

Hillsborough County Aviation Authority  
Regular Board Meeting

Thursday, 9:00 a.m.  
August 6, 2020

A Regular Board Meeting of the Hillsborough County Aviation Authority was held electronically by means of communications media technology, pursuant to Executive Order Number 20-69 issued by Governor DeSantis on March 20, 2020 and Section 120.54, Florida Statutes.

Mr. Harrod welcomed everyone to the August 6, 2020 Regular Board Meeting of the Aviation Authority. He asked that the Board Members and Staff identify themselves before speaking and mute their microphones when not speaking. Chairman Harrod announced that Mayor Jane Castor would not be in attendance at the meeting.

Mr. Harrod started the meeting with a roll call of each Board Member.

Members present were: Gary Harrod (attended in person), Robert I. Watkins, General Diehl and Commissioner Lesley "Les" Miller, Jr. (all attended electronically). Four Board Members were in attendance and a quorum had been reached.

Aviation Authority staff members physically present were Chief Executive Officer Joseph W. Lopano, General Counsel Michael Stephens, Damian Brooke, Chris Minner, John Tiliacos, Al Illustrato, Michael Kamprath, Scott Knight, Paul Ridgeway, James Tarro, Police Chief Charlie Vazquez, Veronica Cintron and Violet Cummins.

Authority staff members that appeared electronically were Rob Porter, Adam Bouchard, Beth Zurenko, John Mallory, Tony Conza, Carol Cowan, Mark Witt, Ann Davis, Gina Evans, Marcus Session, Paul Ridgeway, Brian Washburn, Trudy Branvold, Melissa Solberg, Danny Glennon, Damaris Cordova, Jeff Sidle, Laurie Noyes, Scott Loper, John Fiore, Ed Haines, Wanda Dunnigan, Don Fizell, Kristen Schmidt, Kate Webb, Randy Forister, Stephanie Douglas, Joel Feldman, Dan Johnson, Barbara Grilli, Marilyn Gauthier, Mandi Schuler, Brett Fay, Tom Thalheimer, Cheryl Hawkins, Kelly DeForest, Chris Reyes, Helen Power, Morgan Greif, Keith Fleming, Brandon Taugner, Kelly Figley, Danny Valentine, Elita McMillon, Kendra Thomas, Patricia Julian, Jon Vaden, Amy Flack, Mary Baltzell, Brian Miles, Kryssie Phillips, Tara Camp, Antonio Hardeman, Stephanie Pierce, Laura Lemon, Michael Garcia, Emily Nipps, James Hanney, Teresa Howell, Shannon Boos, Janet Wood, Rebecca Waterman, Guy Brown, Ashley Iaccarino, and Maria Cook.

The Pledge of Allegiance was recited.

General Counsel Stephens discussed the procedural rules for the electronic meeting.

Chairman Harrod then called for a motion to approve the Agenda for the meeting.

Upon motion of Robert Watkins, seconded by General Diehl, the Agenda was unanimously approved by all Board members present in a roll call vote.

Chairman Harrod then moved to Public Comments. He reminded the public that provisions were made for any member of the public desiring to participate in the public comments portion of the meeting to have access to the meeting. Anyone wishing to be heard was instructed on the public notice for this meeting and on the Tampa International Airport website to email the Board Services Administrator at [publiccomments@tampaairport.com](mailto:publiccomments@tampaairport.com). The deadline for receiving public comments was at 8:00 a.m. on August 6, 2020. Any comments that were received by that deadline would be read by Legal Affairs. Emailed public comments would be afforded equal consideration as if the public comments were offered in person.

General Counsel Stephens stated that no Public Comments were received.

Chairman Harrod asked if there were any abstentions from the Regular Board Meeting held on June 4, 2020 that needed to be read into the record.

General Counsel Stephens stated that there was one abstention from the June 4, 2020 Board Meeting. General Diehl abstained from voting on an amendment to a revolving credit facility from Truist and STI Institutional and Government, Inc., Resolution No. 2020-149. He did not anticipate any abstentions at this Board Meeting.

Chairman Harrod asked if there were any additions or corrections to the Minutes of the Regular Board Meeting held on June 4, 2020.

Upon motion of Robert Watkins, seconded by Commissioner Miller, the Minutes of the Regular Board Meeting held on June 4, 2020 were unanimously approved by all Board Members present in a roll call vote.

Mr. Lopano's Management Report was next.

Chris Minner started with the Performance Assessment Report. Passenger traffic for the month of June was 1.3 million, which represented a 73% decrease in total passenger traffic. International traffic was at zero due to the travel restrictions placed by the U.S. government and foreign governments.

Total air carrier operations remain down about 61% versus last year. Mr. Minner displayed a map that showed current markets with nonstop flights from Tampa International Airport. Mr. Minner also reported that carrier capacity is trending at 40% below that of August 2019 and that he and his team are in constant communication with airline network planners.

Next, Chief Charlie Vazquez gave a report on the 2020 United Way Suncoast Giving Campaign on behalf of himself and co-chair Paul Ridgeway, who was attending remotely. This year the TPA 5K was cancelled due to the COVID 19 pandemic. However, the Authority still contributed \$92,000 of which \$67,220 came from employee contributions. That was a 13% increase over last year for employee giving and 71% of those who gave either increased their donation from last year or donated for the first time.

Jessica Muroff, CEO of United Way Suncoast joined in virtually to thank everyone for their contributions.

This concluded Mr. Lopano's Management Report.

The Chairman then asked if anyone had any items they would like set aside for further consideration on the Consent Agenda. Hearing none, Chairman Harrod called for a motion to approve the items in the Consent Agenda.

Upon motion of Robert Watkins, seconded by Commissioner Miller, the Consent Agenda was unanimously approved by all Board members present in a roll call vote.

The following items were contained in the Consent Agenda.

#### Item G1

Amendment No. 2 to Space Rental Agreement, Alaska Airlines, Inc., Tampa International Airport, Resolution No. 2020-165; Amendment No. 1 to Space Rental Agreement, Global Aviation Services USA, Inc., Tampa International Airport, Resolution No. 2020-166.

