

Hillsborough County Aviation Authority
Regular Board Meeting

Thursday, 9:00 a.m.
August 2, 2018

A Regular Board Meeting of the Hillsborough County Aviation Authority was convened in the Boardroom, Main Terminal Building, Level 3 at Tampa International Airport, Tampa, Florida, on Thursday, August 2, 2018.

Members present were: Robert I. Watkins, General Diehl and Gary Harrod.

Aviation Authority staff members present were Chief Executive Officer Joseph W. Lopano, General Counsel Michael Stephens, Al Illustrato, Damian Brooke, Chris Minner, John Tiliacos, Janet Scherberger, Michael Kamprath, Jeff Siddle, Elita McMillon, Ann Davis, Beth Zurenko, Violet Cummins, Chief Charlie Vazquez, Police Officer Garcon, Laura Tatem, Teresa Howell, Adam Bouchard, James Tarro, Brett Fay, Kari Goetz, Ed Haines, Dominic Macrone, Gina Evans, Dan Johnson, Scott Knight, Randy Forister, Paul Ridgeway, Cheryl Hawkins, Laurie Noyes, John Mallory, Rob Porter, Marcus Session, Kenneth Strickland, Tom Thalheimer, Brian Washburn, JoAnn Wieckowicz, Danny Valentine, Stephanie Pierce, Lisa Assetta, Bonnie Yauilla, Kelly DeForest, Irene Pierpont, Nina Mahoney, Antonio Hardman, Tony Conza, Kristin Schmidt, Joel Feldman, Danny Glennon and TJ Rutherford.

Chairman Watkins welcomed everyone to the Regular Board Meeting of August 2, 2018. Chairman Watkins advised the audience that Mayor Buckhorn and Commissioner Crist would not be in attendance and he asked for everyone to stand to say the Pledge of Allegiance.

Chairman Watkins called the meeting to order at 9:01 a.m. Chairman Watkins informed the audience that if anyone wished to comment on propositions brought before the Board they should see Violet Cummins, Board Services Administrator, for a form.

Chairman Watkins then called for a motion to approve the Agenda for the Meeting.

Upon motion by Gary Harrod, seconded by General Diehl, the Agenda was unanimously approved by all members present.

There were no Public Comments.

Chairman Watkins then asked General Counsel Stephens if there were any abstentions from the June 7, 2018 Board Meeting that needed to be read into the record. General Counsel Stephens reported there were no abstentions to be read in the record from the June 7, 2018 Board Meeting and he did not anticipate any at this Meeting.

Chairman Watkins then called for a motion to approve the Minutes of the Regular Board Meeting of June 7, 2018. Upon motion of Gary Harrod, seconded by General Diehl, the Minutes of the Regular Authority Board Meeting of June 7, 2018 were unanimously approved by all members present.

Chairman Watkins then called upon Mr. Lopano to present his Management Report.

Chris Minner began the Management Report with the Performance Assessment Report. Since there was no July meeting there was 2 months' worth of data presented. In the month of May total passenger traffic was up 9.1% and in the month of June it was up 6.9%. International passenger traffic was up 12.6% in May and 5.7% in June.

Chris Minner then reported on current events. He announced that there will be new nonstop flights to London on Norwegian Airlines. The flights will operate twice a week on Wednesdays and Saturdays with the first flight on October 31st. There were 6 new domestic routes added which included nonstop flights to Dallas-Fort Worth, St. Louis. New routes included Madison, Asheville, Greensboro and Greenville Spartanburg.

Fernando Fondevila, Regional Manager for North America with Copa Airlines, was featured in the Tampa Bay Times in commemoration of daily nonstop Panama flights. Chris Minner and Kenneth Strickland attended the Airline Strategy Awards and had meetings at the headquarters of British Airways and Norwegian in London. Lastly, Mr. Minner thanked the employees that volunteered at the St. Pete Pride Festival.

John Tiliacos was up next and shared that Tampa International Airport was recognized as having the best concession program design in the industry by Airport Revenue News (ARN). Additionally, Laurie Noyes, Vice President of Concessions, was recognized by ARN as Concession Manager of the Year for 2018.

At the ACI Business of Airports Conference, Laurie Noyes was awarded the industry's Concession Person of the Year for 2018. Other awards received by Tampa International Airport included: first place to Hard Rock Café for best new national brand concept, second place to Café Con Lech for best new food and beverage quick service concept, and second place to Runway for best new retail concept.

Moodie Davitt Report hosted the annual Airport Food and Beverage Awards in Helsinki, Finland. Café Con Leche was named the regional winner in North America for airport coffee, tea, and non-alcoholic beverage shop of the year.

Al Illustrato was next to present and he shared the FAA recognition of Tampa International Airport with the 2019 Civil Rights Advocate and Partner Award. Accomplishments noted by the FAA included the Concession redevelopment outreach initiatives which contributed to bringing in 15 ACDBE joint venture partners, increasing ACDBE gross receipts, and for engaging the construction community on airport improvement projects.

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 Watkins called for a motion to approve the items in the Consent Agenda.

Upon motion of Gary Harrod, seconded by General Diehl, the Consent Agenda was unanimously approved by all members present.

The following items were contained in the Consent Agenda.

CONSENT ITEM G1

Agreement for Off-Airport Parking Concession, A-1 Express Services, Inc., Arden Fund II ICT Operator, LLC, ESA P Portfolio Operating Lessee, LLC, and Great Lakes Investments, LLC, Tampa International Airport, Resolution Nos. 2018-74, 2018-76, 2018-77 and 2018-78.

