

**MINUTES OF THE REGULAR MEETING OF THE
SANFORD AIRPORT AUTHORITY
NOVEMBER 2, 2021
8:30 A.M.**

PRESENT: Tom Green, Chairman
Jennifer T. Dane, Vice Chairman
Clyde H. Robertson, Jr., Secretary/Treasurer
Kenneth Bentley
Benny Crosby
Chick Gregg, Sr.
Frank S. Ioppolo, Jr.
William R. Miller
Clayton D. Simmons
Brett Renton, Airport Counsel
Mayor Art Woodruff, City Liaison
Commissioner Jay Zembower

ABSENT:

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

OTHERS PRESENT: Sonya Brauer, Southeast Ramp
Michael Damico, OSI
Stephanie Griffin, OSI
Jonathan Hand, Atkins
Jeremy Owens, CPH
Paul Partyka, NAI Realvest
Keith Robinson, OSI
Doug Saunders, C&S Companies
Greg Smith, Million Air
Craig Sucich, Avcon

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

The meeting was called to order at 8:30 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 OCTOBER 5, 2021

Motion by Board Director Robertson, seconded by Board Director Gregg, to approve the Minutes of the Regular Meeting held on October 5, 2021. Vote was taken, none opposed. Motion passed.

4. LIAISON REPORTS

A. Seminole County

Commissioner Zembower updated the Board, this month is Blind Awareness month and also Native American month. Mr. Joe Able has been named the interim County Manager, a nationwide search will be conducted to find a replacement for County Manager Nicole Guillet, explained infrastructure in and around the Airport, the Skyway intersection improvements are just about complete, the traffic signalization should be up and running in the near future.

Chairman Green thanked Commissioner Zembower for taking the lead on the 417 potential ramp in to the Airport. Commissioner Zembower felt it will be approved going forward with CFX on December 9th.

B. City of Sanford

Mayor Woodruff congratulated the Airport on the Air Show, a lot of great public input regarding the Paratrooper jump at Alive After Five and he understood they already have a date planned for next year. The City will be doing redistricting in the very near future. Monday a joint work session with CRA regarding Heritage Park. Interviewing for a new Deputy City Manager as Tom George is retiring.

Board Director Robertson complimented the Mayor on the State of the City luncheon that was recently held. Mayor Woodruff credited Tom Tommerlin and Pamela Lynch, Economic Development.

5. COMMENTS FROM THE PUBLIC

None

6. PRESIDENT'S REPORT

President Nolan referenced the power point presentation shown on the screen for the following topics:

CBP/FIS Facility Renovation Update: meeting scheduled on 11/1/2021 for plan review. CBP is still in discussions with us on additional design changes shared last meeting.

Discussion regarding submittal of final plans next CBP meeting 11/1/2021. CBP comments warrant plan changes. Once we get sufficient definitive cost estimate, we need to revisit our conversation with AWW before going out to bid. Meeting yesterday with CBP wants us to show how we've addressed their comments, let them do one final review and hopefully move forward.

Project Manager Jeremy Owens updated the Board on how he expects revised plans to be ready mid-December.

Taxiway B, C & L Pavement Reconstruction Project: George Speake reported that Phase II is just all but complete, doing the final markings on Phase II. A few more disruptions to the users of the Airport and then in January we will move in to Phase III and start working on Bravo from 18/36 to the east to Bravo 8.

North Apron and Site Improvement Project: Jeremy Owens reported 60% complete on design, updated stormwater management details, Jeremy explained the different costs and phasing on the projects, that it can be phased if needed to get the first critical infrastructure elements of road and main stormwater pond on the east side. Discussion on how much fill to place. St. Johns submittal is being prepared to submit.

Discussion, is project at point on the infrastructure, have there been any conversations with the County on stormwater projects they are doing? Commissioner Zembower replied no we're still doing the small area study in and around and we're still having JPA discussions with the city. There has been some discussion regarding drainage issues around the corridor a final report expected in December which will be shared with the Board.