Alaska Airlines, Inc. (Alaska Airlines) leases office space from the Authority through a Space Rental Agreement (SRA) in support of its operations at Tampa International Airport. Alaska Airlines entered into its current SRA with the Authority on June 5, 2014 and the term expires September 30, 2020. Global Aviation Services USA, Inc. (Global USA) leases office space from the Authority through a SRA in support of its ground handling operations at Tampa International Airport. Global USA entered into its current SRA with the Authority on December 6, 2018 and the term expires September 30, 2020. Utilizing Fiscal Year 2020 rates, the SRAs lease baggage claim, services, and office space at \$216.07 per square foot; ticket counter and ticket counter office space at \$254.20 per square foot; and airside building (ramp operations) space at \$108.94 per square foot. The SRAs provide for an annual rental rate adjustment.

Facilities	Bag Claim, Bag Service, Offices	Ticket Counter, Offices, Other	Ramp Operations Offices	Total Annual	Total Monthly
Alaska Airlines	146 SF	469 SF	449 SF	\$199,680.04	\$16,640.00
Global USA			109 SF	\$11,874.48	\$989.54

These Amendments extend the term of the SRAs for one year, for a final termination date of September 30, 2021, and update certain administrative provisions. All other provisions terms and conditions of the SRAs remain the same.

Management recommended adoption of Resolution Nos. 2020-165 and 2020-166.

Resolution No. 2020-165 approved and authorized execution of Amendment No. 2 to Space Rental Agreement at Tampa International Airport with Alaska Airlines, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2020-166 approved and authorized execution of Amendment No. 1 to Space Rental Agreement at Tampa International Airport with Global Aviation Services USA, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

#### Item G2

Amendment No. 1 to Space Rental Agreement (Radio Base Station), Aircraft Service International, Inc. d/b/a Menzies Aviation, Tampa International Airport, Resolution No. 2020-171; Amendment No. 1 to Space Rental Agreement (Radio Base Station), Alaska Airlines, Inc., Tampa International Airport, Resolution No. 2020-172.

Aircraft Service International, Inc. d/b/a Menzies Aviation (Menzies) leases space from the Authority for its radio base station through a Space Rental Agreement (Radio Base Station) (Agreement). Menzies entered into its current Agreement with the Authority on March 1, 2018 and the term expires September 30, 2020.

Alaska Airlines, Inc. leases space from the Authority for its radio base station through an Agreement. Alaska Airlines, Inc. entered into its current Agreement with the Authority on June 4, 2014 and the term expires September 30, 2020.

These Amendments amend certain administrative provisions and extend all Agreement terms by one year, for a final termination date of September 30, 2021. All other terms and conditions of the Agreements remain the same.

Management recommended adoption of Resolution Nos. 2020-171 and 2020-172.

Resolution No. 2020-171 approved and authorized execution of Amendment No. 1 to Space Rental Agreement (Radio Base Station) at Tampa International Airport with Aircraft Service International, Inc. d/b/a Menzies Aviation; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2020-172 approved and authorized execution of Amendment No. 1 to Space Rental Agreement (Radio Base Station) at Tampa International Airport with Alaska Airlines, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

### Item G3

Amendment No. 5 to Operating Agreement for Ground Handlers (Full Service), Aircraft Service International, Inc., Tampa International Airport, Resolution No. 2020-174.

Ground handling operators providing service at Tampa International Airport must have, at a minimum, a ground handling operating agreement prior to commencing operations.

Aircraft Service International, Inc. (Menzies) entered into its current Operating Agreement for Ground Handlers (Full Service) (Agreement) with the Authority on October 1, 2010 and the term expires September 30, 2020.

This Amendment extends the term of this Agreement one year for a final termination date of September 30, 2021, and updates certain administrative provisions. All other terms and conditions of this Agreement remain the same.

Management recommended adoption of Resolution No. 2020-174.

Resolution No. 2020-174 approved and authorized execution of Amendment No. 5 to Operating Agreement for Ground Handlers (Full Service) at Tampa International Airport with Aircraft Service International, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

### Item G4

Amendment No. 3 to Ground Service Equipment Facilities Space Rental Agreement (Ramp Maintenance), Aircraft Service International, Inc., Tampa International Airport, Resolution No. 2020-176; Amendment No. 3 to Ground Service Equipment Facilities Space Rental Agreement, Aircraft Service International, Inc., Tampa International Airport, Resolution No. 2020-177.

On March 4, 2010, the Authority and Aircraft Service International, Inc. (Menzies) entered into a Ground Service Equipment Facilities (GSE) Space Rental Agreement (Ramp Maintenance) (SRA) for

Suite 2500 of the GSE building. Menzies has an Operating Agreement for Ground Handlers (Full Service) at Tampa International Airport. The SRA supports Menzies' business operations of ground handling.

On March 4, 2010, the Authority and Aircraft Service International, Inc. (Menzies) entered into a SRA for Suite 2700 of the GSE building. Menzies has an Operating Agreement for Ground Handlers at Tampa International Airport. The SRA supports Menzies' business operations of ground handling. All of the SRAs terminate on September 30, 2020.

These Amendments extend the term of the SRAs for a period of one year to September 30, 2021, increase the O&M Rent, and update certain administration provisions. All other terms and conditions of the SRAs remain unchanged.

Management recommended adoption of Resolution Nos. 2020-176 and 2020-177.

Resolution No. 2020-176 approved and authorized execution of Amendment No. 3 to Ground Service Equipment Facilities Space Rental Agreement (Ramp Maintenance) at Tampa International Airport with Aircraft Service International, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2020-177 approved and authorized execution of Amendment No. 3 to Ground Service Equipment Facilities Space Rental Agreement at Tampa International Airport with Aircraft Service International, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

#### Item G5

Amendment No. 1 to Aviation Support Ground Lease, Aircraft Service International, Inc., Tampa International Airport, Resolution No. 2020-183.

On October 1, 2010, the Authority and Aircraft Service International, Inc. (Menzies) entered into an Aviation Support Ground Lease (Agreement) for three (3) parcels of land, each having a 10,000 gallon fuel tank (two above-ground owned by Menzies and one below-ground owned by Authority) in order to dispense fuel for GSE. The Agreement is contingent upon Menzies' Operating Agreement for Ground Handlers (Full Service) and supports Menzies' business operations of ground handling. The Agreement terminates September 30, 2020.

