

Tampa-Hillsborough County Expressway Authority  
Minutes of March 26, 2018 Board Meeting  
1104 E. Twiggs Street  
Tampa, FL 33602

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The Tampa-Hillsborough County Expressway Authority held a public meeting at 1:30 p.m. on March 26, 2018, at the Authority's Transportation Management Center, 1104 E. Twiggs Street, Tampa, Florida. The following were present:

<b>BOARD:</b>	Vincent Cassidy, Chairman Bennett Barrow, Vice Chair Shaun Oxtal
<b>STAFF:</b>	FDOT District VII Secretary David Gwynn Joe Waggoner, Patrick Maguire, Amy Lettelleir, Sue Chrzan, David May, Bob Frey, Rafael Hernandez, Debbie Northington, BJ Lamb, Man Le, Sue Chase, Shari Callahan, Anna Quinones, S. Morgan Holmes, Elizabeth Gray, Max Artman, Brian Ramirez, Donna Obuchowski
<b>ATKINS:</b>	John Criss
<b>CITI:</b>	Kevin Dempsey
<b>CRISDEL GROUP:</b>	Dixie Lamoureux
<b>HDR:</b>	Steve Ferrell
<b>HILLTOP SECURITIES:</b>	Ed Stull
<b>HNTB:</b>	Al Stewart
<b>PLAYBOOK:</b>	Sally Dee, Todd Josko
<b>STOKES CREATIVE GROUP:</b>	John Melendez
<b>WSP:</b>	Bob Clifford

**I. CALL TO ORDER, INVOCATION and PLEDGE OF ALLEGIANCE**

Chairman Vincent Cassidy called the meeting to order at 1:38 P.M., followed by General Counsel Maguire leading in the Invocation and recitation of the Pledge of Allegiance.

Chairman Cassidy read into record a letter from Commissioner Miller indicating he will not be in attendance today due to a preexisting conflict in his schedule. Mayor Buckhorn will also not be in attendance today due to a conflicting speaking engagement; and Mr. Daniel Alvarez will not be in attendance today due to an unexpected work conflict. Currently there is minimum for a quorum.

**II. PUBLIC INPUT/PRESENTATIONS**

There were no individuals signed up to publicly address the Board at this meeting of March 26, 2018.

**III. APPROVAL OF MINUTES OF THE JANUARY 22, 2018 BOARD MEETING**

*Mr. Barrow moved for approval of the February 26, 2018 Board Meeting Minutes, seconded by Mr. Oxtal. The motion passed unanimously.*

#### IV. INFORMATIONAL / ACTION ITEMS

##### A. Operations & Maintenance Committee

###### 1. Selmon West Extension – David May, P.E.

Mr. May addressed the Board noting the first item is an item that is to amend the Selmon West Extension Contract with Atkins Global for their CEI contract to reflect the conditions of the Design-Build contract with Kiewit. The original CEI contract was developed and approved prior to getting the construction contract. This CEI contract is based upon the actual construction and in fact is dependent upon the construction time and the construction methods that are in the construction contract with Kiewit. Therefore, there was no way for THEA to anticipate these items and used it basically as a placeholder to allow them to get underway and started. This item is to adjust that contract to the amended amount of \$11,077,814. The original fee in 2016 was \$7,003,939, which was a partial amount only because the duration and design were unknown originally. It was always intended to be adjusted once the Design-Build contract was in place. The revised amount is \$11,077,814. The contract duration increased from 24 to 36 months, which is the major portion of the increased cost, as this is a labor contract more than anything else. Because of the increase in labor, a 5.5% labor rate increase is also indicated due to a contract duration adjustment factor applied once you reach a duration amount greater than 36 months. The construction method changes include: two bridge designs increased to three; two foundation crews increased to three; three casting beds increased to five; and one shift in the casting yard which increased to two. For all those reasons, additional labor is required to monitor the construction. Additionally, will be using Materials Accepted and Certified (MAC) for materials used on the project and other factors including utility relocation, additional FDOT coordination by using the Electronic Review Committee process and approval of plans. This constitutes the reason for the CEI cost increase on this contract.