Master Stormwater Pond Improvement Project Southeast Area: George Speake noted 60% plans review completed. Jeremy updated the Board found the St. Johns permit process waiting upon formal reply from the water management district to agree with us.

Orlando Sanford International Inc., Keith Robinson, CFO stated Elizabeth Brown is attending Vinci CEO conference this week and he is filling in.

Keith referenced power point slides on the wall screen and provided a report to the Board: month of October continued positive recovery 51% compared to prior year, tracking below 2019 levels. Allegiant 86.5% 2019 this includes 2019 we had TUI here. Keith reported if everything holds true 2.2-2.4M passengers for Allegiant this year, which compares to 2.8M from 2019.

Discussion regarding Allegiant canceled flights around Cleveland, what have we lost from Allegiant since then? Allegiant is looking at a replacement, Todd Payne would normally comment on that, but he is attending TakeOff conference. Discussion Allegiant Contract, COVID interference, executive staff is in discussion, nothing signed. Allegiant Corporate is fine with it the way it is at the moment. Discussion with Allegiant there are buildings they no longer need to occupy, parking requirements and there will be a thorough revision of that and potential rate adjustments. Discussion regarding AWW land that Allegiant has built the training facility on, the surrounding land there have been no further discussions, we can revisit that.

Keith updated the Board the Welcome Center has been painted to match the new airport color scheme. The ground handling for on time performance was 96% on turns and 100% on Stars.

Pandemic update: concerned about 100% vaccination required for all defense contractors, this impacts all commercial airlines that have defense contracts including Allegiant. Loss of crews/pilots could lead to reduced flying.

US international travel restrictions end November 8th. Full recovery a few years off, Keith felt SFB before 2024. Discussion regarding baby boomers walking away from the work force, MROs can't get people to repair aircraft. Discussion lack of business travel, this airport is posed to rebound sooner as we are a leisure travel airport.

Events: Air Show was great, thank you to everyone.

Social Media/Marketing: Air Show, Swoop inaugural Flight, Flair inaugural flight. Discussion regarding cost of PCR testing and its effect on Canadian travelers.

Discussion coffee service at the Airport. Item B on the discussion agenda references concessionaires at the airport. Keith Robinson stated he would follow up on this matter, it is not his understanding that there is zero coffee. Cheese Burger Cheese Burger and Ritazza post security provide coffee, nothing before security.

Paul Partyka, NAI Realvest provided update regarding potential tenant's lease expansion with American Builders Supply, Synergy Wood and Athens Towing

relocating, expanding or consolidating. Outside the Airport on SR 46 Kings Crossing development continues to move forward.

President Nolan noted MillionAir is still talking expansion, construction costs are higher than they expected. CE Avionics interested in expanding. In negotiations with Constant Aviation regarding their interest in additional hangar space.

OSI Contract Report: Jason Watkins referenced report distributed to the Board and noted a new column that compares current month to prior months. George Speake updated the Board staff is continuing to meet with OSI weekly to go through the contract and maintenance items to develop a maintenance plan to be agreed upon and expects maintenance plan to be completed the end of November. This is something that OSI and SAA staff are agreeing to, it's not something that OSI envisioned their Board blessing although they will review it. George asked the Board if they want to approve the maintenance plan or just wanting to know it's complete and in compliance with the contract. If SAA Board approves it then OSI Board has to approve it. Chairman Green didn't feel the Board had to approve the maintenance plan just make sure our teams are satisfied. Board Director Simmons inquired can we enforce the maintenance under the contract? George replied that is exactly what we are doing. Board Director Simmons replied then we don't need to approve it. Brett Renton commented it would be helpful although it doesn't need to rise to a Board level that there be something in writing that says this is the final package maybe a sign off by both Presidents at that level to just acknowledge this is what's agreed to going forward would be helpful.

