

MARYLAND TRANSPORTATION AUTHORITY  
AUTHORITY MEETING  
THURSDAY, APRIL 24, 2014  
2310 BROENING HWY, BALTIMORE, MD 21224

OPEN SESSION

Wilson Parran, Acting Chair

MEMBERS ATTENDING:

P. Jack Basso  
Rev. Dr. William Calhoun (via telephone)  
Mary Beyer Halsey  
William K. Hellmann  
Arthur Hock  
A. Bradley Mims  
Michael Whitson

STAFF ATTENDING:

Eric Backes  
Percy Dangerfield  
Donna DiCerbo  
Trudy Edwards  
Patrick Fleming  
Bruce Gartner  
Jaclyn Hartman  
Meshelle Howard  
Doug Hutcheson  
Derek Jones  
Col. Mike Kundrat  
Robert Michaels  
Kimberly Millender, Esquire  
Will Pines  
Dennis Simpson  
Cheryl Sparks  
Dan Williams  
Eric Willison

OTHERS ATTENDING:

Mark Coblenz, State Highway Administration  
Robert Healy, RK&K  
Dennis McMahon, State Highway Administration  
Allen Moore, Jr.  
Sam Sidh, Maryland Department of Transportation  
Charles Wallace  
David Wallace, RK&K

At 9:03 a.m. Acting Chair Wilson Parran called the meeting of the Maryland Transportation Authority (“MDTA”) Board to order.

**APPROVAL – OPEN SESSION MINUTES OF APRIL 24, 2014**

Upon motion by Member Mary Halsey and seconded by Member A. Bradley Mims, the Closed and Open Session meeting minutes of the MDTA Board Meeting held on April 24, 2014 were unanimously approved.

**RESOLUTIONS – RETIREMENT:**

Mr. Bruce Gartner recognized the years of service for Mr. Allen Moore, Jr., Ms. Deborah-Ann G. Oltman, Mr. Charles Wallace, Mr. Mark Wilson and Mr. Mark D. Zorn. On the occasion of their retirements from their distinguished careers of exemplary service, the Chairman and Members of the MDTA hereby express to Mr. Moore, Ms. Oltman, Mr. Wallace, Mr. Wilson and Mr. Zorn their most sincere appreciation for their excellence and commitment.

A resolution was read and presented during the meeting to both Mr. Wallace and Mr. Moore, Jr. The Members and the Chair concurred in the resolution and presentation.

At 9:12 a.m. Member Rev. Dr. William Calhoun, Sr. joined the meeting by telephone.

**APPROVAL CONTRACT - MODIFICATIONS:**

- **STATE HIGHWAY ADMINISTRATION (SHA) CONTRACT NO. AT3765D60 – MD 200, Intercounty Connector Contract D/E Modified Design Build Project MD 200 Mainline From I-95 to US 1 Collector/Distributor Roads from MD 200 to MD 198 (NB& SB)**

Mr. Robert Michael requested approval for two separate ICC Contract D/E Modified issues. The first is to increase the delegated authority for this contract from 7% to 19.33% allowing SHA the means to continue resolution and processing of contract changes. The second request is to process Change Order No. 035 representing monetary compensation for schedule impacts and associated delay costs.

Delegated Authority – Contracts D/E: To date thirty four (34) change orders have been approved for payment for a total of \$5,028,172 or 5.63%, which cumulative amount is below the current 7% delegated authority. SHA has received additional change order requests from the Contractor which are being negotiated. Before proceeding with payments for other recently negotiated and settled change orders, an increase in the delegated authority will be necessary. The contract award approval from the MDTA Board included a 7% contingency. SHA has delegated authority to issue change orders up to this amount through the provisions of the Project

Implementation Agreement signed between SHA and MDTA including concurrence from the Executive Director for any contract modifications exceeding a \$1 million value. For any modifications that exceed the 7% contingency, approval by the MDTA Board is required including delegation to the Executive Director to sign all necessary documents.

Schedule Impacts (Time) and Compensation: The Contractor, IC3, notified SHA in 2012 that due to several design related changes post contract award that the project completion date was in jeopardy. Based on IC3's assessment, both time and monetary compensation would be requested for design delays disrupting construction sequencing and schedule activities. In order to mitigate these contract delays, SHA agreed to process multiple change orders for time and potential compensation.

Upon motion by Member Calhoun and seconded by Member P. Jack Basso, the Members unanimously approved two separate ICC Contract D/E modifications. The Members unanimously approved to increase delegated authority for Contract AT3765D60 MD200, Intercounty Connector Contract D/E Modified Design Build Project, MD200 Mainline from I-95 to US 1 and I-95 Collector/Distributor Roads from MD200 to MD198 (NB & SB) from 7% to 19.33% allowing SHA the means to continue resolution and processing of contract changes and Change Order No. 035 representing monetary compensation for schedule impacts and associated delay costs.

