

CENTRAL FLORIDA EXPRESSWAY AUTHORITY

MINUTES CENTRAL FLORIDA EXPRESSWAY AUTHORITY BOARD MEETING March 10, 2016

Location: Central Florida Expressway Authority
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
Andria Herr, Gubernatorial Appointment
Mayor Teresa Jacobs, Orange County
Jay Madara, Gubernatorial Appointment

Board Member Participating by Phone:

S. Michael Scheeringa, Gubernatorial Appointment

Board Member Not Present:

Commissioner Fred Hawkins, Jr., Osceola 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, Assistant Secretary/Executive Assistant

A. CALL TO ORDER

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

B. PUBLIC COMMENT

There was no public comment.

C. APPROVAL OF MINUTES

A motion was made by Commissioner Carey and seconded by Commissioner Boyd to approve the minutes of the January 14, 2016 Board Meeting as presented. The motion carried with seven (7) members voting AYE by voice vote; Commissioner Hawkins and Mayor Dyer were not present.

D. APPROVAL OF CONSENT AGENDA

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

ACCOUNTING/FINANCE

1. Approval of revisions to Fixed Assets Policy and Resolution
2. Approval for disposal of inventory items

CONSTRUCTION

3. Authorization to advertise for construction bids for S.R. 408 Widening from Hiawasse Road to Good Homes Road – Project No. 408-127/Contract No. 001180
4. Approval of final ranking and authorization for fee negotiations with Elipsis Engineering & Consulting LLC for Construction Engineering & Inspection (CEI) Services for S.R. 528/Innovation Way Interchange Design/Build - Project No. 528-313/Contract No. 001019
5. Approval of contract award to Whiteleaf LLC dba Traffic Solutions for Systemwide Replacement of Retroreflective Pavement Markers – Project No. 599-736/Contract No. 001164 (Contract Amount: \$137,636.60)
6. Approval of PI Consulting Services, LLC as Subconsultant to Mehta and Associates for Miscellaneous Construction Engineering & Inspection (CEI) Services – Contract No. 000976
7. Approval of contract award to Jacobs Engineering Group, Inc. for Construction Engineering & Inspection (CEI) Services for Wekiva Parkway from Systems Interchange to S.R. 46 – Project No. 429-206/Contract No. 001089 (Contract amount: Not-to-exceed \$4,100,000)
8. Authorization to advertise for construction bids for milling and resurfacing of SR 429 Seidel Road to CR 535 – Project No. 429-739/Contract No. 001188

9. Authorization to advertise for construction bids for SR 417 Curry Ford Southbound on-ramp improvements – Project No. 417-133/Contract No. 001187
10. Approval of construction contract modifications on the following contracts:
 - a) Contract No. 429-202 Prince Contracting, LLC \$12,078.42
 - b) Contract No. 528-405 Southland Construction (\$133,616.25)
 - c) Contract No. 417-301C SEMA Construction (\$29,385.74)
 - d) Contract No. 599-738 Air Mechanical & Service Corp. \$23,630.51

ENGINEERING

11. Approval of final ranking and authorization for fee negotiations with Dewberry Engineers, Inc. for Professional Engineering Consultant Services for S.R. 417 Widening from Econlockhatchee Trail to Seminole County Line - Project No. 417-134/Contract No. 001153
12. Approval of Supplemental Agreement No. 4 with DRMP, Inc. for Post Design Consultant Services for Wekiva Parkway from Lake County Line to S.R. 46 – Project No. 429-206/Contract No. 000860 (Supplemental Agreement amount: Not-to-Exceed \$574,269.38)
13. Approval of Supplemental Agreement No. 1 to Second Renewal of Agreement with WBQ Design & Engineering, Inc. for Miscellaneous Design Consultant Services – Contract No. 000817 (Supplemental Agreement amount: Not-to-exceed \$800,000)

INTERNAL AUDIT

14. Acceptance of FY 2016 Contracts Audit
15. Acceptance of FY 2016 Bond Financing Review
16. Acceptance of DHSMV Data Security Assessment

