

**MINUTES OF THE REGULAR MEETING OF THE  
SANFORD AIRPORT AUTHORITY  
DECEMBER 3, 2024  
8:30 A.M.**

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**PRESENT:** Clyde H. Robertson, Jr., Chairman  
Kenneth Bentley, Vice Chairman  
Chick Gregg, Sr., Secretary/Treasurer  
Jennifer T. Dane (appeared telephonically)  
Frank Ioppolo, Jr. (arrived 8:38 a.m.)  
William R. Miller  
Stephen P. Smith  
Richard Sweat  
Brett Renton, Airport General Counsel  
Mayor Art Woodruff, City Liaison

**ABSENT:** Benny Crosby  
Comm. Jay Zembower, County Liaison

**STAFF PRESENT:** Nicole Martz, President & CEO  
George Speake, EVP & Deputy CEO  
Shani Beach, Director of Properties & Exec. Initiatives Admin.  
Chris Breese, Procurement Analyst  
Judy Desrosiers, Property Manager  
Stacy Entwistle, Director of Airline Services  
Erroet Figueroa, Ramp Manager  
Steve Fussell, VP & Chief Strategy Officer  
Tommy Gentry, Director IT  
Marc Gilotti, SAAPD Chief  
Renato Gonzales, Asst. Director Airline Services  
Lori Hunt, Executive Assistant  
Gino Martinez, VP & Chief Financial Officer  
Katee Mathis, Director of Finance  
Bryon Morgan, SMS Director  
Jeremy Owens, VP & Chief Development Officer  
Lauren Rowe, Communications Director  
Julie Sawyer, Executive Assistant  
Rick Shea, Operations Director  
Jennifer Taylor, VP & Chief Commercial Officer  
Shawn Ziegler, SAAPD Captain

**OTHERS PRESENT:** Bob Begley, CE Avionics  
Sonya Brauer, SER  
Tracy Garcia, OEP  
Tom Hanley, Million Air

**Joseph Jerkins, FDOT  
Brady Lessard, City of Sanford Economic Director  
Allison McCuddy, FDOT  
Genean McKinnon, McKinnon Assoc.  
Paul Partyka, NAI Realvest  
Doug Saunders, C&S Engineers  
Greg Smith, Million Air  
Craig Sucich, RS&H  
Clayton Thompson, Truist  
Joe Tindal, Hilltop Securities  
Robert Utsey, ZHA**

1. CALL TO ORDER, PLEDGE OF ALLEGIANCE

2. ADVERTISEMENT OF MONTHLY MEETING

Copies attached.

3. APPROVAL OF MINUTES OF THE REGULAR MEETING HELD ON  
(NOVEMBER 5, 2024)

Motion by Board Director Smith, seconded by Board Director Bentley, to approve the minutes of the Regular Meeting held on November 5, 2024. Vote was taken, none opposed. Motion passed unanimously.

4. EMPLOYEE RECOGNITION

George Speake noted that employee Brandon Lopez, who mans the Information Desk, was recognized for assisting an elderly passenger who happened to leave his phone in a family members vehicle. Brandon gladly assisted the passenger, going above and beyond what could normally be expected. Compliments also to the TSA agents for paging the passenger.

George also explained that since the transition the Information Desk is manned in both terminals.

5. LIAISON REPORTS

A. City of Sanford

Mayor Woodruff reported: 1) Upcoming City of Sanford Holiday events: Tree Lighting, and Holiday Tour of Homes; 2) At the Commission meeting 12/9/2024 the City will say goodbye to Commissioner Mahaney who is stepping down and welcome newly elected Commissioner Claudia Thomas; 3) The Commission approved a \$5,000 pay increase for the Police Dept. and will look next at Fire Fighter pay. The City is in contract negotiations with Fire &

Police Departments; 4) Board Directors Dane & Ioppolo were re-appointed to the SAA Board.

Discussion ensued regarding the evaluation of the City Manager that process will conclude at the next Commission meeting. Mayor Woodruff informed the Board of the Sanford Christmas Parade of Lights scheduled for Saturday December 14<sup>th</sup> at 6 p.m. downtown Sanford.

