

**MINUTES OF THE REGULAR MEETING OF THE
SANFORD AIRPORT AUTHORITY
SEPTEMBER 14, 2021
8:30 A.M.**

PRESENT: Tom Green, Chairman
Jennifer T. Dane, Vice Chairman
Clyde H. Robertson, Jr., Secretary/Treasurer
Kenneth Bentley
Chick Gregg, Sr.
Frank S. Ioppolo, Jr. (arrived 8:37)
William R. Miller
Stephen P. Smith
Brett Renton, Airport Counsel
Mayor Art Woodruff, City Liaison

ABSENT: Clayton D. Simmons
Commissioner Jay Zembower

STAFF PRESENT: Tom Nolan, President & CEO
George Speake, Executive Vice President & COO
Jason Watkins, Chief Financial Officer
Tom Fuehrer, SAAPD Chief
Lori Hunt, Executive Assistant
Gino Martinez, Finance Manager
Danette Maybin, Human Resources Director
Lauren Rowe, Communications Director
Roberta Stanton, Procurement Agent
Jennifer Taylor, Contract Administrator

OTHERS PRESENT: Trey Abshier, Central Florida Regional Hospital
Dr. Beverly Baird Boothe
Elizabeth Brown, AWW
Gavin Fahnestock, Atkins
Emory Green, Midway Coalition
Jonathan Hand, Atkins
Connor Haskin, Atkins
Dr. Jeremy Joslin, Central Florida Regional Hospital
Sean Mahany
Genean McKinnon
Karen McKinnon
Gail Ford McQueen
Jeremy Owens, CPH
Paul Partyka, NAI Realvest
Todd Payne

Keith Robinson, AWW
Doug Saunders, C&S Companies
Tim Shea, Avcon
Tom Tommerlin, City of Sanford Economic Dev. Director

1. CALL TO ORDER, PLEDGE OF ALLEGIANCE, AND INTRODUCTION OF GUESTS

The meeting was called to order at 8:32 a.m. followed by the Pledge of Allegiance.

2. ADVERTISEMENT OF MONTHLY MEETING

Copies attached.

3. APPROVAL OF MINUTES OF THE REGULAR MEETING HELD ON AUGUST 3, 2021

Motion by Board Director Smith, seconded by Board Director Gregg, to approve the Minutes of the Regular Meeting held on August 3, 2021. Vote was taken, none opposed. Motion passed.

4. LIAISON REPORTS

A. Seminole County

Commissioner Zembower was absent.

B. City of Sanford

Mayor Woodruff updated the Board regarding: first approval of City of Sanford Budget was conducted last night, Patriots Day Ceremony held at Veterans Park on September 11, 2021. Chairman Green inquired regarding the Board Appointments. Mayor Woodruff updated the Board interviews will take place at the next Commission meeting and he could not guarantee this would be Board Director Smith's last meeting. Mayor Woodruff recognized Board Director Smith and noted how much he appreciated what he has done for the Board. Board Director Smith noted he would remain on the Board until a replacement could be selected.

5. COVID 19 UPDATE

Trey Abshier, CEO and Dr. Jeremy Joslin Central Florida Regional Hospital presented a Covid 19 Update power point presentation to the Board.

6. COMMENTS FROM THE PUBLIC

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

7. 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: comments received from CBP quite extensive; document will continue to grow. Anticipating continuing changes due to CBP regulatory document morphing. Began dialogue with CBP regarding timing expectation of project.

Taxiway B, C & L Reconstruction Project: project underway.

Terminal Project Update: terminal functional, punch list items.

North Apron Improvement Project: Economic Development initiative, stormwater challenge basins versus lift station, value engineering.

City of Sanford Fire Station: Draft submitted to FAA, who has inquired about appraisals on property and Seminole County Fire Station property on the north side of the airport.

Orlando Sanford International Inc., Elizabeth referenced power point slides on the wall screen and provided a report to the Board: month of August 107% above August 2020, 25% below August 2019. Year to date 49% up from last year, and 31% below 2019. Aircraft movement 28% above last year for year to date and 18% below 2019.