LEGAL

17. Approval of Addendum to Agreement for Appraisal Services with Urban Economics Inc. for Wekiva Parkway Project Numbers 429-203, 429-204, 429-205 and 429-206 (Addendum Amount: \$150,000)
18. Approval of Second Agreement for Engineering Expert Witness Consulting Services with Donald W. McIntosh Associates, Inc. for Wekiva Parkway Project Numbers 429-203, 429-204, 429-205 and 429-206 (Agreement Amount: \$150,000)

19. Approval of Second Agreement for Land Planning Services with Ellen S. Hardgrove AICP for Wekiva Parkway Project Numbers 429-203, 429-204, 429-205 and 429-206 (Agreement Amount: \$100,000)
 20. Approval to serve Offer of Judgment to Cynthia J. Henderson & Robert S. Henderson for Parcels 112 and 712 (Offer of Judgment Amount: \$650,000)
 21. Approval to serve Offer of Judgment to Bruce Hatcher for Parcel 113, Part A & B (Offer of Judgment Amount: \$200,000)
 22. Approval of settlement with Holder & Strite Corporation for business damages claim related to Parcels 275 and 279 for Wekiva Parkway Project 429-202 (Settlement Amount: \$176,230)
 23. Approval of settlement with Amco Property Group II, LLC for Parcel 126, Part A, B & C for Wekiva Parkway Project 429-204 (Settlement Amount: \$1,123,762)
 24. Approval of settlement with William Raymond McMahan, Aneeta McMahan and Sylvia Delorias M. McKelvy for fee interest in Parcel 303, Part A, B & C for Wekiva Parkway Project 429-204 (Settlement Amount: \$1,187,700)
 25. Approval of settlement for attorney fees and expert witness fees for Parcel 254 for Wekiva Parkway Project 429-204 (Attorney fee payment: \$73,000 and expert witness fee payment: \$8,500)
 26. Approval of settlement with Adelpia Howell for Parcel 279, Wekiva Parkway Project No. 429-204 (Settlement amount: \$696,880)
 27. Approval of settlement with Thomas J. Holder, Trustee for Parcel 275, Wekiva Parkway Project No. 429-204 (Settlement amount: \$1,678,194)
 28. Approval to accept reverse offer of judgment regarding Parcel 170 (VIP Properties, LLC) for Wekiva Parkway Project No. 429-203 in the amount of \$62,000, including interest, but excluding attorney's fees and costs
 29. Approval of settlement for Parcel 235 (Orlando Beltway Associates) for Wekiva Parkway Project No. 429-203 (Settlement amount: \$2,765,000)
 30. Approval of settlement for Parcel 185 (Pedro Diaz Bordon, Victoria Lyn Diaz) for Wekiva Parkway Project No. 429-203 (Settlement amount: \$1,395,000)
 31. Approval of settlement for Parcel 233 (Chiu-Hsia Huang & Rong Tsai Wu), Plymouth Sorrento Road, Apopka, FL (Settlement amount: \$85,000)
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32. Approval of Resolution Adopting and Approving Revised Headquarters Building Meeting Room Policy
33. Approval of one year renewal of Contract No. 000427 with Winderweede, Haines, Ward & Woodman, P.A. for right of way counsel services (Contract amount: \$1,000,000)
34. Approval of one year renewal of Contract No. 000930 with Shutts & Bowen LLP for right of way counsel services (Contract amount: \$4,000,000)
35. Approval of Real Estate Purchase Agreement with Mockingbird Orlando, LLC for Improvements at the Interchange of State Roads 417 and 528 (Project 599-1260), Parcel 100, Part A and Parcel 100, Part B
36. Approval of Addendum No. 4 for Engineering Expert Witness Consulting Services with Donald W. McIntosh Associates, Inc. for the Wekiva Parkway Project Parcels 197, 897, 230, 257 and 267 (Addendum amount: \$100,000)
37. Approval of Addendum No. 4 to Agreement for Appraisal Services with Pinel & Carpenter, Inc. for the Wekiva Parkway Project Parcels 197, 897, 230, 257 and 267 (Addendum amount: \$80,000)

SUPPLIER DIVERSITY

38. Confirmation and Approval of Declaration of Emergency, Award of Contract to MTN Resources, LLC and approval of Wynn as subconsultant for Federal Compliance Consultant for Wekiva Parkway Construction – Contract No. 001182 (Total contract value for MTN Resources: \$1,006,531.83; Total contract value for Wynn: \$292,549)

