

CENTRAL FLORIDA EXPRESSWAY AUTHORITY

MINUTES
CENTRAL FLORIDA EXPRESSWAY AUTHORITY
BOARD MEETING
October 8, 2015
Location: CFX Boardroom

Board Members Present:

Commissioner Welton G. Cadwell, Lake County (Chairman)
Commissioner Brenda Carey, Seminole County (Secretary-Treasurer)
Commissioner S. Scott Boyd, Orange County (Vice Chairman)
Commissioner Fred Hawkins, Jr., Osceola County
Andria Herr, Gubernatorial Appointment
Jay Madara, Gubernatorial Appointment
S. Michael Scheeringa, Gubernatorial Appointment

Board Members Not Present:

Mayor Buddy Dyer, City of Orlando
Mayor Teresa Jacobs, Orange County

Non-Voting Advisor Not Present:

Diane Gutierrez-Scaccetti, Florida's Turnpike Enterprise

Staff Present at Dais:

Laura Kelley, Executive Director
Joseph L. Passiatore, General Counsel
Darleen Mazzillo, Recording Secretary/Executive Assistant

CALL TO ORDER

The meeting was called to order at 9:00 a.m. by Chairman Welton Cadwell.

PUBLIC COMMENT

- 1) Chuck Graham requested funding for public transportation.
- 2) Sally Baptiste provided a handout regarding a proposed constitutional amendment for voters to approve future toll increases. She also congratulated FDOT for their 100th anniversary.
- 3) President of TEAMFL, Bob Hartnett invited CFX Board, staff and consultants to the TEAMFL Quarterly Meeting on October 29 & 30 in Coral Gables, FL.

APPROVAL OF MINUTES

A motion was made by Commissioner Boyd and seconded by Mr. Madara to approve the September 10, 2015 Board Meeting, September 10, 2015 Board Workshop and September 10, 2015 Wellness Way Transportation Corridor Meeting Minutes as presented. The motion carried with seven (7) members voting AYE by voice vote; Mayor Dyer and Mayor Jacobs were not present.

APPROVAL OF CONSENT AGENDA

The Consent Agenda was presented for approval (Exhibit A).

CONSTRUCTION & MAINTENANCE

1. Approval to advertise for Request for Proposals for Facilities Maintenance Services – Contract No. 001150
2. Approval to Advertise for Letters of Interest for Miscellaneous Construction Engineering and Inspection (CEI) Services for ITS Projects
3. Approval of final ranking and authorization for fee negotiations with RS&H, Inc. for Construction Engineering and Inspection (CEI) Services for S.R. 417 Resurfacing – Contract No. 001131
4. Approval for Award of Contract to Traffic Control Products of Florida, Inc. for S.R. 408 Trailblazer Upgrades Phase II – Contract No. 001146 (Contract Amount: \$323,927)
5. Approval for Award of Contract to A² Group, Inc. for Construction Engineering and Inspection (CEI) Services for Wekiva Parkway Systems Interchange - Project No. 429-204 (Contract Amount: Not to Exceed \$6,000,000)
6. Approval of Construction Contract Modifications on the following contracts:
 - a) Contract No. 599-123 United Signs & Signals, Inc. (\$15,144.93)
 - b) Contract No. 528-405 Southland Construction, Inc. \$111,096.02
 - c) Contract N. 599-520 United Signs & Signals, Inc. (\$96,468.64)
 - d) Contract N. 417-301C SEMA Construction (\$22,256.64)

ENGINEERING

7. Approval of Supplemental Agreement No. 6 with URS Corporation for post-design services for S.R. 408/S.R. 417 Ultimate Interchange Improvements – Project No. 253F (Agreement Amount: Not-to-Exceed \$361,091.19)

8. Approval to advertise for Letters of Interest to provide Miscellaneous Design Consultant Services under the Small Sustainable Business Enterprise (SSBE) Program – Contract No. 001161

EXPRESSWAY OPERATIONS

9. Approval to advertise for construction bids for installation of Single Line Dynamic Message Sign Upgrades – Contract No. 001159

FINANCE & ACCOUNTING

10. Approval of Inventory Disposal

LEGAL

11. Approval of Second Agreement for Appraisal Services by Pinel & Carpenter, Inc. for the Wekiva Parkway Projects 429-202, 429-203, 429-204, 429-205 and 429-206 (Contract Amount: \$200,000)
12. Approval of Second Agreement for Appraisal Services by Durrance & Associates, P.A. for the Wekiva Parkway Projects 429-202, 429-203, 429-204, 429-205 and 429-206 (Contract Amount: \$200,000)
13. Approval of Real Estate Purchase Agreement to purchase Parcels 108/708 for the construction of the S.R. 528 Intermodal Corridor, Project 528-1240 (Purchase Amount: \$530,000)
14. Approval of Contract Renewal with Broad and Cassel for Bond Counsel Services – Contract No. 000816 (Contract Amount: \$325,000)
15. Authorization to serve Offer of Judgment for Parcel 228, Wekiva Parkway Project No. 429-203 (Offer of Judgment Amount: \$81,240)
16. Approval of Statutory Business Damage Counter-offer for Parcels 275 & 279 (Holder & Strite Corp.), Wekiva Parkway Project No. 429-202 (Amount of offer: \$78,805)
17. Approval of First Amendment to Amended and Restated 2006 Innovation Way/Beachline Interchange Agreement
18. Approval of Supplemental Agreement No. 3 with Shutts & Bowen LLP for Right-of-Way Counsel Services - Contract No. 000930 (Supplemental Agreement Amount: \$2,000,000.00)

