

**MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)**

**BOARD MEETING**  
**Tuesday, December 10, 2013**  
**4:00 PM**

**WILLIAM M. LEHMAN MDX BUILDING**  
**3790 NW 21<sup>ST</sup> 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. - Via phone  
Rick Rodriguez Piña  
Gonzalo Sanabria  
Shelly Smith Fano  
Luz Weinberg

**Members Absent:**

Jose M. Hevia  
Felix Lasarte, Esq.  
Louis V. Martinez, Esq.

**Staff:**

Javier Rodriguez, Executive Director  
Marie Schafer, Chief Financial Officer  
Alfred Lurigados, Director of Engineering  
Helen Cordero, Manager of Procurement and Contracts Administration  
Francine Steelman, Associate General Counsel and Ethics Officer  
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 Mr. Fernandez-Guzman to lead in the Pledge of Allegiance.

### **DECLARATIONS OF VOTING CONFLICTS**

A) Mr. Weiss asked Members if there were any voting conflicts regarding any of the items on the Board Agenda for this meeting. Mr. Fernandez-Guzman declared a conflict with an item on the Regular Agenda: “IX. D MDX Procurement Contract No.: RFP 13-05, Municipal Underwriting Services and IX. E MDX Procurement/Contract Number RFQ-10-01; Materials Engineering and Testing Services.”

[A copy of Mr. Fernandez-Guzman’s voting conflict declarations are attached to these Summary Minutes]

### **CITIZEN COMMENT**

There were no citizen comment requests this month.

Mr. Ferré asked for a motion to approve the Board Agenda. Mr. Fernandez-Guzman moved to approve the Board Agenda. Ms. Smith Fano seconded the motion. The agenda was unanimously approved.

### **APPROVAL OF SUMMARY MINUTES**

- Board Meeting of November 12, 2013

Mr. Ferré called for a vote on the Summary Minutes for the November 12 2013 Board Meeting.

Mr. Fernandez-Guzman moved to approve the summary minutes. Ms. Smith Fano seconded the motion. The motion was unanimously approved.

### **EXECUTIVE DIRECTOR’S REPORT**

Mr. Rodriguez reported on the following items of interest since the last meeting.

#### **Projects**

- 87409 – widening of SR 874
- Central Blvd. Project 11211 is 90% complete with a final completion date anticipated in January 2014. An opening ceremony will be scheduled.
- Infrastructure for SR836 Open Road Tolling – Demolition of the gantry wing and maintenance of traffic were moved further west to give the contractor a bigger work zone.
- 83628 – Infrastructure improvements between 57<sup>th</sup> Ave and 17<sup>th</sup> Ave were advertised and five proposals were received. Staff is currently conducting a due diligence review of the proposals received.

#### **Florida House of Representatives Bill HB353 (2014)**

- Staff is analyzing this proposed legislation that will be discussed at the Inter-Governmental Committee, which will be scheduled in January 2014.

#### **Events**

Greater Miami Chamber of Commerce is hosting a Transportation Meeting. MDX sponsored the luncheon and presenting at this event will be Florida Turnpike Enterprise and the Florida

Department of Transportation. Mr. Rodriguez entertained questions from Members.

### **GENERAL COUNSEL'S REPORT**

No report

### **MPO REPRESENTATIVE REPORT**

No report. (The MPO meeting was scheduled for later in the month.)

### **TREASURER'S REPORT**

Ms. Schafer reported for the four month period, revenues for the month of November 2013 were \$9.2 million compared to the budget of \$10.5 million, a negative variance of \$1.3 million. The negative variance for November is due to the transition of the current vendor to the new systems. It is expected to be back on-line by January 2014. Overall revenues year to date is \$53.8 million about \$100,000 above the forecast. Overall net revenues posted for the four month period was \$10.6 million compared to the forecast of \$9.9 million.

Mr. Fernandez-Guzman moved to approve the Treasurer's report as presented. Ms. Gutierrez seconded the motion. The motion was unanimously approved.

### **COMMITTEE REPORTS**

- Joint Budget & Finance and Operations Committee, 11/19/13
- Policy & Planning Committee, 12/4/13

Committee reports were waived

### **CONSENT AGENDA**

#### **A) Travel Approval**

- TEAMFL/ FTC Annual Joint Meeting ,January 23-24, 2014 in Orlando, Florida by Board Member Sanabria and Executive Director Rodriguez. Mr. Ferré called for a vote on the Consent agenda. Mr. Rodriguez Piña moved to approve the Consent Agenda and requested to attend the TEAMFL meeting. Ms. Gutierrez seconded the motion. The motion was unanimously approved as amended.

