



**MINUTES**  
**Board of Directors Meeting**  
**JAA Administration Bldg.**  
**2<sup>nd</sup> FL Training Room**  
**November 30, 2020/8:30am**

Chair of the Board Pat Kilbane called the November 30, 2020 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. The following board members were present at the call to order:

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

Also present at the call to order were:

Mr. Mark VanLoh, Chief Executive Officer  
Mr. Ross Jones, Chief Financial Officer  
Mr. Tony Cugno, Chief Operating Officer  
Mr. Devin Reed, Director of Administration  
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 Kilbane welcomed everyone, announced that a voting quorum was present, and advised that board member Russ Thomas was attending via telephone. He further welcomed Dr. Johnny Gaffney, Mayor's Boards and Commissions Liaison, and asked if he had any comments – Dr. Gaffney advised he had none. Chair Kilbane then called upon Mrs. Carson to lead the group in reciting the Pledge of Allegiance.

**Chief Executive Officer Report**

Chair Kilbane called upon Mr. Mark VanLoh to present his CEO report – he discussed the following items and shared some photos:

- (1) JAA's Veterans Day employee recognition
- (2) Baggage claim ceiling project
- (3) Asset reversion at JAXEX Airport
- (4) Airline incentive plan
- (5) Thanksgiving holiday travel recap
- (6) New employee introduction (Cindy Leavens, Police Dept. 2<sup>nd</sup> in Command)
- (7) ASQ award appreciation food truck lunch
- (8) Employee recognition (Matt Bocchino, "40 under 40" in the aviation community)

Mr. VanLoh advised that the Cecil Airport workshop planned for earlier this year has been rescheduled for Dec. 17<sup>th</sup>.

Mr. VanLoh advised that this concluded his CEO report. Chair Kilbane announced that he has been advised that Mr. VanLoh recently won a prestigious award from the American Association of Airport Executives, AAAE representatives will present it to him at a future board meeting. The board congratulated Mr. VanLoh on his achievement.

### **Old Business**

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

### **Public Comment**

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

### **New Business - Submissions**

**BD2020-11-01**

**Steven Schultz, Director of  
Information Technology**

#### ***Toll Plaza Digital Wayfinding Sign***

Chair Kilbane called upon Mr. Schultz to present the submission and, upon motion made by Mrs. Barnett and seconded by Mr. Demetree, the five board members present voted unanimously to approve Submission BD2020-11-01, Toll Plaza Digital Wayfinding Sign.

**BD2020-11-02**

**Paul Gerrety, Properties  
Manager**

#### ***Approval of Building and Land Lease between Jacksonville Aviation Authority (“JAA”) and ManTech Advanced Systems International, Inc. (“ManTech”)***

Chair Kilbane called upon Mr. Gerrety to present the submission and, upon motion made by Mr. Alfred and seconded by Mrs. Carson, the five board members present voted unanimously to approve Submission BD2020-11-02, Approval of Building and Land Lease between Jacksonville Aviation Authority (“JAA”) and ManTech Advanced Systems International, Inc. (“ManTech”).

**BD2020-11-03**

**Lauren Scott, Senior Manager  
Aviation Planning**

#### ***JEA Non-Exclusive Grant of Utility Easement, 103<sup>rd</sup> Street, Cecil Airport***

Chair Kilbane called upon Mrs. Scott to present the submission and, upon motion made by Mrs. Barnett and seconded by Mr. Demetree, the five board members present voted unanimously to approve Submission BD2020-11-03, JEA Non-Exclusive Grant of Easement, 103<sup>rd</sup> Street, Cecil Airport.

**BD2020-11-04**

**Derek Powder, Senior Manager  
Engineering & Construction**

***Budget Transfer for Consolidating Ticketing and Courtyard Roof Rehabilitation***

Chair Kilbane called upon Mr. Powder to present the submission and, upon motion made by Mrs. Carson and seconded by Mr. Demetree, the five board members present voted unanimously to approve Submission BD2020-11-04, Budget Transfer for Consolidating Ticketing and Courtyard Roof Rehabilitation.

Next in the New Business section, Chair Kilbane called upon Mr. Reed to give a briefing on the new House Bill 915 legislation, a portion of which pertains to the need for award items over \$325,000 be ratified by the board – the items will be listed under the category Award Ratification Submissions and the number designated with AR.

**New Business – Award Ratification Submissions**

**BD2020-11-05AR**

**Devin Reed, Director of  
Administration**

***Ratification of Amended Award to Pond and Haskell, for A/E and CMR services on  
Cecil Airport Eastside Development Site***

Chair Kilbane called upon Mr. Reed to present the submission and, upon motion made by Mr. Demetree and seconded by Mr. Alfred, the five board members present voted unanimously to approve Submission BD2020-11-05, Ratification of Amended Award to Pond and Haskell, for A/E and CMR Services on Cecil Airport Eastside Development Site.

**BD2020-11-06AR**

**Devin Reed, Director of  
Administration**

***Ratification of Award to Tucker/Hall, Inc. for Public and Media Relations  
Agency of Record Services***

Chair Kilbane called upon Mr. Reed to present the submission and, upon motion made by Mrs. Barnett and seconded by Mr. Alfred, the five board members present voted unanimously to approve Ratification Submission BD2020-11-06, Ratification of Award to Tucker/Hall, Inc. for Public and Media Relations Agency of Record Services. Mr. Alfred asked Mr. Reed to advise the board on the participation of local companies in future award ratification discussions.