*Mr. Oxtal made the following motion, seconded by Mr. Barrow for authorization to amend Atkins CEI Contract No. O-00616 to reflect conditions of the Design-Build Contract and account for construction methods and schedules with the amended contract amount to \$11,077,814.*

Mr. Barrow noted although this figure may look big, it epitomizes the complexity of the project. Mr. May explained one additional item to note remarking that this reflects a 6% of construction and the FDOT programming guidelines are 8% for a project of this magnitude. The 6% is in line with what we would expect to see for Design-Build of this dollar amount, so this is in line with what the department would actually be seeing. Chairman Cassidy questioned what the total project is at now. Mr. Waggoner responded noting \$256 million with Kiewit's portion at \$230 million which has not changed. Chairman noted we are up \$6 million on controllable items and questioned what other unknowns could come to fruition. Mr. Waggoner and Mr. May reported the only unknowns at this point are the dealings with CSX in terms of how much money for their crossing and department share versus THEA share are still under negotiations. Mr. May reported CSX is anticipating being paid an amount of \$484,000 for redoing the crossing

and the signals for them. Chairman Cassidy questioned if we are comfortable that we will not have continued creep along this project. Mr. May stated that although additional creep is not anticipated at this point in time, if an eagle decides to re-habitat to the project site again next year, THEA will be constrained for construction purposes and he would expect to see a claim at that point. For the items that THEA does know about, we foresee living within this and ideally actually expending less than the amount noted as we gain some efficiencies as construction starts moving along.

Mr. Oxtal requested additional clarification regarding the increases in the construction design methods. Mr. May explained an estimated design and design methods were used when the contract was estimated to begin with, which was done without the advantage of having the Design-Build firm selected. Mr. Waggoner explained THEA deliberately selected and put under contract the CEI before THEA awarded the Design-Build contract because THEA wanted them on board to help THEA look at the proposals and to help us ask the right questions. What you are seeing is what we used as a placeholder prior to the Design-Build contract award and the actual as a result of best information from the Design-Build awardee.

*There being no additional questions, comments or concerns, the motion passed unanimously.*

**2. HNTB Task Work Orders for Selmon South Safety Project – David May, P.E.**

Mr. May explained this item involves a Task Work Order for HNTB to develop an RFP for the Selmon South Safety Project which is to place the median barrier in the segment from Himes Bridge up to the Hillsborough River. The development of preliminary information has previously been authorized through geotech for drainage and drainage pipes and surveys to help prepare this proposal. This task work order is to put all this information together in the form of an RFP and help put an RFP on the street and evaluate the different proposals. This will be a Design-Build project. This is an upset limit and we do not expect HNTB to reach the \$100,000 allocated from the Capital Budget.

*Mr. Oxtal made the following motion, seconded by Mr. Barrow for approval of the task work order not to exceed \$100,000 for HNTB to develop an RFP for the South Selmon Safety Project.*

Chairman Cassidy questioned why the amount to create an RFP was \$100,000. Mr. May explained this was not just for the development of the RFP, but also to evaluate the RFP, which includes evaluation of the proposals, and creation of the actual bid and contract documents. It is an upset limit. Secretary Gwynn questioned if they would have a set of concept plans developed. Mr. May noted THEA will be providing typical sections of how THEA feels it should be built and leaving it open for them to provide an alternate if they desire.

*There being no additional questions, comments or concerns, the motion passed unanimously.*

**3. HNTB Task Work Orders for Meridian Improvements Project – David May, P.E.**

Mr. May reported the Meridian Improvements Project is the Twiggs widening from Nebraska to Meridian to five lanes underneath the existing structures. The purpose of this is to allow HNTB to develop the scope for the improvements by doing this preliminary work involving utilities, which are extensive including utilities connecting the Sheriff's Department, FHP, and other significant and important utilities, surveys, and geotech. It is anticipated over half of the expenditures are with SBEs. The capital budget is \$193,000.

