent	Secretary Pego, Gus	-aye
Holland, Robert W.	-nay	Vice-Chair, Smith Fano, Shelly	-aye
Lasarte, Felix M.	-absent	Chair, Ferré, Maurice A.	-aye
Martinez, Louis V.	-aye		

Mr. Ferre´ clarified that in a matter of principal he voted no, since this item was an endorsement and recommendation from the Executive Committee.

Ms. Gutierrez clarified that she did not change the recommendation from Committee as it relates to the Salary and Compensation analysis. Mr. Ferre´ changed his vote to Yes.

The motion passed.

D) Approval of Extension of General Counsel's Contract from May 1, 2013 to August 31, 2013
(Endorsed by the Executive Committee on 4/22/13)

Mr. Rodriguez informed Members that Ms. Leslie's evaluation was conducted by the Executive Committee and thanked Ms. Leslie for her service. Mr. Ferre' informed Members that Ms. Leslie and Mr. Rodriguez received a score of 100% on their evaluations.

Mr. Martinez moved to approve the extension of the General Counsel's contract from May 1, 2013 to August 31, 2013. Mr. Gonzalez seconded the motion. The motion was unanimously approved.

Mr. Ferre' informed members the attorney client privileged meeting will be taken up next. Ms. Leslie stated that the meeting is to brief the Board and seek advice related to current litigation regarding ETCC.

Mr. Ferre' recommended addressing the Executive Director's report and Committee reports before the shade meeting.

APPROVAL OF SUMMARY MINUTES

- Board Meeting of March 19, 2013

Mr. Ferre' referred to the summary minutes corresponding to the March 19, 2013 meeting. Mr. Martinez moved to approve the summary minutes. Mr. Wartman seconded the motion. The motion was unanimously approved.

EXECUTIVE DIRECTOR'S REPORT

Mr. Rodriguez reported on issues of interest since the last board meeting.

- Construction update
 - SR 874 between the Palmetto and Kendall Drive project is approximately 71% complete and is scheduled for completion in November 2013
 - The Central Boulevard project is approximately 80% complete and is scheduled for completion in October 2013
- March 20th, 2013, attended COMTO conference
- April 9-10, 2013, attended TEAMFL – MDX was the host agency
- IBTTA Mileage based user fee Financial Summit – Chair Ferre' and Board Member Rodriguez Piña attended
- Centralized Customer Service Center update: April 25th, attended an Industry Forum in Tampa, Florida for the anticipated release of a request for proposal
- May 16th, MDX 10th Annual Small, Local and Minority Enterprise Conference

GENERAL COUNSEL'S REPORT

- Attorney Client Privileged Meeting
(Shade Meeting regarding ETCC Litigation)

Members will meet once the agenda items have been finalized.

MPO REPRESENTATIVE REPORT

Mr. Rodriguez reported the modification to the MPO bylaws was discussed.

TREASURER'S REPORT

Mr. Sanabria encouraged Members to attend the Budget Workshop scheduled for May 23, 2013.

COMMITTEE REPORTS

- A) Operations Committee, 4/8/13
- B) Executive Committee, 4/22/13
- C) Budget & Finance Committee, 4/30/13

Ms. Smith Fano asked for a Budget & Finance report. Ms. Schafer asked Mr. Pagan and Mr. Calpin with Bank of America/Merrill Lynch to give a brief synopsis of their presentation on Bond pricing for the Series 2013-A Bonds.

[the presentation is filed with the Board Secretary]

Ms. Smith Fano stated that she appreciates the public coming out and because of the public discourse it is advisable to further consider the level of the SR 836 ORT toll rates, Ms. Smith Fano moved to send out for public review a new toll rate of sixty cents on all mainline gantries on SR 836; have the process completed and brought back to the Board at the May 28th Board Meeting, with a resolution included in the Board package. Ms. Gutierrez seconded the motion for purposes of discussion.

Ms. Leslie clarified that the MDX Public Involvement Policy requires at least one public review and certain advertising requirements of the Public Review notices.

