

A RESOLUTION OF THE GOVERNING BOARD OF THE CENTRAL FLORIDA EXPRESSWAY AUTHORITY AMENDING CHAPTER 10 (“PROCUREMENT”) OF THE CFX CODE BY AMENDING ARTICLE 1 (“PROCUREMENT POLICY”) THERETO AND ADOPTING AND THEREIN INCORPORATING ARTICLE 4 (“BUSINESS OPPORTUNITIES POLICY”); AND REPEALING BD-1 (“SUPPLIER DIVERSITY PROGRAM POLICY”).

WHEREAS, the Central Florida Expressway Authority (“CFX”), is empowered by Chapter 348, Part III, Florida Statutes (“**Establishing Statute**”), to acquire, hold, construct, improve, maintain, and operate the Central Florida Expressway System, and is further authorized to make contracts and to execute all instruments necessary and convenient for conducting its business; and

WHEREAS, on May 15, 2015, CFX adopted BD-1, entitled “Supplier Diversity Program Policy”, which consolidated several previous supplier diversity related policies that had been adopted by the Governing Board of CFX (the “**Board**”) into one combined policy; and

WHEREAS, in accordance with changes made to the Establishing Statute by the Florida Legislature’s adoption of Chapter 2025-155, and to modernize CFX’s approach to encouraging the participation of local, small, and emerging businesses in its procurement of goods and services, the Board seeks to establish a “Business Opportunities Policy” to replace its previously adopted Supplier Diversity Program Policy; and

WHEREAS, on August 8, 2024, through Resolution 2024-440, CFX established Chapter 10 of the CFX Code, entitled “Procurement” and the Board finds that incorporating the Business Opportunities Policy into Chapter 10 would best align with its continuing efforts to consolidate and modernize CFX’s Code of Policies.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BOARD OF THE CENTRAL FLORIDA EXPRESSWAY AUTHORITY:

1. Amendment to Chapter 10, Article 1. The following amendment is hereby made to Chapter 10, Article 1, CFX Code, entitled “Procurement Policy”:

A. Section 10.20, CFX Code, entitled “**Small Business Enterprise Program**”, is hereby amended as follows, with strikethrough text representing content to be removed, and underlined text signifying content to be added:

Section 10.1 Small Business Enterprise Program Business Opportunities

10.1.1 ~~*A Small Business Enterprise Program is hereby established as a procurement method to expedite the bidding and award process for small contracts between \$50,000.00 and \$200,000.00. The*~~

~~Procurement Procedures Manual includes the process and guidelines for administering the Program. The Board has adopted a Business Opportunities Policy administered by the Business Opportunities Department in collaboration with the Procurement Department.~~

~~10.1.2 The Executive Director can authorize advertisement and award of small contracts valued between \$50,000.00 and \$200,000.00 each under the Small Business Enterprise Program to expedite the bidding and award process. Each award by the Executive Director that exceeds the Informal Procurement Threshold shall be submitted to the Board for ratification and approval at the next regularly scheduled Board meeting. Refer to **Article 4: Business Opportunities Policy** for more information regarding CFX's procurement programs and initiative for small and local businesses.~~

B. All other provisions of Article 1 shall remain in full force and effect as adopted by the Board in Resolution 2025-454.

2. Adoption and Incorporation of Chapter 10, Article 4

A. **Article 4**, entitled "**Business Opportunities Policy**", as attached to this resolution, is hereby adopted and made part of Chapter 10, CFX Code. Any prior resolution, rule, or policy adopted by the Board regarding the subject matter contained therein, including without limitation BD-1, is hereby repealed and superseded.

B. General Counsel is hereby authorized to make additional non-substantial changes to Article 4 as herein adopted for the purposes of correcting formatting or typographical errors.

3. Effective Date. This resolution shall be effective as of the below-provided date of adoption.

ADOPTED this 11th day of December 2025.