*Mr. Oxtal made the following motion, seconded by Mr. Barrow for approval of the task work order not to exceed \$193,000 for HNTB for utilities location, survey and geotech on the Twiggs widening portion of the Meridian Improvements Project. There being no questions or need for clarification the motion passed unanimously.*

**4. Wrong Way Driver Equipment & Installation – David May, P.E.**

Mr. May explained the wrong way driver equipment and installation concept was presented to the Board several months ago. This is the actual purchase of the equipment and the installation. Quotes were received and TAPCO equipment through Universal Signs which is identical to and compatible with FDOT's equipment. THEA followed the normal procurement process to secure installation resulting in AKCA, Inc as the lowest proposal. The capital budget is \$137,559.

*Mr. Oxtal made the following motion, seconded by FDOT Secretary David Gwynn to authorize the Executive Director to approve two separate purchase orders to Universal Signs and Accessories and AKCA Inc. for the wrong way driver equipment and installation in the amounts of \$82,409 and \$55,150 respectively. There being no questions or need for clarification the motion passed unanimously.*

**5. Toll Operations Work Program Support / New Position Request: Toll Systems Manager – Rafael Hernandez, Staff**

Mr. Rafael Hernandez reported this new position request is to strengthen the Authority's executive bench, implementing succession planning according to the Authority's Strategic Plan and to add skills and experience with the creation of a Tolls System Manager position. To propose the salary range, THEA contracted a consultant to perform a nationwide benchmark study with the funding proposal included in the packet provided. Additional due diligence in order to control costs, THEA took a comprehensive approach to reorganize workload of the Toll Operations Department based on knowledge, skills and experience, which resulted in the reclassification of a current position, the release of funds

that were dedicated for administrative and consultant based support for operation and maintenance and now taking into account the released funds and the reclassification of a current position, a midpoint salary will represent an approximate \$50,000 increase to the administrative budget. The anticipated salary range for this position from the administrative budget is \$90,000 to \$140,000.

*Mr. Barrow made the following motion, seconded by Mr. Oxtal to authorize the Executive Director to create a Toll Systems Manager position based on the recommended criteria outlined in the cost benefit analysis and undertake recruitment pursuant to THEA policy.*

Mr. Barrow noted this position will support Mr. Hernandez's day to day duties currently and with the expected work of the Selmon West Extension, systems and software knowledge base will need to be increased to insure proper support going forward. Mr. Barrow also reported his understanding was that Toll Operations was able to eliminate one position being the Toll Operations Administrative Specialist which is no longer active. Mr. Hernandez confirmed this was correct.

Chairman Cassidy expressed his support for succession planning for all key positions within the Authority.

*There being no further questions or need for clarification the motion passed unanimously.*

**6. Update Toll Operations Business Rules to Accommodate CCSS Operations –  
Rafael Hernandez, Staff**

Mr. Rafael Hernandez explained this item is to update THEA's toll operations business rules to accommodate CCSS, otherwise known as Centralized Customer Service System operations. THEA's business rules will be updated according to CCSS documentation; support future CCSS Change Management initiatives; and train toll-operations staff to maintain CCSS deliverable document library. Milligan Partners were hired back in September 2017 to assess Phase I and resulting in the following deliverables: 890 files to be reviewed and 631 business rules to be accommodated into the THEA day-to-day operations. Due to the new partnership between THEA, MDX and FTE there is a need to establish a formal Change Management Procedure to manage future growth.

*Mr. Oxtal made the following motion, seconded by Mr. Barrow to authorize THEA staff to issue a task order to Milligan Partners for the amount not to exceed \$93,585 for Milligan Partners to perform the tasks and provide THEA with the deliverables outlined in the Scope of Work document included within the March 26, 2018 Board Packet.*

Chairman Cassidy requested Mr. Hernandez explain to him how business rules are applied and used. Mr. Hernandez explained THEA implements business rules to ensure we are providing customers with consistency (i.e. the processing of a toll transaction where the

business rule is that the toll transaction is initiated at the toll gantry and subsequently processed by our image review application posted into financial back office for billing and payment). That establishes a lifecycle of a transaction that is written into a document for consistency purposes. Mr. Hernandez provided another example of a business rule using cybersecurity as the topic. In essence, anyone should be able to pick up the book of business rules and be able to run toll operations.