This Amendment extends the term of the Agreement for a period of one year to September 30, 2021, increases rent, updates certain administration provisions, and recognizes the fictitious name of Menzies Aviation (USA) Inc. All other terms and conditions of the Agreement remain unchanged. Rent under the Agreement will be as follows:

	Unit	Unit Price	Annual	Monthly	
Parcel 1	1000	\$0.72	\$720.00	\$60.00	Land Surface Improvement
	1000	\$0.16	\$160.00	\$13.33	
			<b>\$880.00</b>	<b>\$73.33</b>	<b>Total Parcel 1</b>
Parcel 2	646	\$0.72	\$465.12	\$38.76	Land Surface Improvement
	646	\$0.16	\$103.36	\$8.61	
			<b>\$568.48</b>	<b>\$47.37</b>	<b>Total Parcel 2</b>
Parcel 3	1000	\$0.72	\$720.00	\$60.00	Land Tank
	1	\$5,503.13	\$5,503.13	\$458.59	
			<b>\$6,223.13</b>	<b>\$518.59</b>	<b>Total Parcel 3</b>
			<b>\$7,671.61</b>	<b>\$639.29</b>	<b>Total all Parcels</b>

Management recommended adoption of Resolution No. 2020-183.

Resolution No. 2020-183 approved and authorized execution of Amendment No. 1 to Aviation Support Ground Lease at Tampa International Airport with Aircraft Service International, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G6

North Cargo Building Space Rental Agreement, Cargo Force, Inc., Tampa International Airport, Resolution No. 2020-211.

Cargo Force, Inc. (Cargo Force) has been awarded a contract from the United States Postal Service (USPS) to receive mail from USPS and consolidate mail at the North Cargo Building, and transfer the containerized mail to the FedEx Air Cargo Building. Cargo Force wishes to lease Suites A, B, C, and D of the North Cargo Building to support its cargo and mail activities under its Operating Agreement for Ground Handlers.

This North Cargo Building Space Rental Agreement leases Suites A, B, C, and D of the Authority's North Cargo Building at Tampa International Airport for the term of August 1, 2020 through September 30, 2022. Either party may terminate the North Cargo Building Space Rental Agreement upon 60 days' written notice. The following rents commence August 1, 2020 for the use of these facilities:

Description	Sq. Ft.	Rate	Annual Rent	Monthly Rent
Suite A Warehouse Rent	3,034	\$6.83	\$20,722.22	\$1,726.85
Suite A O&M Cost Recovery	3,034	\$0.27*	\$819.18	\$68.27
Suite B Warehouse Rent	2,006	\$6.83	\$13,700.98	\$1,141.75
Suite B O&M Cost Recovery	2,006	\$0.27*	\$541.62	\$45.14
Suite C Warehouse Rent	7,560	\$6.83	\$51,634.80	\$4,302.90
Suite C O&M Cost Recovery	7,560	\$0.27*	\$2,041.20	\$170.10
Suite D Warehouse Rent	10,080	\$6.83	\$68,846.40	\$5,737.20
Suite D O&M Cost Recovery	10,080	\$0.27*	\$2,721.60	\$226.80
Total (Plus Tax)	22,680		\$161,028.00	\$13,419.00

\*Effective October 1, 2020, the rental rate for O & M Cost Recovery increases by five percent.

Management recommended adoption of Resolution No. 2020-211.

Resolution No. 2020-211 approved and authorized execution of North Cargo Building Space Rental Agreement at Tampa International Airport with Cargo Force, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

#### Item G7

Operating Agreement for Ground Handlers, Cargo Force, Inc., Tampa International Airport, Resolution No. 2020-212.

Ground handling operators providing service at Tampa International Airport (Airport) must have, at a minimum, a ground handling operating agreement prior to commencing operations. Cargo Force, Inc. (Cargo Force) has requested to provide ground handling services to include cargo, ramp service, equipment rental and maintenance for Cargo Force's customers.

This item grants to Cargo Force the non-exclusive right to provide ground handling services at the Airport for the term of August 1, 2020 through September 30, 2021.



For the privilege of providing services at the Airport, Cargo Force will pay Authority the greater of a minimum annual privilege fee of \$12,000 or a percentage privilege fee (PPF) of five percent (5%) of gross receipts, payable in equal monthly installments. For the privilege of providing services to signatory air carriers at the Airport, no privilege fee will be remitted, per the Authority's signatory airline agreement. Gross receipts include the gross revenues from all sales made and services performed for cash, credit or otherwise, pursuant to Cargo Force's ground handling operations at the Airport. Gross receipts exclude the retail value of fuel and oil and the related fuel service fee, gross revenues that Cargo Force receives for all services provided to signatory air carriers, certain catering sales, and ferrying and diverted landings. Either party may terminate the Agreement upon 30 days' written notice.

Management recommended adoption of Resolution No. 2020-212.

Resolution No. 2020-212 approved and authorized execution of Operating Agreement for Ground Handlers at Tampa International Airport with Cargo Force, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

#### Item G8

Use and Permit Agreement for Off-Airport Rental Car Concession, CJB Enterprises, Inc. DBA Carl's Van Rentals, Tampa International Airport, Resolution No. 2020-184; Use and Permit Agreement for Off-Airport Rental Car Concession, Silvercar, Inc., Tampa International Airport, Resolution No. 2020-185; Use and Permit Agreement for Off-Airport Rental Car Concession, Florida Van Rentals, Inc., Tampa International Airport, Resolution No. 2020-186.

CJB Enterprises, Inc. DBA Carl's Van Rentals, Silvercar, Inc., and Florida Van Rentals, Inc. (collectively OFFRACs) currently have Use and Permit Agreements for Off-Airport Rental Car Concession (Agreements) at Tampa International Airport (Airport) which expire on September 30, 2020. The OFFRACs do not occupy space in the Rental Car Center and operate their off-airport rental car business from locations near Tampa International Airport.

This item provides for new Agreements with the OFFRACs to continue operating an off-airport car rental business and provide transportation for Airport customers to their off-airport locations by courtesy vehicle.

The Agreements commence on October 1, 2020 and expire on September 30, 2023. The Authority may terminate the Agreements upon 30 days written notice. In accordance with Authority Policy P822, the OFFRACs will pay a fee of nine percent (9%) of Gross Receipts. Additionally, the OFFRACs will pay a vehicle per-trip fee of \$4.50 through the Authority's Automated Vehicle Identification system. Lastly, the OFFRACs will pay the Authority a Transportation Facility Charge (TFC) of \$2.00 per rental transaction day.