Elizabeth presented a Covid industry update impacts of increased surges, with spikes seeing a drop in bookings and consumer confidence and drop in people flying. President Nolan noted how volatile the airline industry is and recently appears United and Delta are mandating that all their employees become vaccinated. That if the Federal Government mandates that only vaccinated can fly that would have a catastrophic impact to the industry.

Elizabeth updated the Board that OSI is looking at the recent decision made by the current US Administration about forced vaccination or testing for employees of private companies with over 100 employees or more which impacts our ground handling side of business. Elizabeth referenced slide with current travel restrictions. Labor shortage effecting airports which also effects spend, this is industry wide.

Marketing focused on introduction of Canadian flights, Edible Orlando promoting flights to Canada. Working with destination marketing organizations Visit Orlando and Visit Florida. Flair is at the Airport starting their training and working with ground handling team. Next week our training person will head to Edmonton to work with Swoop.

Elizabeth updated the Board the new Vinci regional director Emmanuel Menanteau had the opportunity to virtually introduce him to President Nolan.

Discussion regarding having our Chambers of Commerce work with Canadian Chambers to forge relationships. During the Air Show Swoop will be landing we are working with the Air Show announcer to promote the airline.

CFO Jason Watkins presented the August financials. New Procurement Agent Roberta Stanton and Finance Manager Gino Martinez were introduced to the Board. Interim Audit starts next month.

Paul Partyka, NAI Realvest updated the Board regarding: American Builders Supply and Synergy Wood.

President Nolan noted American Builders Supply on the west side of Airport has a CSX rail line spur there, that's amongst our most prized piece of property. They build trusses for homes and have two facilities on 19 acres of land. We think if we open that area for the Commerce Park we've got the foreign trade zone, rail access and highway access. Synergy Wood does wood products is looking to expand. Supervisor of Elections have been in dialogue for quite some time about expanding that building because the County has indicated it will be five to ten years before they are able to find another location, discussion involves a 15,000 sq.ft. addition. CE Avionics evaluating expansion. L3 leases quite a few facilities and they will be releasing one underutilized hangar back to SAA. Million Air still in process designing another new hangar facility. Avocet, Brett and I have a meeting with their Counsel to have a continuing discussion on terms.

President Nolan referenced discussions with OSI regarding air cargo possibilities with potential cargo carriers, Miami carries 65% of the perishables, Orlando is the number one consumer of flowers in the US. Seminole Community College has a culinary program, President Nolan and Elizabeth Brown will be meeting with them to discuss due to the labor shortage if there is synergy between our organizations. Board Director Smith suggested contacting Second Harvest who also has a big culinary program in Orlando.

Orlando Sports Commission is hosting a reception on Saturday of 25 officials who are touring the country considering Orlando for the Soccer World Cup activities in 2025/2026. Economic Development video production, Florida Power & Light has elected to produce a video of our airport for no charge to help sell the Airport. Orlando Economic Development we made the final cut for industrial development, having made the final cut they will pay for a video as well. Economic Development Position during the process of our first recruitment it went below average as far as yielding results, the position has been adjusted to make it a little more extensive plus increased the salary.

Board Director Robertson inquired if we have done an RFP for Insurance Products recently. Jason Watkins, CFO responded no we have not, that will occur within the next fiscal year we need to allow our Procurement Agent to get acclimated and make sure have our process in place.

8. COUNSEL'S REPORT

Brett Renton updated the Board regarding: Avocet, Procurement Policy, PFAS.

Board Director Dane inquired about the vaccine requirement of private companies with 100 or more employees how that affects us and how we will be implementing that? Counsel advised working with staff for compliance and monitoring issues and directives to come from Federal Agencies.

9. CHAIRMAN'S REPORT

Chairman Green updated the Board regarding County/SAA discussions regarding various land parcels. Dialogue will continue to set framework reference location of signalization that will benefit both the county and the airport long term with the E. Lake Mary Blvd. Study. Further conversations on the front entrance parcel agreeing on easement signage and getting better clarification and agreement between the two Boards. Chairman Green noted he is formally appointing himself to replace Board Director Smith as the Airport designee for MetroPlan Board.