On September 3, 2015, the Board approved separate Agreements for Off-Airport Parking Concession (Agreements) with A-1 Express Services, Inc., Arden Fund II ICT Operator, LLC, ESA P Portfolio Operating Lessee, LLC, and Great Lakes Investments, LLC (OFFPARKS). These Agreements will expire on September 30, 2018.

This item approves and authorizes new Agreements with each of the OFFPARKS to operate an off-airport parking concession and to provide transportation for Airport Customers to their off-airport location by Courtesy Vehicle.

In order to coincide with the commissioning of the new Automatic Vehicle Identification (AVI) system, the new Agreements commence on August 2, 2018 and expire on September 30, 2021. In accordance with Authority Policy P823, the OFFPARKS will each pay a privilege fee of eight and one-half percent (8.5%) of Gross Receipts. The OFFPARKS will also pay a vehicle Per-Trip Fee of \$2.50 each time a company Courtesy Vehicle enters Tampa International Airport to pick up Airport Customers. The Per-Trip Fee will increase to \$3.50 on August 1, 2019, and then to \$4.50 on August 1, 2020. The Authority may terminate each Agreement, with or without cause, upon 30 days written notice.

Management recommended adoption of Resolution Nos. 2018-74, 2018-76, 2018-77 and 2018-78.

Resolution No. 2018-74 approved and authorized execution of the Agreement for Off-Airport Parking Concession at Tampa International Airport with A-1 Express Services, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2018-76 approved and authorized execution of the Agreement for Off-Airport Parking Concession at Tampa International Airport with Arden Fund II ICT Operator, LLC; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2018-77 approved and authorized execution of the Agreement for Off-Airport Parking Concession at Tampa International Airport with ESA P Portfolio Operating Lessee, LLC; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2018-78 approved and authorized execution of the Agreement for Off-Airport Parking Concession at Tampa International Airport with Great Lakes Investments, LLC; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G2

On-Airport Lease No. GS-04P-LFL00935, United States of America, General Services Administration, Tampa International Airport, Resolution No. 2018-67.

Since September 10, 2003 the Authority has leased space to the U.S. Government's General Services Administration (GSA) on the four Airsides for use by Transportation Security Administration personnel as break rooms and associated space. In May 2012 a previous lease was amended to add ramp level offices at Airside A and 546 square feet of outdoor land space. The most recent lease was amended in September 2014 to include an additional 6,454 square feet of outdoor land space. GSA allowed this lease to expire on April 15, 2018 and GSA has been paying holdover rent since that time.

GSA desires a new lease with a term of April 16, 2018 through April 15, 2023 that provides for 4,508 square feet of office and related space, 7,000 square feet of outdoor land space, a radio base station, and five surface/outside parking spaces. The initial rental rate is established at the Authority's current non-signatory rate which will escalate at three and one-half percent each year, excluding the radio base station which will remain fixed at \$1,200 each year, throughout the lease period, resulting in the following rents:

April 16, 2018 to April 15, 2019 - \$437,371.68 or \$36,447.64/mo.

April 16, 2019 to April 15, 2020 - \$452,626.50 or \$37,718.88/mo.

April 16, 2020 to April 15, 2021 - \$468,379.75 or \$39,031.65/mo.

April 16, 2021 to April 15, 2022 - \$484,747.91 or \$40,395.66/mo.

April 16, 2022 to April 15, 2023 - \$501,702.36 or \$41,808.53/mo.

This new lease is backdated to April 16, 2018.

Either party may terminate the lease on 90 days' written notice. The Authority can require GSA to vacate temporary storage space at Airside C on 90 days' written notice and the Authority may relocate GSA at the Authority's expense on 120 days' written notice.

Management recommended adoption of Resolution No. 2018-67.

Resolution No. 2018-67 approved and authorized execution of the On-Airport Lease No. GS-04P-LFL00935 at Tampa International Airport with The United States of America, General Services Administration; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G3

Non-Exclusive License Agreement for Skyway Substation Transmission Line Relocation, Tampa Electric Company, Tampa International Airport, Resolution No. 2018-69.

Tampa Electric Company's (TECO) Circuit 66042 is one of three 69 kV transmission lines serving the Skyway Substation. More than seventy percent of Circuit 66042 provides power to Tampa International Airport (Airport). Circuit 66042 travels west from TECO's Clearview and Cypress St. Substations and then to the end of Cypress St. where it turns to the northwest running along the coastline of Old Tampa Bay. It then turns north until it terminates at the Skyway Substation. Circuit 66042 is an overhead line that has reached the end of its useful life and needs to be replaced. Overhead alternatives or rebuilds could not meet height or clearance requirements.

TECO has requested a Non-Exclusive License Agreement (Agreement) in order to install 4500 ft. of dielectric cable, directionally boring underground to minimize environmental impacts, improve reliability of service to the Skyway Substation and eliminate potential aerial conflicts and hazards within the Airport's Runway Protection Zone (RPZ). Once the new line is operational, TECO will release any existing easements on Airport property. The new line will pass through the existing and future RPZ and a portion will be under water. Based on the benefit to the Airport, the Authority will not seek any monetary compensation from TECO under the Agreement. The Authority consulted with the Federal Aviation Administration and they have no objection. The Agreement will remain in effect unless terminated with sixty (60) days written notice, or until such time as the underground line is no longer used by TECO for providing power to the Airport.

Management recommended adoption of Resolution No. 2018-69.

