

CENTRAL FLORIDA EXPRESSWAY AUTHORITY

MINUTES
CENTRAL FLORIDA EXPRESSWAY AUTHORITY
BOARD MEETING
September 10, 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)
Mayor Buddy Dyer, City of Orlando
Commissioner Fred Hawkins, Jr., Osceola County
Andria Herr, Gubernatorial Appointment
Mayor Teresa Jacobs, Orange County
Jay Madara, Gubernatorial Appointment

Board Members Participating by Phone:

S. Michael Scheeringa, Gubernatorial Appointment

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.

Chairman Cadwell welcomed Ms. Andria Herr, who was appointed to the Board by Governor Scott on September 4. Since Ms. Herr is a very recent appointee, she has not had an opportunity to file her qualifying papers with the Department of State, therefore, she will refrain from participating at today's meeting.

PUBLIC COMMENT

Vanessa Pinkney and Emmett O'Dell of the OBT Development Board addressed the Board regarding roadway improvements on Orange Blossom Trail. They requested that CFX partner with them on the SR 408/OBT Interchange.

APPROVAL OF MINUTES

A motion was made by Commissioner Boyd and seconded by Commissioner Carey to approve the August 13, 2015 Board Meeting Minutes and August 13, 2015 Workshop Minutes as presented. The motion carried with six (6) members voting AYE by voice vote; Mr. Scheeringa voted AYE by phone and Ms. Herr did not vote.

APPROVAL OF CONSENT AGENDA

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

CONSTRUCTION & MAINTENANCE

1. Approval for contract renewal with Southern Aquatic Management, Inc. for Aquatic Vegetation Control – Contract No. 001003 (Agreement Amount: \$209,719.47)
2. Approval of Supplemental Agreement No. 1 with A² Group, Inc. for CEI Services for SR 417/Boggy Creek Road Interchange Improvements – Project No. 417-301 (Supplemental Agreement Amount: \$474,327.15)
3. Approval to award contract to Traffic Control Devices, Inc. for SR 417/Landstar Boulevard Traffic Signal Improvements – Contract No. 001102 (Agreement Amount: \$395,231)
4. Authorization to execute Construction Contract Modifications on the following contracts:
 - a) Contract No. 599-519 Advanced Cabling Solutions Inc. (\$38,559.76)
 - b) Contract No. 429-621 United Signs & Signals, Inc. (\$70,339.97)
 - c) Contract No 429-305 Southland Construction, Inc. (\$432,235.53)
 - d) Contract No. 417-301C SEMA Construction \$645,287.71
 - e) Contract No. 528-405 Southland Construction, Inc. \$184,344.33
 - f) Contract No. 417-110 Masci General Contractor, Inc. \$23,332.87

ENGINEERING

5. Authorization to reimburse Duke Energy for relocation costs of overhead transmission lines on Plymouth Sorrento Road (Cost not-to-exceed \$1,645,851.97)

6. Authorization to advertise for Letters of Interest for Design Consultant Services for S.R. 417 Widening from Econlockhatchee Trail to Seminole County Line – Contract No. 001153
7. Approval of Supplemental Agreement No. 3 with DRMP, Inc. for Design Consultant Services for Wekiva Parkway from Lake County Line to SR 46 – Project No. 429-206 (Supplemental Agreement Amount: Not-to-Exceed \$399,467.38)
8. Approval of contract renewal with WBQ Design and Engineering, Inc. for Miscellaneous Design Consultant Services – Contract No. 000817 (Agreement Amount: Not-to-Exceed \$750,000)
9. Approval of contract renewal with The Balmoral Group, LLC for Miscellaneous Design Consultant Services – Contract No. 000819 (Agreement Amount: Not-to-Exceed \$750,000)

EXPRESSWAY OPERATIONS

10. Approval of Purchase Order to Temple, Inc. for CyberLock ITS Cabinet and Network Security Protection System (P.O. Amount: \$140,090.85)
11. Approval to award contract to Schneider Electric Mobility, NA, Inc. for Maintenance of ITS Infrastructure – Contract No. 001113 (Agreement Amount: \$2,243,699.54)
12. Approval of Purchase Order to Carousel Industries for Switches for Local Area Network Communications and Support (P.O. Amount: 295,805.03)
13. Approval of Purchase Order for Traffic & Parking Control Co. Inc. for Wrong-Way Driving Vehicle Detection and Countermeasures Equipment (Purchase Order Amount: \$447,000)

