

MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)

BOARD MEETING

TUESDAY, JULY 30, 2013

4:00 PM

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
Robert W. Holland, Esq.
Rick Rodriguez Piña
Gonzalo Sanabria
Shelly Smith Fano
Luz Weinberg

Members Absent:

Alfredo L. Gonzalez, Esq.
Jose M. Hevia
Felix Lasarte, Esq.
Louis V. Martinez, 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.

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 Secretary Pego 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.

CITIZEN COMMENT

There were no citizen comment requests this month.

Mr. Ferré recommended having the Road Ranger Service awards next.

Mr. Johnson read the service awards. Board members congratulated the Service patrols for a job well done.

Mr. Ferré recognized Board member Norman Wartman for his time and service to MDX. MDX Wartman addressed the Board.

[Mr. Wartman's comments are attached to these summary minutes.]

APPROVAL OF SUMMARY MINUTES

- Board Meeting of June 18, 2013

Mr. Ferré referred to the June 18, 2013 summary minutes. Ms. Gutierrez moved for the approval of the summary minutes. Mr. Fernandez-Guzman seconded the motion. The motion was unanimously approved.

EXECUTIVE DIRECTOR'S REPORT

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

- Central Blvd. project, MIA entrance traffic was shifted to the westbound lanes. The project is eight percent complete, on schedule and on budget.
- SR 874 widening between Kendall Drive and the Palmetto Expressway. The project is eight percent complete, on schedule and on budget.
- SR 836 Open Road Tolling conversion. Closing of the cash lanes occurred July 21, 2013. Free SunPass flyer was distributed. Mr. Rodriguez highlighted the print paid media placement, earned media and television earned media placements.
- Centralized Customer Service Center (CCSC). Based on the comments received from the industry forum, the procurement will be an invitation to negotiate. One of the key components is national interoperability. The Agencies want to award the contract in the Spring of 2014 and have portions operational by Spring of 2015
- He attended IBTTA All Electronic Tolling/Managed Lanes conference in Denver, Co.
- July 18, 2013, the MPO Board approved the 2014-2018 Five year Work Program. Staff is

working on the procurement documents to move the projects forward.

- July 24-26, 2013 - Floridians for Better Transportation/Florida Transportation Commission and TeamFL held their meeting in Miami. The primary focus was moving people and goods.
- July 29, 2013 met with State Delegation coordinator, representative from District 11 to discuss infrastructure projects in the Kendall area.

Mr. Rodriguez recognized and thanked Ms. Leslie for her service to MDX on behalf of the MDX staff; and noted her professionalism, dedication, guidance and friendship.

Mr. Ferré and Board Members recognized Ms. Leslie with a plaque presentation.

GENERAL COUNSEL'S REPORT

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

Ms. Leslie reported on the transition of the General Counsel position; and stated Mr. Richard Weiss, a partner with the firm of Weiss Serota Helfman, will serve as the interim General Counsel.

Ms. Leslie encouraged Committee chairs to review MDX Policies that relate to the Committees. This is done on an annual basis.

Ms. Leslie thanked MDX Board Members and staff for the opportunity and privilege to serve as MDX's General Counsel.

The meeting was recessed for the Attorney Client privileged meeting. Attending the meeting were Board members present, Javier Rodriguez, Pamela Leslie, Joseph Serota and Michael Ehrenstein.

Chair Ferré reconvened the meeting and continued with the agenda.

MPO REPRESENTATIVE REPORT

Mr. Ferré thanked and recognized Ms. Gutierrez for her four years of service as the MDX Representative on the MPO Board. Ms. Gutierrez reported FDOT Secretary Prasad made a presentation at the last meeting. Ms. San Roman was voted in as the Executive Director of the MPO.

TREASURER'S REPORT

Mr. Fernandez-Guzman informed Members that traditionally in July there is no report until August due to the end of the Fiscal Year. He asked Mr. Randy Topel, MDX's financial advisor, to discuss the current rating environment and the impact on the municipal bond markets. Mr. Topel presented Municipal Market Data (MMD) changes; and highlighted recent market movements from May 2013 through July 2013. Mr. Topel entertained questions from Members.