B. Seminole County

Chairman Zembower was not present.

6. COMMENTS FROM THE PUBLIC

None.

7. CONSENT AGENDA

- A. Consider approval of Lease No. 2024-133 for Vertical Aviation Technologies, Inc., Building #332 located at 1609 Hangar Road Sanford, FL 32773.
- B. Consider approval of the Ground Transportation, Pre-Arranged Permit for January 1, 2025-December 31, 2025.
- C. Consider approval of Residential Lease No. 2024-135 with Danette Maybin and the Sanford Airport Authority for Building #601, located at 3103 Ohio Ave., Sanford, FL 32773.
- D. Consider approval of the First Amendment to extend Contract #SA-2024-004 for Taxicab Concession Services with City Cab Company of Orlando, LLC and Yellow Cab Company of Orlando, LLC.

Motion by Board Director Smith, seconded by Board Director Bentley, to approve Consent Agenda items A-D. Vote was taken, none opposed. Motion passed unanimously.

8. PRESIDENT'S REPORT

President Martz referenced her PowerPoint presentation, incorporated herein, and requested Jeremy Owens, VP & Chief Development Officer present updates on the following topics:

- Stormwater Master Plan Update: LOS received 11/1. Alternatives review meeting this week;
- SAA Maintenance Facility Replacement: Work Complete;
- ARFF Station and Building #37 Generators: Work Complete;
- Runway 9L Rehabilitation: Work began on Batch Plant site. Field work starts Jan/Feb '25;
- Taxiway A Rehabilitation: Awaiting FAA Grant;

- Remote Parking Lot: In permitting, expecting rebidding Dec '24-Jan '25; and
- Stormwater Pond Improvements: 60% plans expected this month.

#### Terminal Projects:

- SSP Renovations – Sanford Tap – Opened ; Brew Landing – Opening Nature’s Table – Opened; Brew Garden – December Opening;
- FIS Renovations – Limited Demo complete;
- Secure Corridor Removal (Terminal West) – Work began 11/4. Phase I Demo 90%;
- Terminal Ramp Improvements – Work starts January/Feb.; and
- Generator Replacement (Admin/PBB) – Shop drawing and schedules.

#### Maintenance Update:

- Plumbing: Descaled reoccurring plumbing lines (BC1, Gate 12, and Old Bud Tap. Eliminated vendor service calls on those restrooms;
- HVAC: Replaced chilled water valves and repacked motor for Chiller 1. Inventorying equipment and controls to understand where issues are in the system;
- Misc.: Smoking Deck – received repair plan. Will work with continuing contractor once selected for repair work.  
Terminal Windows – Completed resealing older exterior windows airside. Scheduling landside replacement.

### **Development**

Paul Partyka, NAI Realvest updated the Board regarding Development & Real Estate Activity: 1) Potential projects that have signed LOI's: 157 acres ; and 2) Working closely with Siemens, UCF & Inlight on internal proposals that he felt are very beneficial for the Airport and for the potential tenants.

Discussion ensued regarding development near Kings Crossing. Mr. Partyka informed the Board of the 265 unit apartment building under construction.

President Martz noted that George Speake has been working with the developer and the City regarding avigation easements.

### **VP & Chief Financial Officer**

Gino Martinez, VP & Chief Financial Officer, shared the following information:

- October 2024 Dashboard; 195,000 passengers compared to 237,000 FY23 is 21% lower this was a function of multiple hurricanes that effected primarily some key Allegiant hubs and areas that they service;
- Cash & Investment Balances;
- Procurement Dashboard: Solicitation Responses Due: State Legislative & Governmental Lobbying Services, RFP; Economic Development

Consulting Services, RFP. New Solicitations: Airport Remote Parking Lot Construction Re-Bid, Invitation to Bid.

- Finance and Administration Updates: Katee Mathis, CPA; November 2024-Expected Reduced Net Cash Flow: ARPA Concessions Credits to Concessionaires, Upcoming PFC Projects (Restricted Funding); 2024 Fiscal Year-End Ongoing; Debt Issuance.

