

Tampa-Hillsborough County Expressway Authority
Minutes of August 24, 2020 Virtual Board Meeting
1104 E. Twiggs Street
Tampa, FL 33602

The Tampa-Hillsborough County Expressway Authority held a virtual public meeting at 1:31 p.m. on August 24, 2020 based in the Authority's Transportation Management Center, 1104 E. Twiggs Street, Tampa, Florida. The following were virtually present:

BOARD:

Vincent Cassidy, Chairman
Bennett Barrow, Vice Chairman
Danny Alvarez, Secretary
Mayor Jane Castor, Member
FDOT D-7 Secretary David Gwynn, Member
Commissioner Lesley "Les" Miller, Member
Shaun Oxtal, Member

STAFF:

Joe Waggoner, Amy Lettelleir, Robert Frey, Sue Chrzan, Rafael Hernandez, Brian Pickard, Max Artman, Julie Aure, Shari Callahan, Elizabeth Gray, Man Le, Chaketa Mister, Debbie Northington, Donna Obuchowski, Lisa Pessina, Anna Quinones, Brian Ramirez, Lilly Salas, Carl Shack, Judith Villegas

The following registered to attend the virtual meeting:

BALLARD PARTNERS	Todd Josko
BMO LAW	Duane Draper
BANK OF AMERICA	Jim Calpin
CALVIN, GIORDANIO & ASSOCIATES, INC.	Tammy Cook- Weedon
CDM SMITH	John Melendez
CFX	Michelle Maikisch
CITI GROUP	Kevin Demsey
CULTURE & TRADE, LLC	Michael Abadier
ELAP	Betsy Davis
GRAY ROBINSON, P.A.	Brian Fender
HDR	Steve Ferrell, Stefanie McQueen
HNTB CORP.	James Drapp, Al Stewart
J.P MORGAN	Nathaniel Johnson
JEFFERIES	Jamie Scranton
KIMLEY-HORN	Michael Garau
NELSON MULLINS	Joseph Stanton
PFM	Hope Scarpinato, Brent Wilder
PLAYBOOK PUBLIC RELATIONS	Sally Dee
RAYMOND JAMES	Rick Patterson
RBC CAPITAL MARKETS	Tom Carlson
RS&H, INC.	Michael Dixon

SAILTEAM.IO RECRUITING SERVICES	Brandon Kievit
STANTEC	Pamela Bailey- Campbell, Phil Eshelman
TEAMFL	Brady Nepple
WALSH GROUP	Brian Sparks
WGI	Kimberlee DeBosier

Registered to attend but have no company affiliation:

Chris Vela, Jeffrey Seward, Jimahl Terry, Michael Bryant, Michele, Ruben Revollar, Tamara Fernandez, Valerie Courson, Ziona, Timothy Smith

I. CALL TO ORDER

Chairman Vincent Cassidy called the meeting to order at 1:30 p.m.

II. PUBLIC INPUT PRESENTATIONS

There were no public input presentations.

III. CONSENT AGENDA

The Chairman then continued with the Consent Agenda approvals.

- A.** Approval of the Minutes of the July 22, 2020 Board Meeting
- B.** Policy 120.01, Executive Director/Authority Clerk, revised to update the job titles for the Authority's senior management positions.

The Chairman asked for a motion to approve. Mr. Bennett Barrow moved, and Mr. Danny Alvarez seconded the motion. There was no discussion. A roll call vote was taken, and all Board Members present approved the Consent Agenda items.

IV. DISCUSSION/ACTION ITEMS

A. Planning Committee

- 1. Extension of Connected Vehicle (CV) Pilot Deployment – Real World Test Site – Bob Frey**

Mr. Bob Frey provided a brief history on the CV Pilot which is scheduled to end on September 30, 2020. There are current discussions with USDOT on an extension. The first three phases of the Pilot included planning, design deployment, and operations and evaluation. Findings were brought back to the Board several months ago that showed Connected Vehicles as a technology has the potential to provide valuable safety information. As one of the only places in the country where an active test site is available, USDOT feels THEA is uniquely positioned to perform interference testing. Cellular, as well as direct short-range communication technology, will be used. The same partners and original equipment/auto manufacturers (Honda, Hyundai, and Toyota) will have direct participation. The purpose of this action item is to request the Board

approve Contract Amendment #7 with USDOT to extend federal funding of the CV Pilot Deployment program with a THEA funding match for a duration of 28 months in order to continue with active deployment, investigate the use of cellular technology (CV2X) and incorporate auto manufacturer production connected vehicles in the Pilot program. There is a federal commitment of \$4,266,568 with THEA allocating \$2,667,302 for a total of approximately \$7 million project. The previous six amendments were non-monetary changes and therefore did not require Board approval.