Resolution No. 2018-69 approved and authorized execution of the Non-Exclusive License Agreement for Skyway Substation Transmission Line Relocation at Tampa International Airport with Tampa Electric Company; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G4

License Agreement, O'Brien Street Drainage Pipe, City of Tampa, Tampa International Airport, Resolution No. 2018-70.

O'Brien Street is an existing two-lane undivided roadway from Cypress Street to Laurel Street and a three-lane roadway with a centered left turn lane from Laurel Street to Spruce Street. It primarily serves commercial development and office parks along the corridor. The planned developments along the west side of O'Brien Street and other proposed developments in the area necessitate the need for improvements along the corridor. The City of Tampa (COT) plans to construct a 24 inch pipe that will outfall to Fish Creek. The pipe is needed for the modification of the storm water management facility to accommodate the capacity improvements. The outfall pipe allows a direct connection to Fish Creek minimizing wetland impacts and lowered flood stages both up and downstream of the project area. The proposed pipe met all agency wetland and hydraulic criteria and is permitted with all applicable agencies.

The COT has requested a License Agreement (Agreement) from the Authority to accommodate the 24 inch pipe on Authority property. The Authority consulted with the Federal Aviation Administration and they have no objection. This Agreement will remain in effect until the 24 inch pipe is no longer used by COT for storm water management.

Management recommended adoption of Resolution No. 2018-70.

Resolution No. 2018-70 approved and authorized execution of the License Agreement, O'Brien Street Drainage Pipe at Tampa International Airport with the City of Tampa; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G5

License Agreement, O'Brien Street 10' Linear ROW Area, City of Tampa, Tampa International Airport, Resolution No. 2018-71.

O'Brien Street is an existing two-lane undivided roadway from Cypress Street to Laurel Street and a three-lane roadway with a centered left turn lane from Laurel Street to Spruce Street. It primarily serves commercial development and office parks along the corridor. The planned

developments along the west side of O’Brien Street and other proposed developments in the area necessitate the need for improvements along the corridor. The City of Tampa (COT) is implementing capacity improvements that will widen O’Brien Street to a five-lane cross section. The project will also include a multi-use path on the west side of O’Brien Street from Cypress Street to Spruce Street. The multi-use path will connect to a similar path on Airport property. The additional improvements cannot be accommodated within the existing right-of-way.

The COT has requested a License Agreement (Agreement) from the Authority for a 10' linear ROW Area (ROW) on the west side of the Runway Protection Zone (RPZ) from Spruce Street south to Laurel Street. The ROW will be for drainage and utility improvements to accommodate the widening of O’Brien Street. The Authority consulted with the Federal Aviation Administration and they have no objection. This Agreement will remain in effect until the ROW is no longer used by COT for drainage and utility improvements.

Management recommended adoption of Resolution No. 2018-71.

Resolution No. 2018-71 approved and authorized execution of the License Agreement, O'Brien Street 10' Linear ROW Area at Tampa International Airport with the City of Tampa; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G6

Space Rental Agreement, Primeflight Aviation Services, Inc., Tampa International Airport, Resolution No. 2018-66.

Primeflight Aviation Services, Inc. (Primeflight) currently operates at Tampa International Airport under an Operating Agreement for Ground Handlers with the Authority for its current customer, Southwest Airlines, performing cabin cleaning. In support of its increasing operations including full service ground handling and into plane fueling, Primeflight desires to lease a ramp level office at Airside C.

Primeflight desires to lease 272 square feet of ramp level office space at Airside C – Suite 3397 at the FY 2018 non-signatory rate indicated below:

- Initial Rent:

Effective July 15, 2018	Sq. Ft.	Rate	Annual Rent	Monthly Rent
Airside C Ramp Level Office	272	\$93.96	\$25,557.12	\$2,129.76

The Space Rental Agreement commences July 15, 2018 and terminates concurrently with all other space rental agreements on September 30, 2020. Either party may terminate the Space Rental Agreement upon 30 days' written notice. Payment security is required in the amount of \$6,389.28.

Management recommended adoption of Resolution No. 2018-66.

Resolution No. 2018-66 approved and authorized execution of the Space Rental Agreement at Tampa International Airport with Primeflight Aviation Services, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G7

Space Rental Agreement, ISS Facility Services, Inc., Tampa International Airport, Resolution No. 2018-68.

ISS Facility Services, Inc. (ISS) currently operates at Tampa International Airport under an Operating Agreement for Ground Handlers with the Authority. In July 2018, ISS expanded its services from providing interior cabin cleaning for American Airlines to adding passenger services for new customers, Lufthansa and Edelweiss. In support of its increased operations, ISS desires to lease an office on the ticketing level.

ISS desires to lease 126 square feet of ticketing level office space – Suite 1475 at the FY 2018 non-signatory rate indicated below:

- Initial Rent:

Effective August 2, 2018	Sq. Ft.	Rate	Annual Rent	Monthly Rent
Ticketing Level Office Rent	126	\$224.32	\$28,264.32	\$2,355.36

The Space Rental Agreement commences August 2, 2018 and terminates concurrently with all other space rental agreements on September 30, 2020. Either party may terminate the Space Rental Agreement upon 30 days' written notice. Payment security is required in the amount of \$7,066.08.

Management recommended adoption of Resolution No. 2018-68.

Resolution No. 2018-68 approved and authorized execution of the Space Rental Agreement at Tampa International Airport with ISS Facility Services, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G8

Use and Lease Agreement for Fuel Facilities and Pipeline, Edelweiss Air A.G. Co., Tampa International Airport, Resolution No. 2018-72.

