Memorandum

MIAMI-DADE COUNTY

(Public Hearing 6-5-12)

Date: May 1, 2012

Agenda Item No. 5(A)

To: Honorable Chairman Joe A. Martinez
and Members, Board of County Commissioners

From: Carlos A. Gimenez
County Mayor

Subject: Ordinance Authorizing the Issuance of $600 Million of Additional Bonds for the Remaining Cost of the People's Transportation Capital Improvement Plan.

Recommendation

It is recommended that the Board of County Commissioners enact the accompanying Ordinance (the '2012 Ordinance') approving the issuance of up to $600 million (the '2012 Authorization') of additional Miami-Dade County, Florida Transit System Surtax Revenue Bonds (the 'Transit Surtax Bonds').

The 2012 Ordinance approves a portion of the projects listed in Exhibit "A" to the 2012 Ordinance (the 'Authorized Projects') for funding from the proceeds of future Transit Surtax Bonds. The Authorized Projects are the remaining projects approved by the CITT and the Board in the capital improvement program (CIP).

Scope

The 2012 Ordinance authorizes the issuance of additional Transit Surtax Bonds to fund the Authorized Projects which will be managed by Miami-Dade Transit (MDT) and Public Works and Waste Management (PWWM) departments and have a countywide impact.

Fiscal Impact/Funding Source

The 2012 Ordinance is needed to meet current and forecasted funding of the MDT and PWWM CIP. The Transit Surtax Bonds authorized by the 2012 Ordinance will only be issued pursuant to subsequent series resolutions adopted by the Board which will set the terms, maturities, interest rates and other details of each bond issue. Until a series of Transit Surtax Bonds is issued, the enactment of the 2012 Ordinance will have no fiscal impact on the County.

If all the Transit Surtax Bonds authorized by the 2012 Ordinance ($600 million) are issued, the incremental annual level debt service is forecasted to be $37.2 million, based on a 30 year financing and an annual interest rate of six percent. The primary funding source for the repayment of the Transit Surtax Bonds, is the one half of one percent (0.5 percent) discretionary sales surtax on all transactions occurring in the County and interest earned on funds held by the County for the repayment of such Bonds. No other revenues of the County have been pledged as a funding source for the repayment of any Transit Surtax Bonds to be issued pursuant to the 2012 Ordinance.

Background

On July 9, 2002, the Board enacted the Transit System Surtax Ordinance, which levied and imposed the Transit System Surtax, a dedicated funding source for the operation, maintenance and financing of certain transportation and transit projects authorized by Florida Statutes. Collectively, those projects are referred to as the Transit CIP. The authority to levy and collect the Transit System Surtax pursuant to the new Code provisions was approved by the voters on November 5, 2002.

Between 2005 and 2011, the Board enacted and approved several bond ordinances (collectively referred to as the 'Master Ordinance') and series resolutions which allowed of issuance of $1.12 billion of Transit Surtax Bonds and $100 million of Bond Anticipation Notes (BANs). The total amount of Transit Surtax Bonds issued to date is $1,000,000,000, of which a total of $972,680,000 is

currently outstanding. The Transit Surtax Bonds were issued for MDT projects totaling $692,947,277 and for PWWM projects totaling $307,052,723. In September 2011, the County issued the BANs to Citibank, N.A., in the amount of $100 million. The remaining bond authorization of $120 million is dedicated to repay these BANs, fund a reserve account and pay for the costs of bond issuance.

The 2012 Ordinance increases the bond authorization under the Master Ordinance to provide funding for projects identified in the People's Transportation Plan.

Deputy Mayor

MEMORANDUM

(Revised)

TO: Honorable Chairman Joe A. Martinez and Members, Board of County Commissioners

DATE: June 5, 2012

FROM: R. A. Cuevas, Jr. County Attorney

SUBJECT: Agenda Item No. 5(A)

Please note any items checked.