George Speake noted the goal is by the December meeting to be able to say that both the Presidents are in agreement. Brett Renton stated if the plan is amended, you can do it at any time. George Speake replied it's not going to be set-in stone we're going to find better ways to do things or find things that we think need to be in there that aren't in there. Chairman Green agreed with Counsel it would be good to acknowledge the plan. Board Director Ioppolo inquired would the final maintenance plan be brought to the December Board meeting signed by both President's. George replied that is going to happen. Board Director Ioppolo wanted to make sure everyone understood after four years of waiting this was his expectation.

Board Director Dane referenced graph joint evaluation of marketing and initiatives and inquired why hasn't that been scheduled. Chairman Green replied that's the SAA/OSI contractual compliance.

Lauren Rowe provided details and update regarding: Swoop inaugural flight Facebook video with the SFBee and the Bee Keeper, Air Show television and radio coverage, Orlando Sentinel article and WESH Channel 2 regarding the 417 Feasibility Study, and Honor Flight with over 100 Veterans on board.

President Nolan updated the Board the parking rates are being evaluated that it's been many years since there's been any increases and after the Master Plan presentation you will understand why we must start generating additional revenue from parking to pay for future improvements. Working as a team with OSI to evaluate what is right approach, the new system they installed has dynamic pricing capabilities, should expect some level of parking increase in the near future. Discussion regarding TUI Airlines returning, it does not look like there is any possibility, it is too far gone they've got a multiyear contract of millions of dollars being spent to keep them there. Board Director loppolo asked what are the incentives? President Nolan replied there is a multitude with waiving fees as the center point, it's unknown where the funding is coming from.

7. CHIEF FINANCIAL OFFICER REPORT

CFO Jason Watkins presented the October financials and the Finance and Administration Monthly Update. Jason referenced Functional Updates. Discussion regarding Capital Planning Committee, Master Plan, JACIP, FDOT, FAA. Resolution Directory accessible to Board Directors. Holiday Party scheduled for December 17th.

Maintenance Report: George Speake noted he attended the FAC State Affairs Committee meeting in Tallahassee. George referenced lithographs from the Thunderbirds for the Board Directors. George referenced the Air Show, it is a lot of work, but it is a lot of fun. It takes everyone at this airport to make it happen, this year with the VIP event it took literally all of our staff and he appreciated everything that everybody put in to it. We are looking forward to next year.

Discussion regarding attendance numbers Saturday versus Sunday, traffic flow one traffic spot to improve on next year, golf carts very good touch. Discussion next year VIP event don't foresee it being in terminal with added air carriers the gates will be used for passengers. VIP event used as business opportunity.

George thanked our tenants Allegiant, South East Ramp, Million Air, and Constant Aviation because air show is disruptive to them. President Nolan recognized Lauren Rowe her effort on the whole concourse setup including the key decisions on the tables, screens and promotions.

Board Director Dane expressed an interest in following up with the VIP attendees regarding airport opportunities here.

Board Director Bentley thanked George regarding the Air Show. Everybody is talking about how great the airshow was, and it was, but one thing the airport didn't realize you bring the community together, Midway community wants to thank you. It's not just the airshow you bring the community and Sanford together also.

George Speake presented the SAA Operations Report.

Board Director Ioppolo inquired regarding planning for relocating or redoing the maintenance facility. President Nolan replied we have engaged Avcon and budgeted \$100,000 to provide us analysis of what our existing capacity is and what optimally sized facility we should pursue.

George noted this will be the second year sponsoring the Midway 5K walk run or ride on November 20th. It's a fundraiser that they do for the youth, school and summer programs in Midway. The Airport has a team SFB participating.

Board Director Dane requested a roster of sponsored community events.

8. COUNSEL'S REPORT

Brett Renton thanked the Board for the invitation to the Air Show it was quite amazing. Brett updated the Board regarding: Interlocal Agreement with the City and County, PFAS, Procurement Policy, Employee Handbook, Federal Contractors Vaccine Requirement & OSHA Rules.