In 1970, the Authority entered into a lease and pipeline license agreement with several of the signatory airlines then serving Tampa International Airport for the construction of a jet fuel storage facility and pipeline distribution system to the airside buildings. The airlines collectively financed and operated the fuel system. The agreement had a thirty-year term that ended on September 30, 1999. At the end of the term, the fuel system became the property of the Authority.

On November 4, 1999, the Board directed the Authority to enter into Use and Lease Agreements for Fuel Facilities and Pipeline directly with the airlines for the operation and maintenance of the fuel system for a twenty-year term from October 1, 1999 to September 30, 2019. The Agreements include provisions for the storage, sale and distribution of aviation fuels and facilities for refueling aircraft on the ramps and airplane loading aprons. Airlines that have executed the Agreements include JetBlue, Air Canada, American, British Airways, Continental, Delta, Lufthansa, Northwest, Southwest, Spirit, United, and US Airways.

Under the terms of the Agreements, the airlines currently pay to the Authority total annual payments of \$1,935,594.24, payable in monthly installments of \$161,299.52, comprised of the following:

- Annual land rent of \$20,740.20, payable monthly at \$1,728.35;
- Annual base rent for the fuel facilities of \$375,278.88, payable monthly at \$31,273.24;
- Annual rent for the amortized cost of the East Cargo expansion of \$334,776.24, payable monthly at \$27,898.02;
- Annual rent for the amortized cost to expand the fuel line to the FedEx Ramp of \$53,989.32, payable monthly at \$4,499.11;
- Annual rent for the amortized cost to install the secondary containment of the fuel tanks of \$445,400.88, payable monthly at \$37,116.47; and
- Annual rent for the amortized cost to upgrade the fuel facilities of \$705,408.72, payable monthly at \$58,784.06.

This item authorizes Edelweiss Air A.G. Co. (Edelweiss) to participate in the Use and Lease Agreement for Fuel Facilities and Pipeline (Agreement) under the same terms and conditions as all other airlines that have executed similar agreements. Specifically, Edelweiss is allowed to participate in the benefits of utilizing the Authority's fuel facilities provided at Tampa International Airport. The fuel facilities include provisions for the storage, sale, and distribution of aviation fuels and other petroleum products and for other purposes incidental thereto, including but not limited to, facilities

for refueling aircraft upon the ramps and airplane loading aprons of Tampa International Airport through the use of underground fueling systems, apparatus, equipment, and facilities. Edelweiss will hire an agent to provide services required in connection with the delivery of aircraft fuel through the fueling facilities. Edelweiss and its agent are parties to a separate agreement outlining the duties and responsibilities of the agent.

The term of this Agreement is retroactive to October 1, 1999 and terminates on September 30, 2019.

Management recommended adoption of Resolution No. 2018-72.

Resolution No. 2018-72 approved and authorized execution of the Use and Lease Agreement for Fuel Facilities and Pipeline at Tampa International Airport with Edelweiss Air A.G. Co.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G9

Purchase Order(s), Cloud Collaboration and Storage Services utilizing National Cooperative Purchasing Alliance Contract No. 01-65, GuidePoint Security LLC through SYNEX Corporation, Tampa International Airport.

In September 2017, the Authority issued a purchase order in the amount of \$98,670.64 to GuidePoint Security LLC through SYNEX Corporation for the purchase of Ixia Vision One System utilizing National Cooperative Purchasing Alliance Contract No. 01-65. The Ixia Vision One System was utilized and tested for an extended period of time as a proof of concept. With this proof of concept, the Authority's Information Technology Department was able to build a solution to meet the Authority's current and future needs. Ixia Vision One System monitors live network traffic, distributes network feed into various security and analytic devices, monitors files on workstations and servers that may not get written to a file, and enables the Authority to identify and resolve performance problems across physical and virtual infrastructures from a single platform. SYNEX Corporation is an authorized distributor of Ixia Vision One System.

The Authority's Information Technology Department requires expansion of the Ixia Vision One System to improve the visibility of activity and early detection of potential security threats.

Authority Policy P410 authorizes the utilization of federal, state, local or multi-state cooperative purchasing contracts to purchase goods and services without obtaining three quotes or advertising.

Authorize the issuance of purchase orders to GuidePoint Security LLC through SYNEX Corporation for the purchase of the Ixia Vision One System, utilizing National Cooperative Purchasing

Alliance Contract No. 01-65, for the period of August 2, 2018 through August 1, 2021 for a total not-to-exceed amount of \$450,000.

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

The Chief Executive Officer recommended the Board authorize the issuance of purchase orders to GuidePoint Security LLC through SYNEX Corporation and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

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

CONSENT ITEM G10

Purchase Order(s), Information Technology Services utilizing Hillsborough County Board of County Commissioners RFP No. 8034-2,1, Presidio Networked Solutions LLC, Tampa International Airport.

The Authority requires an Information Technology consultant to assist with its network and telecommunications equipment. Presidio Networked Solutions LLC provides these services through Hillsborough County Board of County Commissioners RFP No. 8034-2,1. Services include, but are not limited to, network design, system upgrades, updates, troubleshooting, implementation, integration, and support.

Authority Policy P410 authorizes the utilization of federal, state, local or multi-state cooperative purchasing contracts to purchase goods and services without obtaining three quotes or advertising.

Authorize the issuance of purchase orders to Presidio Networked Solutions LLC for the purchase of information technology services utilizing Hillsborough County Board of County Commissioners RFP No. 8034-2,1 for the period of August 2, 2018 through June 6, 2021 for a total not-to-exceed amount of \$750,000.