TECHNOLOGY/OPERATIONS

39. Approval of Purchase Order to Temple, Inc. for High Definition CCTV Cameras (Purchase Order amount: \$147,154)
40. Approval of Supplemental Agreement No. 1 with URS Energy & Construction, Inc. for Toll Facilities Operations and Management Services – Contract No. 0001071 (Supplemental Agreement amount: \$370,266.44)
41. Approval of Revisions to Express Toll Collection Policy
42. Approval of Agreement with UCF Research Foundation for joint patent application for RRFB Technology as Countermeasure for Wrong Way Driving (Agreement amount: Not-to-Exceed \$49,999)

43. Approval of Revisions to E-PASS User Agreement
44. Approval of Revisions to Pay By Plate and Violation Business Rules

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

E. REPORTS

1. CHAIRMAN'S REPORT

- We had excellent weather and a great turnout for the SR 417/Boggy Creek Road interchange Ribbon Cutting on Friday, February 12. A video produced by Orange County TV was shown.
- On Thursday, March 31, CFX will hold a public workshop for the SR 408 Widening Project between Good Homes Road and Hiwassee Road.

(Mayor Dyer arrived at this time.)

2. TREASURER'S REPORT

Commissioner Carey reported that toll revenues for January were \$30,085,445 which is 8% above projections and 7% above prior year. CFX's total revenues were \$32.8 million for the month.

Total OM&A expenses were \$5.4 million for the month and \$32.2 million year-to-date, which is 12% under budget.

After debt service the total net revenue available for projects was \$15.5 million for January and \$109.8 million year-to-date.

3. EXECUTIVE DIRECTOR'S REPORT

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

- Discussion ensued amongst the Board members regarding the buy/swap of SR 417 and SR 429.
- There was also discussion regarding the SR 417 Express Lane Project in Seminole County as it relates to approval by Metroplan Orlando.

- In light of the above discussions, the Board members suggested having a workshop session in April or May to provide the Board members with a history of the expressway system.
- Ms. Kelley recognized Corey Quinn, Chief of Technology/Operations, who is working closely with UCF to submit a joint patent request on the wrong way driving technology.
- Ms. Kelley thanked Jay Madara for giving CFX operations staff a tour of The Golf Channel's call center and for working with our financial team.
- Ms. Kelley thanked Commissioner Carey for taking the time to shadow our call center and toll attendant staff members to learn more about our toll operations.

F. REGULAR AGENDA ITEMS

1. SUNRAIL UPDATE

FDOT District Five Secretary Noranne Downs and SunRail Program Manager Tawny Olore gave a presentation on the SunRail project.

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

2. ADOPTION OF RESOLUTION SUPPORTING "FIXING AMERICA'S SURFACE TRANSPORTATION" (FAST) ACT

Mayor Teresa Jacobs thanked Congressman John Mica for his efforts in moving the Fixing America's Surface Transportation ("FAST") Act initiative forward.

Mayor Jacobs requested adoption of a Resolution supporting implementation of the FAST Act. (Exhibit "C")

A motion was made by Commissioner Carey and seconded by Mayor Jacobs to adopt the Resolution supporting the "Fixing America's Surface Transportation Act." The motion carried with eight (8) members voting AYE by voice vote; Commissioner Hawkins was not present.

Mayor Dyer mentioned that the city of Orlando ranked in the top 10 of 77 cities across the country that were eligible to participate in the "Smart City" application, which showcases projects that use ITS technologies. Mr. Scheeringa requested an update regarding the Smart City Challenge.

Mayor Jacobs proposed looking into adding more intelligent transportation technology to I-4 and the Expressway.

3. **APPOINTMENT OF CITIZEN REPRESENTATIVES TO AUDIT, FINANCE, OPERATIONS AND RIGHT OF WAY COMMITTEES**

Three candidates have been submitted for consideration by the gubernatorial Board appointees:

Tamrin Mahon Audit Committee candidate submitted by Jay Madara
Mark Meyer Operations Committee candidate submitted by Jay Madara
Rob Panepinto Operations Committee candidate submitted by Andria Herr

In addition, Mr. Scheeringa indicated that he had submitted a candidate for the Right of Way Committee.

