

**MINUTES OF THE REGULAR MEETING OF THE
SANFORD AIRPORT AUTHORITY
AUGUST 3, 2021
8:30 A.M.**

PRESENT: Tom Green, Chairman
Jennifer T. Dane, Vice Chairman (via phone)
Clyde H. Robertson, Jr., Secretary/Treasurer
Kenneth Bentley
Chick Gregg, Sr.
Frank S. Ioppolo, Jr.
William R. Miller
Stephen P. Smith
Brett Renton, Airport Counsel
Mayor Art Woodruff, City Liaison
Commissioner Jay Zembower, County Liaison

ABSENT: Clayton Simmons

STAFF PRESENT: Tom Nolan, President & CEO
George Speake, Executive Vice President & COO
Jason Watkins, CFO
Thomas Fuehrer, SAAPD Chief
Tommy Gentry, IT Director
Marc Gilotti, SAAPD Captain
Lori Hunt, Executive Assistant
Radhika Jablonski, Finance Manager
Danette Maybin, Human Resources Director
Al Nygren, Property Manager
Lauren Rowe, Communications Director
Julie Sawyer, Executive Assistant

**STAFF APPEARED
TELEPHONICALLY:** Don Degraw, Maintenance Director
Kristina Gilmore, Records Manager
Marc Gilotti, SAPD Captain
Danette Maybin, Human Resources Director
Julie Sawyer, Executive Assistant
Rick Shea, Operations Director
Jason Shippell, SAFD Chief
Lauren Rowe, Communications Director
Jennifer Taylor, Contract Administrator
Tiffany Vincent, Control Manager

OTHERS PRESENT: Michael D'Amico, OSI
Elizabeth Brown, OSI

Justin Edwards, Infrastructure Consulting & Eng.
Sean Mahany
Genean McKinnon
Jeremiah Owens, CPH
Paul Partyka, NAI Realvest
Todd Payne, OSI
Keith Robinson, OSI
Greg Smith, MillionAir
Tom Tommerlin, Economic Director City of Sanford

**OTHERS APPEARED
TELEPHONICALLY:**

Sonya Brauer, South East Ramp
Walt Esser
Jonathan Hand, Atkins
Tim Shea, AVCON

1. CALL TO ORDER, PLEDGE OF ALLEGIANCE

Chairman Green called the meeting to order at 8:30 a.m. followed by the Pledge of Allegiance. George Speake presented an update on federal mandate regarding requirement of wearing masks/facial coverings in the terminal at all times. Chairman Green stated out of an abundance of caution all in person meetings are being conducted virtually. For members of staff and the public who are not able to attend the meeting in person the meeting was conducted virtually using the online platform Dialpad, additionally an email was sent to regular attendees with a virtual meeting notice. Chairman Green presented an Overview of the Meeting Format and noted for the public record no public comment regarding today's meeting had been received by Lori Hunt.

2. ADVERTISEMENT OF MONTHLY MEETING

Copies attached.

3. APPROVAL OF MINUTES OF THE BUDGET WORK SHOP MEETING HELD ON JUNE 9, 2021, AND REGULAR MEETING HELD ON JULY 13, 2021

Motion by Board Director Smith, seconded by Board Director Gregg to approve the Minutes of the Budget Work Shop Meeting held on June 9, 2021, and Regular Meeting held on July 13, 2021. Vote was taken, none opposed. Motion passed.

4. LIAISON REPORTS

A. Seminole County

Chairman Green noted he has a meeting scheduled for next week with Commissioner Zembower and the County Manager regarding the E. Lake Mary Blvd. Study signalization and land.

County Liaison Zembower briefed the Board regarding Covid. County staff is re-evaluating work structure at the County determining how to move forward. County mandated masks, not forcing vaccinations of employees leaving that up to the individuals. Not planning to declare a state of emergency, Governor has circumvented our ability to do anything there.

American Cares Money update: Airport requested \$5M, Commissioner Zembower requested \$3M not likely down near \$1.5.