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

The Chief Executive Officer recommended the Board authorize the issuance of purchase orders to Presidio Networked Solutions LLC and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

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

CONSENT ITEM G11

Purchase Order, Data & Analytics Market Intelligence Software, Sabre, Inc., Tampa International Airport.

After issuing a Notice of Intent to Sole Source and receiving no responses, a Master Agreement with Sabre, Inc. was approved by the Board on July 11, 2013. The Master Agreement provides for on-line software-as-a-service (SaaS) with access to world-wide airport data intelligence spanning the entire operation of an airline, such as capacity, traffic, bookings, and customer sales. Sabre, Inc. collects passenger traffic data from more than 50 industry sources, including all three major global distribution systems and other government sources, with details such as cabin class, booking class, and advanced booking data. This information will be used by the Authority for marketing and planning purposes at Tampa International Airport. The term of the Master Agreement continues upon issuance of an annual Work Order, unless terminated by either party with 60 days notice.

On June 22, 2018 an additional Notice of Intent to Sole Source with Sabre, Inc. for Data & Analytics Market Intelligence Software was publicly advertised. No responses were received. The Data & Analytics Market Intelligence Software is proprietary and can only be provided by Sabre, Inc., the owner of the intellectual property rights to the Data & Analytics Market Intelligence Software.

Authority Policy P410 authorizes sole source purchases when no other authorized vendor can supply the required equipment, materials, supplies or services.

Authorize the issuance of annual purchase orders to obtain Data & Analytics Market Intelligence Software from Sabre, Inc. for an annual amount not-to-exceed \$75,000.

This item is included in the O&M Budget.

The Chief Executive Officer recommended the Board authorized the issuance of purchase orders to Sabre, Inc. and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

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

CONSENT ITEM G12

Purchase Order(s), General Purpose Commercial Information Technology Equipment, Software and Services utilizing GSA Contract No. GS-35F-0511T, EC America, Inc., Tampa International Airport.

The Authority is in need of antivirus security solutions and related services to assist with system vulnerability detection, intrusion, firewall and anti-malware protection, data analysis and threat response to support its technology security needs. EC America, Inc. is an authorized distributor of over 100 security technology manufacturers including, but not limited to, McAfee, Symantec Advanced Threat Protection and Varonis. These security technology manufacturers are available through GSA Contract GS-35F-0511T.

Authority Policy P410 authorizes the utilization of federal, state, local or multi-state cooperative purchasing contracts to purchase goods and services without obtaining three quotes or advertising.

Authorize the issuance of purchase orders to EC America, Inc. for the purchase of various antivirus security solutions utilizing GSA Contract No. GS-35F-0511T for the period of August 2, 2018 through June 6, 2022 for a total not-to-exceed amount of \$750,000.

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

The Chief Executive Officer recommended the Board authorized the issuance of purchase orders to EC America, Inc. and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

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

CONSENT ITEM G13

Purchase Order, Landscaping Debris Removal, Phoenix Environmental Services Corporation, Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports.

The Authority has an ongoing need for the pickup and removal of landscaping debris consisting of, but not limited to, tree trunks, branches, shrubs, cuttings and leaves at Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports.

A low bid solicitation based on estimated quantities of landscaping debris removed was advertised on May 23, 2018.

On June 26, 2018, bids were publicly opened and read aloud as follows:

<u>Company Name</u>	<u>Five-Year Bid Amount</u>
Phoenix Environmental Services Corporation	\$200,000
Miller & Sons, LLC	\$201,200
ADFS, LLC	\$210,000

Tucker Enterprise Services, Inc.	\$225,000
Pete & Ron's Tree Service, Inc.	\$230,000
TCC Enterprise Inc.	\$290,000

There was no W/MBE goal prescribed for this solicitation.

The term of the award is August 13, 2018 through August 1, 2023 with one, three-year renewal option at the discretion of the Chief Executive Officer. Purchase Orders will be issued during the term of the award in a total not-to-exceed amount of \$326,000, including the renewal option.

This item is included in the O&M Budget.

The Chief Executive Officer recommended the Board authorized the issuance of purchase orders to Phoenix Environmental Services Corporation and authorized 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 and Rules for Consideration or Action or Committee Reports so the Chairman then proceeded to Unfinished Business.

The first item in Unfinished Business was the Contract for Design Professional Services, Aircraft Visual Docking Guidance System, HCAA Project No. 6400 18, T. Y. Lin International, Tampa International Airport, Resolution No. 2018-80, presented by Jeff Siddle.

On February 7, 2018, a request for qualifications for design professional services entitled Aircraft Visual Docking Guidance System at Tampa International Airport was issued. Three responses were received and evaluated by staff.

On June 7, 2018, the Board approved negotiations with the number one ranked firm, T. Y. Lin International, for design professional services pursuant to a Contract for Design Professional Services for Aircraft Visual Docking Guidance System. This Contract will provide the design for the Aircraft Visual Docking Guidance System at Tampa International Airport.

This Contract will commence on August 2, 2018 and will remain in effect until one year after final acceptance of the constructed project. This Contract provides for design professional services, including construction administration services, and direct and reimbursable expenses in the not-to-exceed amount of \$763,168.

A W/MBE goal on the Contract for the design of the project was not prescribed. However, a proposed W/MBE percentage of 14.6% for the amount earned on design will be incorporated into the Contract.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2018-80.

Upon motion of Gary Harrod, seconded by General Diehl, the Contract for Design Professional Services for Aircraft Visual Docking Guidance System, HCAA Project No. 6400 18 at Tampa International Airport with T. Y. Lin International was unanimously approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2018-80.