A motion was made by Mr. Madara and seconded by Commissioner Carey to approve the appointment of Tamrin Mahon to serve on the Audit Committee as the citizen representative. The motion carried with eight (8) members voting AYE by voice vote; Commissioner Hawkins was not present.

There was discussion as to how the committee charters are structured regarding the number of appointments per committee.

The Board directed staff to bring the committee charters back for review at the next Board meeting in order to discuss the number of committee appointments. In addition, the gubernatorial appointees may bring additional candidates for consideration at the next Board meeting.

The Board members made the following points for inclusion in the committee charters:

- In the event of a tie vote by any committee, the matter will be brought to the Board for the ultimate decision.
- As these committees are advisory committees, all decisions should rest with the Board and the charters should be clear that all matters come forward as a recommendation for, against or tie.
- Gubernatorial appointees are only required to bring recommendations for candidates forward if they feel they have the most qualified candidates. They are not required to submit a candidate for each committee.

4. **ADOPTION OF TWENTIETH SUPPLEMENTAL BOND RESOLUTION**

CFO Lisa Lombard requested Board approval of the Twentieth Supplemental Bond Resolution authorizing the issuance of the Series 2016A Bonds, together with the forms of the Official Notice of Sale, Trustee, Paying Agent and Registrar Agreement, the Preliminary Official Statement, Continuing Disclosure Agreement and Escrow Deposit Agreement.

The Twentieth Supplemental Bond Resolution:

- Authorizes issuance of Senior Lien Refunding Revenue Bonds, Series 2016A not to exceed \$170,000,000
- Authorizes sale of the bonds by competitive sale
- Approves the forms of the primary bond documents
- Refunds a portion of CFX Series 2007A Series Bonds
- Is an advance refunding
- Authorization contingent upon achieving minimum net present value savings to CFX of 3% (approximately \$4.7 million)

A motion was made by Mayor Dyer and seconded by Commissioner Carey to adopt the Twentieth Supplemental Bond Resolution authorizing the issuance of the Series 2016A Bonds, together with the forms of the Official Notice of Sale, Trustee, Paying Agent and Registrar Agreement, the Preliminary Official Statement, Continuing Disclosure Agreement and Escrow Deposit Agreement. The motion carried with eight (8) members voting AYE by voice vote; Commissioner Hawkins was not present.

5. **PRESENTATION OF DRAFT 2040 MASTER PLAN**

The Draft Executive Summary of the 2040 Master Plan was provided to the Board members. Ms. Kelley committed to having a completed draft of the document distributed to the Board members in the next few weeks.

Director of Engineering Glenn Pressimone presented a status update on our continued work on the 2040 Master Plan.

The preparation of the Master Plan serves two critical purposes:

- To provide a guide for future decisions and actions of the agency through the development of a vision statement, mission statement and a set of policy profiles.
- To identify specific project needs within the existing CFX system as well as potential expansion projects within the region.

When complete, this Master Plan document will serve as a basis of our annual update to the Five Year Work Plan.

Mr. Pressimone described the components of the proposed draft Master Plan:

- Existing System Needs
 - 60 miles of widening
 - 3 interchanges
 - System renewal & replacement
 - \$2.0 Billion
 - SR 408 mobility needs
- Potential New Expressway Projects
 - Potential Projects
 - 12 projects
 - 160 – 180 miles
 - \$6.5 Billion to \$9.0 Billion

The current draft Master Plan shows an estimated deficit range of \$3.7 billion to \$5.6 billion between the total identified project needs and CFX's estimated financial capacity to support project development:

Estimated costs (2015 dollars)	
FY 2016 – 2020 Work Plan	\$1.2B
Existing System	\$2.0B
<u>Expansion Projects</u>	<u>\$6.5B - \$9.0B</u>
Total Cost Range	\$9.7B - \$12.2 B
CFX Project Capacity:	\$6.6B

It is anticipated that the final report will be presented for adoption at the May Board meeting.

