

MARYLAND TRANSPORTATION AUTHORITY
BOARD MEETING
THURSDAY, AUGUST 27, 2020
OPEN MEETING VIA CONFERENCE CALL

OPEN SESSION

Gregory Slater, Chairman

MEMBERS ATTENDING:

Dontae Carroll
William H. Cox, Jr.
William C. Ensor, III
W. Lee Gaines, Jr.
Mario J. Gangemi
Cynthia D. Penny-Ardinger, Esq.
Jeffrey S. Rosen
John F. von Paris

STAFF ATTENDING:

Nafez Alqasem	Lt. Col. Lucy Lyles
Col. Kevin Anderson	Jeanne Marriott
Percy Dangerfield	Kimberly Millender, Esq.
Donna DiCerbo	Kenneth Montgomery
Jacqueline Djomo	Ebony Moore
Allen Garman	Mary O'Keeffe
David Goldsborough	John O'Neill
Chantelle Green	Will Pines
Lynnea Green	James F. Ports, Jr.
Valencia Hainesworth	Bradley Ryon
Kelly Harper	John Sales
Amber Harvey	Deb Sharpless
Natalie Henson	Colin Sweetin
Joseph Jachelski	Anthony Tabasco
April King	Christina Thompson
Cheryl Lewis-Orr	Russ Walto

OTHER ATTENDEES:

Al Carr, Delegate, State of Maryland
Alex Choi, Policy Advisor to Chief of Staff, Governor's Office
James Kruszynski, President, FOP Lodge 34
Kelly Morrison, Consultant, CDM Smith
Sean Powell, Deputy Secretary, MDOT

At 9:02 a.m. Chairman Gregory Slater called the meeting of the Maryland Transportation Authority (MDTA) Board to order. With this open meeting being done via conference call, a roll call of participants was taken by Ms. Natalie Henson to ensure the minutes accurately reflected those persons on the call and to ensure a quorum of the Board was present.

APPROVAL – OPEN AND CLOSED SESSION MEETING MINUTES OF JULY 30, 2020

Upon motion by Member William H. Cox, Jr. and seconded by Member Jeffrey S. Rosen, the open and closed session meeting minutes of the MDTA Board meeting held on July 30, 2020 were unanimously approved.

APPROVAL – CANTON RAILROAD

Ms. Deborah Sharpless requested approval from the Maryland Transportation Authority (MDTA) Board Members of the proposed Canton Development Corporation, Inc. (Canton) Board of Directors and designation of the Chief Financial Officer or designee as proxy to attend the Annual Meeting of stockholders of Canton on September 30, 2020 to vote to approve the election of the Canton Board of Directors.

Ms. Sharpless explained that the MDTA is the sole stockholder of Canton and the day-to-day operations of Canton are managed by Mr. John Magness, the President and CEO, with the oversight of a Board of Directors. Per the Corporate By-Laws, the stockholders are to gather annually and elect the members of the Board of Directors.

As the sole stockholder of Canton, the MDTA must vote on the election of members of the Canton's Board of Directors at Canton's Annual Meeting. Prior to 2019, the Canton Board consisted of six Directors, including a MDTA board member who serves in an ex officio capacity. Mr. William H. Cox, Jr. serves in this role. The Directors serve three-year terms and the terms are staggered, resulting in the election of two Directors each year. In 2019, the MDTA Board approved an additional Director due to the outstanding qualifications of the individuals interested in serving as Directors.

The MDTA recommends the reappointment of Mr. William Hellmann and Mr. J. Robert Huber. Their reappointments are strongly endorsed by Mr. John Magness and Mr. William H. Cox, Jr.

Upon motion by Member Mario Gangemi and seconded by Member W. Lee Gaines, Jr., the Members unanimously approved the Canton Railroad Board of Directors and the designation of the Chief Financial Officer as proxy to attend the Annual Meeting of Stockholders to vote.