The second item under Unfinished Business was the Job Order Contracting (JOC) Authorization, with Sourcewell fka the National Joint Powers Alliance, utilizing Indefinite Quantity Construction Contracting, 071415-GGI, Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports, presented by Jeff Siddle.

The Authority routinely has miscellaneous small to medium size projects with time constraints, or projects that when publicly bid receive limited or no bids. To provide an additional sourcing option for these small to medium size projects, a Job Order Contracting (JOC) solution utilizing a cooperative contract with Sourcewell fka the National Joint Powers Alliance, Indefinite Quantity Construction Contracting, 071415-GGI, has been utilized by the Authority. In June 2016 the Board authorized a not-to-exceed amount of \$5,000,000 for the use of this contract over a five year period. Below is a list of projects under the JOC Program that are completed, under construction or pending approval to commence:

Authority Projects completed:

6331 15 Common Use Self Service - Infrastructure Package	\$306,786.11
6430 17 Airside F Sort Facility Drainage Improvements	\$339,143.36
6340 17 General Aviation Hangar Rehabilitation POK	\$379,688.55
5890 16 Network Operations Center (NOC) Upgrades	\$459,192.68
Drew Park Demolition, WO 17-01	\$295,310.00

Authority Projects under construction:

Baggage Claim Ceiling Rehabilitation	\$584,400.88
Concessions at ConRAC - Beach Street	\$115,552.44

Authority Projects pending approval to commence:

6250 15 Monorail Roof Replacement	\$666,559.17
5382 16 Hertz-Avis Contaminated Soil Removal	\$363,125.00
6360 18 GA Obstruction Lighting Improvements, VDF, POK	\$270,789.00
Main Terminal Plant Walls	\$110,000.00

Total Projects Completed, Under Construction and Pending Approval	\$3,890,546.90
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The remaining authorization balance based on the above-listed items is \$1,109,453.10.

Authority Policy P410 authorizes the utilization of federal, state, local or multi-state cooperative purchasing contracts to purchase goods and services without obtaining three quotes or advertisement.

Increase the Board authorization by \$5,000,000 for utilization of the Sourcewell fka National Joint Powers Alliance cooperative contract for a new total not-to-exceed amount of \$10,000,000.

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

The Chief Executive Officer recommended the Board authorize an increase to the not-to-exceed authorization from \$5,000,000 to \$10,000,000 for issuance of purchase orders to Sourcewell fka the National Joint Powers Alliance utilizing Indefinite Quantity Construction Contracting 071415-GGI and authorize the Chief Executive Officer or his designee to execute all other ancillary documents.

Gary Harrod moved the motion and it was seconded by General Diehl; no resolution was required.

This concluded Unfinished Business. Chairman Watkins next moved to New Business.

The first item under New Business was the Construction Contract, Airfield Pavement Rehabilitation – Signage Replacement, HCAA Project No. 8800 16, H.L. Pruitt Corp., Tampa International Airport, Resolution No. 2018-82, presented by Jeff Siddle.

This Project consists of airfield signage modifications necessary to coincide with the removal and replacement of the existing pavement markings on select taxiways on the east half of the airfield, including mandatory hold position signs and directional signs in the vicinity of Runway 10-28, Taxiway N east of Runway 1R-19L, Taxiway S east of Runway 1R-19L, and Runway 1R-19L along its length.

A low bid solicitation was advertised on March 21, 2018.

On May 29, 2018, bids were publicly opened and read aloud as follows:

<u>Company Name</u>	<u>Bid Amount</u>
H.L. Pruitt Corp.	\$673,190.00
American Infrastructure Services, Inc.	\$864,766.00

The lowest responsive and responsible bidder is H.L. Pruitt Corp.

A DBE Goal participation rate of 7% was prescribed and a DBE Goal participation rate of at least 8.9% is incorporated into this Contract.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2018-82.

Upon motion of Gary Harrod, seconded by General Diehl the Construction Contract for Airfield Pavement Rehabilitation - Signage Replacement, HCAA Project No. 8800 16 at Tampa International Airport with H.L. Pruitt Corp. in the amount of \$673,190.00 was unanimously approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2018-82

The second item under New Business was the Construction Contract, Airside A Sort Conveyor Support Structural Rehabilitation, HCAA Project No. 6520 18, Odyssey International, Inc., Tampa International Airport, Resolution No. 2018-61, presented by Jeff Siddle.

This Project consists of rehabilitation of the Airside A Sort Conveyor Support at Tampa International Airport, including painting of structural steel, removal and replacement of the metal fascia skirt on the perimeter of the guideway, and the installation of a new railing on the walkway.

A low bid solicitation was advertised on March 14, 2018.

On April 25, 2018, bids were publicly opened and read aloud as follows:

<u>Company Name</u>	<u>Bid Amount</u>
Odyssey International, Inc.	\$2,200,000

The lowest responsive and responsible bidder is Odyssey International, Inc.

Subsequent to the bid opening, the Authority met with Odyssey International, Inc., the sole responsive and responsible bidder, and, in accordance with Policy P410, Procurement, was able to negotiate a revised Contract award amount of \$1,460,000.

There was no W/MBE Goal prescribed for this Project. However, a W/MBE Goal participation rate of at least 12.7% is incorporated into this Contract.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2018-61.

Upon motion of Gary Harrod, seconded by General Diehl, the Construction Contract for Airside A Sort Conveyor Support Structural Rehabilitation, HCAA Project No. 6520 18 at Tampa International Airport with Odyssey International, Inc. in the amount of \$1,460,000 was unanimously approved by all members present; and the Chief Executive Officer or his designee was to execute all other ancillary documents by adoption of Resolution No. 2018-61.

