

MARYLAND TRANSPORTATION AUTHORITY  
BOARD MEETING  
THURSDAY, JULY 30, 2015  
2310 BROENING HIGHWAY, BALTIMORE, MD 21224

OPEN SESSION

Pete K. Rahn, Chairman

MEMBERS ATTENDING:

P. Jack Basso  
Rev. Dr. William C. Calhoun, Sr.  
W. Lee Gaines  
William K. Hellmann  
Michael Whitson  
William Ensor  
Michael Leahy  
Randall Nixon

STAFF ATTENDING:

Percy Dangerfield  
Trudy Edwards  
Lynn Fry  
Bruce Gartner  
James Harkness  
Jaclyn Hartman  
Meshelle Howard  
Derek Jones  
Colonel Mike Kundrat  
Kelly Melhem  
Jessica Mettle  
Kimberly Millender, Esq.  
Tonya Morant  
Cathy Beasley Pope  
Mike Rice  
Sheila Rivers  
Deborah Sharpless  
Paul Truntich  
Dan Williams  
Melissa Williams

OTHERS ATTENDING:

Chris Fronheiser - AECOM  
Ed McDonald – Chief of Staff, TSO

At 11:36 a.m. Chairman Pete K. Rahn called the meeting of the Maryland Transportation Authority (“MDTA”) Board to order.

### **INTRODUCTIONS – NEW BOARD MEMBERS**

Chairman Pete Rahn welcomed the three new Board Members, William C. Ensor, III, Michael G. Leahy and Randall Nixon. Each new Member introduced themselves by providing a brief biography and all others in attendance also provided a brief introduction.

### **APPROVAL – OPEN SESSION MINUTES OF JUNE 25, 2015**

Upon motion by Member P. Jack Basso and seconded by Member Michael Whitson, the open meeting minutes of the MDTA Board Meeting held on June 25, 2015 were unanimously approved.

### **APPROVAL – COMMITTEE ASSIGNMENTS**

Mr. Gartner presented and requested approval for the MDTA Board Committee assignments. The MDTA Board has three new Members resulting in the need for adjustments to the Member Committee assignments and liaison positions.

The following were presented for the Committee assignments and liaison positions:

Capital Committee: William Hellmann (Chair), Michael Whitson, W. Lee Gaines, Jr., and William C. Ensor, III.

Finance Committee: P. Jack Basso (Chair), Reverend Doctor William C. Calhoun, Sr., Michael G. Leahy, and Randall Nixon.

Human Resources Committee: Reverend Doctor William C. Calhoun Sr. (Chair), Peter J. Basso, W. Lee Gaines, Jr., and Michael G. Leahy.

Audit Committee: Michael J. Whitson (Chair), Peter J. Basso, William C. Ensor, III, and Randall Nixon.

Liaison Positions: Reverend Doctor William C. Calhoun, Sr. is to serve on the Board of the Maryland Port Administration, and William K. Hellmann is to serve on the Board at Canton Railroad.

Upon motion by Member Calhoun and seconded by Member Gaines, the MDTA Board Committee Assignments and Liaison positions were unanimously approved.

**APPROVAL – CONDUIT DEBT REFUNDING (CALVERT STREET BONDS)**

NOTE: This item should have been listed as an update on the agenda because it does not require any action by the Board.

Ms. Jaclyn Hartman reported the results of the bond sale, as required by MDTA Board Resolution No. 15-02 dated May 28, 2015, which utilized the direct loan private placement method.

The Lease Revenue Refunding Bonds, Calvert Street Parking Garage Project, Series 2015 (“2015 Refunding Bonds”) were awarded to TD Bank, N.A. on July 10, 2015 following a Request for Proposals (“RFP”) issued by MDTA’s Financial Advisor, Davenport & Company LLC (“Davenport”). The RFP was sent to over fifteen (15) banking institutions. Bids were received from two (2) banking firms and the bid by TD Bank, N.A. was deemed to be in the best interests of the State of Maryland. Davenport advised that the interest rate bid by TD Bank, N.A. of 2.62% was extremely competitive for a bond issue with a remaining term of seventeen (17) years. This rate is locked in for the 2015 Refunding Bonds, which have a final maturity date of July 1, 2032. There is a call option available, either in whole or in part, upon thirty (30) days prior written notice to TD Bank, N.A. However, any such prepayment would result in a prepayment fee that would essentially eliminate any debt service savings. Due to the low interest rate quoted, any future refunding for debt service savings was deemed unlikely.