George Speake updated the Board that TTG our private security screening company has assured him that they are staffed and continuing to hire staff to be prepared for Thanksgiving Christmas and beyond to the point they are offering bonuses for hiring.

9. CHAIRMAN'S REPORT

Chairman Green stated this is his last meeting as Chairman, and he appreciated the orient of the board meetings and the improvement of that over the last 12-18 months, reports are high level. He thanked Lori for always being there and keeping him on task. Chairman Green thanked Danette a wonderful ally, we've gone through a CEO search and spent hours on the phone thank you for always being available and he appreciated her integrity and depth of knowledge in HR. And to everyone else, it's a fantastic team, sometimes you don't get the time you want to say thank you, but he hopes the entire team knows they've been heard. This is a very engaging Board and to each of the Board members thank you for the privilege of serving as your chairman. And as just one of nine members that happen to be the Chairman right now, he knows and appreciates this Board because inside of each one he knows you're not doing it for the accolades, recognition and surely not for the money, you're doing it because you care you know what this Airport can be and you want to leave this place a little bit better when you can, so thank you for that.

10. CONSENT AGENDA

- A. Consider approval of new Lease 2021-046 for Airline Training & Leasing Corporation Building #149 located at 1673 Hangar Road Sanford, FL 32773.
- B. Consider approval of Addendum N to Lease 2007-027 for Katco Distributors building #515-1 located at 2848 S. Mellonville Ave. Sanford, FL 32773.
- C. Consider approval of Addendum O to Lease 2020-042 for Vertical Aviation Technologies, Inc. Building #332 located at 1609 Hangar Road Sanford, FL, 32773.
- D. Approval and authorization for the President to execute the task order between the Sanford Airport Authority and C&S Companies for the Design of the Fiber Optics Redundancy Ring Project.
- E. Approval and authorization for the President to execute the task order between the Sanford Airport Authority and C&S Companies for the Design of the ARFF and Building 37 Generator Project.
- F. Approval and authorization for the President to execute the task order between the Sanford Airport Authority and C&S Companies for the Design of the Control Center Expansion Project.

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

11. DISCUSSION AGENDA

A. Board Schedule of Meetings

Chairman Green referenced the Board schedule for next year, this was slightly modified from what's in our obligations. July Board meeting has been moved to Tuesday the 12th; September Board meeting moved to September 13th. August proposed joint meeting with the City and also put in a Work Shop for the end of January.

Motion by Board Director Dane, seconded by Board Director Bentley to approve Discussion Agenda A as presented. Vote taken, none opposed. Motion passed.

B. SSP Food & Beverage Concession Contract Amendment

President Nolan updated the Board, eight months ago OSI approached us when Starbucks left, OSI had ZaZa a local restaurateur interested in setting up shop. Since then, there have been some changes to the originally approved SSP Contract and requires additional action today.

Attorney Brett Renton noted in May this Board was presented with an outline to bring on ZaZa as part of the SSP contract, there was a memo put together requesting approval to proceed and enter into a contract and allow in that case ZaZa to operate in the downstairs Starbucks and the upstairs Starbucks

location. That's how it was presented and how it was passed, in doing the deal after that point in May it changed a little bit. As the deal was presented you are really holding over on an agreement with SSP they're continuing your concessions program. With Covid it has been a very difficult situation, so the point of this agreement is to memorialize the last year and a half is exactly where we are at and moving forward one year until the end of 2022 that they'll go ahead and operate. Right now, they do not have ACDBE components, they are bringing on ZaZa as one of potential JV partners which will meet ACDBE requirements. The point of this agreement is to provide a greater increase in the amount of minority participation, minority owned businesses that are participating at our airport in the concession program and meet what is a goal set by the FAA in order to bring that on. SSP as of this morning have reviewed the business terms for the red-lined agreement, but is still under legal review. The Board is being asked to approve a tri-party agreement.