The third item under New Business was the Selection of Design Professional, Runway 10-28 & Other Pavement Rehabilitation, HCAA Project No. 6620 19, Plant City Airport, presented by Jeff Siddle.

This Project at Plant City Airport will rehabilitate and reconstruct Runway 10-28, Taxiway A and other asphalt pavements as necessary. This Project will also extend Taxiway A approximately 200 feet to the west to provide direct taxiway access to the end of the runway.

The design effort for this work will not start until after the Board approves the FY19 Capital Budget.

On April 6, 2018, a request for qualifications for design professional services entitled Runway 10-28 & Other Pavement Rehabilitation at Plant City Airport was issued.

One qualified response was received, evaluated by staff, and is listed below:

1. American Infrastructure Development, Inc.

A W/MBE goal of at least 8.1% of the dollar amount earned on the Contract for the design of the Project was prescribed. The percentage proposed by the respondent for the amount earned on design will meet or exceed the W/MBE goal requirements and will be incorporated into the Contract.

This item is included in the Capital Budget.

The Chief Executive Officer recommended ranking the order of firm as listed above.

Upon motion of Gary Harrod, seconded by General Diehl, the firm was ranked in order of preference and staff was authorized to negotiate a contract; no resolution was required.

The fourth item under New Business was the Purchase Order(s), General Purpose Commercial Information Technology Equipment, Software and Services utilizing GSA Contract No. GS-35F-0119Y, Carahsoft Technology Corporation, Tampa International Airport, presented by Marcus Session.

The Authority's Information Technology Services Department routinely purchases equipment, software and related services to support the Authority's information technology needs. Carahsoft Technology Corporation is an authorized distributor of over 500 information technology manufacturers including, but not limited to, Dell EMC, DocuSign, Salesforce, PagerDuty, Tableau, and Desk.com. These information technology solutions allow Authority staff to efficiently backup Authority data, deliver and optimize content and applications, facilitate incident notifications as well as automatic escalations, detect and fix infrastructure problems, and automate customer service and support teams, as well as the best practices and processes they follow. These security technology manufacturers are available through GSA Contract No. GS-35F-0119Y.

Authority Policy P410 authorizes the utilization of federal, state, local or multi-state cooperative purchasing contracts to purchase goods and services without obtaining three quotes or advertising.

Authorize the issuance of purchase orders to Carahsoft Technology Corporation for the purchase of commercial information technology equipment, software and related services utilizing GSA Contract No. GS-35F-0119Y, for the period of August 2, 2018 through December 19, 2021, for a total not-to-exceed amount of \$1,500,000.

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

The Chief Executive Officer recommended the Board authorize the issuance of purchase orders to Carahsoft Technology Corporation and authorize the Chief Executive Officer or his designee to execute all other ancillary documents.

Gary Harrod moved the motion and it was seconded by General Diehl, no resolution was required.

The fifth item under New Business was the Supplemental Contract, Financial Advisory Services utilizing Jacksonville Aviation Authority Agreement, PFM Financial Advisors LLC, Tampa International Airport, Resolution No. 2018-83, presented by Damian Brooke.

The Authority requires assistance with bond and other debt issue transactions and special services including development of requests for proposals for the selection of underwriters, trustee and bond counsel for bond issues, assistance during the negotiation and selection process, and other functions within the scope of duties of a fully qualified financial advisor.

Authority Policy P410 authorizes the utilization of federal, state, local or multi-state cooperative purchasing contracts to purchase goods and services without obtaining three quotes or advertisement.

Authorize execution of a Financial Advisory Services Supplemental Contract (Supplemental Contract) with PFM Financial Advisors LLC utilizing the Jacksonville Aviation Authority Agreement for Financial Advisory Services. The term of the Supplemental Contract is September 10, 2018 through November 30, 2020 with two, one-year renewal options at the discretion of the Chief Executive Officer. The total amount of the Supplemental Contract for the initial term and renewal options will not exceed \$500,000. The maximum rate for a bond or debt transaction of \$1.00 per \$1,000 of the principal amount will be funded from the bond or debt issue proceeds and will be approved by the Board prior to the bond or debt issuance.

Funding for special projects is included in the O&M budget. Funding for bond or debt transactions is included in the bond or debt issue proceeds.

Management recommended adoption of Resolution No. 2018-83.

Upon motion of Gary Harrod, seconded by General Diehl, the Financial Advisory Services Supplemental Contract utilizing the Jacksonville Aviation Authority Agreement for Financial Advisory Services at Tampa International Airport with PFM Financial Advisors LLC was unanimously approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents.

The sixth item under New Business was the Proposed Capital and Operating Budget for FY 2019, 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 2019 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 signatory carriers serving Tampa International Airport on July 31, 2018.

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 2019 will be requested at the next Authority Board meeting on September 6, 2018.

No action was required at this time.

The seventh and last item in New Business was the CEO Annual Review and Contract Update, presented by Dominic Macrone.

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 Vice President of Human Resources and Administration. The overall results of the evaluation, which included scores on a 1-5 scale on 14 measurable areas of performance, is 4.99 / 5.0.

The Board will review the CEO's performance and compensation and consider updates to the CEO's contract.

Chairman Watkins began the discussion with praising Mr. Lopano and his accomplishments. Mr. Harrod then mentioned that the Board recently approved increasing bonuses from \$2,000 per employee to as much as 15%. Mr. Harrod made a recommendation of a merit increase as well as a bonus.

