

CENTRAL FLORIDA EXPRESSWAY AUTHORITY

MINUTES CENTRAL FLORIDA EXPRESSWAY AUTHORITY BOARD MEETING September 10, 2020

Location: The meeting was held virtually
through Orange County TV's live stream
by going to www.ocfl.net/OrangeTV, or Orange TV (Channel 488 on
Spectrum (formerly Bright House), Channel 9 on Comcast,
1081 Century Link Prism TV, and 10.2 Digital Over the Air)

A. CALL TO ORDER/PLEDGE OF ALLEGIANCE

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

The pledge of allegiance was led by Commissioner Betsy VanderLey.

Mimi Lamaute Recording Secretary called the roll and announced there was a quorum with all nine (9) board members present.

Board Members Appearing Virtually:

Commissioner Brenda Carey, Seminole County (Chairman)
Mayor Buddy Dyer, City of Orlando (Vice Chairman)
Commissioner Betsy VanderLey, Orange County (Treasurer)
Commissioner Brandon Arrington, Osceola County
Mayor Jerry Demings, Orange County
Andria Herr, Gubernatorial Appointment
Jay Madara, Gubernatorial Appointment
Commissioner Sean Parks, Lake County
Commissioner Curt Smith, Brevard County

Staff Appearing Virtually:

Laura Kelley, Executive Director
Lisa Lumbard, Chief Financial Officer
Michelle Maikisch, Chief of Staff/Pubic Affairs Officer
Glenn Pressimone, Chief of Infrastructure
Diego "Woody" Rodriguez, General Counsel
George Coello, Manager of IT Support
Mimi Lamaute, Recording Secretary

Others Appearing Virtually:

Joe Waggoner, Tampa Hillsborough Expressway Authority

The Chairman provided instructions for the virtual meeting, reaffirmed reminders and gave an overview of the Agenda items.

B. PUBLIC COMMENT

Diego "Woody" Rodriguez, General Counsel, stated that there were no public comments.

D. APPROVAL OF CONSENT AGENDA

The Consent Agenda was presented for approval, as follows:

CONSTRUCTION

1. Approval of Supplemental Agreement No. 1 with Johnson, Mirmiran and Thompson, Inc. for CFX Owner's Representative for I-4/SR 408 Ultimate Interchange and the Coordination for the Planned Brightline Construction along SR 528, Project Nos. 408-312B, 528-915, Contract No. 001399 (Agreement Value: not-to-exceed \$1,700,000.00)
2. Approval of Contract Award to PI Consulting Services LLC for Systemwide Construction Engineering and Inspection Consultant Services, Contract No. 001694 (Agreement Value: \$3,500,000.00)
3. Approval of Final Ranking and Authorization for Fee Negotiations for Construction Engineering and Inspection Consultant Services for SR 429 Widening from Stoneybrook West Parkway (South) to Florida's Turnpike Project No. 429-154, Contract No. 001698
4. Approval of Contract Award to Base Construction, Inc. for Design/Build Services for CFX Magnolia Avenue E-PASS Service Center Renovations, Project No. 599-421, Contract No. 001699 (Agreement Value: \$1,466,527.00)
5. Approval of Contract Award to S & D Industrial Painting, Inc. for SR 408 Systemwide Coatings – Summerlin Ave. to Chickasaw Trail, Project No. 599-756, Contract No. 001705 (Agreement Value: \$4,988,886.91)

ENGINEERING

6. Approval of Supplemental Agreement No. 2 with Inwood Consulting Engineers, Inc. for SR 417 Widening from Boggy Creek Road to Narcoossee Road, Project No. 417-151, Contract No. 001394 (Agreement Value: not-to-exceed \$150,000.00)
7. Approval of Supplemental Agreement No. 3 with Parsons Transportation Group, Inc. for SR 429 Widening from Florida's Turnpike to West Road, Project No. 429-152, Contract No. 001395 (Agreement Value: not-to-exceed \$376,076.98)

8. Approval of Final Ranking and Authorization for Fee Negotiations for Design Services for SR 528 Widening from SR 417 to Innovation Way, Project No. 528-161, Contract No. 001697

FINANCE

9. Approval of First Contract Renewal with PFM Financial Advisors LLC for Financial Advisor Services Contract No. 001245 (Agreement Value: \$260,000.00)

HUMAN RESOURCES

10. Approval of Contract Award to Tews Consulting, Inc. for Staffing Services, Contract No. 001729 (Agreement Value: \$175,000.00)