President Martz updated the Board that December 13<sup>th</sup> is Gino's last "official" day and tomorrow is his last day in the office because he's getting married between now and his "official" last day. Katee Mathis will step in as the interim CFO once Gino leaves, but we're also going to keep Gino on contract to do consulting and to help us navigate in the interim period and then to help onboard whomever we select as the next CFO. The recruiting process for that position has begun and she imagined it would take a little time bit of time to get the right fit, but in the mean time Gino will still have his SAA email and you can reach out to him if you have questions.

Gino stated his departure was not in his plan, it's one of those situations where he feels it's an amazing opportunity. It's extremely bittersweet for him, but he wants to say on the record that this has been the most rewarding chapter of his career thus far. This airport has his heart, he came here quite frankly from an environment where he didn't feel like he had a seat at the table, and didn't feel necessarily valued. To leave here knowing that he gave this airport his all, and you'll have my heart always and he will always cheer this airport on and thank you for everything.

#### Miscellaneous – Communications

Lauren Rowe, Communications Director, updated the Board regarding: 1) Social Media; 2) Sleep In Heavenly Peace Bed Build; 3) Invest Orlando/Speaking Engagement, Steve Fussell on panel regarding technology; and 4) Save the Date Holidays in the Terminal December 19<sup>th</sup> 9:30-11:30 with special guest Santa Claus.

#### Miscellaneous

President Martz stated Allegiant has announced a new destination Columbia, SC beginning in May.

Discussion ensued regarding Air Service Development and an update. President Martz noted that a couple of things are in the works, nothing definitive and staff is hitting it as hard as they can.

George Speake noted the current Boeing & Airbus issues are hampering expansion.

President Martz explained that within the next month or so we should have an agreement with the County on incentive money the County will provide for things the Authority can't spend money on. She met with the County Attorney's office last week trying to finalize this, the agreement still has to be before the BCC.

#### 9. COUNSEL'S REPORT

Brett Renton updated the Board regarding: 1) Litigation updates have been sent to the Directors, any questions please get with Brett; 2) GOAA; 3) Loan Closing with Truist on today's Discussion Agenda and 4) January update of Resolutions relating to Board Rules & Regulations removing OSI references in terms and individuals due to restructuring of the organization. Mr. Renton wished everyone a Merry Christmas and a safe and productive Holiday Season.

#### 10. CHAIRMAN'S REPORT

Chairman Robertson requested the Board Members review the 2025 Schedule of Meetings which was presented in their packets and discuss any changes or modifications to the schedule. He pointed out that the August meeting was changed because it conflicted with the FAC Conference.

Discussion ensued regarding the July Board meeting and proposed calendar date.

Chairman Robertson referenced the Agenda's and requested when a Motion is made on any item to please state the Motion as presented in the Agenda Memo.

Motion by Board Director Gregg, seconded by Board Director Bentley, to approve the 2025 Board Schedule of Meetings as presented. Vote was taken, none opposed. Motion passed unanimously.

#### 11. DISCUSSION AGENDA

- A. Consider approval and authorization to execute contract #SA-2025-006 with C&S Engineers, Inc. and contract #SA-2025-07 with RS&H, Inc. for Request for Qualification #2024-027-RFQ-Professional Airport Engineering Services.

President Martz noted this item is a follow-up to an item that was on the Agenda in November to select the firms in which to engage in a continuing services contract for engineering services. The top two ranked firms were C&S & RS&H. Staff was able to successfully negotiate contracts with each of them. What is before the Board is the approval of those two contracts. Rates were agreed upon, and they are consistent with market; however, they are higher than they were in the prior contract. It's a function of how the market has changed.

Board Director Smith requested an explanation the difference in the two engineering companies and what services they provide us and is there difference.

President Martz explained they all had to meet the same scope and are qualified to provide the services within that scope. We would evaluate on a project by project basis who gets what assigned, some will depend on work load and some will depend on the nature of the project but consistent to what we've done in the past.