Commissioner Zembower noted the county is working with the City of Sanford regarding the JPA which will involve the Airport as well. Regarding CARES money, some commissioners are going to be looking to see what the cities are doing as cost share would be helpful.

Proposed communication tower update: nothing moving forward on it. They are aware of the Airports concern over the lighting, their position is “well we’ve already checked with the FAA, and they don’t require it”. Commissioner Zembower replied “our airport has requested it”.

Discussion regarding upcoming meeting at the County Services Building regarding Midway Master Plan.

B. City of Sanford

Mayor Woodruff thanked the Board for inviting him to attend the FAC Conference, he updated the Board regarding City of Sanford Air Show event to be held on Thursday October 14th downtown in conjunction with Alive After Five and updated them on the City of Sanford Fire Station Lease.

5. COMMENTS FROM THE PUBLIC

Chairman Green determined there were no requests for comments from the public at this time.

6. PRESIDENT’S REPORT

President Nolan referenced the power point presentation shown on the wall screen on the following topics and provided an update on each:

CBP FIS Facility Renovation: 100% plans submitted, anticipating several months to hear back especially due to potential Covid. George Speake updated the Board we are working with OSI to try and determine how we can best fund this project both with grant funds and Vinci funds together. The hope is we will be able to put something together and fund this project in the next six months to a year.

Board Director Ioppolo noted OSI's Elizabeth Brown arranged a call for us with Vinci headquarters who has a significant experience dealing with Airports in the US and throughout the world in satisfying CBP. Vinci is responsible for financial modeling and looking to see what the most efficient structure is throughout the planning along with Jeremy and George. Tentative deadline set for the end of August, to have feedback from Vinci headquarters.

Elizabeth noted a special meeting of the OSI/Vinci Board will need to convene, she and Keith Robinson are both members of that Board anticipating the end of August.

Request for estimated project timeline, undetermined, no anticipated start date, possibly approaching CBP about a delay in commencing the project given the impact of Covid the new variant and construction costs. Discussion funding of project, project can't start unless we have 100% funding for it.

Taxiway B, C & L Reconstruction Project: George Speake presented an overview. Work continues alongside Runway 9L our primary runway which we have to close for the contractor to work.

Board Director Smith updated the Board regarding Terminal Expansion Project: punch list items electrical, need to complete visible punchout, close out change order 7 holding off on that because there is going to be deductions, have to come to the Board so it's the final transaction for project, don't want to bring a change order 8.

Jeremy Owens noted we closed out some of the allowances, furniture, and playground.

North Apron Improvement Project: economic development initiative awarded CPH stormwater analysis contract. Jeremy Owens reported everything is going well, a lot of gopher tortoises, meet next week with St. Johns and 50% plans anticipated for August.

Master Plan: progressing, several years since the onset plan, technical advisory committee comprised of President Nolan, George Speake, and Jennifer Taylor. OSI has reviewed that as early as last week. Received alternatives chapter a 66-page document. We are required by the FAA to conduct a public meeting, historically the last 2 master plans were done in the format of a Board Meeting. We have until sometime in September to keep with the October schedule that the Board was in favor of finalizing the plan to be able to conduct that meeting. This requires a liaison from the Board, to review the 66-page technical document, comments due back by August 9th.

Discussion September Board meeting as public meeting to present Master Plan update or conduct a separate initiative. Last Master Plan Update was 2012. Will plan to make documents available to the public on website for viewing prior to the meeting. Request for the Board to see the plan before the public meeting. If the plan isn't reviewed in September that could delay the submittal to the FAA when ideally get it to the FAA by the end of October. Any public comments that come in will need to be addressed and there might not be enough time to wait until October to do that public meeting and you might have to push the submittal to the FAA by a month.

Commissioner Zembower informed the Board the county uses next door app that circulates information through a general region, County website, and Facebook, 6 different platforms to get it out to the public. Chairman Zembower and Mayor Woodruff stated they will rebroadcast the information on their websites.

Board Directors Miller and Gregg were selected as Board liaisons.

President Nolan referenced the lack of meeting space in the Vigilante room especially with the current Covid variant cases and asked Mayor Woodruff if we could go in to the City Council chambers. Mayor Woodruff offered the Chambers or the Civic Center.