_____ **"3-Day Rule" for committees applicable if raised**

_____ **6 weeks required between first reading and public hearing**

_____ **4 weeks notification to municipal officials required prior to public hearing**

_____ **Decreases revenues or increases expenditures without balancing budget**

_____ **Budget required**

_____ **Statement of fiscal impact required**

_____ **Ordinance creating a new board requires detailed County Manager's report for public hearing**

✓ **No committee review**

_____ **Applicable legislation requires more than a majority vote (i.e., 2/3's ____, 3/5's ____, unanimous_____) to approve**

_____ **Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required**

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 5(A)
6-5-12

ORDINANCE NO. _____

ORDINANCE AUTHORIZING ISSUANCE OF NOT TO EXCEED $600,000,000 MIAMI-DADE COUNTY, FLORIDA TRANSIT SYSTEM SALES SURTAX REVENUE BONDS, PURSUANT TO SECTION 208 OF ORDINANCE NO. 05-48, FOR PAYING COSTS OF CERTAIN TRANSPORTATION AND TRANSIT PROJECTS; PROVIDING THAT DETAILS, TERMS AND OTHER MATTERS RELATING TO BONDS BE DETERMINED IN SUBSEQUENT RESOLUTIONS; AUTHORIZING UNDERTAKING OF TRANSIT AND TRANSPORTATION PROJECTS IN PEOPLE'S TRANSPORTATION PLAN; AND PROVIDING SEVERABILITY AND EFFECTIVE DATE

WHEREAS, Miami-Dade County, Florida (the "County"), pursuant to Ordinance No. 05-48 enacted by the Board of County Commissioners of Miami-Dade County, Florida (the "Board") on March 1, 2005 (the "Original Ordinance"), as amended and supplemented by Ordinance No. 09-65 enacted by the Board on July 21, 2009 (the "2009 Ordinance"), and as further supplemented by Ordinance No. 11-51 enacted by the Board on July 19, 2011 (the "2011 Ordinance"), is authorized to issue Bonds, from time to time, to finance or refinance Transit System Sales Surtax Projects (as such terms are defined in the Original Ordinance); and

WHEREAS, capitalized terms used in this ordinance (the "2012 Ordinance" and, together with the Original Ordinance, the 2009 Ordinance and the 2011 Ordinance, the "Master Ordinance") which are not defined shall have the meanings assigned to such terms in the Original Ordinance unless otherwise expressly provided or the context otherwise clearly requires; and

WHEREAS, Section 201 of the Original Ordinance initially authorized the County to issue, from time to time, Bonds in an aggregate principal amount not to exceed $500,000,000 for

the purpose of paying all or any part of the Costs of Projects, all as may be specified or provided for in the Series Resolution relating to the issuance of each such Series of Bonds; and

WHEREAS, Section 2 of the 2009 Ordinance authorized the County to issue, from time to time, Additional Bonds in an aggregate principal amount not to exceed $500,000,000 for the purpose of paying all or any part of the Costs of Projects, all as may be specified or provided for in the Series Resolution relating to the issuance of each such Series of Bonds; and

WHEREAS, Section 9 of the 2011 Ordinance authorized the County to issue, from time to time, Additional Bonds in an aggregate principal amount not to exceed $120,000,000 for the purpose of providing funds to repay the Notes (as defined below), fund a deposit, if any, to the Reserve Account, fund capitalized interest, if any, and pay related costs of issuance, all as may be specified or provided for in the Series Resolution relating to the issuance of each such Series of Bonds; and

WHEREAS, as described in the recitals below, the County has exhausted its current authority to issue Additional Bonds under the Master Ordinance for the purpose of paying all or any part of the Costs of Projects by having issued previously $1,000,000,000 of Bonds as authorized by Section 201 of the Original Ordinance and Section 2 of the 2009 Ordinance; and

WHEREAS, on April 27, 2006, the County issued the first Series of Bonds under the authorization of Section 201 of the Original Ordinance and a Series Resolution in the aggregate principal amount of $186,435,000, of which $170,775,000 are currently Outstanding; and

WHEREAS, on June 24, 2008, the County issued a second Series of Bonds as Additional Bonds under the authorization of Sections 201 and 208 of the Original Ordinance and a Series Resolution in the aggregate principal amount of $274,565,000, of which $262,905,000 are currently Outstanding; and

WHEREAS, on September 24, 2009, the County issued a third and fourth Series of Bonds as Additional Bonds under the authorization of Sections 201 and 208 of the Original Ordinance, Section 2 of the 2009 Ordinance, and a Series Resolution in the combined aggregate principal amount of $321,740,000, all of which are currently Outstanding; and