FINANCE & ACCOUNTING

14. Approval of Insurance Proposal with FMIT (Insurance Premium: Not-to-Exceed \$145,000)
15. Approval of Amendment and Restatement of Existing Private Placement Credit Facilities between the Authority and Wells Fargo Bank, N.A. with respect to the Authority's Variable Rate Refunding Revenue Bonds, Subseries 2008B-3 and 2008B-4 Bonds and authorization for the Chairman, Executive Director, Chief Financial Officer and Assistant Secretary to sign any and all documents and certificates in connection therewith

INFORMATION TECHNOLOGY

16. Approval of Purchase Order to Oracle for Software Update Licenses and Support (P.O. Amount: \$59,323.38)

INTERNAL AUDIT

17. Approval of Supplemental Agreement No. 1 with Protiviti, Inc. for Internal Audit Services – Contract No. 000931 (Supplemental Agreement Amount: \$137,000)

LEGAL

18. Approval of settlement with Korus Orchid Corporation for the acquisition of Parcel 120 Parts A & B for the construction of the Wekiva Parkway Project 429-202 (Settlement Amount: \$3,963,125)
19. Approval of settlement with Prineet D. Sharma, Esq., as Attorney Ad Litem for the Unknown Heirs and Beneficiaries of Harvey D. Hood for the acquisition of Parcel 193 for the construction of the Wekiva Parkway Project 429-203 (Settlement Amount: \$12,985)
20. Approval of settlement with Vickie Davis d/b/a Bay Hills Equestrian Center for the acquisition of Parcel 197 for the construction of the Wekiva Parkway (Settlement Amount: \$85,000)
21. Adoption of Amended Resolution No. 2015-327 for the acquisition of Parcel 330/730/731 for the construction of the Wekiva Parkway Project 429-206
22. Approval to serve Offers of Judgment for Parcel 209 (William H. Kelly, Sr. and Dorothy B. Kelly) and Parcel 221 (William H. Kelly, Sr., Trustee), Wekiva Parkway Project 429-203 (Offer of Judgment Amounts: Parcel 209: \$23,000/Parcel 221 \$1,004,000)

TOLL OPERATIONS

23. Approval of changes to Violation Business Rules
24. Approval of Supplemental Agreement No. 15-02 with Florida Toll Services for Toll Facilities Operations and Management Services – Contract No. 000154 (Supplemental Agreement Amount: \$3,444,132)

Commissioner Carey requested that item #6 be pulled for separate discussion. That item was discussed and approved under the Regular Agenda items.

A motion was made by Commissioner Carey and seconded by Mayor Jacobs to approve the Consent Agenda with the exception of item #6. The motion carried with six (6) members voting AYE by voice vote; Mr. Scheeringa voted AYE by phone and Ms. Herr did not vote.

CHAIRMAN'S REPORT

- 1) Chairman Cadwell expressed his thanks to Walter Ketcham for his many years of dedicated service on the OOCEA and CFX Boards.

- 2) Chairman Cadwell reported that an open house will be held for Section 2 of the Wekiva Parkway on September 24 from 5:00 to 7:00 p.m.
- 3) The Chairman thanked Sandy Minkoff for his service on the Right of Way Committee. Mr. Minkoff is retiring next month.

TREASURER'S REPORT

Commissioner Carey reported that toll revenues for July (the first month of our fiscal year) were \$29,972,284 which is 6.91% above projections and 10.7% above prior year. The Authority's total revenues were \$31.6 million for the month.

Total OM&A expenses were \$2.2 million for the month, which is 8.6% under budget.

After debt service the total net revenue was \$17.6 million for the month.

EXECUTIVE DIRECTOR'S REPORT

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

In addition, she highlighted an issue regarding the call center wait times. In July the average wait time for the call center exceeded 5 minutes due to Xerox call center staff taking leave during the last month of their contract with CFX while the transponder swap program was in full swing. She presented a full synopsis of the issue with a corrective action plan. Some of the Board members commented on this issue.

Mayor Dyer mentioned a presentation that was made at the Metroplan meeting yesterday regarding the public's attitude toward public transportation. He suggested that the CFX Board be provided with the information as it may be helpful as we move forward with our Master Plan process.

REGULAR AGENDA ITEMS

The following item was carried over from the Consent Agenda.