[The presentation is filed with the Board Secretary]

COMMITTEE REPORTS

A) Operations Committee, 7/26/13

Committee Reports were waived.

REGULAR AGENDA

A) MDX Work Program No. 87410.030 - Design-Build Services for SR 874 Ramp Connector (-\$11,289,372.04)

- Approval of First Amendment to Locally Funded Agreement (“LFA”) reducing the Project Cost.

Ms. Leslie read the Regular Agenda item for the record and informed member the item had been endorsed by the Operations Committee. Mr. Lurigados explained the cost associated with the MDX portion of the Project was reduced to \$18,136,500, which includes a 20% contingency to manage MDX’s costs during construction without the need to amend the LFA if a major change or unforeseen conditions arise during the Project.

Mr. Lurigados referred to the modified repayment schedule. The amendment results in an immediate cost savings to MDX in the amount of \$11,289,372.04. Mr. Lurigados stated the cost savings would allow both FDOT and MDX to unencumber funds in order to make them available for other projects.

Mr. Holland moved to approve the first amendment to the LFA. Ms. Gutierrez seconded the motion the motion was unanimously approved.

B) MDX Procurement/Contract Number RFP-12-01; MDX Work Program No. 83618.011; Project Development and Environment (PD&E) Study Services for SR 836 Southwest Extension from NW 137th Avenue to SW 136th Street (\$6,770,627.16)

- Approval of Negotiated Contract with Stantec Consulting Services, Inc.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been endorsed by the Operations Committee. Mr. Lurigados explained the MDX Board approved the selection of C3TS and authorized staff to enter into contract negotiations for Project Development & Environmental services. Prior to the finalization of contract negotiations, C3TS was acquired by Stantec Consulting Services, Inc. (Stantec). Stantec agreed to honor the Proposal submitted by C3TS for the Project including the personnel and subconsultants commitment. The contract includes a fifteen percent Small Business Participation Requirement and a fifteen percent Local Business Participation Requirement. The contract term is for sixty months.

The total amount negotiated for the Basic Services is \$6,117,287.75, Also negotiated were the Optional Services in the amount of \$653,339.41; legal opinions, data collection, traffic analysis, geotechnical coordination, value engineering, and socio-cultural impacts would require MDX approval for the Optional Services.

Ms. Weinberg moved to approve the negotiated contract with Stantec Consulting Services, Inc. Mr. Fernandez-Guzman seconded the motion. The motion was unanimously approved

C) MDX Procurement/Contract Number ITB-13-02; MDX Work Program No. 11209.060; Construction Services for SR 112 Open Road Tolling (ORT) Off-System Signing (\$3,410,460.55)

- Approval of Contract Award to Lowest Responsive and Responsible Bidder - World Fiber Technologies, Inc.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been

endorsed by the Operations Committee. Mr. Lurigados reported there were two bids received; both were above the Engineer's estimate of \$2,470,000. Mr. Lurigados informed Members that one major contributor to the project estimate increase is the rising cost of steel. The General Engineering Consultant adjusted the Engineer's estimate using the revised average unit price which resulted in a revised Engineer's Estimate of \$3,133,123. Using the revised Engineers Estimate, the lowest bid is 8.9% higher. Staff and the General Engineering Consultant have performed compliance reviews and bid analysis. World Fiber Technologies submitted the lowest responsive and responsible bid of \$3,410,460.55. Mr. Lurigados informed member that the approved Five Year Work Program has a construction budget of \$2,470,000.0, which is \$940,460.55 below the lowest bidder amount. Therefore, the difference between the budgeted amount and the bid amount will be funded from the Work Program contingency funds.