Discussion the red-lined agreement wasn't distributed to the Board. Brett Renton inquired of the Board did they want to actually review the agreement, or give authority to your President to execute an agreement that would extend your SSP agreement under the terms that have been negotiated to today. Discussion regarding the ask and the terms of the agreement. Discussion regarding former Starbucks location downstairs pre-security being part of the new agreement. Downstairs former Starbucks location is not part of this agreement, SSP is obligated to reopen Ritaza within the next 90 days.

Brett clarified there was a standalone agreement with Starbucks for its locations, this agreement takes the one that is upstairs and puts it with SSP, obligate them to reopen Ritaza downstairs, they will re-brand the old Starbucks upstairs. There were negotiations about re-branding downstairs, that has been gutted for monetary reasons, they can't recoup their investment in one year and we're not going to extend any further. The upstairs location will become ZaZa Cuban Café.

Motion by Board Director Ioppolo, seconded by Board Director Dane that we authorize the authority President to execute an agreement with SSP consistent with our conversation as long it meets his judgement and the judgement of our counsel the necessary parameters for this agreement. Vote taken, none opposed. Motion passed.

C. Master Plan Update

President Nolan noted after three to four years of a lot of work and analysis we are now going to present an overview of the Master Plan, that the goal is to approve the submission of the plan to the FAA as this is the FAA's plan, and done in accordance with their criteria.

Jonathan Hand, Atkins presented the Master Plan Update overview.

- Existing Conditions Inventory
- Forecast Summary
- Facility Requirements
- Alternatives
- Terminal Improvements
- Environmental Overview
- Financial Plan

Motion by Board Director Miller, seconded by Board Director Simmons to approve the submittal of the Master Plan as drafted to the FAA . Vote taken, none opposed. Motion passed.

12. COMMENTS FROM THE PUBLIC

None

13. ELECTION OF OFFICERS

Chairman Green stated as he is not a candidate for the Chairman, he would not be turning over the gavel to counsel.

Motion by Board Director Ioppolo, seconded by Board Director Gregg to nominate Jennifer Dane to serve as Chairman. Board Director Dane accepted the nomination. There were no other nominations. Motion by Board Director Ioppolo, seconded by Board Director Simmons to close the floor for nominations and elect Jennifer Dane Chairman. Vote taken. By acclamation, Board Director Dane was elected as Chairman.

Chairman Dane entertained a nomination for Vice Chairman. Motion by Board Director Ioppolo, seconded by Board Director Gregg to nominate Board Director Robertson to serve as Vice Chairman. Board Director Robertson accepted the nomination. There were no other nominations. Motion by Board Director Simmons seconded by Board Director Ioppolo to close the floor for nominations and elect Clyde Robertson Jr. Vice Chairman. Vote taken. By acclamation, Board Director Robertson was elected Vice Chairman.

Chairman Dane opened the floor for the nomination of Secretary/Treasurer. Motion by Board Director Ioppolo to nominate Board Director Simmons for Secretary/Treasurer. Board Director Simmons declined the nomination. Motion by Board Director Ioppolo to nominate Board Director Gregg for Secretary/Treasurer. Board Director Gregg declined the nomination. Motion by Board Director Robertson to nominate Board Director Bentley to serve as Secretary/Treasurer. Board Director Bentley accepted the nomination. There

were no other nominations. Motion by Board Director Simmons, seconded by Board Director Ioppolo to close the floor for nominations and elect Board Director Bentley Secretary/Treasurer. Vote taken. By acclamation, Board Director Bentley was elected Secretary/Treasurer.

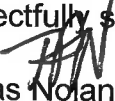
14. OTHER BUSINESS

15. NEXT BOARD MEETING (DECEMBER 7, 2021)

16. ADJOURNMENT

There being no further business, the meeting was adjourned at 11:37 a.m.

Respectfully submitted,


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