SUPPLIER DIVERSITY

19. Approval of Supplemental Agreement No. 1 with Covalt Group, Inc. for Construction Contractor Compliance Consultant Services and Approval of Wynn Consulting Group, Inc. as Subconsultant (Supplemental Agreement Amount: \$300,000)
20. Authorization to execute Cooperative Purchase Agreement with Construction Estimating Institute of America, Inc. for supplier diversity training – Contract No. 001160 (Contract Amount: \$100,000)

A motion was made by Commissioner Boyd and seconded by Commissioner Carey to approve the Consent Agenda as presented. The motion carried with seven (7) members voting AYE by voice vote; Mayor Dyer and Mayor Jacobs were not present.

CHAIRMAN'S REPORT

Chairman Cadwell reported on the "Beyond Traffic Forum" that he attended, hosted by the USDOT and Mayor Dyer.

TREASURER'S REPORT

Commissioner Carey reported that toll revenues for August were \$29,520,414 which is 11% above projections and 10% above prior year. CFX's total revenues were \$31.4 million for the month.

Total OM&A expenses were \$3.7 million for the month and \$5.9 million year-to-date, which is 18% under budget.

After debt service the total net revenue available for projects was \$15.8 million for August and \$33.4 million year-to-date.

EXECUTIVE DIRECTOR'S REPORT

Laura Kelley provided the Executive Director's Report in written form (Exhibit "B").

In addition, she reported on the following:

- Congratulations to Corey Quinn for his promotion to Chief of Technology/Operations.
- Thank you to Sandy Minkoff and John Terwilliger for their service on the Right of Way Committee. They are both retiring this month.

REGULAR AGENDA ITEMS

1. UPDATE ON S.R. 417 AND S.R. 429 BUY

Commissioner Carey reported that CFX staff has run an analysis of Secretary Boxold's valuation methodology for a buy or swap opportunity. Executive Director Laura Kelley reported on the results of the analysis.

Ms. Kelley reported that we are in the process of setting up a series of meetings with Secretary Boxold to continue the dialogue.

CFX Bond Counsel has been asked to provide an opinion on the legality of a buy or swap. Joe Stanton of Broad and Cassel, who serves as CFX's Bond Counsel, answered questions from the Board members.

(This item was presented for information only. No formal Board action was taken.)

2. ACCOUNTING/FINANCE DEPARTMENT PRESENTATION

Manager of Accounting and Finance, Mike Carlisle gave a presentation on the Accounting/Finance Department. The presentation included a department overview, finance team information, and department future.

(This item was presented for information only. No formal Board action was taken.)

3. FEDERAL LOBBYIST PROCUREMENT

Chief of Staff/Public Affairs Officer Michelle Maikisch gave an update on the procurement of Federal Advocacy Services.

Ms. Maikisch explained the available options:

- 1) Continue with review process for the two submittals and bring a recommendation to the Board to award the contract at the November meeting.
- 2) Re-advertise for the services and directly notify firms that did not submit. Re-advertising would mean a December award.

A motion was made by Commissioner Hawkins and seconded by Commissioner Carey to move forward with the review process for the two submittals for Federal Advocacy Services and bring a recommendation to the Board at the November meeting. The motion carried with seven (7) members voting AYE by voice vote; Mayor Dyer and Mayor Jacobs were not present.

4. ADVANCEMENT OF S.R. 417 WIDENING PROJECT

Staff is requesting authorization to move the construction phase of the SR 417 Widening Project from year 6 and 7 outside the Work Plan into the Work Plan in FY 2018 and 2019.

A motion was made by Commissioner Carey and seconded by Commissioner Hawkins to authorize the advancement of the construction phase of the S.R. 417 Widening Project as recommended by staff. The motion carried with seven (7) members voting AYE by voice vote; Mayor Dyer and Mayor Jacobs were not present.

5. MARDEN ROAD/S.R. 414 INTERCHANGE AGREEMENT

General Counsel Joseph Passiatore requested approval of the Marden Road/S.R. 414 Interchange Agreement. The agreement provides that the total cost of the project be borne by the developer.

Michael Wright of Emerson Point Associates, LLLP explained why Apopka needs the Interchange, showed the timeline, and an aerial view of the project area.

Apopka Mayor Joe Kilsheimer thanked CFX for the opportunity to advance this project and explained the benefits to the residents and businesses in Apopka.