**APPROVAL – REQUEST TO DONATE EQUIPMENT**

Mr. Percy Dangerfield and Ms. Lynn Fry requested approval to transfer a silk screen/stretching machine worth \$40,000 fair market value to the State Highway Administration (SHA) via means of money offset agreement. This item was presented to the Finance Committee and recommended for approval.

The silk screen machine and accessories have a fair market value of \$40,000 per the manufacturer. MDTA makes payment to SHA annually in exchange for materials testing for construction contracts well over \$40,000 and will use this transfer as an offset to money that MDTA owes to SHA throughout Fiscal Year (“FY”) 2106 for those materials testing or other expenses.

There have been preliminary discussions between MDTA and SHA that a Memorandum of Understanding (“MOU”) will be drafted with the purpose of transferring this machine and its accessories to SHA in exchange for the offset of future expenses.

Upon motion by Member Basso and seconded by Member Calhoun, the Members unanimously approved the transfer of a silk screen/stretching machine and its accessories to the State Highway Administration for an offset of future expenses for materials testing for construction contracts in the amount of \$40,000, which will be supported by a Memorandum of Understanding.

**APPROVAL CONTRACT – AWARD**

• **CONTRACT NO. 20150019 JANITORIAL SERVICES – POINT BREEZE COMPLEX**

Ms. Jessica Mettle requested approval for Contract No. 20150019 Janitorial Services for the Point Breeze Complex. This item was reviewed by the Finance Committee and recommended for approval.

This is a Fixed-Price Contract to provide all labor, materials, equipment, supervision and incidental material necessary to ensure the satisfactory performance and efficient janitorial services to the MDTA's Point Breeze Complex.

The MDTA solicited pricing from the Maryland Works Program for these services, pursuant to the Code of Maryland Regulations (COMAR), Title 21.11.05.

Pricing for this contract was approved by the Pricing and Selection Committee as fair market value on June 18, 2015.

The National Center on Institutions & Alternatives, Inc. (NCIA) is the incumbent for the current services, and the MDTA is satisfied with the janitorial services NCIA has provided.

This Contract has a base term of three (3) years valued at \$390,120.48, with one (1) 2-year Renewal option valued at \$260,080.52, for a Total Contract value of \$650,201.30.

As the total value of this Contract exceeds the delegated authority of Resolution 15-01 dated 1/23/15, the MDTA will seek approval by the Board of Public Works.

Upon motion by Member Calhoun and seconded by Member Basso, the Members unanimously approved the award of Contract No. 20150019 Janitorial Services for the Point Breeze Complex for the base term of three (3) years valued at \$390,120.48, with one (1) 2-year Renewal option valued at \$260,080.52 for a total Contract term of four (4) years, and Total Contract value of \$650,201.30.

Member Hellman recused himself from the next two approval items and left the meeting.

• **CONTRACT MDTA 2013-06A; AE 3002 AND AE 3003 – TWO (2) COMPREHENSIVE PROJECT PLANNING AND MISCELLANEOUS CONSULTING SERVICES**

Ms. Mettle requested approval for Contract No.'s AE 3002 and AE 3003, for Comprehensive Project Planning and Miscellaneous Consulting Services for MDTA. These contracts were reviewed by the Capital Committee and recommended for approval. Approval of these contracts is contingent upon the approval of the Transportation Professional Services Selection Board ("TPSSB") and the Board of Public Works ("BPW").

The services to be performed under these Contracts are Comprehensive Project Planning and Miscellaneous Consulting Services for the MDTA (MDTA and other State of Maryland facilities, on an as needed basis).