The Chairman asked for a motion to discuss. Mr. Danny Alvarez made the first motion to approve, seconded by Mr. Shaun Oxtal, to proceed with Contract Amendment #7 with USDOT to extend federal funding of the CV Pilot Deployment program with a THEA funding match as above for a duration of 28 months.

Mr. Shaun Oxtal then took a moment to recognize all the hard work that Mr. Frey, Mr. Joe Waggoner and all the others at the Authority are doing. Mr. Oxtal noted that by proceeding with this next phase keeps THEA at the forefront of moving this technology forward both nationally and internationally. He noted that they all have done a great job in implementing their vision. Mr. Danny Alvarez echoed the same sentiment and noted the reality of the matter is that this program puts THEA on a national scale.

There being no further discussion or questions, a roll call vote was made, and the motion carried.

B. Operations and Maintenance Committee

1. Construction Engineering Inspection (CEI) Services for the Meridian Pedestrian Lighting – Brian Pickard

Mr. Brian Pickard addressed the Board stating that the purpose of this project is to procure the services of a CEI Consultant to perform field engineering and testing for the Meridian Pedestrian Lighting Upgrade Project. Negotiations were conducted and finalized with the Consor Engineers consultant team selected previously (Board Meeting on August 26, 2019) for a push-button contract for Minor Design and CEI projects the amount of \$59,719. Contacts execution is subject to final review and approval of THEA General Council.

Commissioner Les Miller moved to approve, and Mr. Bennett Barrow seconded the motion for the Executive Director to execute a contract with Consor Engineering for \$59,719. There being no questions or discussion, the vote was called by roll call, and the motion carried.

2. Memorandum of Understanding between THEA and the Central Florida Expressway Authority (CFX) for the processing of E-ZPass Electronic Prepaid Toll Transactions – Rafael Hernandez

Mr. Rafael Hernandez presented this next project to approve the Memorandum of Understanding between THEA and The Central Florida Expressway Authority (CFX) for THEA to become interoperable with the E-ZPass group. He further explained this will also require some toll

system enhancements. The purpose of this project is to allow THEA to expand its services by enhancing its tolling interoperability functions by upgrading the in-lane tolling software and creating an electronic computer interface to exchange toll transactional data with CFX, for the financial clearing of E-ZPass prepaid electronic transactions. The E-ZPass Group is comprised of toll entities stretching across 17 states in the northeast of the United States and operates over 41 million E-ZPass devices currently in circulation. The funding for the project will be capital funds for a total of \$149,991 consisting of \$120,000 for TransCore to provide software engineering services on a lump sum basis and \$29,991 for Atkins to provide project management services on a time and material, not to exceed, basis.

The Chairman called for a motion to approve a) Authorizing the Executive Director to execute a Memorandum of Understanding with the Central Florida Expressway Authority (CFX) for the processing and clearing of E-ZPass electronic prepaid toll transactions. b) Authorize staff to issue a task order in the lump sum amount of \$120,000 for TransCore to design, develop, test and implement an upgrade on THEA's in-lane tolling systems and a new electronic computer interface for the exchange of toll transactional data with CFX. c) Authorize staff to issue a task order in the amount not to exceed \$29,991 for Atkins to provide project management support during the design, development, testing and implementation of the new in-lane system upgrade and the electronic computer interface with CFX. All final contracts involved are subject to review by THEA General Counsel.

Mr. Oxtal motioned to approve, seconded by Commissioner Miller.

Secretary David Gwynn questioned if this was something that you could obtain through the Turnpike or is this something separate.