The Agreements provide for the OFFRACs to account for reporting non-airport business which is exempt from inclusion in Gross Receipts.

Management recommended adoption of Resolution Nos. 2020-184, 2020-185, and 2020-186.

Resolution No. 2020-184 approved and authorized execution of Use and Permit Agreement for Off-Airport Rental Car Concession at Tampa International Airport with CJB Enterprises, Inc. DBA Carl's Van Rentals; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2020-185 approved and authorized execution of Use and Permit Agreement for Off-Airport Rental Car Concession at Tampa International Airport with Silvercar, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2020-186 approved and authorized execution of Use and Permit Agreement for Off-Airport Rental Car Concession at Tampa International Airport with Florida Van Rentals, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G9

The following property has been determined to be surplus and serves no useful function or the continued use is uneconomical or inefficient.

<b>Description</b>	<b>QTY</b>	<b>Year Purchased</b>	<b>Asset Tag</b>
Chevy Trailblazer	1	2008	110000
Dodge Dakota	1	2004	105822
Ford Crown Victoria	2	2003/2005	102081/107755
Ford F-250/F-250XL	2	2010/2009	122341/120170
Ford Interceptor SUV	1	2013	126483
Ford Ranger/Ranger XLT	2	2009	122228/122227
GMC Sierra	1	2002	108668
Toyota Camry Hybrid	1	2011	123892
Bush Hog	1	2012	126713
Commander Sizzor Lift	1	2004	102893
Grandall Excavator	1	2011	102358
GEM eL Electric Cart	1	2011	123317
John Deere Gator 2 & 4 Passenger	2	2014	128870/127404
John Deere Tractor	1	1996	124175
John Deere Mower	1	2009	106240

Cannondale Bicycle	6	2004	103469/103470/103471 103472/103473/103476
Various Computer, Monitor, Printer, Scanner, and Server Equipment	219	-	-

Designate the above property as surplus and authorize disposal in accordance with Chapter 274, Florida Statutes. The computer equipment will be donated to the School District of Hillsborough County or otherwise properly disposed of. The remaining surplus property will be publicly advertised and auctioned at Tampa Machinery Auction, Inc., Bay Area Auction Services, or on GovDeals.com, an internet based auction system.

The Chief Executive Officer recommended the Board designate the above property as surplus and authorize disposal in accordance with Chapter 274, Florida Statutes.

The Board acted on this by motion; no resolution was required.

Item G10

Contract for Special Legal Services, Kaplan, Kirsch & Rockwell LLP, Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports, Resolution No. 2020-155.

Kaplan, Kirsch & Rockwell, LLP has previously provided advice and counsel in the areas of airport law and other airport matters for Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports.

Authority Policy P500 authorizes the utilization of non-Authority attorneys without obtaining three quotes or advertisement based upon such factors as needed services, experience, qualifications, geographic location, length of services, and efficiencies.

Authorize execution of a Contract for Special Legal Services with regards to Airport Law, Bankruptcy Law, Civil Rights and related airport legal matters with Kaplan, Kirsch & Rockwell, LLP for a three-year period beginning August 6, 2020 and continuing through August 5, 2023, with two, one-year renewal options at the discretion of Authority Chief Executive Officer. The total maximum purchase authorization amount for the term of the Contract, including the renewal options, is \$300,000.

This item is included in the O&M Budget.

Management recommended adoption of Resolution No. 2020-155.

Resolution No. 2020-155 approved and authorized execution of Contract for Special Legal Services at Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports with Kaplan, Kirsch &

Rockwell, LLP; and authorized the General Counsel or designee to execute all other ancillary documents.

#### Item G11

Purchase Order, Runway 5-23 & Connector Taxiways Rehabilitation – State Only Freshwater Forested Wetland Credits Purchase Agreement, HCAA Project No. 6700 20, Bullfrog Creek Mitigation Bank, LLC, Tampa Executive Airport.

As part of the Runway 5-23 & Connector Taxiways Rehabilitation Project, it is necessary to purchase forested freshwater credits (Credits) from Bullfrog Creek Mitigation Bank, LLC (Bullfrog) due to the Project's impact to forested freshwater wetlands located within the Tampa Bay Drainage Basin. In order to satisfy Southwest Florida Water Management District (SWFWMD) mitigation requirements for these impacts, compensatory mitigation must be provided by the purchase of Credits within the same drainage basin as the Project impacts.

At this time, Bullfrog is the only bank that has Credits located in the Tampa Bay Drainage Basin available for purchase.

Authorize a purchase order to Bullfrog with a maximum purchase authorization amount of \$357,500.

This item is included in the Capital Budget.

The Chief Executive Officer recommended the Board authorize the issuance of the purchase order to Bullfrog Creek Mitigation Bank, LLC with a maximum purchase authorization amount of \$357,500, and authorize the Chief Executive Officer or his designee to execute all other ancillary documents.

The Board acted on this by motion; no resolution was required.

This concluded the Consent Agenda. There were no Policies or Rules for Consideration or Action or Committee Reports. Chairman Harrod proceeded to Unfinished Business.

The following items were contained in Unfinished Business.

#### Item J1

Amendment No. 3 to Lease and Concessions Contract for On-Airport Vehicle Rental, Executive Car Rental, Inc., Tampa International Airport, Resolution No. 2020-204; Amendment No. 3 to Lease and Concessions Contract for On-Airport Vehicle Rental, Fox Rent A Car, Inc., Tampa International Airport, Resolution No. 2020-205; Amendment No. 3 to Lease and Concessions Contract for On-Airport Vehicle Rental, Sixt Rent A Car, LLC, Tampa International Airport, Resolution No. 2020-206; Amendment No. 4 to Lease and Concessions Contract for On-Airport Vehicle Rental, Avis Budget Car Rental, LLC, Tampa

International Airport, Resolution No. 2020-207; Amendment No. 4 to Lease and Concessions Contract for On-Airport Vehicle Rental, Cision, LLC d/b/a Ace Rent A Car of Tampa, Tampa International Airport, Resolution No. 2020-208; Amendment No. 5 to Lease and Concessions Contract for On-Airport Vehicle Rental, Enterprise Leasing Company of Florida, LLC, Tampa International Airport, Resolution No. 2020-210, presented by John Tiliacos.