*There being no further questions or need for clarification the motion passed unanimously.*

## **B. Audit/Finance Committee**

### **1. FY2018 Revenue Sufficiency Certification – Amy Lettelleir, Esq., Staff**

Ms. Lettelleir explained this item is requested for approval in order to comply with Section 5.07 of the Toll Covenants of the Amended and Restated Master Bond Resolution, specifically, the adoption of Resolution #659, authorizing the Chief Financial Officer to certify, on behalf of the Authority, that pledged funds are sufficient to meet the Toll Covenant requirements of the Amended and Restated Master Bond Resolution for the upcoming Fiscal Year 2019. The Toll Covenant requirement is that the Authority maintain a debt service coverage ratio minimum of 1.3x and for FY19 THEA shows a projected ratio of 2.08x.

*Mr. Oxtal made the following motion, seconded by Mr. Barrow for the adoption of Resolution #659, authorizing the Chief Financial Officer to certify, on behalf of the Authority, the pledged funds are sufficient to meet the Toll Covenant requirements of the Amended and Restated Master Bond Resolution for Fiscal Year 2019.*

Chairman Cassidy read into record a letter from Commissioner Miller who agrees with and supports the adoption of this Resolution authorizing the CFO to certify, on behalf of the Authority, that pledged funds meet the Toll Covenants.

*There being no further questions or need for clarification the motion passed unanimously.*

### **2. Investment Advisory Services– Amy Lettelleir, Esq., Staff**

Ms. Lettelleir reported this item is to provide investment advisory services from a qualified firm for the Authority's operating and capital funds. Funding will be from the administrative budget.

*Mr. Oxtal made the following motion, seconded by Mr. Barrow for approval of the Evaluation Committee's recommendations for ranking of firms as follows: 1) Public Trust Advisors; 2) Chandler Asset Management; and 3) Hilltop Securities and to authorize staff to negotiate a contract for Investment Advisory*

*Services with the highest ranked firm. If negotiations are unsuccessful, staff shall negotiate with the next highest ranked firm, if necessary. There being no questions or need for clarification the motion passed unanimously.*

### **C. Planning Committee**

#### **1. Board Member Travel Authorization – ITS World Congress 2018 – Bob Frey, Staff**

Mr. Frey explained as part of the CV Pilot, ITS World Congress has been identified by USDOT as an outreach event for the CV Pilot Deployment – Phase 2 & 3. THEA will be participating in several areas of this international conference. The Executive Director and Planning Director will be taking part in the AASHTO Connected/Automated Vehicle Executive Committee meeting and various functions at ITS World Congress to assist in developing national standards for CV/AV technology in the United States (Contract Requirement). THEA Board representation is encouraged to give a THEA Board perspective, as well as to support involvement commitments as part of the CV Pilot Deployment Program. THEA staff will be presenting on the CV Pilot, manning the USDOT CV Pilot exhibitor's kiosk, and moderating several sessions to help with the deployment of this technology. Funding will be from the Administrative Budget at an estimated expense of \$6,455 per person.

*Mr. Bennett made the following motion, seconded by FDOT Secretary Gwynn to authorize funding of travel, in accordance with THEA's policies, in an estimated amount of \$6,455 per person to cover airfare, lodging, meals and incidentals for THEA Board members Vincent Cassidy and Shaun Oxtal to attend the September 17 – September 21, 2018 25th ITS World Congress in Copenhagen, Denmark. There being no questions or need for clarification, the motion passed unanimously.*

### **V. STAFF REPORTS**

#### **A. Operations & Maintenance - (Dave May, P.E.)**

Mr. May provided an update on the Selmon West Extension Design-Build Project reviewing the schedule for the project which is still maintaining what was promised in the initial phase. They have issued a new revised schedule based upon some modifications to both the delivery of their form work, their trust work, and the way they are going to get some of the work done in the field. This revised schedule will be provided at the next Board Meeting. The end date is not expected to change, although some changes internally within the schedule are anticipated. Mr. May encouraged all in attendance to stop by the CEI office which is located at the Rockwell Building on the north side of Gandy just west of Westshore Blvd. Mr. May offered a tour of the project as well.

