



## MINUTES

### **Board of Directors Meeting JAA Administration Bldg. 3<sup>rd</sup> FL Ed Austin Board Room September 30, 2019**

Chair of the Board Jay Demetree called the September 30, 2019 Jacksonville Aviation Authority Board of Directors meeting to order at 8:45am. The following board members were present at the call to order:

Mr. Jay Demetree, Chair  
Mr. Russ Thomas, Vice Chair  
Mr. Ray Alfred, Secretary  
Mr. Frank Mackesy, Treasurer  
Mr. Ray Alfred, Member  
Mrs. Giselle Carson, Member  
Mr. Pat Kilbane, Member (attended via phone)

Also present at the call to order were:

Mr. Mark VanLoh, Chief Executive Officer (CEO)  
Mr. Rusty Chandler, Chief General Aviation (CGA)  
Mrs. Debra Braga, Chief Legal Officer (CLO)  
Mr. Richard Rossi, Chief Financial Officer (CFO)  
Mr. Tony Cugno, Chief Operating Officer (COO)  
Councilwoman Randy DeFoor, Council Liaison to JAA  
Mrs. Melissa Marcha-Lee, Senior Executive Assistant/Recording Secretary

***A listing of all attendees is on file in the office of the Recording Secretary***

### **Welcome, Announcements, Pledge**

Chair Demetree welcomed everyone, advising that board member Pat Kilbane was attending via telephone. He then called upon board member Russ Thomas to lead the group in reciting the Pledge of Allegiance.

### **Chief Executive Officer Report**

Chair Demetree called on Mr. Mark VanLoh to present his CEO report – he discussed the following items via a powerpoint recap:

- (1) TSA baggage system reimbursement update
- (2) Air service update
- (3) New K-9 team addition
- (4) Flight stats
- (5) New director of compliance position
- (6) Hurricane debrief
- (7) Concourse B update
- (8) Facilities projects

Regarding the new concourse B, Mr. Thomas advised that he would like the board to view the proposed new food concession choices and discuss before a final decision is made.

Mr. VanLoh advised that this concluded his CEO report.

### **Old Business**

Chair Demetree asked the board if there was any old business to be discussed, hearing none he moved to the next agenda item.

### **Public Comment**

Chair Demetree advised that no speaker cards had been submitted, and moved to the next item on the agenda.

### **New Business Submissions**

Chair Demetree advised that there were no board submissions to be discussed/approved.

### **Approval of Minutes**

Chair Demetree called for approval of the minutes from the July 22, 2019 Board of Directors meeting and upon motion made by Mr. Mackesy and seconded by Mr. Alfred, the board members present voted unanimously to approve the minutes.

### **Updates/Other Reports**

#### **Financial Update**

***Richard Rossi/Chief  
Financial Officer***

Chair Demetree called upon Richard to present the financial report for the eleven months ended August 31, 2019, and answered questions about the report (Mr. Rossi had previously provided the board with the unaudited financial report for the ten months ended July 31, 2019, together with his written summary in memo form). Mr. Thomas advised that he would like to see the financial report broken down by airport. Hearing no further comments or questions about the August 31st financial report, Chair Demetree moved to the next agenda item.

Chair Demetree called upon Mrs. DeFoor for her comments. She commended JAA on what was by far the strongest presentation at the recent Council Finance Committee meeting, our financials are amazing. She stated that she feels the airport is the gateway to Jacksonville and she'd like us to decide what we want to represent – perhaps get feedback from the traveling public. Mr. Mackesy added he would like us to consider using a piece of local art in place of the large statue currently in place in front of the fountain near the entrance to airport property, to which Mr. VanLoh responded that a refocusing of the artwork in that area is being addressed.

**CEO Performance Review**

Chair Demetree opened a discussion of the CEO's performance advising that, although he has not yet been here a year, September is designated as the review month. He then called upon Ms. Braga who conducted the review. She advised that all board members responded affirmatively as to Mr. VanLoh's performance to date. Discussion ensued regarding a percentage salary increase and possible bonus. Mr. Mackesy advised that in lieu of a bonus, he would rather we do a thorough review, establish a new salary and put measurements in place. Mr. Demetree stated that he feels our tremendous growth justifies a bonus. Mr. Thomas and Mr. Demetree proposed, and the board agreed, moving the new salary and bonus discussion to the November meeting.

**Report from Nominating Committee**

Chair Demetree called upon Mrs. Carson to give a report from her committee meeting. Committee Chair Carson reported that her committee had met today prior to the board meeting for the purpose of discussing and recommending to the full board a slate of officers for the 2019-20 board term. She further advised that a review/clarification of the entire process was conducted during the meeting, and a revision to this section of the By-laws will be presented by Ms. Braga for approval at a future board meeting. Committee member Mr. Alfred added that what the committee talked about and the By-laws revision will ensure continuity of the process going forward. The slate being presented is:

- Mr. Russ Thomas, Chair
- Mr. Pat Kilbane, Vice Chair
- Mrs. Giselle Carson, Secretary
- Mr. Ray Alfred, Treasurer

Chair Demetree thanked Mrs. Carson for her report, and upon motion made by Mr. Mackesy and seconded by Mrs. Carson, all board members present voted unanimously to accept the report from the Nominating Committee.

### **Election of Officers**

Chair Demetree presented the slate of officers as recommended by the Nominating Committee, then called for nominations from the floor. Hearing none, and upon motion made by Mr. Mackesy and seconded by Mrs. Carson, all board members present voted unanimously to elect the 2019-20 officers as recommended by the Nominating Committee.

### **Board Communication**

Chair Demetree advised that the next bi-monthly board meeting will be on Monday, November 25, 2019 at 8:30am at the JAA administration building. He then commented that, as this was his last board meeting as chair he was honored to have lead the board and it was his pleasure to serve in that capacity. The board and staff are wonderful and he is proud to be associated with JAA.

### **Adjournment**

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

Approved November 25, 2019