Board Director Ioppolo apologized for missing the last meeting and stated historically we've had four firms, and since these are only authorizations to do business and he didn't know whether or not it would make sense to include at least the top three. And he understood the qualified firms have the potential of getting the work he wanted to understand what that challenge was there.

President Martz requested that Brett Renton address Board Director Ioppolo's question.

Brett Renton felt that the question was why only two firms were being recommended.

President Martz explained we recommended two just based on the volume of work that we anticipate over the next several years. And that being said there may be opportunities for other work during that same time period, there may be some projects that we decide to bid out separately we still have the ability to do that. It doesn't mean that every engineering project that we have will have to go to one of these two firms, we may have a good reason to go out to bid and open it up to other firms.

Brett Renton went on to explain just because you have a continuing contract doesn't mean every project has to only go to those two. It's just been issued for essence you have met your requirements for the CCNA and that requires a process for by engineers, design professionals be bid out rather than doing a per contract basis. You can do \$1.2M or \$2M you don't want to tie up three months on who the engineer is in a RFP and turn around and then bid out a project so then you're seven months out on a project.

Board Director Ioppolo felt that's going to take several months to do and it doesn't seem like you would do that particularly often so limiting ourselves at the outset really means we're limiting ourselves for all intense purposes because we're not going to have to do the seven months preparation to rebid out a project when we have two. That's why he asked the question to see if mechanically we have the ability to do it, we just won't.

President Martz replied we might and because we have four good firms that made the final cut, the 2 firms that were not included based on staff's recommendation, understand that there will be an opportunity, there could be an opportunity for work as we move forward and they understand that.

Chairman Robertson noted there was a selection committee that decided this.

Board Director Ioppolo, inquired if the committee is Board or staff.

President Martz clarified it's our typical selection process.

Brett Renton summarized the understanding was that based on the volume of contract the engaged and that you would need in order to ensure that the projects are done timely and where they're at. The recommendation from staff and the committee was that two be selected. And if for instance you get at \$10M grant from the Feds on a new project that wasn't anticipated or something like that would be where you would reopen it because you're going to have to go through a longer process of building.

Motion by Board Director Miller, seconded by Board Director Gregg, to 1) Approve the negotiated contracts; and 2) Authorize the President to execute contract #SA-2025-006 with C&S Engineers, Inc. and #SA-2025-007 with RS&H, Inc. Vote was taken, none opposed. Motion passed unanimously.

B. Consider Approval of Resolution 2024-008 Relating to Line of Credit with Truist Commercial Equity.

Gino Martinez explained this item is related to the financing with TRUIST the line of credit. In the FY 2024 Budget the remote parking lot was tagged with a financing element. Also, PFC application 6 had some specific projects detailed out with PFC funding: the Terminal apron rehab and the 9L Runway rehab. The way that this line of credit works is it's basically a \$13M line of credit it is decremented \$10M on the PFC side for projects and \$3M on the remote parking lot side. We have some additional funding elements of those specific projects obviously on the PFC side outside of the line will be PFC revenues from application 6 and on the remote parking lot we have participation from FDOT. 50/50 combination of 9L Runway will be FAA entitlements, the remainder will be PFC's and as those inflows come in, we'll pay down the line. This line of credit is just to get the ball rolling and make sure that we can start these projects and get them underway heading into calendar year FY25.

Board Director Smith requested Gino explain the interest rate he was trying to understand SOFR and how does that adjust the interest rate on the loan.

Gino explained it's pretty much standard way that a line of credit will work, it's going to be SOFR plus, some sort of basis points spread based on a risk profile. There is additional elements associated with unused fees and an upfront fee as well, but SOFR is basically calculated at the time that interest is actually due plus those basis points and it rolls into whatever the withdraw is at the time. Based on our schedule and there is a future amendment on Discussion B which will take up



what that interest is, what those interest costs are estimated to be for year one. It's pretty much inline with where the market is right now with our risk profile. I do want to thank Truist for working with us. When we transitioned, he had conversations with Brian and Clayton on what they could for the Airport - to make sure they are a good partner with us. Pretty much how it works is we will have interest due on a monthly basis according to whatever the SOFR is the market rate obviously with Fed cuts its going to fluctuate a little but it's the SOFR plus.

