

MINUTES

**Board of Directors Meeting
JAA Administration Bldg.
3rd Floor/Ed Austin Board Room
Monday September 29, 2025/8:30am**

Chair of the Board Michelle Barnett called the September 29, 2025 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. The following board members were present in-person at the call to order:

Mrs. Michelle Barnett, Chair
Mr. William Gulliford, Secretary
Dr. Solomon Brotman, Treasurer
Mr. Fernando Acosta-Rua, Member
Mr. David Hodges, Jr., Member
Mr. Andy Hofheimer, Member
(*Mr. Matt Connell, Vice Chair, attended via phone*)

Also present at the order call were:

Mr. Mark VanLoh, Chief Executive Officer
Mr. Tony Cugno, Chief Operating Officer
Mr. Ross Jones, Chief Financial Officer
Mr. Devin Reed, Chief Compliance Officer
Ms. Barbara Halverstadt, Chief Marketing Officer
Mr. Jay Cunio, Chief Development Officer
Councilman Nick Howland, Council Vice President/JAA Council Liaison
Mrs. Melissa Marcha-Lee, Senior Executive Assistant/Recording Secretary

Welcome, Announcements, Pledge

Board Chair Barnett welcomed everyone, acknowledged Mr. Connell on the telephone, announced that a voting quorum was present, and then called upon Lt. Cindy Leavens, JAA Director Public Safety & Security, to lead the group in reciting the Pledge of Allegiance.

Report from CEO Evaluation Committee Meeting

Board Chair Barnett called upon Mr. Fernando Acosta-Rua, Chair of the CEO Evaluation Committee, to provide a report on his recent committee meeting. Committee Chair Acosta-Rua advised that his committee met on Wed. Sept. 17, 2025 for the purpose of reviewing the performance of CEO Mark VanLoh during the past fiscal year as measured against the goals that were put in place in January 2025. The committee voted that Mr. VanLoh's performance was rated at 93.75% of having met the goals and voted to award a bonus of \$90,528 based on that percentage of the 25% maximum allowed bonus of salary under the terms of his contract. The committee voted to move the bonus amount to the Board of Directors for approval. Board

Chair Barnett thanked Mr. Acosta-Rua for the committee report and called for a motion to accept the report - upon motion duly made by Mr. Gulliford and seconded by Mr. Hodges, the six board members present voted unanimously to approve the CEO Evaluation Committee meeting report.

Meet Tenured JAA Employees

Board Chair Barnett's initiative this term was meeting and talking with tenured JAA employees and she brought the initiative to a close by introducing Mr. Bryan Spink, a GA Ramp Service Technician at Herlong, who has been with JAA for 29 years. Mr. Spink told the board a little about himself, described a typical workday and shared what he likes best about being at JAA. Board Chair Barnett thanked Bryan for his years of service and the board gave him a round of applause.

Chief Executive Officer Report

Board Chair Barnett called upon Mr. VanLoh who provided his report.

Mr. VanLoh started by assuring the board that should there be a government shutdown, essential government employees (TSA screeners, air traffic controllers and FAA maintenance being among them) will continue to work.

Next, CEO VanLoh shared the great news that in the recent JD Powers survey, JIA was ranked as the #4 best medium-sized airport in the United States – missing first place by only 18 points.

Mr. VanLoh shared that again in August, we set a record for passenger traffic – that is two months now during a forecasted flat year for the US economy. Positive meetings with airlines continue regarding new routes from JAX.

CEO VanLoh advised that staff will travel to the FAA District Office to discuss a runway safety program for Craig Airport – the FAA is seeking a separation of the two runways at the intersection as Craig is a mixed-use airport with heavy student traffic. We have prepared several solutions with the goal of not reducing useable runway length to either runway.

Mr. VanLoh advised that we are beginning to receive proposals for the concourse B concession program, which staff will review for the ultimate decision what and where we place food and beverage facilities as well as news and gift stores; reallocation of airline gates during the process could require several existing concessionaires to relocate.

CEO VanLoh shared that proposals have been solicited for an aircraft maintenance operator at Herlong as the current operator has expressed that he will not be renewing his lease.

Next, Mr. VanLoh advised that the Cecil Air-Spaceport taxiway alpha design project is at 60%. As we are only able to reconstruct one-third of this runway at a cost of 25 million, we are working with our elected officials to seek Dept. of Defense airport funding for a portion of this multi-year phasing project that will help to accommodate the very large, heavy military tankers that frequent Cecil.

Lastly, CEO VanLoh shared that after JAA's appearance at the City Council Finance Committee meeting in August he received several questions from community leaders regarding the confusion among elected officials surrounding Cecil Air and Spaceport and what is actually occurring at the facility. He called upon Mr. Tony Cugno, Chief Operating Officer, who provided a very detailed presentation on the past, present and future of the Cecil facility.

CEO VanLoh thanked Mr. Cugno for the presentation and advised Chair Barnett that this concluded his report.

Old Business

Board Chair Barnett called for any old business and hearing none, she moved to the next agenda item.

Public Comment

Board Chair Barnett advised that Councilman Nick Howland, Council Vice President/JAA Council Liaison, requested to speak on the two resolutions being discussed in the New Business section, and after his allowed speaking time of three minutes she thanked him for his comments.