This work shall include but is not limited to: project planning, environmental services, design services and miscellaneous consulting services including revenue and expense forecasting, toll analyses and studies pertaining to operating systems as directed by MDTA. Assignments may vary from secondary and cumulative effects analyses and conducting public involvement activities to completing environmental documents meeting the requirements of the National Environmental Policy Act or the Maryland Environmental Policy Act, as applicable to MDTA projects.

These two (2) task-based contracts will be cost plus fixed fee Contracts, valued at Three Million Dollars (\$3,000,000) and Four Million Dollars (\$4,000,000) with a total Not-to-Exceed cost of Seven Million Dollars (\$7,000,000). This project was approved by Secretary of Transportation James T. Smith on August 13, 2013.

The Minority Business Enterprise (MBE) participation goal for each contract is thirty percent (30%) with sub-goals of six percent (6%) for African American-Owned firms, two percent (2%) for Hispanic American-Owned firms, nine percent (9%) for Women-Owned firms, and a one percent (1%) Veteran-Owned Small Business Enterprise (VSBE) participation goal. The prime contractors have submitted MBE and VSBE plans that meet the goals.

The firm selected for Contract No. AE 3002-0000 in the amount of \$4,000,000 is Rummel, Klepper & Kahl, LLP (the highest rated firm). Its sub-consultants are: AECOM Technical Services, Inc.; Wilson T. Ballard Company; Athavale, Lystad & Associates, Inc. – MBE; O.R. George & Associates, Inc. – MBE; Navarro & Wright Consulting Engineers, Inc. – MBE; Chesapeake Environmental Management, Inc. - MBE; Diversified Property Services, Inc. - MBE; Remline Corp. – MBE; RJM Engineering, Inc. – MBE; Daniel Consultants, Inc. – MBE and ARGO Systems, LLC – VSBE.

The firm selected for award for Contract No. AE 3003-0000 in the amount of \$3,000,000 is Jacobs Engineering, Inc./Wallace, Montgomery & Associates, LLP, a Joint Venture (the second highest rated firm). Its sub-contractors are: Athavale, Lystad & Associates, Inc. – MBE; Chesapeake Environmental Management, Inc. – MBE; Coastal Resource, Inc. – MBE; DW Environmental Consulting – MBE; Gallop Corporation – MBE; Jenkins Engineering, Inc.; Mercado Consultants, Inc. – MBE; Property Title & Escrow, LLC – MBE; Remline Corp. – MBE and Environmental Research Group, LLC – VSBE.

The Contracts will be valid for a five (5) year period and include a provision authorizing an extension of one-third of the original base term in accordance with Board of Public Works Advisory 1995-1.

Upon motion by Member Gaines and seconded by Member Whitson, the Members unanimously approved the Contract No. 2013-06A; AE 3002, AE 3003. AE 3002 awarded to Rummel, Klepper & Kahl, LLP and its sub-contractors in the amount of \$4,000,000. AE 3003 awarded to Jacobs Engineering, Inc./Wallace, Montgomery & Associates, LLP, a Joint Venture and its sub-contractors in the amount of \$3,000,000 for a five (5) year period and include a provision authorizing an extension of one-third of the original base term.

- **CONTRACT NO. MDTA 2013-06B; AE 3004 COMPREHENSIVE PROJECT PLANNING AND MISCELLANEOUS CONSULTING SERVICES**

Ms. Mettle requested approval for Small Business Reserve (SBR) Contract No. MDTA 2016-06B; AE 3004 Comprehensive Project Planning and Miscellaneous Consulting Services. This contract was reviewed by the Capital Committee and recommended for approval. Approval of this Contract is contingent upon the approval of the Transportation Professional Services Selection Board (TPSSB) and the Board of Public Works (BPW).

The services to be performed under this Contract are Comprehensive Project Planning and Miscellaneous Consulting Services for the MDTA and other State of Maryland facilities, on an as needed basis.