Board Director Smith updated the Board regarding maintenance and the OSI contract. Meeting held July 29th, heading in the right direction, Elizabeth reviewed the future Capital Investment plan. We will know on an annual basis what they are going to tackle from capital improvements. CMMS is being adjusted, great reporting program that will aid in our staff being able to find out what their staff is doing, reports will be available to the Board on a monthly basis, the Board will know generally what was done which capital improvements were done.

Discussion regarding Jennifer Taylor's document which will be a paper document inserted into the contract and will have the outline of general maintenance as well as industry standards for replacement. It will cover everything we need contractually.

President Nolan updated the Board regarding wildlife at the airport and additional staff in OPS is to accommodate one of the consent items about the FAA Mandate to hire an expert to update our wildlife plan. Airport's first procurement officer and new Assistant of HR are being hired. President Nolan is now on the advisory board at Croom's Academy of Technology High School in Sanford, he invited the Croom's director to bring out groups of students to tour the Airport and get them interested in aerospace.

Orlando Sanford International Inc.: Elizabeth referenced power point slides on the wall screen and provided a report to the Board regarding: Passenger count July -12% compared to 2019. YTD -32% compared to our last best year. Fiscally below 12% for the month of July and below 36% YTD. Movements number of aircraft turns calendar year below 18% seeing a little less capacity, and lack international flights, -19% YTD and for the SAA fiscal year -18% to -21% YTD 2019.

Elizabeth presented a Covid industry update. The biggest challenge for SAA same as many other airports is vaccinated vs. unvaccinated employees. Many companies are seriously considering mandating vaccinations or produce a negative Covid test.

OSI's Todd Payne presented a forecast update. Upcoming service Swoop begins October 9th Toronto service four times a week, Hamilton November 1st twice a week, Edmonton November 5th twice a week. Flair service starting October 31st, initial start

five times to Montreal, Toronto October 31st four times a week, Ottawa November 1st three times a week, Kitchner Waterloo October 31st four times a week, and Halifax November 1st twice a week.

Marketing & social media: Edible Orlando current feature Key West, next market Portsmouth NH this fall, winter feature Canadian market. Digital messaging now in the terminal has begun featuring Swoop & Flair service.

Elizabeth noted Allegiant Airlines announced in their second quarter results that they are going to restart construction of their Sunseeker resort on the west coast, this will take them away from their planned international launch.

Discussion regarding industry airline cancellations industry wide with weather issues throughout the US, crews time out, no crew to replace that crew, there just aren't enough certified pilots and flight attendants right now.

Todd noted we recently took a buy with Telemundo during the Olympics to promote the airport and our new services. Effective outreach with Visit Orlando, SFB is now going to be part of their travel agent education program and forums they added slides about the Airport and our capabilities into all of their programming. They are now inviting us to participate in outreach programs for travel & tourism.

President Nolan discussed air service development and need for incentives and emphasized the importance of the Seminole County support. Elizabeth noted we don't have an incentive for domestic carriers, we understand our incentive program for international.

Discussion the Board requested monthly reporting regarding delays and performance. Elizabeth Brown stated that information can be provided although it would be measured against what's happening industry wide.

Discussion regarding multiple cancellations complicating the issue of getting bags back, all the bags have to be sorted and taken off the plane, ground handler and the representatives of the airline responsibility. Lack of communication to flying public regarding flight cancellation, 2.5 hours to push luggage out.

CFO Jason Watkins presented the July 2021 Financials.

George Speake updated the Board regarding the upcoming airshow. VIP event desire to bring some airlines and potential developers and showcase the airport to them. Proposing a lunch and brunch at the airshow, the brunch would occur in the air-conditioned skywalk, 10:30 a.m., opportunity to tour the terminal and skywalk. Golf carts will transport VIPs to the tent at noon when the Air Show starts. Lunch served at noon for two hours. Air show promoter using 4Rivers catering who also has the Coop whose doing brunch. VIP guest list was discussed, 150 people per day, proposed list includes State/Federal/City/County Representatives, business leaders.