Brett Renton explained when we're talking about to some extent a risk profile, you obviously have some litigation that's currently against the Authority. Thankfully Truist took the underwriters through the process, and came up with this offer. This will get you past a point which point the ultimate goal, with the new CFO will be then to consolidate the debt. Understanding that we're past litigation wherever that should lie and we're moving forward, so one way or the other we'll have the resolution by 2027. At that point you'll be more able to consolidate, you'll have a history of full performance at the rate, you'll have the information from all financial institutions to maybe give it a closer review. This is pledging PFC's, PFC's are solidly outside of the revenues, they are pledged projects that can only be used for pledged projects or the repayment of debt for those projects. They're very restricted in terms of what's there.

Motion by Board Director Gregg, seconded by Board Director Miller to 1) Move to approve Resolution No. 2024-08 relating to the loan from Truist Commercial equity, Inc. and the issuance of its Airport Facilities Revenue Note, Series 2024; and 2) Execution of the Certificate as to Public Meetings and No Conflicts of Interest. Vote was taken, none opposed. Motion passed unanimously.

C. Award of Bid #2025-003-ITB-CB-Grounds Maintenance Services to Premier Lawn Maintenance.

Jeremy Owens, VP & Chief Development Officer, explained this is a combination of multiple contracts. SAA had a ground maintenance contract for Lake Mary Blvd. from Red Cleveland all the way up to Airport Blvd. Then there were portions that SAA Maintenance staff mowed themselves and took care of and there was portions that OSI's Terminal Maintenance contract did. Three different contractors, three different areas that were right across the road from each other. One day you'd have one mowing, the next day you'd have one on the opposite side of the road mowing, so there were a lot of challenges and confusion in getting it done and getting it done in a timely process. We also had a separate contract for mulch.

One of the bigger challenges we ran into with this is it never was based on irrigation controllers, zones, and wells, there were sections that all three people touched the same well, the same irrigation and the same section. And you start pointing fingers at everybody else, this fixes all of that. Going through it will be a much cleaner process hopefully. We did a full procurement on this and ended up getting 9 bids. The low bid was Premier Lawn Maintenance, they were \$60,000

lower than our current vendor. Their references checked out got glowing reviews. If this is approved today, they will start work in January.

Motion by Board Director Smith, seconded by Board Director Sweat, to 1) Accept the bid results, and approve award of the Grounds Maintenance Services contract to Premier Lawn Maintenance for year one (1) in the amount of \$190,196.00 each year, and for years two (2) and three (3) in the amount of \$175,481.00 each year; and 2) Authorize the President to execute the appropriate contract. Vote was taken, none opposed. Motion passed unanimously.

D. Approval and authorization to amend the 2024-2025 Fiscal Year Operating and Non-Operating Budgets.

Gino Martinez explained this is addressing some changes to the FY2025 operating budgets. We presented the FY2025 on the salary side some addition of positions and the airline services specifically fueling and dispatch and a few other positions in operations and in maintenance to get those on the schedule. On the professional contract service side that is covering debt issuance fund for the financing of the line of credit and then the non-operating expense budget piece is the interest associated with the line on the anticipated draws up and to the end of FY25. Just a note on the non-operating expense side the adjustment of \$225,000 is not all local funding there would be local funding there's a partial amount that would be allocated to PFC's so that would be the restricted side the majority will be on the PFC side versus the unrestricted.

Discussion ensued the budget is going to be amended based upon these numbers yet earlier it was mentioned there's going to be some revenue surprises coming in a good way, is there a plan to amend the budget with those surprises?