This work shall include but is not limited to: project planning, environmental services, design services and miscellaneous consulting services including revenue and expense forecasting, toll analyses and studies pertaining to operating systems as directed by MDTA. Assignments may vary from providing travel demand modeling services, design services, developing secondary and cumulative effects analyses and conducting public involvement activities to completing environmental documents meeting the requirements of the National Environmental Policy Act or the Maryland Environmental Policy Act, as applicable to MDTA projects.

This task-based Contract will be at a cost plus fixed fee Not-to-Exceed value of One Million Dollars (\$1,000,000). This project was approved by Secretary of Transportation James T. Smith on August 13, 2013.

The firm selected for award of Contract No. MDTA 2013-06B AE 3003 in the amount of \$1,000,000 is The Wilson T. Ballard Company (the highest rated firm). Its sub-contractors are: AECOM Technical Services, Inc.; Remline Corporation; Property Title & Escrow, LLC and Real Property Consultants, Inc. The Contract will be valid for a five (5) year period and include a provision authorizing an extension of one-third of the original base term in accordance with BPW advisory 1995-1.

Upon motion by Member Basso and seconded by Member Whitson, the Members unanimously approved Contract No. MDTA 2013-06B; AE 3003 Comprehensive Project Planning and Miscellaneous Consulting Services to The Wilson T. Ballard Company and its sub-contractors in the amount of \$1,000,000 for five (5) year period and include a provision authorizing an extension of one-third of the original base term.

Member Hellman returned to the meeting.

## **APPROVAL CONTRACT – MODIFICATION**

- **CONTRACT NO. 20150025 SWEEPER DIRT DISPOSAL FROM MECHANICAL ROAD SWEEPING OPERATIONS**

Ms. Mettle requested approval for Contract No. 2150025 Sweeper Dirt Disposal from Mechanical Road Sweeping Operations. This item was reviewed by the Finance Committee and recommended for approval.

This Contract for the disposal of waste materials generated through the Authority's routine road sweeping operations at and around various facilities was awarded in the Not-to-Exceed amount of \$200,000 to Clean Venture, Inc. for a three (3) year term beginning on September 1, 2013. This was a fixed price, indefinite quantity Contract.

As a result of this unanticipated and variable nature of this type of work, an additional \$65,000 is needed for this Contract to allow for the continuation of services through the completion of a new procurement. The MDTA is also reducing the Base Contract term by eight (8) months because the total funds required for continuation of services through the original Base term would have been significant enough to warrant a new procurement. The Vendor has agreed to this Modification.

The Contract has no overall Minority Business Enterprise (MBE) or Veteran-Owned Small Business Enterprise (VSBE) goals, or Small Business Enterprise designation.

As the total value of this Modification exceeds the delegated authority of Resolution 15-01 dated 1/23/15, the MDTA will seek approval by the Board of Public Works for this Contract.

Upon motion by Member Basso and seconded by Member Whitson, the Members unanimously approved the modification to Contract No. 20120025 Sweeper Dirt Disposal from Mechanical Road Sweeping Operations for the approved Contract award of \$200,000 and a Contract Modification amount of \$65,000 making the total revised Contract amount of \$265,000.

## **UPDATE – EXECUTIVE DIRECTOR REPORT**

Mr. Gartner reported on several ongoing topics giving a brief overview on their progress, including the Annual Report, Legislative Briefings, Consolidated Transportation Program Tours, Toll Reduction Implementation, Safety of Employees, I-95 in Baltimore Major Project Roadwork, and Canton Railroad Annual Report.

At 12:22 p.m. upon motion by Member Leahy and seconded by Member Calhoun, the Members unanimously voted to move into Closed Session pursuant to Section 3-305(b)(1) and (12) of the General Provisions Article of the Annotated Code of Maryland to discuss a) the resignation and replacement of the Executive Director; and b) to discuss a pending criminal investigation into an incident at the Baltimore Harbor Tunnel on July 15, 2015. The following persons were present during the closed session discussion regarding the incident at the Baltimore Harbor Tunnel: Chairman Rahn, P. Jack Basso, Rev. Dr. William C. Calhoun, Sr., William C. Ensor, III, W. Lee Gaines, Jr., William K. Hellmann, Michael G. Leahy, Randall Nixon, Michael J. Whitson, Bruce W. Gartner, Deborah Sharpless, Chief Michael Kundrat, Kelly Melhem, Trudy Edwards, Kimberly