Executive Car Rental, Inc., Fox Rent A Car, Inc., Sixt Rent A Car, LLC, Avis Budget Car Rental, LLC, Cision, LLC d/b/a Ace Rent A Car of Tampa, and Enterprise Leasing Company of Florida, LLC (collectively, Rental Car Concessionaires) currently operate at Tampa International Airport (Airport) pursuant to separate Lease and Concessions Contracts for On-Airport Vehicle Rental (Lease). Under their respective Leases, Rental Car Concessionaires owe certain fixed and variable fees to Authority each month.

Rental Car Concessionaires have experienced a prolonged disruption to business that continues due to the worldwide COVID-19 pandemic and have requested the Authority provide relief from the monthly fixed fees due to Authority under the Leases.

After extensive analysis and careful consideration, the Authority determined that an Amendment to the existing Leases is the best way to achieve the goals of maintaining the Airport's financial self-sustainability and viability of Rental Car Concessionaires in maintaining passenger service at the Airport.

These Amendments are offered to all Rental Car Concessionaires that have a current Lease and that are current on their payments through March 2020. In order to be eligible, each Rental Car Concessionaire must continue to operate at the Airport.

Under the Amendments, the Authority agrees that it will not exercise its rights under the Lease to bill for either Ground Rent or Minimum Annual Privilege Fees (MAPF) incurred by the Rental Car Concessionaires for the months of April through September 2020. In addition, in Fiscal Year 2021, the Rental Car Concessionaires will be responsible for the payment of the greater of the percentage of gross receipts or fifty percent of MAPF plus fifty percent of Ground Rent. The reconciliation of this calculation will happen no later than September 2021. All other terms and conditions of the Leases remain the same.

This item will be funded with Authority unrestricted reserves during Fiscal Year 2020 and Fiscal Year 2021.

Management recommended adoption of Resolution Nos. 2020-204, 2020-205, 2020-206, 2020-207, 2020-208 and 2020-210.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 3 to Lease and Concessions Contract for On-Airport Vehicle Rental at Tampa International Airport with Executive Car

Rental, Inc. was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-204.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 3 to Lease and Concessions Contract for On-Airport Vehicle Rental at Tampa International Airport with Fox Rent A Car, Inc. was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-205.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 3 to Lease and Concessions Contract for On-Airport Vehicle Rental at Tampa International Airport with Sixt Rent A Car, LLC was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-206.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 4 to Lease and Concessions Contract for On-Airport Vehicle Rental at Tampa International Airport with Avis Budget Car Rental, LLC was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-207.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 4 to Lease and Concessions Contract for On-Airport Vehicle Rental at Tampa International Airport with Ciscen, LLC d/b/a Ace Rent A Car of Tampa was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-208.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 5 to Lease and Concessions Contract for On-Airport Vehicle Rental at Tampa International Airport with Enterprise Leasing Company of Florida, LLC was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-210.

## Item J2

Amendment No. 2 to Lease and Concessions Contract, Host International, Inc., Package 1, Tampa International Airport, Resolution No. 2020-190; Amendment No. 1 to Lease and Concessions Contract, Host International, Inc., Package 6, Tampa International Airport, Resolution No. 2020-191; Amendment No. 1 to Lease and Concessions Contract, HBF Tampa Partners JV, LLC, Tampa International Airport, Resolution No. 2020-192; Amendment No. 1 to Lease and Concessions Contract, HG Tampa JV, Tampa International Airport, Resolution No. 2020-193; Amendment No. 1 to Lease and

Concessions Contract, NewsLink of Tampa, LLC, Tampa International Airport, Resolution No. 2020-194; Amendment No. 1 to Lease and Concessions Contract, Paradies-TPA 2014, LLC, Tampa International Airport, Resolution No. 2020-195; Amendment No. 2 to Lease and Concessions Contract, Stellar Partners Tampa, LLC, Tampa International Airport, Resolution No. 2020-196; Amendment No. 2 to Lease and Concessions Contract, SSP America, Inc., Tampa International Airport, Resolution No. 2020-197; Amendment No. 1 to Lease and Concessions Contract, Terminal Getaway Spa Tampa, LLC, Tampa International Airport, Resolution No. 2020-198; Amendment No. 1 to Lease and Concessions Contract, TPA Hospitality Partners, LLC, Package 3, Tampa International Airport, Resolution No. 2020-200; Amendment No. 1 to Lease and Concessions Contract, TPA Hospitality Partners, LLC, Package 5, Tampa International Airport, Resolution No. 2020-201; Amendment No. 1 to Lease and Concessions Contract, WDFG North America, LLC, Tampa International Airport, Resolution No. 2020-202, presented by John Tiliacos.

Host International, Inc., HBF Tampa Partners JV, LLC, HG Tampa JV, NewsLink of Tampa, LLC, Paradies-TPA 2014, LLC, SSP America, Inc., Stellar Partners Tampa, LLC, Terminal Getaway Spa Tampa, LLC, TPA Hospitality Partners, LLC, and WDFG North America, LLC (collectively, Concessionaires) currently operate at Tampa International Airport (Airport) pursuant to separate Lease and Concessions Contracts (Lease). Under their respective Leases, Concessionaires owe certain fixed and variable fees to Authority each month.

Concessionaires have experienced a prolonged disruption to business that continues due to the worldwide COVID-19 pandemic and have requested the Authority provide relief from the monthly fixed fees due to Authority under the Lease.

After extensive analysis and careful consideration, the Authority determined that an Amendment to the existing Leases is the best way to achieve the goals of maintaining the Airport's financial self-sustainability and viability of Concessionaires in maintaining passenger service at the Airport.

These Amendments are offered to all Concessionaires that have a current Lease and that are current on their payments through March 2020. In order to be eligible, each Concessionaire must continue to operate at the Airport.

Under the Amendments, the Authority agrees that it will not exercise its rights under the Lease to bill for either Premises Rent or Minimum Annual Privilege Fees (MAPF) incurred by the Concessionaires for the months of April through September 2020. In addition, in Fiscal Year 2021, the Concessionaires will be responsible for the payment of the greater of the percentage of gross receipts or fifty percent of MAPF plus fifty percent of Premises Rent. The reconciliation of this calculation will happen no later than September 2021. All other terms and conditions of the Leases remain the same.