APPROVAL – CONTRACT AWARD

- **Project No. AE-2018-01A – Comprehensive Project Planning and Miscellaneous Consulting Services – Contract No. AE-3045-0000**

Ms. Donna DiCerbo requested approval to execute Contract No. AE-3045-0000 from Project No. AE-2018-01A Comprehensive Project Planning and Miscellaneous Consulting Services with RK&K in the bid amount of \$7,000,000.00.

The services provided under this contract will include project planning, environmental services and miscellaneous consulting services including revenue and expense forecasting, toll analysis, right of way real estate services, travel forecasting, public relations, studies pertaining to operating systems and working on behalf of MDTA to review documents pertaining to traffic developed by others as directed by MDTA. Assignments may vary from providing travel forecasting data including transit use, developing secondary and cumulative effects analyses and conducting community involvement activities to completing environmental documents meeting the requirements of the National Environmental Policy Act (NEPA) and the Maryland Environmental Policy Act (MEPA), as applicable to MDTA projects. Consultants may also be required to provide supplemental staffing as needed. Specific assignments are expected to vary depending on MDTA's needs throughout the life of the contract.

Upon motion by Member W. Lee Gaines, Jr. and seconded by Member Mario Gangemi, the Members unanimously gave approval to execute Contract No. AE-3045-0000 from Project No. AE-2018-01A Comprehensive Project Planning and Miscellaneous Consulting Services.

- **Project No. AE-2018-01B – Comprehensive Project Planning and Miscellaneous Consulting Services for SBR Project Planning Services – Contract No. AE-3048-0000**

Ms. Donna DiCerbo requested approval to execute Contract No. AE-3048-0000 from Project No. AE-2018-01B Comprehensive Project Planning and Miscellaneous Consulting Services for SBR Project Planning Services with Wilson T. Ballard in the bid amount of \$2,000,000.00.

The services provided under this contract will include project planning, environmental services and miscellaneous consulting services including revenue and expense forecasting, toll analysis, right of way real estate services, travel forecasting, public relations, studies pertaining to operating systems and working on behalf of MDTA to review documents pertaining to traffic developed by others as directed by MDTA. Assignments may vary from providing travel forecasting data including transit use, developing secondary and cumulative effects analyses and conducting community involvement activities to completing environmental documents meeting the requirements of the National Environmental Policy Act (NEPA) and the Maryland Environmental Policy Act (MEPA), as applicable to MDTA projects. Consultants may also be required to provide supplemental staffing as needed. Specific assignments are expected to vary depending on MDTA's needs throughout the life of the contract.

Upon motion by Member Mario Gangemi and seconded by Member W. Lee Gaines, Jr., the Members unanimously gave approval to execute Contract No. AE-3048-0000 from Project No. AE-2018-01B Comprehensive Project Planning and Miscellaneous Consulting Services for SBR Project Planning Services.

- **Project No. AE-2019-01A – Construction Management and Inspection Services - Contract Nos. AE-3059-0000, AE-3062-0000, AE-3064-0000, AE-3067-0000, AE-3068-0000, and AE-3069-0000**

Member John F. von Paris and MDTA Chief Engineer Will Pines recused themselves from this agenda item prior to the presentation by muting their phones and they did not participate in the discussion or vote.

Ms. Donna DiCerbo requested contingent approval to execute Contract Nos. AE-3059-0000, AE-3062-0000, AE-3064-0000, AE-3067-0000, AE-3068-0000, and AE-3069-0000 from Project No. AE-2019-01A Construction Management and Inspections Services as follows:

- AE-3059-0000 – RK&K in the bid amount of \$16,000,000.00;
- AE-3062-0000 – WSP/Wallace Montgomery in the bid amount of \$16,000,000.00;
- AE-3064-0000 – Whitman, Requardt & Associates in the bid amount of \$13,000,000.00;
- AE-3067-0000 – DFI/Pennoni/CES – Tri-Venture in the bid amount of \$11,000,000;
- AE-3068-0000 – AECOM in the bid amount of \$11,000,000.00; and
- AE-3069-000 – Stantec/EBA Engineer in the bid amount of \$11,000,000.