**Approval of Minutes**

Chair Kilbane called for approval of the minutes from both the September 1, 2020 Nominating Committee and the September 28, 2020 Board of Directors meetings and, upon motion made by Mrs. Barnett and seconded by Mrs. Carson, the five board members present voted unanimously to approve both sets of minutes. Chair Kilbane requested that along with the posting of the approved minutes on the website (which is in compliance with the new legislation), he would like the draft minutes to also be posted and asked Mrs. Marcha-Lee to ensure that is done.

## Updates/Other Reports

### Financial Update

**Richard Rossi/Chief  
Financial Officer**

Chair Kilbane called upon Mr. Jones to present the financial report for the one month ended October 31, 2020, and he answered questions about the report (the board had previously received the unaudited financial report for the twelve months ended September 30, 2020). Hearing no further comments or questions about the October 31st financial report, Chair Kilbane moved on.

### City Council Update

**Councilman Randy White/  
City Council Liaison**

Councilman White did not attend the meeting.

## Chair Committee/Miscellaneous Appointments

Chair Kilbane acknowledged and thanked those board members who agreed to serve on a JAA committee or as a JAA rep with an organization, and made the following appointments:

### Finance and Audit Committee

Jay Demetree, Chair (as Board Treasurer)  
Michelle Barnett  
Ray Alfred

### Nominating Committee

Russ Thomas, Chair (as Immediate Past Board Chair)  
Giselle Carson  
Frank Mackesy (Chair Kilbane advised because JAA has received word that a new board member has been appointed in place of outgoing member Frank Mackesy, the new member will take Mr. Mackesy's place on this committee)

### JAA Representative on the North Florida Transportation Planning Organization (TPO) Board of Directors

Ray Alfred

## CEO Performance Review

Chair Kilbane advised that the board members were asked to prepare a narrative-form review document for CEO VanLoh and called upon Mr. Thomas, who was chair during the review period, to conduct the review.

Mr. Thomas advised that from his review of the documents he received, the consensus was that Mr. VanLoh performed excellently both before the pandemic and after the onset, and that is his opinion as well. He then opened the floor for comments. Mrs. Carson advised that she thought it would be difficult to replace the previous CEO but that Mr. VanLoh has done an excellent job. Mr. Alfred echoed her comments and added that he's done a good job of keeping JAA ahead of

the game. Mr. Demetree added that CEO VanLoh performed admirably. Mr. Kilbane advised that Mr. VanLoh had JAA out front immediately when the pandemic hit which was commendable, but for a performance review to be thorough there must be constructive comments – he feels that more emphasis needs to be placed on Cecil Airport/Spaceport and on community relationships (both business and government leaders), Mr. Thomas agreed with Mr. Kilbane's comments. Mr. Thomas then asked Mrs. Marcha-Lee to send copies of the review documents to all board members for their records.

Hearing no further review comments, Chair Kilbane thanked Mr. Thomas for leading the review portion of the discussion, then opened the discussion of a bonus and salary adjustment. Mr. Thomas advised that he believes Mr. VanLoh should receive the full 15% bonus as allowed in his contract but that it be split in two installments of 7-1/2% each. Mr. Kilbane commented that he feels Mr. VanLoh deserves more bonus and salary increase percentages than last year but we must keep in mind that we separated 52 people from the company earlier in the year so we have to be aware of that event. Mr. Demetree advised he believes the bonus should be in the 5 to 7-1/2% range and that an increase be between 2 & 3% - he explained that while Mr. VanLoh did a great job and deserves the full 15% bonus and a 5% salary increase, it is about the optics and we must keep that in mind so his calculations were in the middle of the ranges. Mrs. Carson advised that she believes the salary increase should be 3%. Mrs. Barnett commented that being new to the board she had no historical information on which to base a comparative review but she felt Mr. VanLoh did a good job however, she requested that the discussion be tabled until such time as a more thorough review of Mr. VanLoh's leadership through the crisis can be determined.

Chair Kilbane thanked the board for their comments and, upon motion made by Mr. Kilbane for a 7-1/2% bonus and a 3% salary increase, seconded by Mrs. Carson, four of the five board members present voted in favor – Mrs. Barnett opposed. Chair Kilbane then asked CEO VanLoh for any comments. Mr. VanLoh thanked the board for their support of him and the tremendous JAA staff during these very trying times. Further, he thanked the board for the bonus and salary increase but declined to accept the bonus at this time, which the board acknowledged.

### **Board Communication**

Chair Kilbane advised that, as Mr. VanLoh mentioned in his CEO report, there will be a Cecil Airport workshop on Thurs. Dec. 17<sup>th</sup> here in this meeting room at 11:00am. He further advised that the next bi-monthly board meeting will be on Monday, January 25, 2021 at 8:30am here in this meeting room. Chair Kilbane then asked if there was any other business for discussion and hearing nothing, he proceeded to adjourn.

### **Adjournment**

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