Ms. Garcia informed Members that it would be logistically feasible; taking into consideration that there would only be one Public Review and the required advertisement.

Ms. Leslie informed Members in response to an inquiry by Mr. Sanabria whether the sixty cent option would need to be reviewed by the Budget & Finance Committee; Ms. Leslie stated that the Committee already reviewed the option at the meeting held earlier in the day.

Ms. Leslie clarified that the toll rate currently in effect is the seventy cents approved on March 19, 2013. A change in toll rate would require following the Toll Policy, Public Involvement Policy and MDX Bylaws.

Mr. Fernandez-Guzman recommended an appropriate process be followed and the matter should not be brought up at the May Board Meeting in order to do thorough public outreach. He recommended an extended period to do the process of notification properly to engage as many stakeholders as possible.

Mr. Pego asked for clarification on expectations from bond-holders on the rate change.

Mr. Reiter informed Members that it was disclosed in the offering documents that the rate increase passed. Language was also included that any changes in toll rates are subject to further revision. This is something investors do look at.

Mr. Pagan informed Members that the underwriting period starts on the closing day for a twenty-five day period.

Mr. Topel stated that perception will not be as good as if it was initiated at sixty cents the first time. The rating agencies will not view this toll rate change favorably. The implications will be felt likely the next time there is a bond offering.

Mr. Topel entertained questions from Members. Mr. Rodriguez informed Members that the proposed five year work program would be reduced by approximately \$104 million in projects.

Ms. Gutierrez asked for clarification on the comparison of toll rates on SR 836.

Ms. Smith Fano asked Ms. Garcia what would be a fair amount of time for a comprehensive public notification/outreach program. Ms. Garcia informed Members that the time constraints are due to the approval of the Five Year Work Program.

Ms. Smith Fano stated for the record that she truly respects the partnership with the bond-holders and equally respects the partnership with the toll payers.

Mr. Schafer informed Members that during the rating agencies' presentations, it was stated that the unfunded projects would be completed with the new toll revenue.

Mr. Sanabria recommended extending the date of the Public Hearing to June 18, 2013. Ms. Smith Fano agreed to modify her motion to conduct the public hearing and bring the matter before the Board at its June 18, 2013 meeting.

Mr. Ferre' expressed concern on a reversal by the Board which would cost severely, money, prestige and the worst type of action where a Board goes back on a very carefully thought out process. This is the type of action the rating agencies see as inconsistency.

Mr. Rodriguez informed Members of the process issues as it related to the Five year Work Program.

Mr. Ferre' asked for a roll call.

Fernandez-Guzman, Carlos R.	-nay	Sanabria, Gonzalo	-aye
Gonzalez, Alfredo L.	-aye	Rodriguez Piña, Rick J.	-aye
Gutierrez, Maritza	-aye	Wartman, Norman R.	-nay
Hevia, Jose	-absent	Secretary Pego, Gus	-aye
Holland, Robert W.	-aye	Vice-Chair, Smith Fano, Shelly	-aye
Lasarte, Felix M.	-absent	Chair, Ferré, Maurice A.	-nay
Martinez, Louis V.	-aye		

The motion passed.

INFORMATIONAL ITEM

A) Procurement Report

The Informational items were not addressed.

The meeting was recessed for the Attorney Client privileged meeting.

The meeting reconvened and a motion and second was received and passed to adjourn.

CHAIR’S COMMENTS

ANNOUNCEMENTS

- MDX 10th Annual Small, Local and Minority Enterprise Conference, 5/16/13, 12:00 p.m.- 5:00 p.m., Shula’s Hotel, Miami Lakes
- Operations Committee Meeting, 5/20/13, 12:00 p.m., MDX Board Room
- Budget Workshop, 5/23/13, 10:00 a.m., MDX Board Room
- Budget & Finance Committee Meeting, 5/23/13, following the Budget Workshop at 11:00 a.m.
- Board of Directors Meeting, 5/28/13, 4:00 p.m., MDX Board Room

ADJOURNMENT

The meeting was adjourned by Chair Ferre’. Summary Minutes prepared by Maria Luisa Navia Lobo, Board Secretary.