Discussion what dates which members of the Board & staff are going to be charged with interacting with VIP's, specific goals is to advance the agenda of the authority. OSI is working on which airlines will be able to be here.

Discussion COVID last year's dialogue between counties and cities that event, important to emphasize we did an extraordinary job and we're going to do the same this year. Lawn boxes enabled the social distancing and was also a good thing for air show business. Air Show promotor is bringing those back and actually increasing the amount of boxes.

Discussion Alive After Five event October 14th venue for Air Show related event being moved to Ft. Mellon Park, and have some jumpers come in to the event performers will have tents there.

Discussion regarding VIP guest list, event is much more enhanced, 2 opportunities brunch and the air show. Suggestion try to get some corporate and top people to see the airport. Request to invite past Board Directors from the last ten years. Discussion VIP guest list who of the Board has seen it, which Board Directors contributed to the list, requested list be sent to all Board Directors for revisions. Currently 167 on the list, we can handle 150 each day, list doesn't include the airlines Visit Orlando Visit Florida all the other key stakeholders.

Brett Renton pointed out the ticket price for this experience for the purposes of public officials and other form 1 reporting individuals will be under the \$100 number. Board members invited to attend your ticket doesn't count, you get one guest as non-reported event, for purposes of public officials you invite should they accept one ticket they can go, there's no reporting issue. Should they want a second ticket and don't return it they can either pay the \$95 or they can report the second one.

Lauren Rowe suggested inviting some members of the media or media friendly or even maybe general managers of television stations to the VIP event. She will work with George on that as well.

Elizabeth Brown reminded the Board, part of our O&M Agreement refers to a Board-to-Board meeting between our two organizations, discussed having this meeting around the air show dates. There are some limitations of travel for Europeans coming into the US. Emmanuel Menanteau, Vinci new regional director is seeking his Visa and expected to be here for the airshow and hopefully one or two other Vinci Board members. The boards will meet and discuss the strategic plan going forward.

7. COUNSEL'S REPORT

Brett Renton updated the Board regarding: PFAS, Lease for City of Sanford Fire Station and Avocet lease.

Board Director Robertson noted as a point of public record we have done everything we can for Avocet, and we are all together and working as a team. Brett Renton clarified we are working together on the lease terms.

8. CHAIRMAN'S REPORT

Chairman Green referenced the memo that Brett Renton sent out last night a summary of the President & CEO's performance evaluation. This year's overall process was enhanced, engaged with an airport consultant, and going forward. A 360 review was conducted, and we want to institute it as more of a standard practice even annually bi-annually depending on what Danette and her team want to do. We feel we have better performance criteria that Board members could respond to so we can take that information and summarize it more effectively and also have a summary of accomplishments as well as areas of improvements. The Board received a summation of the many week-long process, the responses by the individual Board members collectively in one year were more so then the previous six years combined. Chairman Green thanked the Directors for weighing in from their perspective and taking the time to go through that. The memo went out with his recommendation based on all the information he received from the Board members.

Board Director Ioppolo made a motion seconded by Board Director Miller that we accept the Chairman's recommendation. Vote was taken, none opposed. Motion passed.

Discussion regarding Chairman Green meeting with the County Manager to discuss parcel A. Chairman will be meeting with the County Manager and Commissioner Zembower next week.

9. CONSENT AGENDA

- A. Consider approval of Addendum A to Lease 2016-200 for Architectural Effects, LLC Building #142-E located at 1143 E 30th Street, Sanford, FL 32773.
- B. Consider approval of and authorize President to execute Settlement Agreement and Mutual Release: Sanford Airport Authority vs. Aeronautical Restoration and Maintenance Facility, LLC., et al.
- C. Consider approval of Commercial Lease No. 2021-031 for Future Health Concepts Inc. for the building, land and appurtenances located at 1211 29th Street and 3000 S. Mellonville Avenue, Sanford, FL 32773.
- D. Consider approval and authorization for the President to execute the contract between the Sanford Airport Authority and SES Energy Services, LLC, ERS Division for Wildlife Hazard Management Services.
- E. Consider approval of Commercial Lease No. 2021-040 for Jetway Aviation Training, LLC for building #132 located at 2805 Carrier Ave., Sanford FL 32773.
- F. Consider approval and authorization for the President to execute the task order between the Sanford Airport Authority and Avcon, Inc. for the 3rd phase of the Rehabilitation of Taxiway B,C,L.

