

MARYLAND TRANSPORTATION AUTHORITY
AUTHORITY MEETING
THURSDAY, MARCH 27, 2014
2310 BROENING HWY, BALTIMORE, MD 21224

OPEN SESSION

Wilson Parran, Acting Chair

MEMBERS ATTENDING:

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

STAFF ATTENDING:

Eric Backes
Percy Dangerfield
Donna DiCerbo
Trudy Edwards
David Ferrara
Patrick Fleming
Allen Garman
Bruce Gartner
Meshelle Howard
Doug Hutcheson
Derek Jones
Col. Mike Kundrat
Kimberly Millender, Esquire
Cathy Beasley-Pope
Sheila Rivers
Deborah Sharpless
Cheryl Sparks
Alison Williams
Dan Williams

OTHERS ATTENDING:

Bill Miley, JMT
Sam Sidh, MDOT

At 9:10 a.m. Acting Chair Wilson Parran called the meeting of the Maryland Transportation Authority (“MDTA”) Board to order.

APPROVAL – OPEN SESSION MINUTES OF FEBRUARY 27, 2014

Upon motion by Member P. Jack Basso and seconded by Member Rev. Dr. William Calhoun, Sr., the Open Session meeting minutes of the MDTA Board Meeting held on February 27, 2014 were unanimously approved.

APPROVAL – 2004 SERIES REVENUE BONDS:

Mr. Allen Garman requested approval to exercise the call option for the Series 2004 bonds on July 1, 2014. On March 13, 2014, the Finance Committee concurred with management’s recommendation to use \$54.495 million of Series 2004 bonds. It is economic to exercise the call option on July 1, 2014 and payoff the bonds using unrestricted cash. Calling the 5% coupon bonds will result in material net carry savings.

Upon motion by Member Basso and seconded by Member A. Bradley Mims, the Members unanimously approved the 2004 Series Revenue Bonds Call/Payoff.

APPROVAL CONTRACT - MODIFICATIONS:

- **CONTRACT CHANGE ORDERS FOR CONTRACT NO’s. MAA-CO-13-017 AND MAA-CO-12-004 PASSENGER FACILITY CHARGE (PFC) REVENUE BONDS, SERIES 2012B AND CONSOLIDATED RENTAL CAR FACILITY (CRCF) BONDS, SERIES 2002**

Ms. Alison Williams requested approval for change orders for Contract MAA-CO-12-004 and Contract MAA-CO-13-017 by the Maryland Aviation Administration (MAA) relating to runway safety projects at Baltimore/Washington International (BWI) Thurgood Marshall Airport; and proposed Improvements at the CRCF which will be funded with Customer Facility Charges (CFCs) constituting pledged revenues for CRCF Bonds. This item was reviewed by the Finance Committee and recommended to the MDTA Board for approval.

PFC Contract Modifications

On October 24, 2013, the MDTA Board approved Contract No. MAA-CO-12-004 awarded to P. Flanagan in the original amount of \$2,683,778.00 for paving work on Taxiway C. MAA has since determined that a contract reduction of \$1,800,000.00 is necessary due to revised Federal Aviation Administration (FAA) taxiway design guidelines that affect this project. The adjusted contract amount is for \$883,799.40.

On May 23, 2013, the MDTA Board approved Contract No. MAA-CO-13-017 awarded to Gray & Son in the original amount of \$4,959,398.00 for improvements to the runway safety area on Runway 15L-33R. MAA has since determined that an increase of \$690,000.00 is necessary due to

unforeseen conditions and additional FAA requirements. The adjusted contract amount is for \$5,649,398.00

CRCF \$1,976,000.00 Proposed Project Improvements

MAA has determined after meeting with the rental car companies that certain improvements to the CRCF are advisable. MAA has estimated that all of these improvements will total \$1,976,000.00, and that sufficient funding is available from CFCs on deposit in the Facility Improvement Fund held by the trustee, The Bank of New York Mellon. MAA is requesting MDTA's agreement to expend such funds. The Facility Improvement Fund held \$23.8 million as of February, 2014. The use of such funds is authorized by Section 4.08 of the Trust Agreement. The rate covenant requirement is 1.25; and for FY 2013, the rate covenant was at 1.58 indicating sufficient pledged revenues.

The PFC Financing Agreements between MAA and MDTA require MDTA to approve any new contracts (or material changes to approved contracts) prior to submission to the Board of Public Works for approval when the contracts are funded with PFC bond proceeds. MAA must also provide MDTA with project updates.