Chairman Cassidy requested clarification on the widening of Gandy to be completed by the end of May. Mr. May noted this is still scheduled for the end of May. There is no other widening on Gandy except for flair out right at Westshore Blvd., which is really part of the City project to change out their water line and modify the curb. Mr. Waggoner noted they could finish the west Gandy widening, but they will come back to it for final markings and to apply a final friction coat. Although substantially complete, there will be cosmetics to be revisited before the final project completion. Chairman Cassidy noted the tight "S" curve westbound approaching the bridge. Mr. May indicated this is deliberate to slow traffic and are closely monitoring those temporary crossovers to make sure they work. To date have confirmed success for slowing drivers down.

The next Maintenance Rating Analysis (MRP) is scheduled for April 2<sup>nd</sup> and 3<sup>rd</sup>. THEA will be double checking to be sure all bolts are still in place prior to the scheduled MRP. THEA has verification that all the lighting deficiencies were due to bolts and that all lamps were burning.

**B. Communications - (Sue Chrzan)**

Ms. Chrzan reported the Channel District Community Alliance awarded THEA their outstanding partner award for the Meridian Safety Improvements and for the Kotfila Dog Park. Mr. Waggoner noted although he accepted the award, he wanted to recognize THEA leadership and staff involved in the Meridian Safety Improvements project as well as the Kotfila Dog Park.

The [selmonextension.com](http://selmonextension.com) won the interactive media council award receiving first place and scored perfect in two areas including content and feature functionality.

Earned media including online, television, and radio totaled just over \$113,000.

The Shop Gandy Update included an ice cream giveaway through Taste Treat reaching over 721 people with 35 click throughs and 122 reactions. The targeted audience was to South Tampa promoting local businesses on Gandy Boulevard. The Taste of South Tampa was this past weekend, March 24-25, 2018, Ms. Sally Dee and her team manned the THEA Booth providing a lot of Shop Gandy publicity and gave away over 100 bags.

**C. Financial / Traffic & Revenue (Amy Lettelleir)**

Ms. Lettelleir reported toll revenue collected to date totals \$45.5 million with expenditures spot on to the budget for general and administrative. The capital project expenditures are where to be expected at 7 months into the fiscal year having spent 60% of the amount budgeted.

Ms. Lettelleir noted receiving \$7.12 million in January 2018 in toll revenue which is approximately 2.7% lower than January 2017. It was noted the revenues for last January had a bump from ETAN starting their collections effort. Chairman Cassidy noted the graph shows



something else. Mr. Hernandez explained January 2017 was inflated due to the collection efforts; making the discrepancy between 2017-2018 marginally less than expected.

Ms. Lettelleir noted transaction for January 2018 were 5.1 million.

**D. Toll Operations** (*Rafael Hernandez*)

Mr. Hernandez reported year to year comparison for January 2018 with a 7.1% growth in unique SunPass accounts and continue decreasing the use of toll-by-plate accounts for a total of 2.9% increase in total accounts and 5.4% increase in transactions for 2018 as compared to 2017.

Average Daily Traffic for January 2018 west group is up 3.4% from 2017 and there is a 1.8% increase for the east group. We continue growing with more people realizing the benefit of the Selmon Expressway.

Chairman Cassidy requested clarification on number of 103,157 average transactions or cars? Mr. Hernandez explained these are transactions. Mr. Waggoner clarified this is a very close approximation of the number of vehicles. If you wanted to get an estimate of transactions, it would be higher because some vehicles actually go through two transaction points before they get to their destination or exit. This graph segregates out where the toll points are closest to that "cut line" that you drop across both the REL and lower lanes of the Selmon Expressway and give you an estimate of what the actual vehicular count average would be.