Board Director Smith made a motion seconded by Board Director Gregg to approve Consent Agenda items A-F. Discussion note on item C Board Director Robertson was glad we could work out a one-year extension, the memo referenced Future Health as being a tenant for 18 years it is closer to 40 years. Vote was taken, none opposed. Motion passed.

10. DISCUSSION AGENDA

- A. Approval and authorization for the President to execute the contract between the Sanford Airport Authority and Halifax Paving, Inc. for the 3rd phase of the Rehabilitation of Taxiway B,C,L.

Board Director Robertson made a motion seconded by Board Director Miller to approve Discussion Agenda item A. President Nolan noted this is the continuance of the Taxiway and per House Bill 915 law we have to approve anything under Discussion Agenda over \$265,000. The cost of this contract is \$5,186,265 funding coming from the FAA 100%. Vote was taken, none opposed. Motion passed.

- B. Approval and authorization for the President to execute the contract between the Sanford Airport Authority and Halifax Paving, Inc. for the Rehabilitation of Runway 9L-27R keel section.

President Nolan stated this item is the same contractor Halifax Paving, Inc. bid as the Rehabilitation of Runway 9L-27R keel section in the stated amount \$522,385.

Board Director Miller made a motion seconded by Board Director Smith to approve.

Discussion whether this remediation is all that is necessary for the runway or is this the first part of additional things that need to be done. President Nolan noted the immediate severe condition will be remediated, regarding long term within the next three years potentially will require a full reconstruction which will be \$15-20M. President Nolan provided a brief history of the runway when the base was built, there was concrete below asphalt. At design we will core and determine what extent of the underlayment is going to lend itself to a potential full design or are we going to get into mill and overlay.

Discussion regarding cost, future runways by South East Ramp expanding that runway and taxiway. President Nolan replied yet to be determined and the feasibility aspect of the Master Plan will help identify that. The Master Plan is predicated on capacity demand for terminals landside parking and runway systems.

Vote was taken, none opposed. Motion passed.

- C. Project award and authorization for the President to execute the contract between the Sanford Airport Authority and Mark Construction Co. for tenant HVAC Replacement – Building 145.

President Nolan briefed the Board on this item very prominent tenant who does a lot with flight training, 20–30 plus year old HVAC needs to be replaced. We went thru

design and bid process, excerpt from the bid and photos of the existing system were provided. This fiscal impact is part of the budget amendment Jason referred to earlier. Moving forward with the new director of maintenance we've adjusted our software to be more premeditated on all future work. Identify by serial number when it was installed and let the system generate reports to allow us to start planning for capital improvements.

Commissioner Zembower inquired on the Airport Master Plan is future growth considered with chilled water plants to handle some of these HVAC's through the whole airport?

President Nolan replied Master planning is driven by FAA guidelines and usually doesn't get into those minutia. But when you see the amount of terminal building that is going to need to expand to the east to create more gates we are going to be in that position. At that time, we should look at consolidating major chiller plants, we also have solar farms built into areas of the airport if we ever want to capitalize on that. Elizabeth noted SAA added a new chiller with the recent terminal expansion which has a lot of excess capacity.

Board Director Ioppolo updated the Board the Master Plan focuses on the aviation side of the airport; we need to make sure that we marry the proposed Master Plan to the Zyscovich development plan.

Board Director Robertson made a motion seconded by Board Director Dane to approve Mark Construction the bid amount of \$387,509 for an HVAC system at building 145. Counsel noted the motion to approve was for subsection one of the motion. Board Director Robertson amended his motion to also approve the budget amendment not to exceed \$400,000 (base contract and unforeseen condition change orders) and authorize the President to execute the appropriate contract, amended motion seconded by Board Director Dane. Vote was taken, none opposed. Motion passed.