The CRCF Financing Agreement between MAA and MDTA requires that MDTA agree to Project Improvements that are funded with pledged revenues (which are the CFCs on deposit in the Facility Improvement Fund). In December, 2011 MAA obtained MDTA Board approval for \$6.8 million in Improvements at the CRCF. These projects included improvements to the Customer Service and Bus Maintenance Buildings, rehabilitation of Stormwater Ponds, maintenance work on the Parking Garage Structure, and mid-life Bus Fleet refurbishment. MAA has determined that as of December, 2013, most of these projects are substantially complete and the revised total project cost estimate is \$6.1 million.

Upon motion by Member Basso and seconded by Member Mary Halsey, the Members unanimously approved the modifications to Contract No.'s MAA-CO-12-004 and MAA-CO-13-017 relating to runway safety projects at BWI Marshall Airport and the proposed improvements at the CRCF which will be funded with CFCs constituting pledged revenues of the CRCF Bonds.

**APPROVAL – LICENSE AGREEMENT FOR INTERCOUNTY CONNECTOR (ICC)
SIGNS ON SHADY GROVE METRO ACCESS ROAD**

Ms. Cathy Beasley-Pope requested approval for delegated Authority to the Executive Director to sign the License Agreement for the ICC signs on Shady Grove Metro Access Road. This item was presented to the Capital Committee and recommended to the MDTA Board for approval.

As part of the ICC project, the State Highway Administration (SHA) installed concrete foundations for two (2) overhead sign structures for and on behalf of MDTA on property owned by the Washington Metropolitan Area Transit Authority (WMATA).

WMATA allowed SHA to complete the installation of the overhead component of the signs in accordance with the terms of a letter dated September 9, 2010 from Thomas R. Robinson, Jr., Director, Joint Development and Adjacent Construction of WMATA, to Melinda Peters, Administrator of SHA.

The location of the two signs and associated fiber optic communication cables and lighting and power connections are noted in the License Agreement. The License Agreement formalizes the terms and conditions necessary to allow the signs to remain on WMATA property and for MDTA to have continued access to WMATA's property to maintain these signs.

Upon motion by Member Calhoun and seconded by Member Mims, the Members unanimously approved the delegated authority to the Executive Director to sign the License Agreement for the ICC signs on Shady Grove Metro Access Road.

APPROVAL – QUARANTINE ROAD INTERCHANGE/TRUCK CHECK WEIGH STATION

Ms. Cathy Beasley Pope requested approval to transfer a parcel of land, not required for the construction of the Quarantine Road Interchange project, back to Courtland and St. Paul St. Associates, Inc. ("CAPSA") in accordance with the terms of an Agreed Inquisition and to delegate Authority to the Executive Director to execute any and all related documents once finalized. This item was reviewed by the Capital Committee and recommended to the MDTA Board for approval.

Included in the Agreed Inquisition is a statement that if after completion of the project, a parcel, containing approximately one acre, labeled "Staging and Stockpile Area," was no longer needed for any State transportation purpose, the property could be declared excess property and returned to CAPSA. It was determined that this parcel is not required for the construction of the project, and it may be returned to CAPSA as set forth. Plat number 59668 has been created to show the location and size of the parcel. A conveyance deed is in the process of being drafted. The property will need to proceed through the modal clearance process as well as receive Board of Public Works approval before the property can be transferred to CAPSA.

Upon motion by Member Calhoun and seconded by Member Michael Whitson, the Members unanimously approved to transfer a parcel of land, not required for the construction of the Quarantine Road Interchange Project, back to CAPSA and to delegate Authority to the Executive Director to execute any and all related documents when finalized.

APPROVAL – RESOLUTIONS 14-01 AND 14-02

Ms. Kimberly Millender requested approval for MDTA Resolutions 14-01 and 14-02. Resolution 14-01 will update and add to the delegations from the MDTA Board to the Executive Director under current Resolution No. 12-05 and Resolution No. 14-02 will update the change in title for the Executive Director. Both proposed resolutions were reviewed and recommended for approval by the Capital and Finance Committees.

Upon motion by Member Basso and seconded by Member Calhoun, the Members unanimously approved Resolution No. 14-01 to add the delegations from the MDTA Board to the Executive Director under Resolution No. 12-05 and Resolution No. 14-02 to change in title for the Executive Director.

APPROVAL CONTRACT – AWARD

- **CONTRACT NO. FT 2611-000-006 REMOVAL AND REPLACE WEATHERING STEEL HIGH MAST LIGHT POLES**

Ms. Donna DiCerbo requested approval for Contract No. FT 2611-000-006 for the Removal and Replace Weathering Steel High Mast Light Poles. This procurement was reviewed by the Capital Committee and recommended to MDTA Board for approval.