Mr. Fernandez-Guzman moved to approve the contract award to World Fiber Technologies, Inc. Ms. Gutierrez seconded the motion. The motion was unanimously approved

D) MDX Procurement/Contract Number ITB-13-01; MDX Work Program No. 11209.060, 30030.060, 30031.060 & 40027.060; Construction Services for SR 112 Infrastructure Modifications for Open Road Tolling (ORT) and Miscellaneous Improvements (\$15,633,796.77)

- Approval of Contract Award to Lowest Responsive and Responsible Bidder, Halley Engineering Contractors, Inc.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been endorsed by the Operations Committee.

Mr. Lurigados informed members that both bids received are higher than the Engineer's Estimate. The lowest and responsible bidder was Halley Engineering Contractors, Inc. at \$15,633,796.77. In the case of the bid submitted by Halley Engineering Contractors was \$1,031,272.29 or 7.1% above the Engineer's Estimate, which is a reasonable and acceptable variance by industry standards.

He explained the Engineer's estimate was revised to accommodate both scope and market trend changes. The final Engineer's estimate as approved in the Five Year Work Program was \$ 14,602,524.48, which is \$1,031,272.29 below the lowest bidder amount. Therefore, the difference between the budgeted amount and the bid amount will be taken out of the Work Program contingency funds. Mr. Lurigados entertained questions from members.

Ms. Gutierrez and Mr. Fernandez-Guzman moved to approve the contract award to Halley Engineering Construction, Inc. Ms. Weinberg seconded the motion. The motion was unanimously approved.

E) MDX Procurement/Contract Number RFQ-13-01; MDX Work Program No. 11209.051, 30030.051, 30031.051 & 40027.051; Construction Engineering and Inspection (CEI) Services for SR 112 Infrastructure Modifications for Open Road Tolling (ORT) and Miscellaneous Improvements (\$2,414,552 Estimate) (To be endorsed by the Operations Committee on 7/26/13)

- Approval of Recommendation by Technical Evaluation Committee to Select the Number One Ranked Firm and Enter into Contract Negotiations.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been endorsed by the Operations Committee. Ms. Cordero informed Members that four proposals were received in response to the RFQ. All the proposals received were responsive to the requirements of the RFP. The Technical Evaluation Committee (TEC) met on July 22, 2013 to evaluate the

proposals. Ms. Cordero referred to the tabulation sheet distributed. The number one ranked firm was A2 Group, Inc. The recommendation from the TEC is to award the contract to A2 Group and for staff to move forward with contract negotiations. The Engineer's Estimate for the contract is \$2,414,552.00. There is a fifteen percent (15%) Small Business Participation requirement and an eight percent (8%) Local Business Participation requirement. The term of the contract will be for approximately five-hundred seventy (570) calendar days.

Ms. Gutierrez moved to approve the TEC recommendation to select the number one ranked firm A2 Group, Inc. Ms. Weinberg seconded the motion. The motion was unanimously approved.

F) MDX Procurement/Contract Number MDX-09-14, MDX Toll Enforcement Contact Center and Support Services (\$1,394,405)

- Approval to renew the Contract with Faneuil, Inc., for an additional 12 month period through June 30, 2015 and a Contract Amount Increase.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been endorsed by the Operations Committee. Andriuk introduced the item and explained that MDX terminated the Account Management and Toll Enforcement System (AMTES) Contract with Electronic Transactions Consultant Corporation (ETCC) on December 3, 2012. As per the contract, MDX entered into a disentanglement period of up to one (1) year with ETCC to transition the "back-office" functions that includes: image review, toll-by-plate, SunPass® transaction processing, account management, Uniform Traffic Citation processing, and customer service.

Staff is in the final stages of transitioning all toll transactions to the legacy host system that includes both Toll-by-Plate and SunPass® transactions. Once MDX is able to begin transmitting the Toll-by-Plate transactions to the image reviewer, MDX will direct ETCC to cease the operational functions of the AMTES. As part of the transition, MDX will need to continue a customer service resolution operation to support the customer service functions and issues from the old ETCC system, the Toll Enforcement Officer functions for prosecution of Uniform Traffic Citations in court, and the on-going need for issue resolution between SunPass® customers who receive a Toll-by-Plate invoice and SunPass® in the new system. The need for this on-going issue resolution function, along with the other cited services, will likely continue until the establishment of the state-wide Centralized Customer Service System, projected for 2015.