LEGAL

11. Approval of Agreement for Grant of Easement Between Tohopekaliga Water Authority and CFX, Project No. 538-165

TECHNOLOGY/TOLL OPERATIONS

12. Approval of Purchase Order to Oracle America, Inc. for Software Update Licenses and Support (Agreement Value: \$113,854.60)
13. Approval of First Contract Renewal with 4 Corner Resources LLC for Information Technology Services, Contract No. 001347 (Agreement Value: \$0)

TRAFFIC OPERATIONS

14. Approval of Purchase Order to Temple, Inc. for Ruggedcom RSG 2300 Field Ethernet Switch Equipment Project No. 599-542 (Agreement Value: \$249,288.55)
15. Approval of Contract Award to SICE, Inc. for Dynamic Message Sign (DMS) Replacement Project, Project No. 599-545, Contract No. 001704 (Agreement Value: \$5,949,106.04)

Consent Agenda Item #1 was pulled for a separate vote. Commissioner VanderLey abstained from voting on this item due to a CFX Code of Ethics conflict of interest with DRMP, Inc. (Form 8B, Memorandum of Voting Conflict Form is attached as **Exhibit "A"**).

A motion was made by Mayor Dyer and seconded by Mayor Demings to approve the Consent Agenda except for item #1. The motion carried unanimously with all nine (9) board members in attendance voting AYE by voice vote.

A motion was made by Commissioner Arrington and seconded by Commissioner Parks to approve Consent Agenda item #1. The motion carried unanimously with eight (8) board members in attendance voting AYE by voice vote. Commissioner VanderLey abstained from voting.

E. REPORTS

1. CHAIRMAN'S REPORT

Chairman Carey reported on the following:

- Now that summer is coming to an end, many of Central Florida's students are back in school. Please remember to drive safely and device free as we begin to share the roadways with more and more of our neighbors.
- CFX's next regularly scheduled board meeting is on October 8, 2020.

2. TREASURER'S REPORT

Commissioner VanderLey reported that Toll revenues for July were \$34,400,956, which is 67.8% above projections and 18.5% below prior year. CFX's total revenues were \$35.7 million for the month.

Total Operations, Maintenance and Administration expenses were \$3,346,501 million year-to-date, which is 7.5% under budget.

After debt service, the total net revenue available for projects was \$14.0 million for July. CFX's projected year-end senior lien debt service ratio is 1.75, which is above CFX's budgeted ratio of 1.68.

3. EXECUTIVE DIRECTOR'S REPORT

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

In addition, Ms. Kelley expanded on the following:

- Details regarding CFX staff facilitating a technical tour for Orange County Public School representatives on September 25;
- Update on the opening of the Orange Avenue ramp; and
- CFX's partnership with the City of Apopka in building a public safety communication tower on CFX property.

The following item was taken out of order.

C. APPROVAL OF MEETING MINUTES

A motion was made by Mayor Demings and seconded by Commissioner VanderLey to approve the August 13, 2020 Board Meeting Minutes. The motion carried unanimously with all nine (9) board members in attendance voting AYE by voice vote.

F. REGULAR AGENDA ITEMS

1. MONTHLY COVID-19 FINANCIAL ASSESSMENT

Lisa Lumbard, Chief Financial Officer, explained how CFX's revenue and expenses are tracking as a result of COVID-19, because of the real time information provided some of the amounts are estimates and not the final numbers. She detailed the following: revenue variance over prior year; COVID impact by month; CFX strengths; construction projects approved to be paid out of the construction fund as of September 2020 and estimated budget vs actual.

Ms. Lumbard noted that there were no additional construction projects approved since the August board meeting.

(This item was presented for informational purposes. No Board action was taken.)

2. RULES OF PROCEDURE FOR BOARD MEETINGS, SECTION 1-1.011 PUBLIC COMMENT AMENDMENT

Diego "Woody" Rodriguez, General Counsel, detailed the revisions to the Rules of Procedure for Board Meetings, public comment section. The amendments consist of: process to sign up to speak; amount of time allotted to speakers; public comments received in advance of meeting; and use of audio and visual aids and distribution of materials.

The Board Members asked questions, which were answered by Mr. Rodriguez.

A motion was made by Commissioner Arrington and seconded by Commissioner VanderLey to approve the adoption of Resolution and Amendment of the Central Florida Expressway Authority's Rules of Procedure for Board Meetings. The motion carried unanimously with all nine (9) board members in attendance voting AYE by voice vote.