Discussion regarding timeline for HVAC replacement, challenge availability of parts, has system been purchased. President Nolan stated notice to proceed couldn't be issued until after Board voted. We will mandate verification that the order is in, contingency plan to bring in a portable unit and keep them at least get them through the cooling season.

Commissioner Zembower informed the Board they were notified via memo on their HVAC at Five Points project by the contractor a letter from the manufacturer which stated they are not able to ship which was requested and are resending their estimate of cost and cannot tell you when we can deliver and what cost it will be.

Jennifer Taylor was requested to follow up with Mark Construction.

11. COMMENTS FROM THE PUBLIC

Chairman Green determined there were no comments from the public.

12. OTHER BUSINESS

Board Director Ioppolo noted as the result of being asked to get involved with the FIS facilities which also includes focusing on the new contract that we have with AWW looking at the some of the maintenance issues and reengaging in a level of detail that he hadn't been at since Chairman he realized there were a number of things over the last few years that didn't make it to the Board that in his opinion should have. Board Director Ioppolo reviewed our rules of operations to the Airport and noted the last time we updated this was June 2009.

The organizational chart, which is also several years old, doesn't event match up to the rules anymore because there are several positions that no longer exist and they were never brought to sync. The Board rules articulated the President carries out the Mission Statement of the Authority and is responsible for the administration and management. He thought our own history as well the development of management cultural of the time has passed what that is. As a Board of Directors in his opinion more than essentially the President reporting up to us, he would like to see direct reports from a number of people to the Board to make sure we are never again in a position for example that we were four years past a deadline in a contract that we spent years negotiating because somebody made a decision a couple of years ago that they didn't want to rock the boat. That's a major decision that has legal and future ramifications that the Board is going to have to deal with, that doesn't get made in house and that doesn't get made without anybody knowing about it even just the Chairman. He asked Brett Renton to come back with a revision that we can review as a Board to update our operating rules to take into account:

1) Although the President is the titular head of our staff there needs to be some dual reports to the executive team: Operations head, CFO, VP Real Estate & Development, Maintenance Director, HR Director and Contract Administrator for our contract with AWW. He would like to hear from them directly now, they'll have two reports the Board & the President. Because they'll have dual reports that would mean the President can't replace them without Board consent. He requested counsel come back with a set of revisions that we can all look at and think about and make a deliberate considered modification to bring our operating procedure up to standard and correct some of the things that were not done properly in our recent history to make sure we have a better recording mechanism.

Discussion regarding a report monthly quarterly yearly similar to an annual audit of the activities of the President, Board, and staff versus having all the direct reports in a Board meeting. Annual audit is too late you don't necessarily need all those reports in a single Board meeting, but they have the option to report directly up to the Board. It's more than just a President whose charged with the successful operation of our airport it is really the management team, and it's important that we enforce that joint responsibility and joint obligation directly from the Board to the senior management team.

Board Director Dane made inquiry to an updated organizational chart from our new President, last one was 5-6 years ago. President Nolan replied he had to complete the hirings and needed a year under his belt to really think about and that we are in the process of doing that right now.

Board Director Dane requested a time when she can expect to see an organizational chart and when our organization can expect to see where they fall in the organizational chart? After further discussion it was determined 30 days have the organizational chart along with Counsels recommendations or suggestions for discussion.

Brett Renton noted he is happy to work with Director Ioppolo to revise this and Director Ioppolo would take it to the Board and present so the Board can have a discussion.

Board Director Dane stated her point is that is the President's task and it needs to be done so it can effectively be his team.

President Nolan noted now that we've got the budget for next year he can integrate those positions into the new organizational chart, HR Assistant, procurement and so forth.

13. NEXT BOARD MEETING (JOINT MEETING WITH THE CITY OF SANFORD AUGUST 23, 2021, AND REGULAR MEETING SEPTEMBER 14, 2021)

14. ADJOURNMENT

There being no further business, the meeting was adjourned at 11:05 a.m.

Respectfully submitted,



Thomas Nolan, A.A.E.
President & CEO
/lh