#### **APPROVAL CONTRACT – AWARD**

- **CONTRACT NO. KH 2724-000-006 NORTHBOUND AND SOUTHBOUND I-95 HOT MIX ASPHALT RESURFACING FROM MD 24 TO MILLARD E. TYDINGS BRIDGE**

Ms. Donna DiCerbo requested approval for Contract No. KH 2724-000-006, NB and SB I-95 Hot Mix Asphalt Resurfacing from MD 24 to Millard E. Tydings Bridge. This item was reviewed by the Capital Committee. The project purpose is to resurface the northbound and southbound I-95 from MD 24 to Millard E. Tydings Bridge. Three (3) bids were received ranging from 5.6% above to 13.03% below the Engineer's Estimate of \$18,759,680.00. American Infrastructure was the lowest responsive and responsible bidder. As their bid was thirteen point zero three percent (13.03%) lower than the Engineer's Estimate, no bid justification was conducted and American Infrastructure was determined to be fair and reasonable.

The Minority Business Enterprise (MBE) participation goal for this contract is twenty-nine percent (29%) with subgoals of seven percent (7%) for African American-owned companies, and four percent (4%) for Asian American-owned companies. The minimum Veteran Small Business Enterprise (VSBE) participation goal is one-half percent (0.5%). American Infrastructure-MD, Inc. submitted MBE and VSBE plans that meet the goals.

Upon motion by Member Calhoun and seconded by Member Whitson, the Members unanimously approved Contract KH 2724-000-006 Northbound and Southbound I-95 Hot Mix Asphalt Resurfacing from MD 24 to Millard E. Tydings Bridge in the amount of \$16,314,777.00.

**APPROVAL – RESOLUTIONS 14-03, 14-04 AND 14-05**

Ms. Jaclyn Hartman requested approval for MDTA Resolution 14-03 for Delegation to the Executive Director from the MDTA Board to approve certain Maryland Aviation Administration (MAA) Contracts and Projects relating to Revenue Bonds issued by MDTA (conduit debt). Resolution 14-03 is to delegate authority to the Executive Director to: (1) approve contracts submitted by the Maryland Aviation Administration (MAA) for projects at Baltimore/Washington International Thurgood Marshall Airport (“BWI Marshall Airport”) funded with Passenger Facility Charge (PFC) Revenue Bonds, Series 2012; (2) approve contracts and project improvements funded with Consolidated Rental Car Facility (CRCF) Bonds, Series 2002 and Customer Facility Charges (CFCs), respectively; and (3) approve Rental Car Concession Contract Modifications at the CRCF which can impact the collection of Pledged Revenues securing the CRCF Bonds, Series 2002. This item was recommended for approval by the Finance Committee.

The 2012 PFC Financing Agreements and the 2002 CRCF Financing Agreement between MAA and MDTA require that the MDTA Board approve any new contracts (or material changes to approved contracts) prior to MAA submitting those contracts to BPW for approval when the contracts are funded with PFC bond proceeds or CRCF bond proceeds. The 2002 CRCF Financing Agreement also requires that the MDTA Board agree on Project Improvements that are funded with CFCs (which are the Pledged Revenues securing the CRCF Bonds). In addition, the CRCF Lease Agreement between MAA and MDTA requires that the MDTA Board consent to any material changes to the Rental Car Concession Contracts (beyond the ordinary course of business) that can impact the collection of “Pledged Revenues” securing the CRCF Bonds.

Recently, MAA’s ability to meet procurement and contract deadlines has been impacted by the need to obtain MDTA approval prior to BPW approval. Therefore, a recommendation is being made to delegate to the MDTA Executive Director the authority to review and approve such requests. This change in process will greatly improve the efficiency and cooperation between the MAA and MDTA in managing these conduit financings. The MDTA Executive Director would review MAA’s requests and provide written approvals in accordance with the terms and conditions of the applicable bond documents.

Upon motion by Member Basso and seconded by Member Whitson, the Member unanimously approved to delegate authority to the Executive Director to approve contracts submitted by the MAA for projects at BWI Marshall Airport funded with PFC Bonds, series 2012; approve contracts and project improvements funded with CRCF Bonds, Series 2002 and CFCs; and approve Rental Car Concession Contract Modifications at the CRCF which can impact the collection of Pledged Revenues securing the CRCF Bonds, Series 2002.

The MDTA Executive Director will provide periodic updates to the MDTA Finance Committee and the MDTA Board as an Informational Item for any items approved under this Delegation.

Resolution 14-04 – Authorizes a Refunding of the Outstanding Lease Revenue Bonds, Metrorail Parking Projects, Series 2004 through the Issuance of Refunding Bonds (conduit debt). Resolution 14-04 is to authorize a refunding of outstanding Lease Revenue Bonds, Metrorail Parking Projects, Series 2004 (the “Series 2004 Bonds”), through the issuance of Limited Obligation Lease Revenue Refunding Bonds, Metrorail Parking Projects, Series 2014 (the “2014 Refunding Bonds”) in an aggregate principal amount not to exceed Thirty-Five Million Dollars (\$35,000,000.), subject to certain other limitations and requirements as set forth in the Resolution. This item was recommended for approval by the Finance Committee.