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

6. **BOARD APPROVAL OF A MOTION CONFIRMING THE TERMS AND CONDITIONS FOR EASEMENT PARCEL 897 ACQUIRED FOR WEKIVA PARKWAY PROJECT**

General Counsel Joseph Passiatore provided the Board members with a description of the easement property and background on this matter.

Two years after agreeing to the Order of Taking the owner has raised a technical challenge stating that the easement was not limited to an aerial easement, but was a surface right easement which precludes access to the eastern remainder.

A motion was made by Commissioner Boyd and seconded by Mayor Dyer to approve the Terms and Conditions for easement Parcel 897 nunc pro tunc to the time of adoption of Resolution of Necessity, March 17, 2014. The motion carried with eight (8) members voting AYE by voice vote; Commissioner Hawkins was not present.

7. **STRATEGIC PLAN**

Michelle Maikisch, Chief of Staff/Public Affairs Officer presented a draft Strategic Plan for the Board's consideration. The final Strategic Plan will be presented next month for Board approval.

The Strategic Plan is a systematic approach through which CFX agrees on priorities that are essential to its mission, vision and core values.

Priorities:

- Build a customer-driven organization
- Deliver a world-class mobility network
- Utilize financially sound practices
- Focus on community & social responsibility
- Deliver on core values

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

8. **LEGISLATIVE UPDATE**

Michelle Maikisch, Chief of Staff/Public Affairs Officer reported that the 60-day legislative session ends on March 11. The CFX glitch bill SB 1110 and HB 825 was filed by Senator David Simmons and Representative Mike Miller. On March 8, SB 1110 was approved by the Florida House and will be transmitted to the Governor for final action.

The bill makes the following changes to the CFX statute:

- The bill clarifies that members of CFX's governing body from Seminole, Lake, and Osceola Counties must be a county commission member or chair, or a county mayor from the respective counties.
- The Governor-appointed citizen members, who must be residents of either Orange, Seminole, Lake, or Osceola County, are made subject to Senate confirmation, and refusal or failure to confirm creates a vacancy.
- The bill provides that the 4-year term of Governor-appointed members ends on December 31 of the last year of service.
- The bill also removes the requirement that the CFX board elect a governing body member as secretary.
- The bill clarifies that CFX is a party to a 1985 lease-purchase agreement between the former Orlando-Orange County Expressway Authority (OOCEA) and the Florida Department of Transportation (FDOT), and repeals superseded language requiring that title to the former Orlando-Orange County Expressway System be transferred to the state under certain conditions.

In addition, Ms. Maikisch reported on the state budget, FDOT legislative package and Miami-Dade Expressway Authority bill.

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

9. **WEKIVA PARKWAY CONSTRUCTION UPDATE AND APPROVAL OF CONTRACT
AWARD TO GLF CONSTRUCTION FOR PROJECT NO. 429-206**

Don Budnovich, Resident Engineer/Sr. Project Manager, gave an update on the Wekiva Parkway construction.

Mr. Budnovich requested Board approval to award Wekiva Parkway Section 206 to GLF Construction, Inc. in the amount of \$49,482,671.93.

A motion was made by Mayor Jacobs and seconded by Commissioner Boyd to award Wekiva Parkway Section 206 to GLF Construction, Inc. in the amount of \$49,482,671.93. The motion carried with eight (8) members voting AYE by voice vote; Commissioner Hawkins was not present.

G. **BOARD MEMBER COMMENT**

In honor of Women History Month, Commissioner Carey recognized Laura Kelley and her team, as well as Noranne Downs and Tawny Olore.

H. **ADJOURNMENT**

Chairman Cadwell adjourned the meeting at 10:50 a.m.

Commissioner Welton G. Cadwell
Chairman
Central Florida Expressway Authority

Darleen Mazzillo
Recording Secretary/Executive Assistant
Central Florida Expressway Authority

Minutes approved on _____, 2016.

Pursuant to the Florida Public Records Law and CFX Records Management Policy, audio tapes of all Board and applicable Committee meetings are maintained and available upon request to the Records Management Liaison Officer at publicrecords@CFXWay.com or 4974 ORL Tower Road, Orlando, FL 32807. Additionally, video tapes of Board meetings commencing July 25, 2012 are available at the CFX website, ww.expresswayauthority.com
