

CENTRAL FLORIDA EXPRESSWAY AUTHORITY

MINUTES
CENTRAL FLORIDA EXPRESSWAY AUTHORITY
BOARD MEETING
April 11, 2019

Location: Central Florida Expressway Authority
4974 ORL Tower Road
Orlando, FL 32807
Board Room

Board Members Present:

Jay Madara, Gubernatorial Appointment (Chairman)
Commissioner Brenda Carey, Seminole County (Vice Chairman)
Commissioner Leslie Campione, Lake County
Mayor Jerry Demings, Orange County
Commissioner Fred Hawkins, Jr., Osceola County
Andria Herr, Gubernatorial Appointment
S. Michael Scheeringa, Gubernatorial Appointment
Commissioner Betsy VanderLey, Orange County

Board Members Not Present:

Mayor Buddy Dyer, City of Orlando (Treasurer)
Commissioner Curt Smith, Brevard County

Staff Present at Dais:

Laura Kelley, Executive Director
Joseph L. Passiatore, General Counsel
Mimi Lamaute, Recording Secretary

Non-Voting Advisor Not Present:

Paul Wai, Florida's Turnpike Enterprise

A. CALL TO ORDER

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

B. PUBLIC COMMENT

- Bob Hartnett, TEAMFL
- David Bottom Lee, East Orlando Resident
- Chairman Madara read Commissioner Sean Parks, Lake County Commissioner's public comment for the record (Commissioner Parks was not present).

C. APPROVAL OF MINUTES

A motion was made by Commissioner Carey and seconded by Commissioner VanderLey to approve the March 14, 2019 Board Meeting Minutes as presented. The motion carried unanimously with eight (8) members present voting AYE by voice vote. Mayor Dyer and Commissioner Smith were not present.

D. APPROVAL OF CONSENT AGENDA

The Consent Agenda was presented for approval.

CONSTRUCTION

1. Approval of Construction Contract Modifications on the following projects:
 - a. Project 599-547 United Signs & Signals, Inc. \$ 38,570.02
 - b. Project 599-734 Southern Road & Bridge, LLC (\$ 760,404.64)
 - c. Project 528-131 SEMA Construction, Inc. \$ 112,202.39
 - d. Project 408-742A Preferred Materials, Inc. (\$ 221,302.96)

ENGINEERING

2. Approval of Greenfield Diversified, LLC dba Consulex as a Subconsultant for the Miscellaneous Design Consultant Services Contract with Protean Design Group, Contract No. 001208
3. Approval of Supplemental Agreement No. 1 with DRMP, Inc. for Additional Design Services for SR 528/ SR 436 Interchange Improvements and SR 528 Widening from SR 436 to Goldenrod Road, Project 528-143, Contract No. 001314 (Agreement Value: \$526,668.10)
4. Approval of Contract Award to Preferred Materials, Inc. for SR 528 Milling & Resurfacing from Innovation Way to Dallas Boulevard, Project 528-749, Contract No. 001469 (Agreement Value: \$7,826,000.00)
5. Approval of Contract Award to Preferred Materials, Inc. for SR 528 Milling & Resurfacing from Dallas Boulevard to SR 520, Project 528-750, Contract No. 001470 (Agreement Value: \$7,829,000.00)

6. Approval of Contract Award to The Balmoral Group, LLC for Miscellaneous Design Consultant Services (SSBE), Contract No. 001497 (Agreement Value: not-to-exceed \$3,000,000.00)

FINANCE

7. Approval of Contract Award for Banking Services to Wells Fargo Bank, N.A., Contract No. 001496 (Agreement Value: \$4,402,000.00)

LEGAL

8. Approval of Negotiated Settlement Agreement with William H. Kelly a/k/a William Harvey Kelly, Sr.; William H. Kelly, Sr. a/k/a William H. Kelly a/k/a William Harvey Kelly; and William H. Kelly, Sr., as Trustee of the William H. Kelly, Sr. Revocable Trust, Project 429-204, Parcels 209 and 221 (Agreement Value: \$157,000)
9. Acceptance of Delivery of Quit Claim Deed from Orange County, Florida for the Partial Relocation and Sale of a Limited Access Line along Narcoossee Road, Project 455, Parcel 45-502 (Partial)
10. Approval of Right of Way Transfer Agreement with the City of Apopka, Project 429-604

TOLL OPERATIONS/TECHNOLOGY

11. Approval of Purchase Order to PC Solutions & Integrations, Inc. for Vendor Network Support and Maintenance (Agreement Value: not-to-exceed \$155,653.96)
12. Approval of Purchase Order to Dasher Technologies for Hewlett Packard Enterprise Server Storage Hardware and Installation Services, Project 599-533 (Agreement Value: not-to-exceed \$159,807.22)
13. Approval of Purchase Order to TransCore, LP for E-PASS Xtra Transponders (Agreement Value: \$568,200.00)

Commissioner VanderLey requested that Items #3 and #6 be pulled for separate consideration. She stated that she will abstain from voting on these items due to a conflict of interest with DRMP, Inc. (Form 8B, Memorandum of Voting Conflict Form, attached as **Exhibit "A"**).

A motion was made by Commissioner VanderLey and seconded by Ms. Herr to approve the Consent Agenda except for items #3 and #6. The motion carried unanimously with eight (8) members present voting AYE by voice vote. Mayor Dyer and Commissioner Smith were not present.