This item will be funded with Authority unrestricted reserves during Fiscal Year 2020 and Fiscal Year 2021.

Management recommended adoption of Resolution Nos. 2020-190, 2020-191, 2020-192, 2020-193, 2020-194, 2020-195, 2020-196, 2020-197, 2020-198, 2020-200, 2020-201 and 2020-202.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 2 to Lease and Concessions Contract at Tampa International Airport with Host International, Inc., Package 1 was unanimously approved by all Board members in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-190.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with Host International, Inc., Package 6 was unanimously approved by all Board members in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-191.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with HBF Tampa Partners JV, LLC was unanimously approved by all Board members in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-192.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with HG Tampa JV was unanimously approved by all Board members in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-193.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with NewsLink of Tampa, LLC was unanimously approved by all Board members in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption by Resolution No. 2020-194.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with Paradies-TPA 2014, LLC was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-195.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 2 to Lease and Concessions Contract at Tampa International Airport with Stellar Partners Tampa, LLC was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-196.



Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 2 to Lease and Concessions Contract at Tampa International Airport with SSP America, Inc. was unanimously approved by all Board members in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-197.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with Terminal Getaway Spa Tampa, LLC was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-198.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with TPA Hospitality Partners, LLC, Package 3 was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-200.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with TPA Hospitality Partners, LLC, Package 5 was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-201.

Upon motion of Commissioner Miller, seconded by General Diehl, Amendment No. 1 to Lease and Concessions Contract at Tampa International Airport with WDFG North America, LLC was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-202

### Item J3

Amendment No. 10 to Lease Agreement for Hotel-Office Complex, Host of Boston Ltd., Tampa International Airport, Resolution No. 2020-163, presented John Tiliacos.

On April 29, 1969, a Lease Agreement for Hotel-Office Complex (Agreement) was executed with Host International, Inc. for construction, operation and maintenance of the Tampa International Airport (Airport) Marriott hotel. On December 29, 1972, the Authority consented to the assignment of the Agreement to Host of Boston Ltd. (Host).

The Agreement has been amended nine times since 1969.

Construction of the Master Plan Phase 2 Red Side Curbs requires relocation of the Authority loading dock to a location adjacent to the hotel surface parking lot and loading dock. In order to construct these Master Plan Phase 2 improvements the Authority must recapture space currently under lease by Host.

Under this Amendment No. 10, the Authority will add approximately 3,008 square feet of surface parking lot to Host premises to replace lost parking spaces. Additionally, the Authority will recapture approximately 7,425 square feet of interior retail space to accommodate vertical conveyance and circulation from the new loading dock to the Main Terminal transfer level. In addition to relinquishing the space, Host will expend an amount not to exceed \$11,500,000 to replace furnishings, draperies, and carpets by December 31, 2026.

Host will also have certain rights for review and approval of modifications for reconfiguration of systems impacting the existing premises which are required as part of the Master Plan Phase 2 improvements. Additionally, provisions have been added to allow for certain logistic accommodations by Host during the construction period.

The Agreement will also be extended by 10 years, for a new expiration date of December 31, 2043.

Management recommended adoption of Resolution No. 2020-163.

Upon motion of Commissioner Miller, seconded by Robert Watkins, Amendment No. 10 to Lease Agreement for Hotel-Office Complex at Tampa International Airport with Host of Boston Ltd. was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-163.

#### Item J4

Contract for Continuing Structural Consulting Services, Walker Parking Consultants/Engineers, Inc. d/b/a Walker Consultants, Tampa International, Peter O. Knight, Plant City and Tampa Executive Airports, Resolution No. 2020-158, presented by Al Illustrato.

On June 4, 2020, the Board approved negotiations with the number one ranked firm, Walker Parking Consultants/Engineers, Inc. d/b/a Walker Consultants, for Continuing Structural Consulting Services. The Continuing Structural Consulting Services will provide comprehensive, continuing structural consulting services consistent with all Federal, State and local regulations to include, but not be limited to, projects in which the estimated construction cost of the individual project does not exceed \$4 million and for study activity if the fee for services for the individual study does not exceed \$500,000. In addition, O&M related services will be required.

The proposed scope of work under the Contract for Continuing Structural Consulting Services (Contract) will include design professional and consultant services for CIP and O&M projects.

The term of the Contract is for the period of August 6, 2020 through August 5, 2025, with a maximum purchase authorization amount of \$3,700,000.

A W/MBE expectancy of at least 5% of the dollar amount earned on the Contract was prescribed. A W/MBE goal of at least 5% will be incorporated into this Contract.

This item is included in the Capital and O&M Budgets.

Management recommended adoption of Resolution No. 2020-158.

Upon motion of Robert Watkins, seconded by Commissioner Miller, the Contract for Continuing Structural Consulting Services at Tampa International, Peter O. Knight, Plant City and Tampa Executive Airports with Walker Parking Consultants/Engineers, Inc. d/b/a Walker Consultants was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-158.

#### Item J5

Part 2 Supplemental Contract C for Design-Build Services, Main Terminal Curbside Expansion, New Energy Plant and Related Work, HCAA Project Nos. 8200 18, 8205 18, 8900 18, 8230 18 and 8310 19, Hensel Phelps Construction Co., Tampa International Airport, Resolution No. 2020-159, presented by Al Illustrato.

The Main Terminal Curbside Expansion, New Energy Plant and Related Work Program (Program) is a Phase 2 Master Plan Project. This Program includes expansion of the curbsides incorporating new elevated and at-grade lanes and vertical circulation buildings for both the Blue and Red curbsides, renovations to portions of the Main Terminal transfer level and Authority offices, construction of a new Central Utility Plant, concessions loading dock, and FAA parking lot, and demolition of the Administration Building.