Mr. Holland expressed concerns with the contract renewal. He questioned why should this contract be renewed now if it expires at the end of FY2014?

Mr. Fernandez-Guzman moved to approve the contract with Faneuil, Inc. for an additional twelve months. Ms. Smith Fano seconded the motion. Mr. Holland opposed the motion. The motion was approved.

G) MDX Procurement/Contract Number RFP-09-07; Inspection and Reporting Services for MDX Structures (\$500,000/Contract/Term) (To be endorsed by the Operations Committee on 7/26/13)

- Approval of the renewal of the Contract with Marlin Engineering, Inc., and with TranSystems Corporation Consultants for a period of two (2) years.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been endorsed by the Operations Committee.

Mr. Lurigados informed members of staff's recommendation for the renewal of the Contracts for the maximum renewal term of two-years with both Marlin Engineering, Inc., and TranSystems Corporation Consultants based on the excellent quality of work provided by each firm to date, the volume of work required, and the following:

- The negotiated rates are the same as the Original Contract Term, which are the same as the FDOT's contract from 2003. This contract does not include rate escalation.
- The renewal amount for each Contract shall not exceed Five Hundred Thousand (\$500,000) Dollars over the two year term, including optional services.
- Work will be assigned on an as needed basis.
- No work is guaranteed to either of the consultants.

Mr. Lurigados stated that after their last Contract Performance Evaluations, Marlin Engineering, Inc. received a rating of "Above Satisfactory" and TranSystems Corporation Consultants received a rating of "Outstanding Performance." Both firms have also expressed their interest to renew the Contract as demonstrated by their letters of interest. The combined cost estimate for the Contracts is \$1,000,000 over the two-year term. The anticipated amount for required inspections will be budgeted in the MDX Annual Operations Budgets.

Ms. Gutierrez moved to approve the contract renewals with Marlin Engineering and TranSystems Corp. Consultants. Ms. Weinberg seconded the motion. The motion was unanimously approved.

H) MDX FY 2014-2018 Five-Year Work Program – Transportation Improvement, Capital Improvement and Renewal & Replacement Programs (\$869.3 Million)

- Approval of an Administrative Amendment to the previously approved 2014-2018 Five Year Work Program.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been endorsed by the Operations Committee.

Mr. Lurigados explained that this Administrative Amendment #1 will move projects 10022, 10023 and 10024, for the design and installation of a new In-Lane Open Road Toll (ORT) System; and all required infrastructure modifications for the replacement of the existing ORT system on the SR 924, SR 878 and SR 874 corridors, from the Transportation Improvement Plan (TIP) into the Capital Improvement Program (CIP) as new projects 40041, 40042, and 40043. He also explained that the nature of the work for the new projects 40041, 40042, and 40043 is more in line with the CIP criteria. Approval of this Administrative Amendment #1 will allow staff to continue to move forward MDX's goals of developing and delivering approved projects.

Mr. Holland moved to approve the Administrative Amendment #1 to the approved 2014-2018 Work Program. Mr. Pego seconded the motion. The motion was unanimously approved.

I) MDX Procurement/Contract Number RFP-11-07, Non-Toll Revenue Strategic Consulting Services

- Approval of the agreement with Travelers Marketing, LLC for the marketing and management of the MDX Roadway Assistance Sponsorship Program.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been endorsed by the Operations Committee. Ms. Steelman introduced the item and informed

Members two motions would be required on the item. The first is to waive the Allvision contractual requirements to present a minimum of three prospective marketing companies for this project; and the second motion is the approval of the proposed marketing and management agreement with Travelers' for the MDX Sponsorship Program, which includes generating non-toll revenue by obtaining corporate sponsors for the branding of road ranger service patrol fleet and the installation of general service signage on the MDX expressway.