The work to be performed under this contract extends from Joh Avenue to Pulaski Highway along I-95 in Baltimore City. The scope of work includes but is not limited to the following: removal of existing weathering steel high mast light poles along I-95 mainline, ramps and surface street roadways; removal of existing pole stubs and exposed anchor bolts on existing foundations; removal of existing foundations in mowed areas to one foot below grade and backfilling, and removal of three foot below grade in rail road right-of-way; modification of existing foundations to accommodate new poles; installation of new foundations and high mast light poles and luminaries; installation of new manholes, junction boxes and conduit to accommodate new electrical cable; installation of new electrical cable for new high mast light poles, existing poles with in the project limits to remain and existing overhead cantilever sign structures; removal of existing median barrier and installation of new 42 inch barrier along I-95; and provide required maintenance of traffic for construction operations.

Four (4) bids were received ranging from 42.91% above to 10.19% below the Engineers Estimate of \$15,255,021.00. Midasco, LLC was the lowest responsive and responsible bidder. This solicitation was advertised with a Minority Business Enterprise (MBE) participation goal of twenty nine percent (29%) with subgoals of seven percent (7%) for African-American owned companies and four percent (4%) for Asian-American owned companies. This solicitation also contained a one percent (1%) participation goal for Veteran-owned Small Businesses. Midasco, LLC submitted a MBE plan and VSBE plan that exceeded the goal.

Upon motion by Member Calhoun and seconded by Member Mims, the Members unanimously approved Contract FT 2611-000-006 Remove and Replace Weathering Steel High Mast Light Poles along I-95 to Midasco, LLC in the amount of \$13,700,000.00.

- **CONTRACT NO. KH 1405-000-006R ETL STREAM RESTORATION & WHITE MARSH RUN MITIGATION**

Ms. Donna DiCerbo requested approval for Contract No. KH 1405-000-006R for the ETL Stream Restoration & White Marsh Run Mitigation. This item was presented to the Capital Committee and recommended for MDTA Board approval.

The project purpose is to restore White Marsh Run, create wetlands and vernal pools, and restore/enhance wetlands including invasive species management. All work is to be done in the 183-acre area known as White Marsh Run Mitigation Site.

Three bids were received ranging from 0.13% above to 13.08% below the Engineers Estimate of \$4,891,843.75. Environmental Quality Resources, LLC (EQR) is the lowest responsive and responsible bidder. A bid justification was conducted and EQR was determined to be fair and reasonable. The Minority Business Enterprise (MBE) participation goal for this contract is thirty percent (30%) with subgoals of seven percent (7%) for African-American owned companies, and four percent (4%) for Asian-American owned companies. This contract also contained a minimum Veteran-owned Small Business (VSBE) goal of two percent (2%). Environmental Quality Resources, LLC submitted a MBE plan that exceeded the MBE participation goal.

Upon motion by Member Calhoun and seconded by Member Mims, the Members unanimously approved Contract KH 1405-000-006R ETL Stream Restoration & White Marsh Run Mitigation to Environmental Quality Resources, LLC in the amount of \$4,251,789.53.

- **CONTRACT NO. 20140002 HAZMAT REMOVAL MDTA WIDE**

Ms. Donna DiCerbo requested approval for Contract No. 20140002 for Hazmat Removal MDTA Wide. This item was reviewed by the Finance Committee and recommended to the MDTA Board for approval. Approval of this contract is contingent upon the approval of the Board of Public Works (BPW).

This is a contract for hazardous and non-hazardous material response as requested by the MDTA. Services include responses to spills/releases at MDTA facilities and removal of hazardous and non-hazardous materials generated by MDTA facilities or abandoned on MDTA property.

Six (6) bids were received ranging from \$409,427.60 to \$213,988.60. Clean Venture, Inc. is the lowest responsive and responsible bidder. As its bid was forty-eight percent (-48%) below the estimated funding anticipated for these services, a bid justification was conducted and the bid was determined to be fair and reasonable. Due to the hazardous waste regulatory requirements governing work required for this contract and the limited scope of work, no Minority Business Enterprise (MBE) or Veteran Owned Small Business (VSBE) goal, or Small Business Reserve (SBR) designation was established. The contract did contain a Small Business Preference for up to five percent (5%); however, the second lowest bidder exceeded this percentage and was not determined to be the lowest responsive and responsible bidder.