WHEREAS, on September 14, 2010, the County issued a fifth and sixth Series of Bonds as Additional Bonds under the authorization of Sections 201 and 208 of the Original Ordinance, Section 2 of the 2009 Ordinance, and a Series Resolution in the combined aggregate principal amount of $217,260,000, all of which are currently Outstanding; and

WHEREAS, on September 21, 2011, the County issued its Transit System Bond Anticipation Notes, Series 2011 (the "Notes") as Subordinate Obligations under the authorization of Sections 608 of the Original Ordinance and Section 3 of the 2011 Ordinance in the aggregate principal amount of $100,000,000, all of which are currently Outstanding and mature on November 1, 2012; and

WHEREAS, the Board has determined at this time that it is in the best interests of the County and its citizens to authorize the issuance, from time to time, of not to exceed $600,000,000 aggregate principal amount of Miami-Dade County, Florida Transit System Sales Surtax Revenue Bonds, as Additional Bonds under the provisions of the Master Ordinance, for the purpose of paying all or any part of the Costs of Projects (for purposes of this 2012 Ordinance, the "Additional Bonds"); and

WHEREAS, the Board has determined further at this time that it is in the best interests of the County and its citizens to authorize the undertaking of the remaining uncompleted transit and public works capital improvement projects in the People's Transportation Plan described further in Exhibit A to this 2012 Ordinance; and

WHEREAS, the Board desires to accomplish the purposes outlined in the accompanying memorandum, a copy of which is incorporated in this 2012 Ordinance by reference.,

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA that:

SECTION 1. Recitals and Authority.

(a) Recitals. The recitals contained in the foregoing "WHEREAS" clauses and the County Mayor's Memorandum are incorporated as part of this 2012 Ordinance.

(b) Authority. This 2012 Ordinance is enacted pursuant to the Constitution and laws of the State, including, but not limited to, the Miami-Dade County Home Rule Amendment and Charter, as amended, Chapters 125 and 166, Florida Statutes, as amended, the Transit System Sales Surtax Act, the Code of Miami-Dade County, Florida, as amended, including the Transit System Sales Surtax Ordinance, and all other applicable laws (collectively, the "Act").

SECTION 2. Authorization to Issue Additional Bonds. The Board authorizes the issuance, from time to time, of not to exceed $600,000,000 aggregate principal amount of Miami-Dade County, Florida Transit System Sales Surtax Revenue Bonds, as Additional Bonds pursuant to Section 208 of the Master Ordinance and the authority of the Act, for the purpose of paying all or any part of the Costs of Projects, all as may be specified or provided for in the Series Resolution relating to the issuance of each Series of Additional Bonds.

The Additional Bonds shall be special and limited obligations of the County, payable solely from and secured by a prior lien upon and a pledge of the Pledged Revenues as more specifically provided in the Master Ordinance. The Additional Bonds shall not be deemed to constitute a debt of the County, the State or any other political subdivision of the State or a pledge of the faith and credit of the County, the State or any other political subdivision of the

State but the Additional Bonds shall be payable solely from the Pledged Revenues. The enactment of the Master Ordinance, the adoption of each Series Resolution relating to the issuance of each Series of Additional Bonds and the issuance of the Additional Bonds shall not directly or indirectly or contingently obligate the County, the State or any other political subdivision of the State to levy or to pledge any form of ad valorem taxation whatsoever, nor shall the Additional Bonds constitute a charge, lien or encumbrance, legal or equitable, upon any property of the County, the State or any other political subdivision of the State. No Holder shall have the right to require or compel the exercise of the ad valorem taxing power of the County, the State or any other political subdivision of the State for payment of the Additional Bonds or be entitled to payment of such amount from any other funds of the County, except from the Pledged Revenues in the manner provided in the Master Ordinance.

SECTION 3. Details, Terms and Other Matters Relating to Additional Bonds. In accordance with the Master Ordinance, all details, terms and other matters relating to the Additional Bonds shall be determined in the manner specified in the Series Resolution relating to each Series of Additional Bonds.

SECTION 4. Authorization of Projects. The Board authorizes the undertaking of the uncompleted transit and public works capital improvement projects in the People's Transportation Plan as more particularly described in Exhibit A to this 2012 Ordinance.

SECTION 5. Original Ordinance in Force. As further supplemented by this 2012 Ordinance, the Master Ordinance and all terms and provisions of the Master Ordinance are and shall remain in full force and effect.