Board Director Robertson inquired of Jason Watkins reference of the Covid vaccination plan adopted by the SAA. Jason replied we have initiated a vaccine incentive program and as of yesterday we had 76 of 107 positions demonstrated proof of vaccination and believe 16 have moved in that direction. Covid has had a material effect on our operation some through direct infection, others through contract tracing, antidotally the overwhelming majority of folks that have tested positive have been among the unvaccinated. The SAA incentive applied to employees that were also already vaccinated, \$1,000 to every employee who

demonstrates proof of vaccination and the unvaccinated will submit to weekly PCR testing through Seminole County at no cost and they are being paid one hour to go take the test.

10. CONSENT AGENDA

- A. Approval and authorization to enhance employee leave plan by introducing a non-accruing, annual personal leave benefit to full time staff members.
- B. Approval and authorization to reallocate budget authority within existing total appropriation – 2020-2021 Fiscal Year Budget.
- C. Consider and authorize the disposal of vehicles and equipment that have economically exceeded their useful life.
- D. Consider approval Fiscal year 2021/22 SAA Employee Salary/Wage Schedule.
- E. Consider approval of the 3rd and 4th Amendment to the Second Amended and Restated Inflight Services Concession Agreement by and among Orlando Sanford International, Inc., Sanford Airport Authority, and Alpha Inflight US, LLC.

Motion by Board Director Smith, seconded by Board Director Dane to approve Consent Agenda Items A - E. Vote taken, none opposed. Motion passed.

11. DISCUSSION AGENDA

- A. Consider of Resolution No. 2021-06, Memorializing and Amending the SAA Board Rules of Operation.

Brett Renton stated at the last Board meeting Board Director Ioppolo brought up that the SAA Board Rules of Operation had not been updated since 2009 and he asked that we work with him to update those rules. Today the Board is asked to consider Resolution No. 2021-06 which will memorialize and amend the SAA Board Rules of Operation. Because of the structure and the way that this is written we didn't write a redline, the last rules were written in a memo format versus this actually being a resolution a codification provision was put in which allows at the end of the day all of these Board policies can then be put together by legal counsel into a Board packet of all Resolutions passed in the past which may be helpful into the future. It also puts a three-year review period which means the Board will look at it every three years at a minimum and see if there's anything that needs to be revised or changed.

Highlights of major changes:

Duties Board Composition eligibility & duties added terms of the election for officer core one-year terms as historically done as it was never memorialized.

The Chairperson, Vice Chair and Secretary/Treasurer positions all enabling legislation, duties and positions remained the same.

d. Liaisons remains the same.

e. Airport Management: revision and a total new provision the success of the Airport is a function of all employees and the senior management team in particular. Change is that senior executive level three individual positions will report to both the Board as well as the President. Hired by the President of the Authority in that position and it also focuses that they have the ability to address the Board. As with CFO financial update every meeting that report will be broken-out the President, CFO will have a report and if there is any other senior member Ops, or Vice President of Real Estate they will have the ability to be put on the Agenda by the Chairperson to address whatever they may.

f. Airport Manager generally exactly the same only addition previously it was the President solely will formulate and prepare resolutions Board policies etc. that has been changed to the President and Senior Management members. It's a collaborative process recognizing that the Authority as a whole is a large-scale organization and there's many different duties and functions and sometimes delegated authority all reporting to and working under the President who ultimately is the person who reports to this Board makes recommendations etc. but fulfills that duty as it moves forward.

g. Appointment and removal of employees with that reporting duty to the Board should there be any requests for changes in compensation the Board has already approved the compensation plan. Should the President want to demote and or remove salaries of any of the senior management members that would have to be brought to the Board in order to take those types of actions. Employees can be put on administrative leave at any time by the President for whatever purpose that is duly called for under our handbook. The process under the handbook provides certain rights so that if the President was to do it anyway, they would ultimately have to go back to the Board and could appeal that decision to you in a quasi-judicial hearing.

h. Employee Compensation Plan and Organizational Chart this refers to the compensation plan earlier in the year Resolution 2021-03 where the Board wanted to approve the compensation plan every year when we do the budget because that information is now required to be put the website by position, this just encapsulates that issue, as well as the organizational chart. If the organization chart is going to be changed or people are going to be moved around that will be obligated to come back before the Board for approval if there's not any change to the organizational chart, then there is no reason to bring it back every year.

i. Employee handbook three-year review to ensure it will be kept up with and stay current. As laws are updated should there be a substantial change the employee handbook has to be revised, if the Board approves it start the new year 3-year clock and we'll make sure it's memorialized in the employee handbook.