Christopher Maier, CFX Board Chairman

ATTEST: _____
Regla ("Mimi") Lamaute
Manager of Executive and Board Services

Approved as to form and legality:



Cristina T. Berrios, General Counsel

CHAPTER 10: PROCUREMENT
ARTICLE 4: BUSINESS OPPORTUNITIES POLICY

Adopted By: Res. 2025-____
Last Revision: N/A
Version Date: _____

Division I: General Provisions

Section 10.44 Title

The provisions of this Article shall be known and cited as the “**Business Opportunities Policy**”.

Adopted: 2025-____.

Section 10.45 Authority

- 10.45.1 The Central Florida Expressway Authority (“**CFX**”) is empowered by Chapter 348, Part III, Florida Statutes, to acquire, hold, construct, improve, maintain, and operate the Central Florida Expressway System, and is further authorized to make contracts and to execute all instruments necessary and convenient for conducting its business.
- 10.45.2 In accordance with Section 348.754(5), Florida Statutes, CFX is required to encourage the inclusion of local and small businesses in its procurement and contracting opportunities.
- 10.45.3 As an expressway authority pursuant to Chapter 348, Florida Statutes, CFX does not meet the definition of “agency” under Section 287.012, Florida Statutes. Therefore, except for specific provisions of Chapter 287, Florida Statutes, which expressly apply to authorities, local governmental entities, or special districts, CFX is not generally subject to the provisions of such Chapter.

Adopted: 2025-____.

Section 10.46 Statement of Policy

- 10.46.1 Recognizing the significant role CFX plays in creating opportunities for economic growth for the Central Florida region, the Governing Board (the “**Board**”) of CFX hereby establishes this Business Opportunity Policy to foster local innovation, strengthen community partnerships, and support a vibrant Central Florida economy by encouraging the participation of local and small businesses in CFX’s procurement and contracting activities.
- 10.46.2 Unless otherwise expressly provided in this Article, the definitions found throughout Articles 1 through 3 of this Chapter are hereby incorporated into this Article.

Adopted: 2025-____.

Division II: Small Business Enterprise (“SBE”) Program

Section 10.47 Purpose and Scope

- 10.47.1 The purpose of the Small Business Enterprise (“**SBE**”) Program (the “**SBE Program**”) is to promote fair and increased access to contracting opportunities with CFX for qualified small businesses.

10.47.2 The SBE Program is administered by CFX’s Business Opportunities Department and applies to all construction, professional services, maintenance, and commodity procurements funded by CFX.

Adopted: 2025-____.

Section 10.48 Eligibility Requirements

10.48.1 To be eligible for recognition under the SBE Program, a business must:

- (A) Be independently owned and operated, provide a commercially useful function, and possess all required licenses and authorizations;
- (B) Meet the “**Small Business Size Standards**” (based on three-year average gross receipts):
 - (1) Construction/Maintenance: less than \$25 million;
 - (2) Professional Services: less than \$10 million;
 - (3) Non-Professional Services: less than \$10 million.
- (C) Hold current small business certification by FDOT, GOAA, Orange County, or the City of Orlando, or obtain direct certification by CFX under procedures established by the Business Opportunities Department.

10.48.2 All firms must submit an application to CFX’s Business Opportunities Department certifying that:

- (A) The firm meets all the above requirements, with supporting documentation attached; and
- (B) The information submitted with the firm’s application is true, complete, and not misleading.

10.48.3 Businesses actively engaged in the Emerging Business Initiative contemplated in **Division III: Emerging Business Initiative (“EBI”)** below, shall also be considered eligible SBEs.

Adopted: 2025-____.

Section 10.49 Graduation

10.49.1 A business shall graduate from the SBE Program when its three-year average gross receipts exceed the applicable Small Business Size standard provided in **Subsection 10.48.1(B)**.

10.49.2 Graduated firms will remain eligible to participate in CFX procurements but will no longer be counted toward SBE Program participation goals or objectives.

Adopted: 2025-____.

Section 10.50 Vendor Registration Requirement

10.50.1 All firms participating in the SBE Program must be registered as vendors with CFX through the Agency’s Vendor Registry system. Vendor registration is mandatory and free of charge. Registration is required to receive solicitations, notices, and contracting opportunities.