Millender, Esq., and Ed McDonald. The following persons were present during the closed session discussion regarding the resignation and replacement of the Executive Director: Chairman Rahn, P. Jack Basso, Rev. Dr. William C. Calhoun, Sr., William C. Ensor, III, W. Lee Gaines, Jr., William K. Hellmann, Michael G. Leahy, Randall Nixon, Michael J. Whitson, Kimberly Millender, Esq., and Ed McDonald.

At 12:54 p.m. a motion was made by Member Whitson and seconded by Member Hellmann, with the unanimous approval of the Members, to adjourn the Closed Session and return to Open Session.

**No Action was taken during the closed session.**

There being no further business, the meeting of the MDTA Board was adjourned by general consensus at 12:54 p.m.

The next MDTA Board Meeting will be held on August 27, 2015 at 9:00 a.m. at the Point Breeze Headquarters, 2310 Broening Highway, Baltimore, Maryland 21224.

APPROVED AND CONCURRED IN:

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Pete K. Rahn, Chairman



MARYLAND TRANSPORTATION AUTHORITY

STATEMENT FOR CLOSING A MEETING

LOCATION: Maryland Transportation Authority
Point Breeze Headquarters Building
2310 Broening Highway.
Baltimore, Maryland 21224

DATE: July 30, 2015

TIME:

MOTION BY: LOAHY

SECONDED BY: SOL

VOTE TO CLOSE SESSION:

Table with 5 columns: Name, AYE, NAY, ABSTAIN, ABSENT. Lists names like Rev. Dr. William C. Calhoun, Sr. and others with corresponding vote checkboxes.

STATUTORY AUTHORITY TO CLOSE SESSION
GENERAL PROVISIONS ARTICLE, §3-305(b)

- (1) [X] To discuss:
(i) the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of appointees, employees, or officials over whom it has jurisdiction; or
(ii) any other personnel matter that affects 1 or more specific individuals.
(2) [ ] To protect the privacy or reputation of individuals with respect to a matter that is not related to public business.
(3) [ ] To consider the acquisition of real property for a public purpose and matters directly related thereto.
(4) [ ] To consider a matter that concerns the proposal for a business or industrial organization to locate, expand, or remain in the State.

**STATEMENT FOR CLOSING A MEETING**

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- (5) [ ] To consider the investment of public funds.
- (6) [ ] To consider the marketing of public securities.
- (7) [ ] To consult with counsel to obtain legal advice.
- (8) [ ] To consult with staff, consultants, or other individuals about pending or potential litigation.
- (9) [ ] To conduct collective bargaining negotiations or consider matters that relate to the negotiations.
- (10) [ ] To discuss public security, if the public body determines that public discussion would constitute a risk to the public or to public security, including:
  - (i) the deployment of fire and police services and staff; and
  - (ii) the development and implementation of emergency plans.
- (11) [ ] To prepare, administer, or grade a scholastic, licensing, or qualifying examination.
- (12) [X] To conduct or discuss an investigative proceeding on actual or possible criminal conduct.
- (13) [ ] To comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter.
- (14) [ ] Before a contract is awarded or bids are opened, discuss a matter directly related to a negotiating strategy or the contents of a bid or proposal, if public discussion or disclosure would adversely impact the ability of the public body to participate in the competitive bidding or proposal process.

**TOPICS TO BE DISCUSSED:**

The Meeting will be closed under § 3-305(b)(1) and (12) of the General Provisions Article of the Annotated Code of Maryland, to discuss the resignation and replacement of the Executive Director; and to discuss a pending criminal investigation into an incident at the Baltimore Harbor Tunnel on July 15, 2015.

**REASON FOR CLOSING:**

To discuss matters that are permitted by statute to be discussed during a closed session of a meeting of a public body.



**PRESIDING OFFICER**