Mr. Waggoner noted this is not a service currently available through the Turnpike. Mr. Waggoner continued to explain that this helps THEA in a number of ways. He noted that CFX is already a member of the interagency group which is the governing body of E-ZPass and FTE is moving in that direction, but they are not as far advanced as CFX is at this present time. It gives THEA another option to collect tolls directly by reading an E-ZPass in the area as opposed to what THEA does now, which is Toll-By-Plate, making it a more certain way to get those tolls collected in a more efficient manner.

There being no further questions or discussion; the vote was called by roll call, and the motion carried.

C. Chairman of the Board

1. Acceptance of the Board Member's Evaluations of the Executive Director and General Counsel

Chairman Cassidy thanked the Board Members for providing the annual evaluations of THEA's Executive Director and General Counsel. Chairman Cassidy explained the individual appraisals are attached to the packet. The appraisals have been accepted. Overall exceptional performance was noted.

In line with the above, the Chairman put forth a motion that this Board recognize the exceptional work and value that Ms. Amy Lettelleir has brought to the Authority. He noted just a few of the many things that have happened in the past several years in her role as Chief Financial Officer of THEA including leading the current bond offering, as well as the previous ones that have saved THEA millions of dollars. In addition, Ms. Lettelleir has accepted new duties as General Counsel and those duties will increase as well. Chairman is asking the Board to consider a one-time lump sum payment in the amount of \$50,000 to acknowledge the work she will be doing for the Authority going forward.

Commissioner Miller expressed his sincere appreciation of the motion as well as the exceptional work that Ms. Lettelleir has done and agrees that somewhere down the road the Board needs to put that into her compensation, but now is not the right time only due to the fact that the world is currently in the middle of a pandemic and feels this could send the wrong message at this particular time. He stated that he hopes that this Board, when this pandemic has eased, and we see ourselves in a position that we can do this that it then be carried forward. Commissioner Miller reiterated that Ms. Lettelleir is capable in every aspect as THEA's CFO and Attorney and fully supports this motion in the future. Mayor Castor agrees with Commissioner Miller's sentiments and noted Ms. Lettelleir's incredible job and has nothing but praises for her work and ability to move this organization forward and therefore agrees and stated she will carry Commissioner Miller's torch to make sure a future compensation package is warranted when the time is right. Mr. Barrow also expressed his appreciation noting Ms. Lettelleir has done an amazing job and has worn multiple hats and is well deserving. Mr. Barrow thanked Mayor Castor and Commissioner Miller for the public sector view and how this would be perceived and grateful for their pointed comments, concerns and leadership and agree we need to regroup at a later date and time given the economic realities. Secretary Gwynn also expressed his appreciation of Ms. Lettelleir but agrees he does not feel he can support the motion at this time. Mr. Oxtal withdraws his initial support of the motion, moving to revisit the topic to figure out the best way to proceed at a later date.

With no further discussion, the motion was withdrawn at this time and the THEA Board will gauge when times may be different. Please note this Board appreciates everything Ms. Lettelleir has done, and the intention is to reward her when the time is appropriate for her and the community.

The Chairman thanked the Board for their time to discuss this and for helping them better understand the economic and social climate in the community during these unprecedented times.

V. STAFF REPORTS

A. Operations & Maintenance – Brian Pickard

Mr. Pickard initiated his report with an overview of the progress made on the Selmon West Extension project. It was noted a lot of progress has been made on the decks on top of the steel girders in the area of the Dale Mabry interchange.

Chairman Cassidy noted his drive on Dale Mabry South and the entrance ramp to go south on extension appears to be easily accessible. What are we doing to ensure no unauthorized vehicles accidently enter this roadway?

Mr. Pickard noted that Jersey barriers will be placed in order to prohibit all access. Currently they have barrels across the roadway to keep vehicles from entering but allowing workers access. Mr. Pickard will revisit to make sure all precautions are taken to avoid accidental unauthorized entry.

The hope is to have all segments complete on Gandy by the end of calendar year 2020. Just before the Gandy bridge, there is a commitment to build a park on both the north and south sides for the City in return for the use the City provided for Kiewit to store their equipment and materials. The intent is to have a walkway underneath the bridge that connects the two parks.