10.50.2 SBE recognition does not replace vendor registration; firms must maintain both to be eligible for participation.

Adopted: 2025-____.

Section 10.51 SBE Direct Contracting

- 10.51.1 The Executive Director can authorize awards of non-competitive contracts valued up to \$300,000.00 each to eligible SBEs under the Small Business Enterprise Program to expedite the bidding and award process.
- 10.51.2 Each award by the Executive Director exceeding the Informal Procurement Threshold, as established and adjusted in accordance with in **Section 10.8: Procurement Thresholds** above, shall be submitted to the Board for ratification and approval at the next regularly scheduled Board meeting.

Section 10.52 Participation in Procurement

- 10.52.1 The Business Opportunities Department, in collaboration with Procurement and other CFX staff, shall evaluate each Formal Procurement solicitation to determine potential for SBE participation. This includes identifying scopes where qualified small businesses may compete and encouraging participation from firms that have historically been underutilized in CFX contracting.
- 10.52.2 Unless waived by the Director of Business Opportunities as provided in **Subsection 10.52.4** below:
- (A) The SBE Program shall, unless adjusted by the Director of Business Opportunities as provided in **Subsection 10.52.3** below, maintain a 15% SBE participation objective for Formal Procurements made agency-wide. Only SBEs eligible under **Section 10.48: Eligibility Requirements** above shall count towards such participation objective.
 - (B) Individual Formal Solicitations shall include SBE participation objectives based on subcontracting potential and availability of certified firms.
 - (1) **Professional Services Contracts:** SBE participation may be incentivized through evaluation scoring and/or bonus points in proposal evaluations and as further set forth in the procedures adopted by the Director of Business Opportunities.
 - (2) **Construction and Maintenance Contracts:** SBE participation objectives are expected to, unless otherwise determined by the Director of Business Opportunities as provided in **Subsection 10.52.3** below, generally align with the percent program goal and, when applicable, shall be enforced through subcontracting commitments.
- 10.52.3 The Director of Business Opportunities may adjust SBE participation objectives for individual Formal Solicitations to reflect project size, complexity, or availability.
- 10.52.4 SBE participation objectives may be waived by the Director of Business Opportunities upon demonstration of good faith efforts as defined in **Section 10.54: Good Faith Efforts** below.
- 10.52.5 Respondents may not replace or substitute any SBEs listed in their Solicitation Responses under this Article, whether the change occurs before or after contract award, without prior written approval from the Director of Business Opportunities.

Adopted: 2025-____.

Section 10.53 Prompt Payment Requirements

10.53.1 All prime contractors shall ensure timely payment to subcontractors and suppliers for work satisfactorily performed.

10.53.2 CFX may withhold payments if evidence of prompt payment is not provided.

Adopted: 2025-__.

Section 10.54 Good Faith Efforts

10.54.1 If a Respondent cannot meet the established SBE participation objective on a procurement solicitation, the Respondent must provide adequate documentation demonstrating that it made a good faith effort to meet such objective at the time of submission of its applicable procurement solicitation response.

10.54.2 Actions taken that may establish good faith effort include, but are not limited to:

- (A) Providing certified SBEs with adequate advance notice of subcontracting opportunities;
- (B) Dividing work into feasible portions;
- (C) Providing adequate project information;
- (D) Offering assistance with bonding, insurance, or credit needs;
- (E) Negotiating in good faith; and
- (F) Submitting documentation of all SBE quotes received.

Adopted: 2025-__.

Section 10.55 Oversight and Enforcement

10.55.1 The Business Opportunities Department, in coordination with Procurement, shall monitor compliance with SBE Program requirements.

10.55.2 Enforcement actions may include:

- (A) Corrective action requirements;
- (B) Withholding of payment;
- (C) Suspension from participation in CFX procurement solicitations; and
- (D) Contract termination or debarment.

10.55.3 A Respondent's failure to submit any SBE utilization or other SBE program forms required with its Solicitation Response submission may render such Solicitation Response non-responsive.

10.55.4 The Director of Business Opportunities is authorized to prescribe procedures, forms, and reporting tools necessary to implement this Article.

