



INTEROFFICE MEMORANDUM

Minutes
Roadway Agreement Committee
Public Works Main Conference Room
February 5, 2020

Members Present: Jon Weiss – Planning, Environmental & Development Services Department (Chair)
Diana Almodovar – Development Engineering Division (Vice-Chair)
Renzo Nastasi – Transportation Planning Division
Ghulam Qadir – Engineering Division
Humberto Castillero – Traffic Engineering Division
Paul Sladek – Real Estate Management Division
Eric Raasch – Planning Division

County Staff Present: Roberta Alfonso – County Attorney’s Office
Stephanie Sloane – County Attorney’s Office
Jennifer Cummings – Public Works Engineering Division
Yahaira Gines-Rios – Public Works Engineering Division
Susan Martin – Risk Management Division
Gina Segui – Risk Management Division
Jeff Dunn – Development Services Department
Heather Brownlie – Transportation Planning Division

Mr. Weiss called the meeting to order at 9:05a.m.

Public Comment

Mr. Weiss inquired as to Public Comment - no members of the public wished to speak.

Approval of Minutes

The Committee reviewed the minutes from the January 15, 2020 Roadway Agreement Committee (RAC) Meeting.

Page 2

- Line 72 add “and I-4 was the original destination of retention for Vineland Avenue”
- Line 73 change “will” to “is proposed to”
- Line 74 change the word “will” to “would”
- Line 77 add “Pointe PD” after the word “Vineland”
- Line 81 add the word “was” before the word “generally”
- Line 82 change the word “is” to “was”
- Line 98 add “to the Park” after the word “access”
- Line 99 add “access to the School” after the word “private”

Ms. Almodovar made a motion, with a second by Mr. Castillero, to approve the January 15, 2020 Roadway Agreement Committee Meeting Minutes with changes discussed. Motion carried unanimously.

Activity Summary

- Mr. Weiss reviewed items pending on the Activity Summary.
- Mr. Raasch stated that Town Center West (Silverleaf) is returning to the next DRC
- Mr. Raasch stated that the Gem Groves PD is also returning to the next DRC
- Mr. Weiss indicated that there have been Trip and Credit awards as noted on the Activity Summary

RAC CONSENT AGENDA ITEMS:

- Four Corners Retail Plaza Proportionate Share Agreement
 - Committee Comments: None

Ms. Brownlie noted two changes made to the document to remove the Urban Service Area designation and to revise the Exhibit C to be more legible.

Mr. Sladek made a motion, with a second by Ms. Almodovar to approve the Four Corners Retail Plaza Proportionate Share Agreement with changes discussed. Motion carried unanimously.

Termination of Road Impact Fee Agreement (Pavilion at Sand Lake/Mandarin Drive Extension)

Road Affected: Mandarin Drive

Present: Heather Himes

Previous RAC: (None)

County Staff Present: Chris Testerman

Ms. Alfonso stated that the Termination Agreement was brought before RAC for review and comment only and that no action was needed by the Roadway Agreement Committee. The County Project Manager (CPM), Mr. Testerman, will schedule this item for BCC consideration. The Committee reviewed the draft page by page:

Page 2

- Add header per the boilerplate
- Add an additional Whereas clause per Mr. Sladek to read: “WHEREAS Universal hereby represents and warrants that Universal is currently the sole owner in fee simple of all of the IA property, the Pond Property, the FQP 129 Property, and the UCPM property (as such terms are defined in the Pavilion at Sand Lake Agreement);”
- Section 3 add the word “instrument” to the end of the section
- Add “up to three” counterparts rather than “one or more”
- Section 4 needs to specify that Recording will be at the expense of Universal

Page 4

- County signature page should come before the Universal signature page
- Need to add a line to County signature page for the printed name of the Deputy Clerk

No action taken by the Committee.

Transportation Impact Fee Agreement The Registry on Grass Lake (Added Parcel)

Road Affected: Avalon Road

Present: (No Applicant Present)

Previous RAC: (None)

The Committee reviewed the draft agreement page by page even though no applicant was present:

Page 1

- Line 17 Add parentheses around “Added Parcel” in the Title
- Line 23 Remove period after “LLC”
- Add “, a Florida limited liability company, “ after “LLC”
- Upon closing the agreement will be set up correctly with new signature block – owner to submit title policy

Page 2

- Strike the Whereas clause at lines 53-54 entirely as this was removed from the boilerplate
- Change Header on Page 2 and following to add parentheses to “added Parcel” to match the new title

Page 3

- Ms. Almodovar noted that the option to plat was removed by applicant which is fine if that was the intent
- Mr. Sladek suggested that the brackets be removed from the template to make it non-optional in the future
- Line 93 change “thirty (30)” to “ninety (90)” which has been updated in the boilerplate as the new standard

Page 4

- Line 118 Missing Phase II ESA template language from the boilerplate – needs to be added back in
- Revise subsection 2(d) to reflect boilerplate (see handout for language to replace)

Page 6

- Line 164 remove extraneous period after “LLC”
- Line 166 remove extraneous period after “FL”
- Line 172 remove extraneous period after “FL”

Page 8

- Line 246 add the words “and legal” after the word “attorney” which is now boilerplate language

Page 11

- Need new signature block to reflect correct ownership if to be set up as the original agreement
- Complete notary block information to match the signature block information to be consistent

Exhibits

- Exhibit A needs to be revised to include the revision circulated at the meeting
- Exhibit B needs to be a signed and sealed legal and sketch – cannot have just a digital signature

Mr. Sladek made a motion, with a second by Ms. Almodovar, to approve the Transportation Impact Fee Agreement for the Registry on Grass Lake (Added Parcel) with the changes discussed, subject to final review of exhibits by County Survey, and subject to final review by the committee. Motion carried unanimously.