Upon motion by Member Basso and seconded by Member Whitson, the Members unanimously approved Contract No. 20140002 Hazmat Removal – Authority Wide to Clean Venture, Inc. in the amount of \$213,988.60.

UPDATE – AUDIT COMMITTEE

Member Mary Halsey gave an update on the March 18, 2014 meeting of the Audit Committee:

- Member Halsey reported that the Office of Audit is on track to complete the Audit Plan for FY 2014.
- Two internal audit reports were presented and the Committee was satisfied with the results.
- Management presented its quarterly update on the status of implementing corrective actions for the findings disclosed in a prior audit of MDTA's Information Technology General Controls. The Committee was satisfied with management's progress.
- Management presented its Inventory Control Assessment plan for ensuring the MDTA is in compliance with the Department of General Services inventory control regulations.
- The Audit Committee received a verbal update by Management on the status of the financial compliance audit being conducted by the Office of Legislative Audits. The audit is nearly finished and the audit report is expected to be received in April 2014.

UPDATE – LEGISLATIVE UPDATE

Mr. Patrick Fleming updated the members about legislation affecting the MDTA, which included: two pieces of proposed legislation to prohibit and require conversion of certain legacy facilities to All Electronic Tolling; multiple pieces of proposed legislation that would allow for the subtraction of tolls from state income tax liability; increasing the speed limit on the Intercounty Connector/MD 200; and legislation that would require a savings plan for the funding of an Environmental Impact Study on a new Bay Crossing.

At 9:31 a.m. upon motion by Member Calhoun and seconded by Member Basso the Members unanimously voted to move into Closed Session pursuant to Section 10-508(a)(7) and (8) of the State Government Article of the Annotated Code of Maryland to consult with counsel to obtain legal advice and discuss approval of a sole source contract for confidential services in connection with potential litigation under MDTA Contract No. BB 2512. The following persons were present during the Closed Session: Wilson Parran, Acting Chair, Peter J. Basso, Rev. Dr. William Calhoun, Sr., Mary Beyer Halsey, William K. Hellmann, Arthur Hock, A. Bradley Mims, Michael J. Whitson, Bruce Gartner, Deborah Sharpless, Kimberly Millender, Esq., David Ferrara, Dan Williams, Cheryl Sparks, Derek Jones, Doug Hutcheson, Sam Sidh and Trudy Edwards.

At 9:39 a.m. a motion was made by Member Basso and seconded by Member Whitson, with the unanimous approval of the Members, to adjourn the Closed Session and return to Open Session.

RATIFICATION TAKEN DURING CLOSED SESSION

Upon motion by Member Whitson and seconded by Member Mims, the Members ratified their unanimous vote in Closed Session to approve the sole source contract for confidential services in connection with potential litigation under MDTA Contract No. BB 2512.

There being no further business, the meeting of the MDTA Board was adjourned by general consensus at 10:16 a.m.

The next MDTA Board Meeting will be held on April 24, 2014 at 9:00 a.m. at MDTA's Point Breeze headquarters, 2310 Broening Highway, Baltimore, Maryland 21224.

APPROVED AND CONCURRED IN:

Wilson Parran, Acting Chair



MARYLAND TRANSPORTATION AUTHORITY

STATEMENT FOR CLOSING A MEETING

LOCATION: Maryland Transportation Authority
2310 Broening Highway
Baltimore, Maryland

DATE: March 27, 2014

TIME: 9:00 a.m.

MOTION BY: Rev Calhoun

SECONDED BY: J. Basso

VOTE TO CLOSE SESSION:

Table with 5 columns: Name, AYE, NAY, ABSTAIN, ABSENT. Rows include Rev. Dr. William C. Calhoun, Sr., Michael J. Whitson, Peter J. Basso, Mary Beyer Halsey, A. Bradley Mims, Arthur Hock, William K. Hellmann, P.E., and Chairman.

STATUTORY AUTHORITY TO CLOSE SESSION

STATE GOVERNMENT ARTICLE, §10-508(a)

- (1) [] 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.
(5) [] To consider the investment of public funds.

STATEMENT FOR CLOSING A MEETING

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- (6) [] To consider the marketing of public securities.
- (7) [X] To consult with counsel to obtain legal advice.
- (8) [X] 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) [] 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 Section 10-508(a)(7) and 10-508(a)(8) of the State Government Article of the Annotated Code of Maryland to consult with counsel to obtain legal advice and discuss approval of a sole source contract for confidential services in connection with potential litigation under MDTA Contract No. BB-2512.

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