### **REGULAR AGENDA**

#### **A) PUBLIC HEARING ITEM**

Approval of Resolution No. 13-09 - Series 2013B Refunding Call Modification (Endorsed by the Joint Budget & Finance and Operations Committees on 11/19/13)

Mr. Weiss read the agenda item into the record. Mr. Ferré announced that the item was open for public comments and discussion. No comments were presented. The public hearing period was unanimously closed. Mr. Ferré informed Members that the item was discussed and endorsed by the Joint Budget & Finance and Operations Committees of November 19, 2013.

Mr. Fernandez-Guzman moved to approve Resolution No. 13-09, authorizing the issuance of MDX System refunding revenue bonds series 2013B. Ms. Gutierrez seconded the motion. The motion was unanimously approved.

B) Approval of Fiscal Year 2013 Comprehensive Annual Financial Report (Presentation by External Auditors)

Mr. Weiss read the agenda item into the record. The item was endorsed by the Joint Budget & Finance and Operations Committees on November 19, 2013.

Mr. Fernandez-Guzman moved to approve the FY 2013 Comprehensive Annual Financial Report. Mr. Pego seconded the motion. The motion was unanimously approved.

C) MDX Procurement Contract No.: RFP 13-05, Municipal Underwriting Services

- Approval of Resolution No. 13-10 Acceptance of Technical Evaluation Committee Recommendation

Mr. Weiss read the agenda item into the record. The item was endorsed by the Joint Budget & Finance and Operations Committees on November 19, 2013. Ms. Weinberg moved to approve Resolution No. 13-10, acceptance of TEC recommendation and designation of the Underwriting Team. Mr. Fernandez-Guzman abstained from discussion and voting on this item, due to a voting conflict that was filed with the Board Secretary prior the Board Meeting.

Ms. Smith Fano seconded the motion. Mr. Ferré requested a roll call of the vote. Ms. Navia Lobo called the roll.

Alfredo L. Gonzalez -	nay	Shelly Smith Fano -	aye
Robert W. Holland -	nay	Luz Weinberg -	aye
Gus Pego -	aye	Vice Chair Gutierrez -	aye
R. Rodriguez Piña -	nay	Chair Ferré -	aye
Gonzalo Sanabria -	nay		

The motion was approved.

D) MDX Procurement/Contract Number RFQ-10-01; Materials Engineering and Testing Services (\$200,000/Yr. and \$600,000/Contract)

- Approval of a one (1) year contract renewals for the firms Nodarse & Associates, Inc. and Professional Service Industries, Inc.

Mr. Weiss read the agenda item into the record. The item was endorsed by the Joint Budget & Finance and Operations Committees on November 19, 2013. Mr. Pego moved to approve the second of two optional one-year term renewals with each firm. Ms. Gutierrez seconded the motion Mr. Fernandez-Guzman abstained from discussion and voting on this item, due to a voting conflict that was filed with the Board Secretary prior the Board Meeting.. The motion was unanimously approved.

E) Approval of MDX Sponsorship Policy (Endorsed by the Inter-Governmental & Public Communications Committee on 10/22/13 and the Policy & Planning Committee 12/4/13)

Mr. Weiss read the agenda item into the record. Mr. Rodriguez introduced the item and explained that the policy was drafted to address the Board's desire to establish a policy for evaluating all sponsorship opportunities and to regulate the nature of the sponsorship content.

Mr. Fernandez-Guzman moved to approve the Sponsorship Policy. Mr. Gonzalez seconded the motion. The motion was unanimously approved.

F) Approval of Electronic Media Communications Policy (Endorsed by the Inter-Governmental & Public Communications Committee on 10/22/13 and the Policy & Planning Committee 12/4/13)

Mr. Weiss read the agenda item into the record. Ms. Smith Fano moved to approve the Media Communications Policy. Mr. Pego seconded the motion. The motion was unanimously approved.

G) Approval of Amendments to the MDX Citizen Comment Policy (Endorsed by the Policy & Planning Committee 12/4/13)

Mr. Weiss read the agenda item into the record. Ms. Gutierrez moved to approve the Citizen Comment Policy. Ms. Smith Fano seconded the motion. The motion was unanimously approved.

H) Approval of MDX Bylaws Revisions – Resolution No. 13-12 - Miami Intermodal Center (“MIC”) Enterprise Committee (Endorsed by the Policy & Planning Committee 12/4/13)

Mr. Weiss read the agenda item into the record. Ms. Smith Fano moved to approve Resolution No. 13-12, which amends the MDX Bylaws by creating the MIC Enterprise Committee as a standing committee. Mr. Fernandez-Guzman seconded the motion. The motion was unanimously approved.

I) Approval of Resolution No. 13-11 – “Confirming that the Miami Intermodal Center and Adjacent Development Parcels Shall Not, Upon Transfer from the Florida Department of Transportation to MDX, Become a Component of the MDX Expressway System; Confirming that MDX System Revenues Shall Not be Utilized for the Construction, Maintenance, Repair or Operation of the Miami Intermodal Center Property Except as Specifically Permitted; Authorizing the Creation of a MIC Enterprise Fund.”