SECTION 6. Further Acts. The officers and agents of the County are authorized and directed to take all actions and do all things required of them by the Master Ordinance and this

2012 Ordinance for the full, punctual and complete performance of all of the terms, covenants, provisions and agreements contained in the Master Ordinance and this 2012 Ordinance.

SECTION 7. Headings Not Part of Ordinance. Any headings preceding the Sections of this 2012 Ordinance shall be solely for convenience of reference and shall not constitute a part of this 2012 Ordinance, nor shall they affect its meaning, construction or effect.

SECTION 8. Severability. In case any one or more of the provisions of this 2012 Ordinance shall for any reason be held to be illegal or invalid, such illegality or invalidity shall not affect the legality or enforceability of any other provision of this 2012 Ordinance.

SECTION 9. Effective Date. This 2012 Ordinance shall take effect ten (10) days after its enactment unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

PASSED AND ADOPTED:

Approved by County Attorney as
to form and legal sufficiency:

Prepared by:

Gerald T. Heffernan

Bond Counsel: Greenberg Traurig, P.A.
Edwards & Associates, P.A.

EXHIBIT A

Miami Dade Transit Surtax Capital Improvement Program Projects Categories

Project Description	2012 Authorized Projects
Transit Capital Improvement Projects	
Bus and Rail Facility Improvements	**$ 63,186,145**
Bus Enhancements	
Kendall Enhanced Bus Service Phase 3	
Northeast Transit Hub Enhancements	
Emergency Generator Fuel Tank @ Metrorail Gov't Ctr.	
SPCC Restroom 1st Floor Sanitary Drainage	
Metrorail Palmetto Station ADA Assessment	
Park and Ride Facility at NW 168 Street & Busway	
CAD/AVL System Upgrade/Enhancements (Bus Tracker)	
Park and Ride Facility at SW 344 Street and Busway	
Park and Ride Facility at Kendall Dr. and SW 127 Avenue	
Douglas Road Metrorail Existing Park & Ride Lot Rest.	
Metromover Station Inner Loop Canopies and Escalator Replacement	
Metromover Bicentennial Park Station Refurbishment	
Electronic Signage Information System (ESIS) Wi-Fi	
Fare Collection System Replacement	**$ 4,696,815**
Fare Collection Replacement	
Fare Collection Fire Panel	
Mover Vehicle Replacement and Rail Vehicle Rehabilitation/Replacement	**$357,572,266**
Rail Vehicle Replacement	
Mover Rehabilitation & Replacement	
Rapid Transit Corridor Improvements	**$315,063,115**
Orange Line Phase 1 - MIC/EHT Connector Project	
Central Control Upgrade	
Lehman Center Test Track	
Lehman Yard Rehabilitation & Expansion Phase 1	
Track and Guideway Rehab Subset	
Pedestrian Overpass at University Metrorail Station	
Infrastructure Renewal Plan (IRP)	
Capital Expansion	
Palmetto Traction Power Sub-Station (TPSS)	
Miscellaneous Projects	
Total Transit Capital Improvement Plan	**$740,518,341**
Public Works Capital Improvement Projects	
Major Highway and Road Improvements	**$156,126,820**
Road Widening 2 to 5 Lanes	
Street and Traffic Operational Improvements	
New 4 Lane Road	
Street Improvements	
Road Widening 2 to 3 Lanes	
Road Widening 2 to 4 Lanes	
Widen to 5 Lanes	
Bridge Construction	
ATMS	
Neighborhood Improvements	**$ 99,449,640**
Curbs and Gutters, Traffic Operational Improvements	
Traffic Signals and Signs - Operational Needs	
Resurfacing, Sidewalks, and Drainage on Arterial Roads	
Street Light Retrofit	
Neighborhood Improvements	
School Flashing Signals	
Total Public Works Capital Improvement Plan	**$255,576,460**
Total Transit and Public Works Capital Improvement Plan	**$966,094,901**

The general categories of the Transit Capital Improvement Program listed in this Exhibit may be modified and amended upon the approval by the Board and the Citizens Independent Transportation Trust, provided that each portion of the such projects, as modified, is a Transit System Sales Surtax Project, the Cost of which is eligible to be paid from proceeds of Bonds.