New Business **Resolutions**

2025-03

***William Gulliford, Board of
Directors Secretary***

A Resolution of the Board of Directors of the Jacksonville Aviation Authority in Opposition to the Jacksonville City Council's Amendments to its 2026 Budget

Board Chair Barnett called upon Mr. Gulliford to present the resolution, after which discussion ensued. Board member Dr. Solomon Brotman, in his role as Treasurer, commented that revenue diversion is a major federal government point and if it occurs, JAA FY26 federal grants are at risk. Chair Barnett asked if there was any further comment. Mr. Michael Fackler, General Counsel for the City of Jacksonville was in attendance and asked to comment, Chair Barnett called him to the podium. Mr. Fackler advised the board that per our charter City Council can modify the budget and what was done was allowed by council, and therefore it is his opinion that something allowed cannot be opposed. Board Secretary Gulliford stated that we seem to have a legal opinion conflict between the City and JAA's outside counsel, who advised the board that Council overstepped its authority in altering JAA's budget – to which Mr. Fackler replied that there is indeed a conflict however, only his office can issue an opinion and that opinion is that per the charter council can adjust the budget. Chair Barnett acknowledged all comments and called for a vote. Upon motion made by Mr. Gulliford and seconded by Dr. Brotman, the six board members present voted unanimously to approve Resolution 2025-03.

2025-04

**William Gulliford, Board of
Directors Secretary**

***A Resolution of the Jacksonville Aviation Authority's Board of Directors in Opposition to
City Council Member Howland's Nonconsensual Introduction of Resolution 2025-693
Seeking Approval by and Support from the Jacksonville City Council for Duval County's
Legislative Delegation's Consideration and State Legislature Approval of Local Bill J-2***

Board Chair Barnett called upon Mr. Gulliford to present the resolution, discussion ensued and at the conclusion Chair Barnett called for a vote. Upon motion made by Mr. Gulliford and seconded by Dr. Brotman, the six board members present voted unanimously to approve Resolution 2025-04.

**New Business
Submissions**

BD2025-09-01

Jeff Taylor, Properties Manager

***Shared-Use Lounge Concession Agreement between Jacksonville Aviation Authority and
ALD Development Corporation at Jacksonville International Airport***

Board Chair Barnett called upon Mr. Taylor to present the submission and, upon motion made by Dr. Brotman and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Submission BD2025-09-01, Shared-Use Lounge Concession Agreement between Jacksonville Aviation Authority and ALD Development Corporation at Jacksonville International Airport.

Board Chair Barnett then called upon Procurement Director Kathleen Fisher to recap the award item above \$1,000,000 needing board ratification, and she called for approval of the item.

BD2025-09-02AR

***Ratification of Award to Suncoast Industrial Testing Services, Inc. for Electrical
Switchgear and Substation Maintenance and Repair Services***

Upon motion made by Dr. Brotman and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Award Ratification Submission BD2025-09-02AR to Suncoast Industrial Testing Services, Inc. for Electrical Switchgear and Substation Maintenance and Repair Services.

Approval of Meeting Minutes

Board Chair Barnett called for approval of minutes from both the June 18, 2025 Finance and Audit Committee and Board of Directors meetings and the August 7, 2025 Special Board of Directors meeting, and upon motion made by Mr. Acosta-Rua and seconded by Mr. Gulliford, the six board members present voted unanimously to approve all meeting minutes.

Reports/Updates

Financial Update

Ross Jones, Chief Financial Officer

Board Chair Barnett called upon Mr. Jones to present the unaudited financial report for the eleven months ending August 31, 2025 and Mr. Jones answered questions about the report (the board had previously received the unaudited financial report for the eight months ended May 31, 2025, the nine months ended June 30, 2025 and the ten months ended July 31, 2025). Hearing no further comments/questions about the August 31, 2025 unaudited financial report, Chair Barnett moved on.

City Council Update

Council Vice President Nick Howland, JAA Council Liaison

Board Chair Barnett called upon Council Vice President/JAA Council Liaison Howland for his City Council update. He advised that the City's new budget year begins on October 1st.

Report from Nominating Committee Meeting

Board Chair/Committee Chair Barnett reported that her committee met on September 15, 2025 for the purpose of proposing a slate of board officers for the FY25-26 term. The committee proposed the following slate: Mr. David Hodges, Jr./Chair, Mr. Fernando Acosta-Rua/Vice Chair, Mr. William Gulliford/Secretary, and Dr. Solomon Brotman/Treasurer, and voted to move the recommended slate to the Board of Directors for approval. Board Chair Barnett then called for a motion to accept the report and, upon motion duly made by Dr. Brotman and seconded by Mr. Gulliford, the six board members present voted unanimously to approve the Nominating Committee meeting report.

Election of Board Officers for the FY25-26 Term

Board Chair Barnett called for a motion to elect the officers as proposed and upon motion duly made by Dr. Brotman and seconded by Mr. Gulliford, the following slate of officers was elected for the FY25-26 term: Mr. David Hodges, Jr./Chair, Mr. Fernando Acosta-Rua/Vice Chair, Mr. William Gulliford/Secretary, Dr. Solomon Brotman/Treasurer. Board Chair Barnett congratulated the new officers.

Board Communication

Board Chair Barnett advised that the date of the November meeting will be discussed and determined with the new Chair and it will be held in the Ed Austin Board Room at the JAA administration building. She then asked if there were any further comments. Mr. Gulliford stated that this was the last meeting of his first term as he is up for reappointment and he has been honored to serve on the board. Chair Barnett thanked him for his service thus far, and she then

thanked the entire board for the confidence shown in her over her last two terms as Chair of the Board. Mr. Acosta-Rua thanked Mrs. Barnett for her leadership as the first two-term chair of the Authority, and the board gave her a round of applause.

Adjournment

There being no further business to come before the Board of Directors, Board Chair Barnett adjourned the meeting at 10:00am.

Approved November 19, 2025