Chairman Cassidy questioned if a date has been released to the community for completion.

Mr. Pickard stated a date has not yet been released and explained there is a lot of work to be done once the segments are finished and explained in detail that there is approximately an additional three months of work to do after the segments are all in place. Mr. Pickard noted early April albeit that date may be a little optimistic dependent upon weather.

Mr. Barrow had a comment and noted while playing basketball at the YMCA outdoor courts and noted it looked like a lot of equipment on the northbound lane off of Himes and questioned if it may be feasible to place a silk fence to cover the chain-link fence to make it less visible to children that may not be in school for both aesthetic reasons as well as safety.

Mr. Pickard acknowledged this is a staging area for both Kiewit and Granite and will work with both companies to get that accomplished.

B. Toll Operations – Rafael Hernandez

Mr. Rafael Hernandez updates for toll operations for June 2020. Mr. Hernandez further explained monitoring continues on the decrease of processing transactions and accounts as compared with June 2019 noting a negative 18.3% and a negative 27% for transactions processed. Continuing to process accounts and transactions on a normal split between SunPass and Toll-By-Plate. The average daily traffic for June 2020 with an average of Tuesday, Wednesday and Thursday to stay consistent with the criteria used by FDOT showing a split of minus 27% for transaction processing which is heavier on the west group with a minus 32.8% compared to June 2019 and minus 27.2% on the east group.

C. Financial Update – Amy Lettelleir

Ms. Lettelleir thanked the Board for their kind comments. Ms. Lettelleir presented the financial update noting unaudited expenditures for Operation Maintenance Administrative for fiscal year 2020 are 8.9% under budget and toll revenues were 7.7% off below budget. THEA ended the year with an actual debt service coverage of 2.1x noting good investment income that helped.

Toll revenue numbers through June 30, 2020 are also unaudited. She noted there will be some year-end adjustments, but THEA did end the year with \$88 million in toll revenues. Of note, toll revenues were \$6.4 million for this past July and one year ago they were \$7.3 million. Ms. Lettelleir provided an update on the Series 2020 Bond issue noting THEA's financial team presented to the rating agencies on Wednesday, August 12th and engaged in good discussions both during the call and after with many follow up questions. We received affirmation of A2 for Moody's and A+ from S&P on both our current and outstanding Bonds; and S&P gave a negative outlook because the entire toll sector is on a negative outlook. The official statement and the investor road show occurred last Thursday. Ms. Lettelleir received posting of the update from JP Morgan today with a fair number of hits on the road show including 25 unique institutional investor firms. She noted, we are set to price this Thursday and scheduled to sign the Bond Purchase Agreement on Friday and closing is scheduled on September 10, 2020.

As a reminder, THEA has a Series 2020A and a Series 2020B consisting of \$202 million in refunding bonds and \$20 million in revenue bonds to fund our work program. It is anticipated that the total Series 2020 A & B Debt Service will be lower than existing 2012A Debt Service.

Ms. Lettelleir acknowledged the great work of the entire Finance Team.

Chairman Cassidy reiterated the great job and the good picture of our Authority in this town

D. Public Affairs & Communications – Sue Chrzan

Ms. Chrzan reported that she and Ms. Sally Dee were panelists for an IBTTA *Crisis Communication* webinar last month concerning the COVID -19 and how THEA responded and changed the communication plan accordingly. In addition, she noted that the Authority is a finalist with the American Marketing Awards for the *Shop Gandy Campaign* as a B2B marketer. THEA is a nominee for *Best of the Bay* for the dog park. Voting is still open. It was noted that the South Selmon PD&E Alternatives Virtual Town Hall will be held on September 10th at 6:30 p.m. All were encouraged to sign up online under Selmonstudies.com. THEA will then be conducting smaller meetings with all of the stakeholders to answer their questions in lieu of in-person meetings. There are 20 people enrolled in the testing pilot for the MacDill discount program. An email will be sent by the end of the week to get that started. The FAV Summit date has been changed to December 2nd which is planned to be an in-person event.

Chairman Cassidy questioned if IBTTA or ITS cancelled for 2020 all in-person conferences. Ms. Chrzan noted that IBTTA has but will need to confirm ITS.