The services to be performed under these contracts are Comprehensive Construction Management and Inspection (CMI) Services for the Maryland Transportation Authority (MDTA). The consultants shall provide professional Construction Management Services related to supplementing and supporting the construction phase of the MDTA Consolidated Transportation Program. The consultants shall perform services in the following general areas: service shall include, but not be limited to; constructability reviews, conduct detailed inspections of all construction work including erosion and sediment control contract compliance, maintenance of traffic, detail materials testing, critical path method cash flow schedules, document control and assist the MDTA's compliance officers with monitoring and enforcement of Minority Business Enterprise goals.

Upon motion by Member William H. Cox, Jr. and seconded by Member William C. Ensor, III, the Members unanimously gave contingent approval to execute Contract Nos. AE-3059-0000, AE-3062-0000, AE-3064-0000, AE-3067-0000, AE-3068-0000, and AE-3069-0000 from Project No. AE-2019-01A Construction Management and Inspections Services.

Member John F. von Paris and Chief Engineer Will Pines re-joined the meeting.

- **Contract No. J01B06000040 – Citilog Incident Detection System Maintenance Contract**

Ms. Donna DiCerbo requested approval to execute Contract No. J01B06000040 Citilog Incident Detection System Maintenance Contract with Citilog, Inc. in the bid amount of \$466,882.00.

The primary purpose for this sole source contract will be to provide full-service software maintenance and service plan (including repairs) for Citilog's Incident Detection System (IDS). The primary purpose of the IDS is to detect stopped vehicles inside the tunnels, on bridges and roadways using video images from CCTV cameras. A sole-source procurement is required because Citilog, Inc. is the developer of the proprietary software and only technicians from Citilog, Inc. can provide maintenance and upkeep of the system.

Upon motion by Member William C. Ensor, III and seconded by Member Dontae Carroll, the Members unanimously gave approval to execute Contract No. J01B06000040 Citilog Incident Detection System Maintenance Contract.

- **Contract No. MT-3118-0000 – Weigh Scales Maintenance Contract Renewal**

Ms. Donna DiCerbo requested approval to execute Contract No. MT-3118-0000 Weigh Scales Maintenance Contract Renewal with Mettler Toledo in the bid amount of \$742,097.00.

This a sole source procurement. The scope of work involves maintenance work for a period of five years to maintain the weigh stations at six different locations. This warranty will cover routine maintenance activities as well as any other corrective actions necessary to keep the weigh stations functioning. The weigh stations included under this warranty are located at I-95 southbound and northbound at the JFK toll facility, US 40 eastbound and westbound at the Hatem Bridge facility, and US 50/301 eastbound and westbound at the Bay Bridge facility. Other minor maintenance activities related to weigh station operations may be included in this contract as well.

A sole source procurement was required for this project as the scales were constructed under Contract MA-2695-0000 by Mettler Toledo and have been maintained to date by Mettler Toledo. MDTA owns a warranty on the scales with Mettler Toledo, which would be void if any other entity performs maintenance activities or improvements on the scales.

Upon motion by Member W. Lee Gaines, Jr. and seconded by Member William H. Cox, Jr., the Members unanimously gave approval to execute Contract No. MT-3118-0000 Weigh Scales Maintenance Contract Renewal.

APPROVAL – DEBT POLICY

Mr. Allen Garman requested MDTA Board approval of the MDTA's Debt Policy.

The Debt Policy contains elements of State law, Trust Agreement covenants, and provisions to ensure credit strength, with the goal of maintaining strong bond market access at the lowest possible financing rates. Mr. Garman noted that following a recent review of the Debt Management Policy by internal staff and the MDTA's two municipal advisory firms, no changes to the policy were recommended.