Mr. Harrod made a motion to increase Mr. Lopano's annual compensation by 5%.

Chairman Watkins asked if he could have a motion to increase Mr. Lopano's compensation by 5% of his base pay.

Mr. Harrod moved the motion and it was seconded by General Diehl.

General Diehl requested to further discuss the motion. General Diehl proposed a 15% bonus for Mr. Lopano and Chairman Watkins explained that an additional motion would need to be made. Chairman Watkins pointed out the Mr. Lopano's team generated \$200 million in reserves in the last 10 years and that in 2010 they were at \$0.

A merit increase of 5% was unanimously approved by all members present.

Mr. Harrod then asked to address the bonus. On two separate occasions, Mr. Lopano had the opportunity to get a bonus but declined. Mr. Harrod referenced other airports CEO's that received bonus of \$147,000 and \$171,000. Mr. Harrod proposed that Mr. Lopano receive a \$150,000 bonus. He stressed that the increase would not be generated from tax money or grants but purely from the airport operations. Mr. Harrod proposed a motion that would give Mr. Lopano a \$150,000 bonus subject to the Airport obtaining their projected fiscal year end numbers as discussed in the meeting.

Mr. Harrod moved the motion and it was seconded by General Diehl.

General Diehl asked if there were other areas and benefits that could be looked at for Mr. Lopano such as deferred compensation. Chairman Watkins stated had inquired with General Counsel Stephens to see if any bonus paid to Mr. Lopano would qualify to be included in the deferred compensation amount. General Counsel replied that Mr. Harrod's motion would not be calculated in any deferred compensation amount.

Chairman Watkins expressed that he thought a \$150,000 bonus seemed large. Mr. Lopano had a 15% raise in April 2018 with the renegotiation of his contract. Now he will have another 5% increase. Chairman Watkins felt that the recently revised bonus incentive program was mostly targeted at his Executive Team and staff. The Chairman felt a \$150,000 bonus is larger than the amount that he would like to support.

There was some additional discussion between the Board Members on the criteria that would need to be met for the bonus to be paid. It was decided the bonus would be paid when the results of the Fiscal Year 2018 were determined. Mr. Harrod thought a pro-rata reduction would be fair if the Authority came in under its projected numbers. Chairman Watkins suggested looking at the bottom line number of \$48.2 million and base the pro-rata reduction off of that number. An example was used of the Authority reaching 80% of the \$48.2 million bottom line, then the \$150,000 would be paid at 80%.

Chairman Watkins inquired to General Counsel Stephens if that was clear enough and General Counsel Stephens was in agreement.

The calculation of Mr. Lopano's bonus was unanimously approved by all members present.

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

Al Illustrato gave a brief Master Plan update. The shuttles walls will be pulled back and will be in the process of testing and final completion over the next time period. The Shops at Bayshore in

the middle of the Main Terminal are still under construction and are targeted to open in the Fall timeframe. Creative Contractors is looking to reclaim levels 1 and 2 of the parking garage.

The unallocated contingency is a little over \$2 million less than it was last month primarily due to the final costs on the people mover that are being reconciled for about \$500,000 and MTAC having about \$1.4 million allocated for some additional ceiling and flooring work.

Master Plan Phase 2 has the demolition work of the red side garage being done. The contractor is working on the utilities and then the structure will come down in the fall timeframe. AECOM is getting the 60% design completed on the Cross Field taxiway and Hensel Phelps has 15% design documents underway. Cone and Graham has 30% design on the roadway expansion. Stantec and Gresham should have 100% design documents completed in the next few weeks on the site prep, remote curb and atrium.

Laurie Noyes was up next with her quarterly update on the Concessions Redevelopment Program. Implementation of the Program is beginning to wind down with 64 of 69 locations now open. All remaining locations are under active construction and full program completion is expected in the October timeframe.

The Airport participated for the first time in Tampa's Restaurant Week. It was a 10 day event held in June and participating restaurants included PF Changs, Hard Rock Café, Rumpfish Grill, Four Green Fields and Mise en Place. Ms. Noyes did a recap of upcoming openings on all of the Airsides and Main Terminal.

This concluded Staff Reports. Chairman Watkins next moved to the Attorney-Client Closed Session and turned the meeting over to General Counsel, Michael Stephens. Mr. Stephens went over some of the preliminary instructions pertaining to the Attorney-Client Closed Session in accordance with Florida Statute Section 286.011(8).

Chairman Watkins then called for a motion to proceed to a Closed Session.

Upon motion of Gary Harrod, seconded by General Diehl, the motion to proceed with the Closed Session was unanimously approved by all members present.

(Closed Session began at approximately 10:45 a.m. and ended at approximately 11:19 a.m.)

Upon Motion of Gary Harrod, seconded by General Diehl, the motion to reopen the Regular Board Meeting was unanimously approved by all members present.

The Regular Board Meeting was reopened by Chairman Watkins.

Upon motion by Gary Harrod, seconded by General Diehl, the motion to proceed as discussed in the Attorney-Client Closed Session was unanimously approved by all members present.

Before adjourning the meeting, Mr. Stephens requested an Attorney-Client Closed Session be held at the September Board Meeting to discuss pending litigation and to seek the Board's direction in terms of settlement and strategy.

The next schedule meeting will take place on September 6, 2018. With no further business to be brought before the Board, the Regular Board meeting adjourned at 11:19 a.m.

Robert I. Watkins, Chairman

Victor D. Crist, Secretary