CONSENT AGENDA ITEM #6 - Authorization to advertise for Letters of Interest for Design Consultant Services for S.R. 417 Widening from Econlockhatchee Trail to Seminole County Line – Contract No. 001153

Commissioner Carey reported that the Turnpike Enterprise is moving forward with design of their express lanes on SR 417 from SR 434 to the University Interchange. With the I-4 Ultimate Project going on at the same time, she suggested that CFX's SR 417 widening project be expedited. She proposed that CFX meet

with the Turnpike Enterprise to coordinate the projects so that the traveling public is the least inconvenienced.

A motion was made by Commissioner Carey and seconded by Mayor Dyer to approve Consent Agenda item #6, with the stipulation that the advertisement be delayed to allow for discussions with the Turnpike Enterprise regarding project timing. The motion carried with six (6) members voting AYE by voice vote; Mr. Scheeringa voted AYE by phone and Ms. Herr did not vote.

1. METROPLAN'S REGIONAL TRANSPORTATION PLANNING PROCESS

Harry Barley, Executive Director of Metroplan Orlando, gave a presentation on the Regional Transportation Planning Process.

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

2. LEGAL DEPARTMENT PRESENTATION

General Counsel Joseph Passiatore gave a presentation on the Legal Department. The presentation included information on legal staff, special right-of-way counsels, bond counsel and 2016 priorities.

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

3. PROCUREMENT DEPARTMENT PRESENTATION

Director of Procurement Claude Miller gave a presentation on the Procurement Department. The presentation included information on department mission, department team, purchase levels, primary solicitation processes, and FY 14-15 solicitations & contracts.

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

4. INTERNAL AUDIT UPDATE

Phil Fretwell, Managing Director of Protiviti, requested Board acceptance of three reports that have been reviewed and approved by the Audit Committee. Mr. Fretwell went over the observations and recommendations in each report (reports attached as Exhibit "C").

1. Ethics Policy Compliance Review
2. 2013 COSO Governance Review
3. FY 2016 Internal Audit Plan and Internal Audit Charter

Regarding the Ethics Policy Compliance Review, Mayor Jacobs proposed having lobbyist registration at CFX rather than Orange County and the City of Orlando. The thought is that groups that lobby those entities may not be the same ones that lobby CFX. Mayor Jacobs requested that staff look into that and come back with a recommendation.

Mr. Madara pointed out that the CFX Committees have no direct representation from the gubernatorial appointees and he suggested that we make a change in the committee structure. There was discussion amongst the Board members. Chairman Cadwell offered to work with Mr. Passiatore on suggested language to amend the committee structure to allow for representation from the gubernatorial appointees on all four committees and to bring back their recommendations to the Board. By consensus, the Board members were in agreement.

A motion was made by Commissioner Boyd and seconded by Mr. Madara to accept the Ethics Policy Compliance Review, 2013 COSO Governance Review and FY 2016 Internal Audit Plan/Internal Audit Charter as presented. The motion carried with six (6) members voting AYE by voice vote; Mr. Scheeringa voted AYE by phone and Ms. Herr did not vote.

5. VISION AND MISSION STATEMENT PRESENTATION

At the August 13 Board Workshop, the CFX Board participated in a Visioning Workshop facilitated by Gert Garman of the Valencia College Collaborative Design Center. Board members discussed the informed clues garnered from surveys, speaking engagements, interviews and meetings with the Board, customers, employees and constituents. Out of the workshop discussion came themes and phrases that best describe CFX's aspirations for the next 50 years.

Michelle Maikisch, Chief of Staff/Chief of Public Affairs, presented the following vision statement that incorporates the keywords and phrases into one succinct statement:

To provide the region with a world-class, integrated mobility network that drives economic prosperity and quality of life.

Ms. Maikisch presented a mission statement that reflects CFX's practices, capabilities and services. The Board members suggested that the words "operate and maintain" be added to express the full function of the Authority.

To build, operate and maintain a mobility network through accountability, fiscally sound practices and a community focus.

(Commissioner Hawkins left the meeting during this presentation.)

A motion was made by Mayor Jacobs and seconded by Commissioner Carey to adopt the Mission Statement as presented and Vision Statement as amended. The motion carried with five (5) members voting AYE by voice vote; Commissioner Hawkins was not present; Mr. Scheeringa voted AYE by phone and Ms. Herr did not vote.

BOARD MEMBER COMMENT

There were no comments from the public.

ADJOURNMENT

The Chairman adjourned the meeting at 10:30 a.m.

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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