Washington Metropolitan Area Transit Administration (“WMATA”) and Prince George’s County, Maryland (the “County”) have requested that MDTA pursue a refunding of the Series 2004 Bonds by issuing the 2014 Refunding Bonds in order to achieve debt service savings. There is an optional redemption available at par on July 1, 2014 for Twenty-Nine Million, Forty Thousand (\$29,040,000) of the outstanding Series 2004 Bonds.

At the request of WMATA and the County, MDTA issued the Series 2004 Bonds in the principal amount of Forty Million Dollars (\$40,000,000) to provide conduit financing for three (3) parking facilities at WMATA’s Metrorail stations (College Park, Largo and New Carrollton) located in the County. Debt service is paid through a pass through of lease payments from WMATA to MDTA’s trustee. The pledged revenues (a parking surcharge fee of \$.75/day) are deposited to a surcharge reserve account that currently holds over Eighteen Million Dollars (\$18,000,000).

Upon motion by Member Mary Halsey and seconded by Member Arthur Hock, the Members unanimously approved Resolution No. 14-04 authorizing a refunding of outstanding Lease Revenue Bonds, Metrorail Parking Projects, Series 2004 through the issuance of Limited Obligation Lease Revenue Refunding Bonds, Metrorail Parking Projects, Series 2014 in an aggregate principal amount not to exceed Thirty-Five Million Dollars (\$35,000,000), subject to certain other limitations and requirements as set forth in the Resolution.

Mr. Bruce Gartner requested approval for Resolution 14-05 Defining a Quorum of the MDTA Capital and Finance Committees. Resolution 14-05 formalizes the current interpretation of a quorum for the MDTA Finance and Capital Committees. The Resolution affirms that each Committee may consist of up to four Members and the necessary quorum to conduct business is three Members. However, if only three Members are designated, then a quorum will consist of two Members; and, if only two Members are designated, a quorum will consist of both Members. The Resolution also specifies that if less than a quorum is present, the Members present may still conduct the meeting; however, no recommended action will become effective until it is concurred by the required number of Members to equal a quorum. The Resolution also specifies multiple ways in which concurrence may be obtained including by electronic email, in writing or by telephone. The definition of a quorum will also help ensure compliance with the Open Meetings Act.

Upon motion by Member Basso and seconded by Member Halsey, the Members unanimously approved Resolution 14-05 which defines the necessary quorum for the MDTA Finance and Capital Committees.

**APPROVAL – CONCEPTUAL APPROACH FOR STUDY OF PROJECT DELIVERY OPTIONS TO REPLACE THE GOVERNOR HARRY W. NICE MEMORIAL BRIDGE**

Mr. Will Pines requested approval from the MDTA Board regarding the Office of Engineering and Construction’s approach for the selection of the project delivery method and the development of the Financial and Project Management Plans for the replacement of the Governor Harry W. Nice Bridge.

With the completion of the Planning Study, Preliminary Engineering for the replacement of the Nice Bridge on US 301 over the Potomac River has started. Engineering has developed a process to evaluate traditional and alternative project delivery methods to prepare the Financial and Project Management plans for the project. The presentation will explain the questions that the evaluation process will address. MDTA staff sought concurrence on: guiding principles; goals and objectives; timelines; basic assumptions; and delivery options. This will confirm the processes noted and provide clarification on the Capital Committee’s position on any project assumptions. The current budget for Preliminary Engineering in the MDTA’s CTP is \$26.1 million.

Upon motion by Member Whitson and seconded by Member A. Bradley Mims, the Members unanimously approved the conceptual approach for study of project delivery options to replace the Governor Harry W. Nice Memorial Bridge.

**UPDATE – LEGISLATIVE UPDATE**

Mr. Patrick Fleming updated the members about legislation affecting the MDTA including SB 699 – Procurement – Debarment – Violations of Law; HB 127 Central Collections Unit – Debt Certification – Withholding of Income Tax Refunds; and HB 929 – Speed Monitoring Systems Reform Act of 2014.

**UPDATE – PRESENTATION OF THE MDTA 2013 ANNUAL REPORT**

Mr. Bruce Gartner presented the 2013 Annual Report detailing MDTA’s accomplishments and initiatives for the last calendar year. The Annual Report highlights the 50<sup>th</sup> Anniversary of the John F. Kennedy Highway, the I-95 Improvement Project with the Express Toll Lanes (ETL) and the I-95 Travel Plazas redevelopment. The Report also includes basic financials for Fiscal Year 2013. The annual report will be distributed to 225 employees, elected officials and partners and will be posted to [mdta.maryland.gov](http://mdta.maryland.gov).

There being no further business, the meeting of the MDTA Board was adjourned by general consensus at 10:17 a.m.

The next MDTA Board Meeting will be held on May 22, 2014 at 9:00 a.m. at MDTA's Point Breeze headquarters, 2310 Broening Highway, Baltimore, Maryland 21224.

APPROVED AND CONCURRED IN:

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James T. Smith, Jr., Chair