The following table includes Board and CEO actions for this Program to date:

<u>Date</u>	<u>Item</u>	<u>Amount</u>
June 7, 2018	Part 1 Contract (Board)	\$25,262,708.00
June 6, 2019	Part 2 Contract (Board)	\$31,535,723.00

June 6, 2019	Amendment No. 1 to Part 1 Contract (Board)	\$4,031,477.00
October 10, 2019	Amendment No. 2 to Part 1 Contract (CEO)	\$800,000.00
November 7, 2019	Part 2 Supplemental Contract A (Board)	\$119,492,571.00
January 23, 2020	Change Order No. 1 ODP (CEO)	(\$8,000,000.00)
March 4, 2020	Change Order No. 2 (CEO)	\$12,873.85
April 13, 2020	Change Order No. 3 ODP (CEO)	(\$7,500,000.00)
May 18, 2020	Change Order No. 4 (CEO)	(\$1,202,863.00)
June 4, 2020	Part 2 Supplemental Contract B (Board)	\$10,099,289.00
July 6, 2020	Change Order No. 5 ODP (CEO)	(\$5,500,000.00)

This Part 2 Supplemental Contract C for Design-Build Services provides for construction of the following:

- HCAA Concessions Loading Dock and Related Site Development
- Offices and Support Space for Police Department and Maintenance Personnel
- Offices and Support Space for Bombardier & Flagship Personnel
- IT Room for Frontier Communications

The maximum purchase authorization for this Part 2 Supplemental Contract C will be \$19,920,732.00, bringing the total combined Program Contract amount to date to \$188,952,510.85.

This Part 2 Supplemental Contract C will incorporate a W/MBE participation of at least 13.9% for design and 10.8% for construction.

Per Authority Policy P410, staff may authorize use of the Owner's Direct Purchase Program with respect to construction materials and supplies, if appropriate.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2020-159.

Upon motion of Robert Watkins, seconded by Commissioner Miller, Part 2 Supplemental Contract C for Design-Build Services, Main Terminal Curbside Expansion, New Energy Plant and Related Work, HCAA Project Nos. 8200 18, 8205 18, 8900 18, 8230 18 and 8310 19 at Tampa International Airport with Hensel Phelps Construction Co. was unanimously approved by all Board members present in a roll call vote; staff was authorized to use Owner's Direct Purchase Program, if appropriate; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-159.

## Item J6

Part 1 Contract for Design-Build Services, Airside A Boarding Bridges, PCA AHU, and GPU Replacements, HCAA Project No. 8405 20, Manhattan Construction Company, Tampa International Airport, Resolution No. 2020-160, presented by Al Illustrato.

Airside A opened in 1995 with 14 gates equipped with Passenger Boarding Bridges (PBB), Pre-Conditioned Air, Air Handler Units (PCA AHU) and Ground Power Units (GPU). In 2002, an additional PBB was installed making a total of 15 PBBs at Airside A. The PBBs, PCA AHUs and GPUs are nearing their end of useful life and are in need of replacement.

On January 29, 2020, a Request for Qualifications entitled Airside A Boarding Bridges, PCA AHU, and GPU Replacements at Tampa International Airport was issued.

On June 4, 2020, the Board approved negotiations with the number one ranked firm, Manhattan Construction Company.

This item awards the Part 1 Contract for Design-Build Services to Manhattan Construction Company for design of the Project in the maximum purchase authorization of \$1,637,137 for basic services and reimbursable expenses.

This Part 1 Contract for Design-Build Services will commence on August 6, 2020. Substantial completion of the Project is anticipated in July 2022.

A DBE goal of at least 17% of the dollar amount earned on the Part 1 Contract for Design-Build Services for the design phase of the Project was prescribed. This Part 1 Contract for Design-Build Services will incorporate a DBE participation of at least 20.4% of the dollar amount earned on the design phase of the Project.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2020-160.

Upon motion of Commissioner Miller, seconded by General Diehl, Part 1 Contract for Design-Build Services, Airside A Boarding Bridges, PCA AHU, and GPU Replacements, HCAA Project No. 8405 20 at Tampa International Airport with Manhattan Construction Company was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-160.

This item concluded Unfinished Business, Chairman Harrod then proceeded to New Business.

The following items were included in New Business.

Item K1

Construction Contract, Runway 5-23 & Connector Taxiways Rehabilitation, HCAA Project No. 6700 20, C.W. Roberts Contracting, Inc., Tampa Executive Airport, Resolution No. 2020-161, presented by Al Illustrato.

This Project includes an asphalt mill and overlay of Runway 5-23 and the associated connector taxiways, replacement of the runway and taxiway edge lighting and signage system, tree clearing along the runway and taxiway, shoulder grading and sodding, new pavement markings, replacement of Medium Approach Light System with Runway Alignment Indicator Lights (MALSR) and Precision Approach Path Indicator (PAPI) systems, and minor repairs and de-silting of the existing box culvert.

On June 23, 2020, bids were publicly opened and read aloud as follows:

<u>Company Name</u>	<u>Bid Amount</u>
C.W. Roberts Contracting, Inc.	\$5,902,072.50
Ajax Paving Industries of Florida, LLC	\$6,166,733.00
Preferred Materials, Inc.	\$6,317,012.47
Hubbard Construction Company	\$6,945,766.58

The lowest responsive and responsible bidder is C.W. Roberts Contracting, Inc.

A DBE Goal participation rate of 10.4% was prescribed and a DBE Goal participation rate of at least 11.0% is incorporated into this Contract.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2020-161.

Upon motion of Commissioner Miller, seconded by Robert Watkins, Construction Contract for Runway 5-23 & Connector Taxiways Rehabilitation at Tampa Executive Airport with C.W. Roberts Contracting, Inc. in the amount of \$5,902,072.50 was unanimously approved by all Board members present in a roll call vote; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-161.

## Item K2

Proposed Capital and Operating Budget for Fiscal Year 2021, presented by Damian Brooke and Al Illustrato.

The Florida Uniform Special District Accountability Act of 1989 sets forth general provisions for all special districts. These provisions require that all special districts must adopt a budget by resolution each fiscal year.

The Proposed Capital and Operating Budget for Fiscal Year 2021 is being distributed today to the Board Members for their review, along with a presentation of the Proposed Capital and Operating Budget. The Budget was reviewed with the carriers serving Tampa International Airport on July 30, 2020.

Approval of the Proposed Capital and Operating Budget for Fiscal Year 2021 will be requested at the next Authority Board meeting on September 3, 2020.