**VI. EXECUTIVE REPORTS**

**A. Executive Director** (*Joe Waggoner*)

**1. Toll Index Report**

Mr. Waggoner reported the Annual Toll Index Report is prepared by Traffic & Revenue Engineers, Jacobs, and certified by our Financial Advisors. A copy of the report and the letter of certification are included in the packet provided to all Board Members. In summary, the coming 2018 toll indexing of the Selmon rates would be adequate and/or sufficient to meet our program needs in the current and coming years.

**2. Contract Reporting**

a) Close Out Report

Mr. Waggoner reported on the contract close-out report was reviewed noting the Rivero, Gordimer & Company term through January 2018 came in under budget at \$19,945 for a total expended amount of \$269,050.

### 3. Deputy Director of Planning – Selection Approval

Mr. Waggoner explained that he made a decision shortly after the Board approved the creation of the new Deputy Director Planning position for THEA which will require a highly qualified person who will be able to hit the ground running and therefore made an offer of employment to an individual who accepted. It was after that offer, Mr. Waggoner was made aware that THEA's policy states such a position should be advertised for applicants then selected for employment. Mr. Waggoner stated it is highly unlikely THEA would be able to come up with a better individual for the job than Ms. Christina Kopp, to whom he made the offer. Ms. Kopp accepted the offer. Mr. Waggoner noted just a few of Ms. Kopp's accomplishments over the last three years, especially as a WSP project manager for THEA, where she was instrumental in THEA's development of a Strategic Plan and ongoing efforts to implement that plan; direct supervision and development of THEA's Capital Project Management Program (CPMP), which is a valuable project cost management tool and project manager tool. It also produces our six-year work program for THEA. In Mr. Waggoner's opinion, Ms. Kopp's demonstrated intelligence and work ethic are both excellent and again he does not feel THEA could make a better selection. Mr. Waggoner made Chairman Cassidy aware of the oversight and asked for his guidance in the best path forward.

Chairman Cassidy explained when Mr. Waggoner brought this to his attention, they spoke at length and Chairman Cassidy felt it best the Board take a look at this to decide if the Members of Board could take an Action to essentially approve this violation of policy of the organization by not going out for recruitment. Chairman Cassidy questioned General Counsel Maguire if the Board takes this up as a motion to approve an exception to the policy, is there state level violation or anything else the Board needs to be aware of that would put the Board at risk by doing something when we should be doing something else. General Counsel Maguire responded THEA's policy requires that all unclassified personnel that are hired in vacant positions go through a recruitment. This Board has the power to waive or modify that after the fact. A vacant position is vacant as soon as created. General Counsel continued to note that you can, as the Board, waive that requirement because it is your policy. There is no state or federal requirement. Chairman Cassidy noted that although he cannot make this motion, he would like the members of the Board to decide if they support their CEO and accept this candidate without going out for recruitment.

*Mr. Bennett made the following motion, seconded by Mr. Oxtal to waive the recruitment requirement in this particular case and approve the selection of Ms. Christina Kopp as the best qualified candidate for the position with THEA as Deputy Planning Director.*

Mr. Barrow stated that as long as there is confirmation this is more of a best business practice and confirmed with General Counsel there is nothing more that is required, he is comfortable with this modification.

Chairman Cassidy indicated he will look to Mr. Maguire to make sure that our policies and procedures, as in this case, from a compliance and legal side are abided to prior to actions from this point forward. Chairman Cassidy indicated these types of situations should be discovered prior to and leadership advised earlier to be sure the agency is protected is the obligation of THEA's General Counsel. Although General Counsel was insistent he was not aware of this, Chairman Cassidy strongly encouraged General Counsel to be more engaged to proactively ensure policies and procedures are complied with.

FDOT Secretary David Gwynn questioned once this motion passes if the policy should be revised since there is no legal requirement to actively recruit for unclassified positions. Mr. Maguire indicated these policies were previously adopted by the Board.