Gino replied historically because the way that the bylaws work, we're not allowed to exceed the budget on the expense side. You'll see historically more amendments on the expense side rather than the revenue side. Conservatism principles says that on the revenue side maybe don't count all your chickens before they hatch. That being said we do have flight schedules from Allegiant, we could amend the budget to reflect this additional revenue. Typically, on the expense side we have to do this we're not allowed to exceed the line so we have that plan in the budget. If we get to the situation where we did exceed the category, we would actually be able to cover the check but as far as cash outflow we'd have to hold it until we amend the budget again that's paid on the revenue side. We can overperform without sort of consequence on the revenue side. For planning purposes, if it is significant enough and we do reach that materiality threshold for revenues he'd have to go back and look. He didn't know if we get there holistically for the fiscal year to say this is an increase that we want to plan for and maybe it's just something we just reflect in the Board meeting but it is a good thing to maybe get the conversation going maybe a little bit earlier with Allegiant during budget development going forward to see if we can get some of that data earlier then we

have in the past the tough part is the way they work their schedules out they are pretty tight on timing kind of how we are on the budget development side.

Discussion ensued regarding fuelers. George Speake explained when we started the process on the transition we didn't have as many fuelers as we needed. But we have met our 99% goal every month since May regarding delayed flights. It's a team effort, the below wing folks are helping marshal trucks in then you've got fuelers and maintenance is keeping the trucks up. Today they have 7 trucks up and George just sent them an email thanking them for that and that's the first time in a quite a while, not because they aren't doing their job, there's just been a ton of problems with the fuel trucks.

Discussion ensued regarding the number of trucks. George noted we still have 2 loaners on site, so technically we have 8 trucks here right now, the 7<sup>th</sup> truck that is ours is coming and then the two loaners will leave.

Brett Renton explained we have an agreement with Allegiant that requires a 99% on time rate by us with a minimum of 500 flights which gives us a roughly a cushion of 10 or more so the point is other than May you have complied with that contractual requirement. You have to violate it multiple months in a row for them to be able to terminate. We knew there was a transition, there was a transition built into that agreement, it didn't count and then picked up from an ongoing basis. Obviously, nobody wants a delay but keeping it to maybe one because of an issue or an equipment failure or some kind of problem, things like that happen but legally that's where we're at.

George Speake added there are a lot of delays across the board the vast majority are not our responsibility, the vast majority are Allegiants and there are two other delays we worry about one is fueling and we had zero fuel delays, that is always our goal, and its roughly around 7-8 in a month before we hit that bad number, so we've got a little bit of cushion but we don't want to use it. The other one is a facilities delays, there is nothing in the contract that requires us to look at those but he and Stacy Entwistle meet with Allegiant weekly, multiple staff and we go over the facilities delays as well because anything we can fix, we want to fix because it reflects on the Airport in general.

Discussion ensued regarding whether or not and how we could amend the budget to reflect the good as well as the bad from a perspective of volume of the operations.

Gino Martinez stated we absolutely can do that, and he clarified the process: usually we get a flight schedule from the airlines do our budget development.

Brett Renton explained from the CFO perspective as a government entity in your enabling legislation if the CFO overspends a line item he goes to jail, that's a criminal violation. The expenses are a heavy focus because at some point just like

the US Govt. you just shut down you can't pay vendors and so that's where the real focus has been. The revenue stream unfortunately in Govt. they don't really focus on that.

Motion by Board Director Ioppolo, seconded by Board Director Smith, to 1) Approve and authorize the amendment of the Fiscal Year 2024-2025 Operating Expense and Non-Operating Expense budgets as proposed in Table 1 and Table 2: and 2) Approve the additional positions as reflected in the attached Exhibit 1. Vote was taken, none opposed. Motion passed unanimously.

Gino Martinez, VP & Chief Financial Officer thanked the entire financing team, Jennifer Taylor, Jeremy Owens, Brett Renton and all the folks at Shutts & Bowen, Hilltop Securities, Truist and the entire Executive Team this has very long process there has been a lot of work to get this item over the finish line.

12. OTHER BUSINESS

13. NEXT MEETING REGULAR MEETING (JANUARY 7, 2025)

14. ADJOURNMENT

There being no further business, the meeting was adjourned at 9:53 a.m.

Respectfully submitted,

  
Nicole Martz, Esq., AICP  
President & CEO  
/lh