Board Rules of Operation: the meetings previously unless specifically approved by vote of the Board the authority shall hold its regular scheduled meetings on the first Tuesday of the month at 8:30 a.m. previously it demanded that we hold it at that time and it said you could only hold it upstairs in the Boardroom of the Airport Authority, the flexibility is you by affirmative vote will decide your schedule take a vote this is what we'd like to see on an ongoing basis for where these will occur what time or where'd you like.

b. Compensation: Board Members and Liaisons shall not receive compensation or remuneration that really just memorializes it.

c. Board Directives: exactly the same the Chairperson has no special designation to direct somebody to do something over the entirety of the Board they are just one vote and then the agenda will be controlled by the Chairperson but at a minimum here are the items that will be allowed to come up and must be there for what's there.

e. Walk on items this memorializes exactly what the Board has expressed in the past if an item comes up because of an emergency circumstance the item will be put under Discussion Agenda and likely explained.

f. The specific items that the President will address they look very familiar to what they already address that the President can add anything to what is there over and above but to member loppolo's point i and ii have been better refined regarding OSI' contractual obligations and then the maintenance of the Airport terminal.

g. Request to be Placed on Agenda by Staff was the request as you heard from Board Director loppolo last meeting this provision allows a little bit broader category then just senior members should they want to address anything that they could go ahead and bring it up if they go through the appropriate channels. Meaning their managers and then up to the President, assuming everybody says no don't bring that up, don't talk about it I'm not going to put you on that Agenda then this provides that they can request from the Chairperson address to the Board and the Chairperson has to put them on the agenda there is no flexibility it uses the word shall. And it exempts the final sentence is with respect to any employee complaints pursuant to article four of the handbook which is harassment discrimination those issues that this isn't the process to address them those matters will be addressed through the handbook and the

appropriate channels so that issues of confidentiality can be maintained for all parties involved on any of those types of complaints.

h/i. Ethical requirements as they currently stand nothing has been added there. Resolutions concerning media access and the ability of the public to speak.

Board Director Ioppolo noted the idea here was to do two things, one was to make an affirmative look at something that hadn't been looked at in twelve years and bring it up into what is more consistent with how things are done today. The second was to make sure that the theme of the board rules and duties having observed over the last ten years how some things have quite frankly have been missed is to remember that the success of the operation is really dependent upon all of staff but in particular our senior staff. This creates both an obligation and an opportunity to speak up if they need to do that.

Chairman Green thanked Board Director Ioppolo for the effort this is amazing the depth of it and the time. He appreciated Mindy's involvement and Brett Renton's time on this.

Discussion regarding moving the meetings to the second Tuesday of every month, there are holiday's that always interrupt causing us to change our meetings. And more importantly we get better numbers from our month previous if we are meeting in the second week.

Discussion second Tuesday conflicts with the County Commission meeting, it is important to have the County Liaison at the meetings. Discussion conflict with 2nd Wednesday.

Motion by Board Director Smith, seconded by Board Director Dane to approve Discussion Agenda Item A.

Discussion request to review Organizational Chart every three years.

Discussion page 5 the first paragraph which is a continuation of the details of the agenda the last sentence "No Board Member may contact the author of the agenda item.

Brett Renton clarified this is specific to if you as a Board member want to put something on the agenda, the way you can do it is twofold and this is Sunshine Law you have the ability to write a memo to the Board and submit if the Chairman has no objection, it goes on. This is just memorializing that the person can't contact you back you can't reach out. A normal Board agenda item you can call the President you can call the other individuals.