*There being no questions or need for clarification, the motion passed unanimously.*

**B. General Counsel (Patrick Maguire)**

Mr. Maguire had no new report.

**C. Chair (Vincent Cassidy, Chairman)**

**1. Upcoming Meetings**

Chairman Cassidy indicated the upcoming April 9<sup>th</sup>, 2018 Committees as a Whole Meeting is not needed and will be cancelled. The Board Meeting for April 23<sup>rd</sup> will be moved to April 16, 2018. May 7, 2018 will be Budget Review and Toll Analysis which is follow up activity.

**VII. ADJOURNMENT**

There being no further business to come before the Board, Chairman Cassidy adjourned the meeting at 2:29 p.m.

**MINUTES OF THE MARCH 26, 2018 AUTHORITY BOARD MEETING**

APPROVED: \_\_\_\_\_

Chairman: Vincent J. Cassidy

ATTEST: \_\_\_\_\_

Secretary: Daniel Alvarez

DATED THIS 16<sup>th</sup> DAY OF April, 2018

## RESOLUTION 659

**A RESOLUTION OF THE TAMPA-HILLSBOROUGH COUNTY EXPRESSWAY AUTHORITY CERTIFYING THAT PLEDGED FUNDS HAVE BEEN DETERMINED TO BE SUFFICIENT FOR FISCAL YEAR ENDING JUNE 30, 2019 TO COMPLY WITH THE TOLL COVENANT PROVISIONS REQUIRED BY SECTION 5.07 (E) OF THE AMENDED AND RESTATED MASTER BOND RESOLUTION AND PROVIDING FOR AN EFFECTIVE DATE.**

WHEREAS, an Amended and Restated Master Bond Resolution (the "Master Resolution") of the Tampa-Hillsborough County Expressway Authority ("the Authority") was originally adopted November 19, 2012, authorizing the issuance by the Authority of its revenue bonds (various series) to provide for the financing or refinancing of the costs of acquisition, construction, and equipping of capital improvements to the Authority's expressway system and other purposes of the Authority, and

WHEREAS, Section 5.07(E) of the Master Resolution specifies that on or before February 1, in each fiscal year, the Authority will review the financial condition of the Expressway System and the Bonds in order to estimate whether the Net System Revenues for the following Fiscal Year will be sufficient to comply with the provisions stated in Section 5.07(B) of the Master Resolution, and shall by resolution make a determination with respect thereto, and

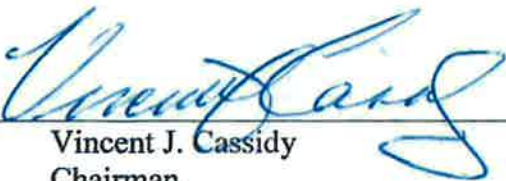
WHEREAS, the Authority has reviewed the revenue sufficiency certificate prepared by the Traffic Engineer who has determined that Net System Revenue will be sufficient to comply with the provisions stated above for fiscal year ending June 30, 2019.

NOW, THEREFORE, BE IT RESOLVED by the Tampa-Hillsborough County Expressway Authority as follows:

1. The Chief Financial Officer is hereby authorized on behalf of the Authority to certify that Net System Revenues are sufficient to meet the Toll Covenant requirements of the Master Resolution for Fiscal Year Ending June 30, 2019 (the "Toll Covenant Certification").
2. The Toll Covenant Certification may be based upon and given in reliance upon a revenue sufficiency certificate prepared by the Traffic Engineer.

**PASSED and ADOPTED** by the Tampa-Hillsborough County Expressway Authority this 26<sup>th</sup> day of March, 2018.

**TAMPA-HILLSBOROUGH COUNTY  
EXPRESSWAY AUTHORITY**

By:   
Vincent J. Cassidy  
Chairman

**ATTEST:**

  
Joe Waggoner  
Executive Director

**Approved as to legal form and sufficiency**

By:   
Patrick Maguire  
General Counsel