Upon motion by Member William C. Ensor, III and seconded by Member W. Lee Gaines, Jr., the MDTA Debt Policy was unanimously approved.

APPROVAL – QUARTERLY REVIEW OF THE INVESTMENT STRATEGY AND PERFORMANCE

Mr. Allen Garman requested MDTA Board approval to continue with the current investment strategy.

Mr. Garman explained that for the trailing twelve-month period ended June 30, 2020, the investment strategy was in line with the MDTA's Investment Policy and the investment portfolio's total return performance was commensurate with the benchmark index. No changes in performance strategy or benchmark are recommended for the core unrestricted reserve accounts.

He further explained that the MDTA Board approved an investment strategy and benchmark change at its February 27, 2020 meeting to lengthen the average maturity of certain unrestricted reserves to 7.5-years from the current 3-years, as well as the associated Effective Duration to 6.9 from 2.7. Implementation of this strategy change is indefinitely delayed as a result of the pandemic and associated bond market volatility and dislocations. The Investment Committee will continue to update the Finance Committee on bond market conditions and the potential timing of the revised investment strategy implementation.

Upon motion by Member Jeffrey S. Rosen and seconded by Member Dontae Carroll, continuation of the current investment strategy was unanimously approved.

UPDATE – QUARTERLY REVIEW ON TRAFFIC AND REVENUE

Ms. Deb Sharpless updated the MDTA Board with a year-to-date update regarding the MDTA's traffic and toll revenue trends compared to the forecast.

Ms. Sharpless noted that for the year ending June 30, 2020, systemwide actual transactions and revenue were 1.3 percent and 0.9 percent below the COVID-19 adjusted forecast, respectively. The COVID-19 pandemic was the primary cause of the decline. Ongoing construction at MDTA facilities, although to a lesser extent, was also a contributing factor.

UPDATE – PROCUREMENT REPORT ON OPEN CONTRACTS

Ms. Donna DiCerbo presented the MDTA Board with a verbal report on how many contracts are currently open with the MDTA excluding state credit card purchases.

UPDATE – HUMAN RESOURCES COMMITTEE

Member W. Lee Gaines, Jr. presented an update on the Human Resources Committee meeting that took place on August 13, 2020. The Human Resources Committee Members were given an overview of the Hiring Freeze Exception Process; Annual Salary Review for Emergency Dispatcher and Motor Carrier Inspector positions; Job Rotation Program; COVID-19 Pandemic Guidance on Migrating Employees Back to Work; and Entrance Interview Follow-Up.

UPDATE – EXECUTIVE DIRECTOR

Mr. James F. Ports, Jr. gave updates on: Governor Hogan's Announcement that Full-Time All-Electronic Tolling (AET) is now permanent across Maryland; the Future Site of the MD 152 Park and Ride will be the Old Mountain Road location; the Final Action for the MDTA COMAR Electronic Toll Collection and Toll Violation Enforcement has been published in the Maryland Register; and congratulations were given to Deb Sharpless on her nomination to service on the IBTTA Board beginning January 2021 and concluding December 2023.

Prior to conclusion of the meeting, Delegate Al Carr inquired about whether MDTA was ready to live stream by the statutory October 1 deadline. Executive Director Ports responded that MDTA has a plan to make this happen virtually since we are following all recommendations related to COVID-19.

Chairman Slater gave kudos to MDTA staff and the MDTA Police, as well as the State Highway Administration and Maryland State Police, regarding their involvement in the safe resolution to the incident that happened on the Bay Bridge on Friday, August 21.

There being no further business, the meeting of the MDTA Board was adjourned by consensus at 10:07 a.m.

The next MDTA Board Meeting will be held on September 24, 2020 at 9:00 a.m. via Open Meeting Conference Call.

APPROVED AND CONCURRED IN:



Sean Powell, Acting Chairman