Adopted: 2025-__.

Section 10.56 Review and Updates

10.56.1 The SBE Program shall be reviewed annually. Procedural updates may be implemented by the Director of Business Opportunities Department or designee to the extent that they do not conflict with the provisions of this Article, while policy changes require Board approval.

Adopted: 2025-__.

Division III: Emerging Business Initiative (“EBI”)

Section 10.57 Purpose and Scope

10.57.1 The purpose of the Emerging Business Initiative (“EBI”) is to expand contracting opportunities for businesses that meet the eligibility requirements by designating certain procurements as EBI set-asides.

10.57.2 The initiative is designed to allow qualified businesses to compete as prime contractors on CFX-funded contracts where the scope, size, and complexity are suitable for emerging business participation.

10.57.3 EBI is administered by CFX’s Business Opportunities Department and applies to construction, maintenance, professional services, and other procurements as determined appropriate.

Adopted: 2025-__.

Section 10.58 Eligibility Requirements

10.58.1 EBI provides contracting opportunities to emerging businesses on CFX-designated projects estimated up to \$5 million and when at least three EBI registered businesses are available and capable of performing the scope of work identified.

10.58.2 To be eligible for recognition under the EBI, a business must:

- (A) Be located within Brevard, Lake, Orange, Osceola, or Seminole Counties;
- (B) Have all owner(s) be legal residents of the State of Florida;
- (C) Provide all required state and local licenses and certificate of business;
- (D) Have annual gross receipts, averaged over the previous three years, that do not exceed the applicable “**EBI Size Standard(s)**”, which shall initially be set as follows:
 - (1) Commodities – \$5 million
 - (2) Professional Services – \$7 million
 - (3) Construction – \$15 million

10.58.3 The Director of Business Opportunities may annually adjust the EBI Size Standards to reflect current market conditions, provided that such adjustment does not result in any EBI Size Standard meeting or exceeding the amount established in the Small Business Size Standards, as provided in **Subsection 10.48.1(B)** above, for the equivalent type of work.

Adopted: 2025-__.

Section 10.59 Graduation

- 10.59.1 A business shall graduate from the EBI when its annual gross receipts exceed the applicable EBI Size Standard for three consecutive fiscal years.
- 10.59.2 Graduated firms will remain eligible for CFX procurements but will no longer be eligible for EBI set-asides.

Adopted: 2025-__.

Section 10.60 Vendor Registration Requirement

- 10.60.1 All EBI firms must be registered as vendors with CFX through the Agency's Vendor Registry system.

Adopted: 2025-__.

Section 10.61 Participation in Procurement

- 10.61.1 The Business Opportunities Department, in collaboration with Procurement, shall evaluate Formal Solicitations to determine if an EBI set-aside designation is appropriate.
- 10.61.2 Contracts may be designated as EBI set-asides when sufficient availability of qualified EBI firms exists.
- 10.61.3 Only firms registered and eligible under the EBI may submit bids for contracts designated as set-asides under the EBI.

Adopted: 2025-__.

Section 10.62 Prompt Payment Requirements

- 10.62.1 Should a prime contractor choose to utilize subcontractors and/or suppliers, they must ensure timely payment for work satisfactorily performed.
- 10.62.2 CFX may withhold payments if evidence of prompt payment is not provided.

Adopted: 2025-__.

Section 10.63 Oversight and Enforcement

- 10.63.1 The Business Opportunities Department, in coordination with Procurement, shall monitor compliance with EBI requirements.
- 10.63.2 Enforcement actions may include:
- (A) Corrective action requirements;
 - (B) Withholding of payment;
 - (C) Suspension from participating in CFX's procurement solicitations; and/or
 - (D) Contract termination or debarment.

Adopted: 2025-__.

Section 10.64 Review and Updates

10.64.1 The EBI shall be reviewed annually. Procedural updates may be implemented by the Director of Business Opportunities Department or designee to the extent that they do not conflict with the provisions of this Article, while policy changes require Board approval.

Adopted: 2025-__.

END OF ARTICLE 4