[BREAK 9:50 a.m. – 10:03 a.m.]

Second Amended and Restated Road Impact Fee Agreement Vineland Pointe Planned Development

Road Affected: Vineland Avenue

Present: Greg Lee, Judah Leiblich

Previous RAC: January 15, 2020

County Staff Present: Damian Czapka, Brian Sanders

Mr. Lee provided an overview of the challenges with the project. Vineland Pointe will donate the ROW needed by FDOT for the Interchange project in return for relief from the obligation to construct the Vineland Avenue improvements.

Mr. Nastasi stated that Orange County asked FDOT for this interchange and has actively pursued this project. Mr. Qadir pointed out that \$5 Million dollars is not sufficient to construct the road improvements. The Committee reviewed the draft agreement page by page:

Page 2

- Lines 52-53 the dates are incorrect and need to be updated to December 17, 2019 and December 27, 2019
- Line 57 Altis is not a defined term – either use the Pride Homes parcel defined term or define Altis

Page 3

- Line 75 add the word “previously” before the word “estimated”
- Line 78 Please add Florida Department of Transportation (FDOT) as a defined term

Page 4

- A date certain for the conveyance to occur to FDOT needs to be included
- An Exhibit for the document between Vineland and FDOT needs to be included
- Lines 91-92 delete since this agreement supercedes all others – restore definitions and cite instead
- Line 100 Section 2.1 need to remove the term “Constructing Owner” and “Non-Constructing Owner”
- Lines 102 – 104 refer to Exhibit E which should be Exhibit C instead
- Line 103 add the word “certain” before the word “section”
- Line 103 change “identified in” to “as generally depicted on”
- Line 104 Change “E” to “C” for the Exhibit reference
- Section 4 delete the reference to Mitigation

Page 5

- Line 126 change the word “conveyance” to “donation”
- Section 3 add “(iii) modified PDS” and “(iv) Design” at the end of Line 126

Page 6

- Line 134 change “binding contract” to “executed agreement”
- Line 141 Change to past tense – no future costs will be reimbursed by County
- Section 5 re-word language to require County to acquire all ROW needed and VPO to turn over all items
- Delete Lines 142-165 – language no longer needed

Page 7

- Line 169 Change term “Constructing Owner” to “VPO”
- Line 169 Change “Design” to defined term “DE&P” to include Mitigation and Permitting

Page 8

- Line 174 Strike Section 6.2 entirely
- Line 183 Remove reference to “E-Project” and reference “CIP Project” instead
- Lines 185 and 186 remove reference to “Constructing Owner”
- Line 187 change timing of PDS and Design from “concurrently” as the PDS is just about complete
- Reference back to Design Scope for design parameters

Page 9

- Line 204 Add a timeframe for the payment of funds
- Lines 207-212 release all holds once the escrowed funds are released

Page 10

- Lines 218-219 Strike subsection (c) entirely
- Lines 227-228 delete reference to \$10 million dollars
- Line 228 add Exhibit G for the Form of FDOT Agreement
- Lines 234-235 Strike concept of credits for ROW efforts – County cannot pay legal fees per ordinance
- Reference the Traffic Study in relation to the 79.9% amount

Page 11

- Revise second bullet of subsection (b) so no credits awarded for Design until 100% complete
- Add language for coordination of efforts by Owner for post-design services under design contract
- Subsection (b) leave bullet 1/modify bullet 2/delete bullet 3/leave bullet 4/strike last paragraph entirely

Page 12

- Strike Lines 261-266 not needed
- Line 276 need to clarify refunds only up to the amount of credits in Transportation Credit Account
- Subsection (d) replace with language from the Fourth Amendment provided by Mr. Sladek

Page 14

- Line 339 Change Limitation of Remedies section to boilerplate section

Page 15

- Line 345 delete “or the agreement”

Page 19 and 21

- Changes to Joinder first page in title and last paragraph as discussed

Exhibits

- Use the two legal descriptions from the Fourth Amendment as Exhibits

Mr. Nastasi made a motion, with a second by Mr. Raasch, to approve the Second Amended and Restated Road Impact Fee Agreement with the changes discussed, subject to final review of exhibits by County Survey, and subject to final review by the committee. Motion carried 6-1 with Engineering voting in the negative.

Mr. Weiss adjourned the meeting at 12:18 p.m.

Section 286.0105, Florida Statutes states that if a person decides to appeal any decision made by a board, agency, or commission with respect to any matter considered at a meeting or hearing, he or she will need a record of the proceedings, and that, for such purpose, he may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based.

In accordance with the Americans with Disabilities Act (ADA), if any person with a disability as defined by the ADA needs special accommodation to participate in this proceeding, then not later than two business days prior to the proceeding, he or she should contact the Orange County Communications Division at (407) 836-5631.

Para mayor información en español, por favor llame al (407) 836-3111.