A motion was made by Commissioner Boyd and seconded by Commissioner Hawkins to approve the Marden Road/S.R. 414 Interchange Agreement, with the provision that the perpetual landscape maintenance with minimum standards be paid by the developer and, if and when signalization is warranted, the costs will be borne by the developer. The motion carried with seven (7) members voting AYE by voice vote; Mayor Dyer and Mayor Jacobs were not present.

6. CONSIDERATION OF COST SAVINGS REGARDING LEGAL SERVICES FOR RIGHT OF WAY ACQUISITION

Chairman Cadwell initiated a discussion regarding whether there is a better way to manage legal right of way services. The amount of the funding request, combined with the fact that right of way counsel ultimately reports to the Board, warrants a discussion by the Board relative to the future use of outside counsel for the acquisition of right of way for CFX projects. General Counsel Joseph Passiatore has put together a memo (Exhibit "C") outlining the cost savings for right of way legal services.

By consensus, the Board members directed staff to conduct additional analyses and come back with a recommendation next month.

7. AMENDMENTS TO COMMITTEE CHARTERS

As proposed at last month's meeting, General Counsel Joseph Passiatore has drafted revisions to the Audit, Finance, Operations and Right of Way Committee Charters to provide for representation from the gubernatorial appointees.

He explained the two proposed changes to these charters:

- 1) A nomination process whereby the gubernatorial appointees would nominate an individual for each of the four committees (three nominations per committee). From those nominations, the Board would select one appointee for each committee.
- 2) A provision that contract personnel providing services to the appointed entity would qualify as staff.

In addition to the above, Mr. Passiatore proposed adding a clause to the county appointments to allow citizen representatives to serve, in addition to staff members.

A motion was made by Mr. Madara and seconded by Mr. Scheeringa to approve the amendments to the committee charters as presented, with additional language requiring the filing of Form 1 and additional language to allow citizen representatives for county appointments. The motion carried with seven (7) members voting AYE by voice vote; Mayor Dyer and Mayor Jacobs were not present.

8. ALL ELECTRIC TOLLING

Chief of Technology/Operations Corey Quinn presented information on all electronic tolling for future consideration.

In the future CFX staff will conduct a workshop where we will have more detailed information regarding costs and customer service.

(This item was presented for information only. No formal Board action was taken.)

9. AWARD OF CONTRACT TO LANE CONSTRUCTION FOR S.R. 408/S.R. 417 INTERCHANGE IMPROVEMENTS PHASE I (PROJECT NO. 253F)

Don Budnovich, Resident Engineer/Sr. Project Manager, presented an overview of the S.R. 408/S.R. 417 Interchange Improvement Project. CFX staff recommends award of the contract for Phase I to Lane Construction Corporation in the amount of \$36,744,623.

A motion was made by Commissioner Carey and seconded by Commissioner Boyd to approve the contract award to Lane Construction Corporation for S.R. 408/S.R. 417 Interchange Improvements Phase I. The motion carried with seven (7) members voting AYE by voice vote; Mayor Dyer and Mayor Jacobs were not present.

10. REGIONAL PUBLIC SCHOOL BUS REBATE PROGRAM PROPOSAL

Chief Financial Officer Lisa Lumbard explained the details of the proposed school bus rebate program.

Ms. Lumbard requested approval to create a 99% regional public school bus rebate program for school buses from Brevard, Lake, Orange, Osceola, Polk, Seminole and Volusia Counties that are transporting students on the CFX system beginning February 1, 2016. CFX must exceed its projected revenue by at least 2% for the rebate to be credited in any given month.

Ms. Herr abstained from voting on this item because she has a client that would benefit. (Form 8B attached as Exhibit "D").

A motion was made by Commissioner Boyd and seconded by Commissioner Hawkins to approve the Regional Public School Bus Rebate Program Proposal as presented. The motion carried with six (6) members voting AYE by voice vote; Mayor Dyer and Mayor Jacobs were not present; Ms. Herr abstained from voting.

BOARD MEMBER COMMENT

- 1) Commissioner Hawkins asked staff to look into redesigning the southbound exit of S.R. 417 at Narcoossee Road to provide for a dual left turn lane and still have the option to turn right. The exit ramp gets backed up during peak hours because there are more vehicles turning left than right. CFX staff will look into it and report back to Commissioner Hawkins.
- 2) Mr. Scheeringa addressed comments to the community regarding the Master Plan process.
- 3) Commissioner Carey asked if we are doing anything from a marketing standpoint to raise the level of awareness. Chief of Staff/Public Affairs Officer Michelle Maikisch explained some outreach programs that we are doing to educate the community on what we do and our role in transportation.
- 4) Chairman Cadwell asked the Board members to send their General Counsel evaluations to Ms. Kelley, if they haven't already done so.

ADJOURNMENT

The Chairman adjourned the meeting at 11:10.

Commissioner Welton G. Cadwell
Chairman
Central Florida Expressway Authority

Darleen Mazzillo
Recording Secretary/Executive Assistant
Central Florida Expressway Authority

Minutes approved on _____, 2015.

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