Mr. Brooke provided a comprehensive and lengthy budget presentation, going over the proposed budget in great detail and answering all questions from the Board Members to their satisfaction. Mr. Illustrato assisted him with the portion pertaining to the Capital Improvement Program.

Approval of the Proposed Capital and Operating Budget for Fiscal Year 2021 will be requested at the next Authority Board meeting on September 3, 2020.

No action was required at this time.

## Item K3

Authorization for Voluntary Separation Incentive Program and Approval of Voluntary Separation Incentive Program Agreement and General Release, Tampa International Airport, Resolution No. 2020-188, presented by Michael Stephens.

The Authority is seeking approval to offer a Voluntary Separation Incentive Program (VSIP) to all full-time Authority employees to align the Authority with current business levels and projections while allowing employees to decide whether voluntary, incentivized separation from the Authority is best for them.

The VSIP requires an interested employee to voluntarily separate from the Authority by September 30, 2020. In exchange for the employee's voluntary separation, the Authority will pay the employee a lump sum amount equal to a number of weeks of the employee's regular base pay and the full cost of the Authority sponsored Group Medical, Dental and/or Vision insurance coverage, subject to tax and other customary withholdings required to be withheld. The number of weeks will be determined

by a formula based on years of service by the employee to the Authority, not to exceed 20 weeks.

Employees electing to separate by retirement will have the option of receiving a lump sum for Authority sponsored Group Medical, Dental and/or Vision insurance coverage, or remaining on the Authority's Group Medical, Dental and/or Vision insurance coverage, for the number of weeks for which the employee is eligible pursuant to the Authority's formula.

Employees electing to participate in the VSIP will be required to execute a Voluntary Separation Incentive Program Agreement and General Release. The Human Resources Department will manage the VSIP, and facilitate execution of the Voluntary Separation Incentive Program Agreement and General Release with participating employees. Minor adjustments to the final terms of each Voluntary Separation Incentive Program Agreement may be made to ensure business continuity of the Authority in the discretion of the Chief Executive Officer.

This item authorizes the VSIP and authorizes the Chief Executive Officer or his designee to execute a Voluntary Separation Incentive Program Agreement and General Release with eligible employees who elect to participate in the VSIP between August 7, 2020, and September 22, 2020.

This item will be funded through the FY20 O&M Budget.

Management recommended adoption of Resolution No. 2020-188.

Upon motion of Robert Watkins, seconded by Commissioner Miller, the Voluntary Separation Incentive Program was unanimously approved by all Board members present in a roll call vote; the Chief Executive Officer or his designee was authorized to execute a Voluntary Separation Incentive Program Agreement and General Release with eligible employees; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2020-188.

#### Item K4

CEO Annual Review and Contract Update, presented by Michael Stephens.

In accordance with the terms of the Employment Contract with the Authority's Chief Executive Officer (CEO), Authority Board Members must complete a performance evaluation on the CEO and review overall CEO compensation each year.

Board Members have completed their evaluations of the CEO and submitted them to the Human Resources Department. The CEO was measured in five areas on a scale of 1-5 (with 5 being the highest score). The resulting combined average score is 5.0/5.0.



The Board will review the CEO's performance and compensation, and consider updates to the CEO's Employment Contract.

Chairman Harrod led the discussion. He spoke of Mr. Lopano's management ability being superior in regards to pre- and post-pandemic. He was appreciative of being kept informed regarding items that dealt with the concessionaires and the decision not to move forward with Phase 3.

General Diehl commented that the 5.0 rating reflects the respect the Board has for Mr. Lopano and the entire management team.

Chairman Harrod asked that Mr. Lopano's salary review be deferred to a later date due to current circumstances related to the pandemic.

Commissioner Miller agreed that Mr. Lopano has done exemplary work. He would be the first one to make a motion to compensate the 5.0 rating but the timing is not right at the current time.

Mr. Lopano agreed with everyone's comments. He agreed that this was not the appropriate time and that there were no merit increase programmed into the budget for any staff. He asked to defer this decision to a future date.

The Board acted on this by motion; no resolution was required.

General Counsel Stephens brought to the Board's attention that Mr. Lopano's current contract expires in April of 2021. He asked that, as in prior years, the Board Chairman and General Counsel be given the responsibility of entering negotiations.

Upon motion of Commissioner Miller, seconded by General Diehl, the Board Chairman and General Counsel were authorized to enter into Mr. Lopano's contract negotiations which expires in April 2021. No resolution was required.

This item concluded New Business and Chairman Harrod proceeded to Staff Reports.

Al Illustrato began his Staff Report with an update of SkyCenter. Work is being done on the atrium and connecting bridge. The completion of this phase of the project will be around the first quarter of 2021. Due to some design changes there is a little delay from the original schedule.

JE Dunn/Van Trust will be part of the next phase which is the real estate portion which has a completion target date of late Spring/early Summer of 2021.

The Crossfield Taxiway A project is on budget and there are no schedule concerns. Cone & Graham is taking advantage of fewer cars on the road with the roadway expansion. Over the next few weeks there will be overnight work done and roadway closures.

The design is complete for the red side curb expansion and the cooling tower foundations are going in for the Central Utility Plant.

The budget is at \$543.7 million, with committed costs at a little over \$379.4 million and costs to date at \$181.6 million.

This concluded Staff Reports.

Chairman then proceeded to the Attorney-Client Closed Session. General Counsel Stephens then outlined the procedural rules of the Attorney-Client Closed Session.

Upon motion of Robert Watkins, seconded by General Diehl, the Board unanimously approved in a roll call vote to enter into an Attorney-Client Closed Session to discuss active litigation at 10:21 a.m.

The Attorney-Client Closed Session concluded at 11:10 a.m.

Upon motion of Robert Watkins, seconded by General Diehl, the Board members present unanimously approved in a roll call vote to proceed as discussed during the Attorney-Client Closed Session.

Before adjourning the meeting, Mr. Stephens requested an Attorney-Client Closed Session be held at the September 3, 2020 Board Meeting to discuss pending litigation and to seek the Board's direction in terms of settlement and strategy. He also stated for the record that Commissioner Miller was on the call when the Regular Board Meeting reconvened but he was no longer on the call at that time.

With no further business to be brought before the Board Chairman Harrod adjourned the meeting.

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Gary W. Harrod, Chairman

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Jane Castor, Secretary