Mr. Alvarez commended the efforts by both Ms. Chrzan and Ms. Dee on the blocking and tackling of communications. He then thanked Ms. Chrzan for her leadership and Ms. Dee for her hard work as well in getting THEA's work projects out there and getting coverage.

VI. EXECUTIVE REPORTS

A. Executive Director (*Joe Waggoner*)

Mr. Waggoner reported on continuing contracts. Mr. Waggoner stated he approved two change orders to the ramp project. One was per discussion request from District VII Traffic Operations where we added approximately 200 feet more storage lane for left turns coming off the eastbound ramp that necessitated a change order to that contract of approximately \$174,000. The work was completed on time and for that amount. While we were resurfacing a piece of the mainline as part of this contract, a depression occurred requiring an emergency response and fill. The contractor was awarded \$29,590 to complete. These two change orders in total are the change orders Mr. Waggoner has approved and the contract is now moving toward closeout at this time.

Mr. Waggoner provided information on the Contract Renewal Report stating that one contract coming up for renewal is the auditor, Rivero Gordimer. We have completed their first three years, and this would be the first year of the two-year renewal option that we recommend we move ahead with. Unless we hear anything different from the Board by the September 21, 2020 meeting, THEA will move ahead with renewal of that contract with its first option year.

Chairman Cassidy questioned if Rivero Gordimer have only been with us for the first three years. He questioned if they were not with THEA prior to that.

Mr. Waggoner replied clarifying they have been with THEA for a good 5-10 years prior to that. This contract was put out to bid three years ago and Rivero Gordimer won the re-bid.

Mr. Waggoner took a moment to thank Mr. Frey who gave a lot of credit to him on the CV Project but feels it is mostly due to Mr. Frey and his non-stop efforts to make this project successful and the team that assists him. It was no small feat to get that project up and running. There were several agencies who received grants, but Mr. Waggoner believes THEA's team are the only ones effectively running what was promised to deliver. He believes this played a big part in USDOT following through with another \$4 million to keep this project running and expand upon it.

On the close-out, Mr. Waggoner noted the numbers that Ms. Lettelleir presented, her management of investment funds actually enabling us to achieve a debt service coverage of +2.0 as it looks right now for the close out of fiscal year 2020 in the midst of the COVID 19 impacts to this Agency, are yet just another remarkable accomplishment.

B. General Counsel (*Amy Lettelleir, Esq.*)

Ms. Lettelleir has no new report.

C. Chairman (*Vincent Cassidy*)

Upcoming Meetings

The Chairman reported that the Committee Meeting as a Whole will not be needed, therefore cancelled for Tuesday, September 8, 2020. The next regularly scheduled Board Meeting is Monday, September 21, 2020 at 1:30 p.m.

Severe weather off the tropics were discussed with no impact expected to the Tampa Bay area at this time for storms Marco and Laura.

Mr. Barrow noted speaking with his acquaintance who was recently promoted to the Captain of the SEALs who said they are anticipating the Port/Starboard 50/50 from home 50 on base until the end of the year. They were hoping that would change in September. Reported only for cash flow projection purposes only. Mr. Barrow clarified as an estimate MacDill is operating at approximately 40% capacity.

Chairman Cassidy noted it would be nice to know if it is possible, when they start returning if we can correlate that to the usage on the roads to see how much returning is base versus workers in the City.

Mr. Danny Alvarez noted that in his conversations with a Full-Bird Colonel the other day talking about coming back allegedly after a vaccine. When is that on the horizon?

Mr. Waggoner noted we are taking counts on Dale Mabry and Bayshore. As that picks up we should be able to look for correlation between traffic uptick on our roadway and look for that opportunity. It was projected that is probably 2-3 / few months away.

VII. OLD BUSINESS

No report was given.

VIII. NEW BUSINESS

No report was given.

V. ADJOURNMENT

With no further business to come before the Board, Chairman Cassidy adjourned the meeting at 2:19 p.m.

APPROVED: 
Chairman: Vincent J. Cassidy

ATTEST: 
Vice-Chair: Bennett Barrow

DATED THIS 21st DAY of September 2020