



MIAMI-DADE EXPRESSWAY AUTHORITY

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TO: MDX Board Members

FROM: Pamela Leslie, MDX General Counsel

SUBJECT: Matters of clarification related to the March 19, 2013 Board Meeting

CC: Javier Rodriguez, MDX Executive Director; MDX Deputy Directors

DATE: Friday, April 05, 2013

Since March 19th's Board Meeting, a good bit of discussion has occurred relating to various statements during and subsequent to the Board meeting, some of which have been made by the Board Chair. In order to collectively advise the Board, a written explanation seems the most effective way to address these factual, procedural and legal issues being discussed.

I have personally and carefully reviewed the video recording of the Board Meeting. In light of some public impressions that have been expressed in the media, I want to make clear what did and or did not occur during the March 19th Board Meeting and how those facts impact the Authority as we move forward. It is critical that the Board, elected officials and members of the public have accurate and realistic expectations relating to expect the Authority's April Board Meeting. Therefore, I note the following:

1. Two Resolutions were endorsed to the Board for action by the appropriate standing committee(s) and were made part of the meeting call. The Resolutions along with their referenced attachments were forwarded to each Board Member in accordance with the Authority's Bylaws and Policies and were available to the public.
2. A public hearing was opened for comment on both Resolutions and after all members of the public who wished to speak had an opportunity to do so, the Chair asked for and received a motion and second to conclude the Public Hearing. By a unanimous vote, **the Board closed the Public Hearing**.
3. Approximately a quarter hour into the Board Meeting, the Chair announced that after the Public Hearing, he would take the Motions as endorsed out of the Committees, and the discussion would follow Roberts Rules of Order. After laying out the procedures that he intended to follow for the Public Hearing and the vote on the Resolutions, the Chair inquired if there were any questions as to the procedures to be followed. Board Member Wartman asked for a clarification as to the scope of the Public Hearing, which he received. **There were no other questions or objections, no Points of Order were raised, and no parliamentary inquiries were made.**
4. During Board debate on Resolution 13-05, when Board Member Gutierrez asked if she could offer an amendment to the Motion to adopt Resolution 13-05, the Chair stated that he would require a vote on the Resolution as endorsed by the Budget and Finance Committee. He then indicated that if it "goes down," he would recognize Member Gutierrez to make another motion. The maker of the Motion to adopt Resolution 13-05 did not indicate acceptance of any modification to the Motion.



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5. Roll call votes on each of the Resolutions were taken and both resolutions were passed by a majority of the Board. **As a result, the Authority has a newly adopted Toll Policy. It also has newly established Toll Rates for SR 112 and SR 836 to take effect upon conversion of those facilities to Open Road Tolling.**
6. Very near the end of the Board meeting, the Chair made some comments that he acknowledges has generated some confusion and were incorrect. The Chair did not have the ability to unilaterally re-open the Public Hearing and in fact no Motion to that effect was made by any Board Member. The Chair did state that "we have a passed Motion," which is unequivocally correct. The meeting was properly adjourned pursuant to a Motion, second and voice vote of a majority of the Board. The Chair and I have discussed his statements and he regrets his statement that the Public Hearing could be continued, contrary to the official unanimous vote of the Board.
7. Section 5.4(a)(i),(ii) and most specifically, subparagraph (iv) of the MDX Bylaws, require that any proposed imposition or revision to Authority tolls be reviewed by the Budget and Finance Committee. The Chair's referral of Ms. Gutierrez' alternate toll rate suggestion to that Committee for review was in keeping with this requirement of the Bylaws. The Budget and Finance Committee Chair has indicated that the next Committee Meeting will occur earlier in the afternoon of April 30, 2013, prior to the next Board Meeting.

Again, my purpose in writing this memo is to clarify expectations for the April 30, 2013 Board Meeting. The Authority's Bylaws and Policies require that any proposed revision to adopted tolls must first be reviewed by the Budget and Finance Committee. The Authority's Public Involvement Policy and Toll Policy require that any modification to tolls be the subject of at least one Public Review, preceded by public notice published in specified manners and specified times, and thereafter must be the subject of a Public Hearing. Given these procedural and policy requirements, there should be no public expectation that either a Public Hearing or another vote on toll rates will occur at the April 30, 2013 Board Meeting.

These clarifications are offered with the utmost respect for and after consultation with the Chair and with deepest respect and regard for all of the Authority's Members. The MDX staff will continue to carry out the Board's wishes as reflected in its official votes and adopted Bylaws and Policies. Thank you for your continued support and patience.