Mr. Weiss read the agenda item into the record. The item was discussed and endorsed by the Policy & Planning Committee and the Special Board Meeting of December 4, 2013. The final version of this document was distributed at the December 10, 2013 Board Meeting for approval.

Mr. Fernandez-Guzman moved to approve Resolution No. 13-11 confirming that the Miami Intermodal Center Property will not become a component of the MDX Expressway System; confirming that MDX System Revenues will not be used to support the construction, maintenance, repair or operation of the Miami Intermodal Center, except as specifically authorized; and authorizing the creation of the MIC Enterprise Fund. Ms. Weinberg seconded the motion. The motion was unanimously approved.

J) MDX Procurement/Contract No.: MDX-14-11 Transportation Policy Strategic Services

- Approval of Contract with Transportation Management & Policy Consultants

Mr. Weiss read the agenda item into the record. Mr. Rodriguez informed Members that the item was endorsed by the Policy & Planning Committee contingent upon approval from the Florida Retirement System regarding Ms. Leslie’s post retirement status as an independent contractor. Today, MDX received approval from the Florida Retirement System, Department of Management Services to hire Ms. Leslie as an independent contractor. Ms. Gutierrez moved to approve MDX

14-11 Contract with Transportation Management & Policy Consultants. Ms. Weinberg seconded the motion. The motion was unanimously approved.

**INFORMATIONAL ITEMS**

- Procurement Report

**CHAIR'S COMMENTS**

Mr. Ferré encouraged Members to attend the Greater Miami Chamber Transportation Meeting on December 11, 2013.

**ANNOUNCEMENTS**

- Board of Directors Meeting, 1/28/14, 4:00 p.m., William M. Lehman MDX Building

**ADJOURNMENT**

The meeting was adjourned by Chair Ferré.

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

# FORM 8B MEMORANDUM OF VOTING CONFLICT FOR COUNTY, MUNICIPAL, AND OTHER LOCAL PUBLIC OFFICERS

LAST NAME—FIRST NAME—MIDDLE NAME <i>FERNANDEZ-GUZMAN, CARLOS R</i>	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE <i>MIAMI DADE EXPRESSWAY AUTHORITY (MDX)</i>
MAILING ADDRESS <i>19810 KINGSMOOR WAY</i>	THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON WHICH I SERVE IS A UNIT OF: <input type="checkbox"/> CITY <input type="checkbox"/> COUNTY <input type="checkbox"/> OTHER LOCAL AGENCY
CITY      COUNTY <i>MIAMI LAKES      MIAMI-DADE</i>	NAME OF POLITICAL SUBDIVISION:
DATE ON WHICH VOTE OCCURRED <i>DECEMBER 10, 2013</i>	MY POSITION IS: <input type="checkbox"/> ELECTIVE <input checked="" type="checkbox"/> APPOINTIVE

## WHO MUST FILE FORM 8B

This form is for use by any person serving at the county, city, or other local 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

A person holding elective or appointive county, municipal, or other local public office **MUST ABSTAIN** from voting on a measure which inures to his or her special private gain or loss. Each elected or appointed local officer also is prohibited from knowingly voting on a measure which inures to the special gain or loss of a principal (other than a government agency) by whom he or she is retained (including the parent organization or subsidiary of a corporate principal by which he or she is retained); to the special private gain or loss of a relative; or to the special private gain or loss of a business associate. Commissioners of community redevelopment agencies under Sec. 163.356 or 163.357, F.S., and officers of independent special tax districts elected on a one-acre, one-vote basis are not prohibited from voting in that capacity.

For purposes of this law, a "relative" includes only the officer's 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 the officer 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).

### ELECTED OFFICERS:

In addition to abstaining from voting in the situations described above, you must disclose the conflict:

**PRIOR TO THE VOTE BEING TAKEN** by publicly stating to the assembly the nature of your interest in the measure on which you are abstaining from voting; *and*

**WITHIN 15 DAYS AFTER THE VOTE OCCURS** by completing and filing this form with the person responsible for recording the minutes of the meeting, who should incorporate the form in the minutes.

### APPOINTED OFFICERS:

Although you must abstain from voting in the situations described above, you otherwise may participate in these matters. However, you must disclose the nature of the conflict before making any attempt to influence the decision, whether orally or in writing and whether made by you or at your direction.

**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. (Continued on other side)

**APPOINTED OFFICERS (continued)**

- 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 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 LOCAL OFFICER'S INTEREST**

I, GALLO S FERNANDEZ-GUERRA, hereby disclose that on DECEMBER 10, 20 13.