3. TAMPA-HILLSBOROUGH COUNTY EXPRESSWAY AUTHORITY MEMORANDUM OF UNDERSTANDING FOR E-ZPASS TRANSACTIONS PROCESSING

Laura Kelley, Executive Director, detailed the history of how CFX joined the E-ZPass group. She explained that Tampa Hillsborough Expressway Authority would like to pass E-ZPass transactions through CFX, so that Tampa can accept E-ZPass as well.

Joe Waggoner, Executive Director, for the Tampa Hillsborough Expressway Authority, explained the benefits to customers if the Memorandum of Understanding is approved.

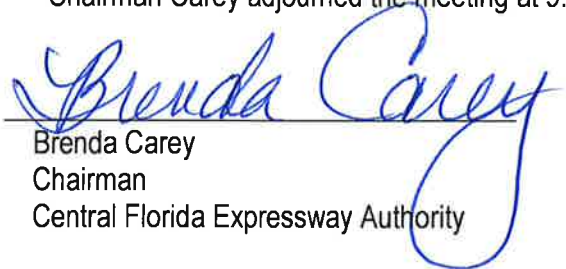
A motion was made by Ms. Herr and seconded by Commissioner Parks to approve the Memorandum of Understanding with the Tampa Hillsborough Expressway Authority ("THEA") for CFX to process THEA's E-ZPass transactions to further enhance tolling interoperability for customers. The motion carried unanimously with all nine (9) board members in attendance voting AYE by voice vote.

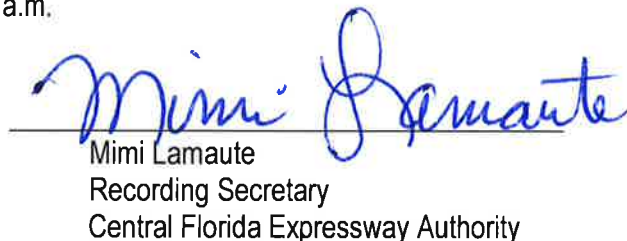
G. BOARD MEMBER COMMENT

There was no board member comment.

H. ADJOURNMENT

Chairman Carey adjourned the meeting at 9:26 a.m.


Brenda Carey
Chairman
Central Florida Expressway Authority


Mimi Lamaute
Recording Secretary
Central Florida Expressway Authority

Minutes approved on Nov. 12., 2020.

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 4974 ORL Tower Road		THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON WHICH I SERVE IS A UNIT OF:	
CITY Orlando	COUNTY Orange	<input type="checkbox"/> CITY <input type="checkbox"/> COUNTY <input checked="" type="checkbox"/> OTHER LOCAL AGENCY	
DATE ON WHICH VOTE OCCURRED 09/10/2020		NAME OF POLITICAL SUBDIVISION:	
		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, 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 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 Kay VanderLey, hereby disclose that on September 10, 20 20 :

(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 _____ DRMP, Inc. by whom I was retained, by
whom I am retained; or
- ☐ inured to the special gain or loss of _____, 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:

Item 1 on the Consent Agenda for the Central Florida Expressway Authority Board Meeting held on September 10, 2020 is for the Approval of Supplemental Agreement No. 1 with Johnson, Mimiran and Thompson, Inc. as CFX Owner's Representative for the I-4/SR408 Ultimate Interchange and the Coordination for the Planned Brightline Construction along SR 528, Project Nos. 408-312B, 528-915, Contract No. 001399. DRMP, Inc. is listed as a subconsultant in this agreement.

A Limited Liability Corporation which I manage had been providing business development services to DRMP, Inc until recently. While the provisions in Chapter 112, Florida Statutes, regarding abstention from voting on actual conflicts, no longer apply, the Central Florida Expressway Authority has adopted a Code of Ethics which requires that a Board Member disclose and abstain from a vote that "will benefit any person with whom the Board member knowingly was a business associate in the previous two-year period." Specifically see PART 6- DISCLOSURE; ABSTAINING FROM VOTE DUE TO APPARENT CONFLICT OF INTEREST; EXCEPTIONS.

As such, I am disclosing the potential conflict pursuant to the CFX Code of Ethics and abstaining from voting on Item 1 of the Consent Agenda.

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, who is also an attorney, may comply with the disclosure 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.

09/10/2020

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.