A motion was made by Commissioner Campione and seconded by Ms. Herr to approve Consent Agenda Items #3 and #6. The motion carried unanimously with seven (7) members present voting AYE by voice vote. Commissioner VanderLey abstained from voting. Mayor Dyer and Commissioner Smith were not present.

E. REPORTS

1. CHAIRMAN'S REPORT

- The Chairman reminded everyone of the CFX Board Workshop being held immediately following the Board meeting in the Pelican conference room.
- The Chairman provided highlights of the International Bridge, Tunnel and Tolling Association's Annual Technology Summit held in Orlando and sponsored by CFX.

2. TREASURER'S REPORT

In Mayor Dyer's absence, Chief Financial Officer Lisa Lumbard reported that total revenues year-to-date as of February were \$306,870,995, which is 1.6% over projection and 9.6% over prior year.

Total Operations, Maintenance and Administration expenses were \$48.9 million year-to-date, which is 7.7% under budget.

3. EXECUTIVE DIRECTOR'S REPORT

Ms. Kelley provided the Executive Director's Report in written form.

In addition, Ms. Kelley mentioned the following:

- In the April 2019 Executive Director's Report under the Mobility Partners- Florida Department of Highway Safety and Motor Vehicles section, "CFX has had one dedicated troop of 8 officers since 2010..." It should read "CFX has had one dedicated troop of 8 officers since 2000..."
- Update on the Virgin Trains USA project.
- IBTTA/TEAMFL Technology Summit recap.
- CFX's participation in the Annual Transportation Softball tournament.
- A video that brings awareness to Work Zone Safety on a national scale.

F. REGULAR AGENDA ITEMS

1. LAKE/ORANGE COUNTY CONNECTOR PROJECT DEVELOPMENT & ENVIRONMENT (PD&E) STUDY

Director of Engineering Glenn Pressimone provided details of the Concept, Feasibility and Mobility Study for the Lake/Orange County Connector Project Development & Environment Study.

Mr. Pressimone introduced William Sloup with Metric Engineering. Mr. Sloup serves as the consultant project manager on this project.

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

2. GENERAL COUNSEL POSITION

Chairman Madara requested Board members opinions on advertising for the general counsel position. He described how the position is currently structured.

Discussion ensued regarding the position details.

The Board members asked questions and provided verbal comments.

A motion was made by Commissioner Carey and seconded by Commissioner Hawkins to:

- **Advertise the position through:**
 - **CFX's Human Resources Department;**
 - **The Human Resources Departments of this board's local government jurisdictions;**
and
 - **Local and national attorney associations;**
- **Provide to the Board the process used for the Executive Director search; and**
- **Commissioner Carey will serve as the Board's designee during the general counsel search process.**

The motion carried unanimously with eight (8) members present voting AYE by voice vote. Mayor Dyer and Commissioner Smith were not present.

3. SUSTAINABILITY PLAN

Director of Engineering Glenn Pressimone and Terry Blalock with Stanley Consultants detailed the results of the Sustainability Study.

Board members asked questions which were answered by Mr. Pressimone and Mr. Blalock.

A motion was made by Commissioner Carey and seconded by Commissioner VanderLey to accept CFX's Sustainability Report as presented. The motion carried unanimously with eight (8) members present voting AYE by voice vote. Mayor Dyer and Commissioner Smith were not present.


Mr. Scheeringa left at this time 10:22 a.m.

G. BOARD MEMBER COMMENT

There was no board member comment.

H. ADJOURNMENT

Chairman Madara adjourned the meeting at 10:25 a.m.



Mr. Jay Madara
Chairman
Central Florida Expressway Authority



Mimi Lamaute
Recording Secretary
Central Florida Expressway Authority

Minutes approved on June 13, 2019.

Pursuant to the Florida Public Records Law and the CFX Records & Information Management Program Policy, audiotapes of all Board and applicable Committee meetings are maintained and available upon request to the Custodian of Public Records at (407) 690-5326, PublicRecords@CFXway.com, or 4974 ORL Tower Road, Orlando, FL 32807. Additionally, videotapes of Board meetings are available at the CFX website, www.CFXway.com.

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

LAST NAME—FIRST NAME—MIDDLE NAME VanderLey, Betsy Kay	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE Central Florida Expressway Authority
MAILING ADDRESS 201 S. Rosalind Ave, 5th Floor	THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON WHICH I SERVE IS A UNIT OF:
CITY Orlando	<input type="checkbox"/> CITY <input type="checkbox"/> COUNTY <input checked="" type="checkbox"/> OTHER LOCAL AGENCY
COUNTY Orange	NAME OF POLITICAL SUBDIVISION:
DATE ON WHICH VOTE OCCURRED 04/11/2019	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 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 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 would inure to his or her special private gain or loss. Each elected or appointed local officer also **MUST ABSTAIN** from knowingly voting on a measure which would inure to the special gain or loss of a principal (other than a government agency) by whom he or she is retained (including the parent, subsidiary, or sibling organization of a 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 (CRAs) 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, co-owner 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 are not prohibited by Section 112.3143 from otherwise participating 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 page 2)

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, Betsy VanderLey, hereby disclose that on April 11, 2019:

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

- 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 _____, by whom I am retained; or
- inured to the special gain or loss of DRM Inc., which is the parent subsidiary, or sibling 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:

Two procurement items on the consent agenda for that date (Items #3 and #6) were either directly or in the capacity of subcontracting awarded to DRMP, Inc.

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, or requirements of this section by disclosing the nature of the interest in such a way as to provide the public with notice of the conflict

04-15-2019

Date Filed


Signature

NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE PUNISHED BY THE STATE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE, EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.

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