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

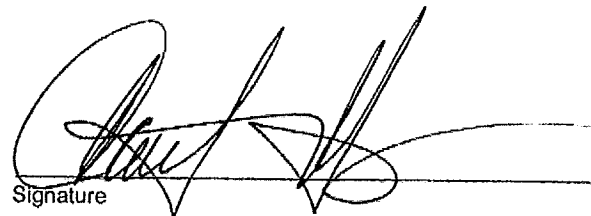
- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, \_\_\_\_\_;
- inured to the special gain or loss of my relative, \_\_\_\_\_;
- inured to the special gain or loss of PACIFIC NATIONAL BANK by whom I am retained; or
- inured to the special gain 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:

ITEM IX.D, MDX PROCUREMENT CONTRACT NUMBER RFR-1001, MATERIALS ENGINEERING & TESTING SERVICES. - ENDORSEMENT OF A ONE YEAR TERM CONTRACT RENEWAL (NODARBE & ASSOCIATES, INC. & PROFESSIONAL SERVICES, INC.)

- CES CONSULTANTS, INC. A SUBCONTRACTOR TO PROFESSIONAL SERVICES IS A CUSTOMER/BORROWER OF PACIFIC NATIONAL BANK.

DECEMBER 12, 2013  
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.



# FORM 8B MEMORANDUM OF VOTING CONFLICT FOR COUNTY, MUNICIPAL, AND OTHER LOCAL PUBLIC OFFICERS

LAST NAME—FIRST NAME--MIDDLE NAME <i>FERNANDEZ-GAUZMAN, CARLOS R</i>	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE <i>MIAMI DADE EXPRESSWAY AUTHORITY (MDX)</i>
MAILING ADDRESS <i>NB10 KINGSMOOR WAY</i>	THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON WHICH I SERVE IS A UNIT OF: <input type="checkbox"/> CITY <input type="checkbox"/> COUNTY <input type="checkbox"/> OTHER LOCAL AGENCY
CITY <i>MIAMI LAKES</i>	COUNTY <i>MIAMI-DADE</i>
DATE ON WHICH VOTE OCCURRED <i>DECEMBER 10, 2013</i>	NAME OF POLITICAL SUBDIVISION:  MY POSITION IS: <input type="checkbox"/> ELECTIVE <input checked="" type="checkbox"/> APPOINTEE

## WHO MUST FILE FORM 8B

This form is for use by any person serving at the county, city, or other local 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.

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For purposes of this law, a "relative" includes only the officer's 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 the officer 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).

### ELECTED OFFICERS:

In addition to abstaining from voting in the situations described above, you must disclose the conflict:

PRIOR TO THE VOTE BEING TAKEN by publicly stating to the assembly the nature of your interest in the measure on which you are abstaining from voting; *and*

WITHIN 15 DAYS AFTER THE VOTE OCCURS by completing and filing this form with the person responsible for recording the minutes of the meeting, who should incorporate the form in the minutes.

### APPOINTED OFFICERS:

Although you must abstain from voting in the situations described above, you otherwise may participate in these matters. However, you must disclose the nature of the conflict before making any attempt to influence the decision, whether orally or in writing and whether made by you or at your direction.

**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. (Continued on other side)

**APPOINTED OFFICERS (continued)**

- 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.

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- 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 LOCAL OFFICER'S INTEREST**

I, GARLO S FERNANDEZ-GUERRA, hereby disclose that on DECEMBER 10, 2013:

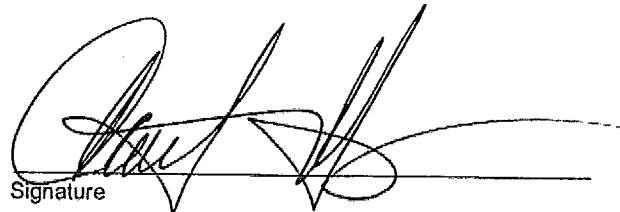
(a) A measure came or will come before my agency which (check one)

- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, \_\_\_\_\_;
- inured to the special gain or loss of my relative, \_\_\_\_\_;
- inured to the special gain or loss of PACIFIC NATIONAL BANK, 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:

- ITEM IX.C, MDX PROCUREMENT CONTRACT NO.: RFP 13-07, MUNICIPAL UNDERWRITING SERVICES - ACCEPTANCE OF TECHNICAL EVALUATION COMMITTEE RECOMMENDATIONS
- ONE OF THE FIRMS SELECTED BY THE TECHNICAL EVALUATION COMMITTEE - RBCM, LLC. IS THE FIRM RETAINED BY PACIFIC NATIONAL BANK'S TRUSTEE TO ACT AS INVESTMENT BANKERS FOR THE TRUST. THE RETENTION OF RBCM BY PNB WAS AT THE SOLE DISCRETION OF THE TRUSTEE.

DECEMBER 12, 2013  
Date Filed

  
Signature

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