Discussion page 6 again top of the paragraph which is a continuation of g on page 5 the second to the last sentence "the request shall be sent directly to the

chairperson who shall place the matter on the discussion agenda". After further discussion the sentence was revised to "the request shall be sent directly to the chairperson who may place the matter on the discussion agenda".

Discussion regarding page 4 paragraph 5A "the Chairperson shall loosely apply the latest edition of Roberts Rules of Order". Discussion use "generally apply"

Discussion regarding compensation shall from time to time set by the Board and another document where we talk about salary and bonus, the handbook, contract employees.

Brett Renton clarified you still have your resolution that was passed earlier this year regarding any bonus plans that directs the President as to how they have to go through that process which involves coming to the Board to seek approval for the bonuses that would be awarded to any employee. This just matches the compensation plan that you've already adopted and how that process will go.

Discussion whose going to be the person that's in charge of monitoring this, is it counsel to make sure there is compliance with this policy.

Brett Renton noted all of us are now adopting this to say this is how we are going to operate, so if anybody notices a difference then it's incumbent upon everybody to bring up these are the rules of operation you are adopting. Secondly every three years we'll review these procedures, the Board staff specifically the President and senior management, similar to the handbook this needs to reviewed every three years.

Board Director Ioppolo added as legal advisors to the Board he is expecting Counsel to calendar these three-year reviews. And requested a list of the other resolutions that have passed so the Board has a central place of reference. Board Director Dane requested the resolutions be incorporated in the Board notebooks and when a new member joins there should be a welcome package.

Discussion new Board member onboarding process and training, leadership was challenged to come up with an introduction to the Board.

Board Director Ioppolo requested these changes as a friendly amendment as a supplement to the resolution.

page 4 was to add the number of years to relook at the organizational chart every 3 years, page 4 paragraph 5a was to add the word generally instead of loosely, page 6 was to strike the word shall and say something to the effect of that the chairperson may have discretion to add to the agenda. Add the list of supplements.

Board Director Smith amended the motion, seconded by Board Director Dane to approve the amended motion to Discussion Agenda Item A with revisions: page 4

was to add the number of years to relook at the organizational chart (3 years), page 4 paragraph 5a was to add the word generally instead of loosely, page 6 was to strike the word shall and say something to the effect of at the chairperson may have discretion to add to the agenda and add the list of supplements. Vote taken, none opposed. Motion passed.

B. Consideration of the Organizational Chart – current as of October 1, 2021.

Motion by Board Director Robertson, seconded by Board Director Smith to approve the Organizational Chart as presented.

Discussion regarding clarification title of Vice President of Commercial Development and Real Estate versus Economic Development. President Nolan referenced the Organizational Chart Executive Vice President of Commercial Development and Real Estate as the title.

Discussion Communications Director on the Organizational Chart and inquired who that person reports to. Chairman Green noted that is a side and not a direct report. Board Director Dane inquired who fills the position of Communications Director. Chairman Green replied Lauren Rowe. Board Director Dane inquired where Grant writing fall, Jennifer Taylor's position? President Nolan replied it's a collective effort Grant writing is an initiative by all parties everybody. Board Director Dane replied what is Jennifer Taylor's title? Jennifer Taylor replied Contract Administrator. Board Director Ioppolo inquired of Jennifer does she report to Operations of Finance? President Nolan explained how it is shifting it used to be directly to the President now to Finance.

Vote taken, none opposed. Motion passed.

Chairman Green noted it was brought to his attention right before the meeting that the Public Notice was the Master Plan Presentation during the Board meeting. The Open House was Public Noticed 10:30 a.m. Under advisement of Counsel the Board meeting was adjourned and after a brief break the Open House Master Plan Presentation was convened.

12. COMMENTS FROM THE PUBLIC

Chairman Green determined there were no comments from the public.

13. OTHER BUSINESS

14. REMINDER OF NEXT BOARD MEETING (OCTOBER 5, 2021)

15. ADJOURNMENT

There being no further business, the meeting was adjourned at 10:41 a.m.

Respectfully submitted,



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