Ms. Weinberg stated for the record that at the July 26th Operations Committee Meeting Allvision stated that Travelers was the only firm they felt comfortable recommending to MDX.

Mr. Fernandez- Guzman moved to approve the non-compliance issue. Ms. Gutierrez seconded the motion. The motion was unanimously approved.

Ms. Gutierrez moved to approve the agreement with Travelers. The motion was seconded by Mr. Fernandez-Guzman. The motion was unanimously approved

Ms. Gutierrez stated for the record that this type of contract is a unique and specialty form of marketing services that procures sponsorships branding naming rights for government agencies.

Mr. Rodriguez Piña expressed concern with the advertising implementation plan, which includes the ability of a sponsor to market on the MDX website.

Ms. Gutierrez stated the importance of establishing a policy that dictates the parameters of approved advertising. The policy needs to be initiated immediately. She further expressed the same concern with the security of the website.

Mr. Fernandez-Guzman agreed with Mr. Rodriguez Piña about the security of the MDX website and recommended moving that provisions from the Travelers contract.

Mr. Rodriguez informed Members that a policy will be developed identifying the risks and opportunities that will be discussed at the Policy & Planning Committee.

Ms. Gutierrez moved to accept the contract with the amendment to remove the website advertisement from the contract. Mr. Fernandez Guzman seconded the motion. The motion was unanimously approved.

J) MDX Procurement/Contract Number MDX-13-07; Software, Implementation, and Maintenance of an Enterprise Resource Planning (ERP) System (\$1,630,022 Fixed Cost) (Endorsed by Budget & Finance Committee on 6/18/13) (To be endorsed by the Operations Committee on 7/26/13)

- Approval of a Cooperative Purchase Agreement with Infor (US), Inc.

Ms. Leslie read the Regular agenda item for the record and informed member the item had been endorsed by the Budget & Finance and Operations Committees. Ms. Cordero briefed Members on the current needs of the Agency. Currently, MDX utilizes several software systems to perform various essential functions to its daily operations. Some of these systems include the financial management system, MUNIS, which has been in place since 2002. For several years MDX has been analyzing the available options of systems that could consolidate the different required functionalities; financial/accounting, human resources, contract administration, and project management through a comprehensive and fully integrated Enterprise Resource Planning (ERP) system that would also be flexible and manageable to meet MDX's future business and technology needs. Through the National Institute of Government Purchasing, staff learned that the City of Savannah, Georgia, has completed the implementation of the Infor system through a competitive

open process. After reviewing the procurement process followed by Savannah, Georgia and the prices included in their contract with Infor, staff feels comfortable that piggy-backing onto this contract provides the best value to MDX, both in time and price. Infor has committed to a Small Business Participation of 8.2% of the labor cost. Staff has negotiated a fixed cost for the software, implementation and maintenance for the first year of the ERP System for a total of \$1,630,022. The annual maintenance cost during the next 5-years is estimated at an average of \$86,000 per year. MDX will purchase equipment and hardware at an estimated cost of \$60,000.

Mr. Rodriguez Piña expressed concerns with the piggyback contract. He stated that MDX should look at different software options. Ms. Cordero entertained questions from Members.

Mr. Holland moved to approve the Cooperative Purchase Agreement with Infor Software. Ms. Smith Fano seconded the motion. Mr. Rodriguez Piña opposed the motion. The motion was approved.

INFORMATIONAL ITEMS

- Procurement Report

The informational item was not addressed.

CHAIR'S COMMENTS

Mr. Ferré informed Members that there is the possibility of him scheduling a meeting prior to the next scheduled meeting in October, 2013.

ANNOUNCEMENTS

- Board of Directors Meeting, 10/01/13, 4:00 P.M., MDX Board Room

ADJOURNMENT

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