



MINUTES

Board of Directors Meeting JAA Administration Bldg. 3rd FL Ed Austin Board Room January 28, 2019/8:30am

Note: the board members and senior staff had breakfast in the CEO conference room prior to the meeting and no business was discussed (it was included on the board meeting notice).

Chair of the Board Jay Demetree called the January 28, 2019 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. 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. Pat Kilbane, Member
Mrs. Terri Davlantes, Member
Mrs. Giselle Carson, Member

Also present at the call to order were:

Mr. Mark VanLoh, Chief Executive Officer
Mr. Rusty Chandler, Chief General Aviation (CGA)
Mrs. Debra Braga, Chief Legal Officer (CLO)
Mr. Richard Rossi, Chief Financial Officer (CFO)
Mrs. Rosa Beckett, Chief Administrative Officer (CAO)
Mr. Tony Cugno, Chief Operating Officer (COO)
Councilman Randy White, 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 to the meeting and announced that a quorum was in place, he then called upon Mr. VanLoh to lead the group in reciting the Pledge of Allegiance.

Chief Executive Officer Report

Chair Demetree called on Mr. VanLoh to present his CEO report.

- (1) Gov't shutdown – TSA lines update
- (2) Parking update
- (3) Air service update
- (4) Moving walkway update
- (5) Concourse B update
- (6) Charitable giving campaign results

Mr. VanLoh began his report by advising that no reduction in service has been experienced at our TSA checkpoints.

During the holidays several airport parking lots were at capacity and forced to close for several days; rate adjustments have begun, together with paving of lot 3.

Air service continues to be a priority. Inaugurals were held for new Spirit flights and other new service is beginning in February. We continue to meet with airlines to discuss non-stop service to the west coast.

A contract is in the development stage for replacement of the moving walkways in the garage. While the year-long project will need constant monitoring from the staff, it will be applauded by our customers. The idea to refurbish was abandoned and instead the units will be completely replaced. Awning covers will also be redesigned to better protect those areas from the elements. The board asked that a progress report on the walkways project be shared at each board meeting. Other work being done is the remodeling of the terminal restrooms to alleviate one of the most frequent concerns - that the slanted countertops are always wet and the sink/faucet activation is frustrating. Also, the frequent flyer lounge construction is underway with expected completion sometime this summer.

Regarding concourse B, in February staff will receive a draft copy of the passenger forecast analysis. The data is extremely important and required by the FAA to conclusively determine the need for an additional concourse – we anticipate it will validate what we already know.....B is needed. At the March board meeting, the board will be briefed on the information contained in the forecast as well as the plan of action regarding the potential solicitation of engineering and construction management services for this project.

We recently concluded our annual charitable giving campaign, raising a total amount of \$29,185 from 102 employees who pledged to the campaign.

Mr. VanLoh advised that this concluded his 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 one speaker card had been submitted, by Mr. Kerry Bentley who wished to speak about the instrument approach at Herlong Airport, and he called upon Mr. Bentley for his three minutes of speaking time. At the conclusion, the board engaged in dialog with Mr. Bentley about the issues he raised, which Mr. Chandler advised have been submitted to the appropriate parties, and the board requested Mr. VanLoh and Mr. Chandler to further research the issues and report back to the board; board member Mackesy requesting that our efforts be documented. A copy of the speaker card is attached to and made a part of these minutes.

New Business **Submissions**

BD2019-01-01

**Richard Rossi, Chief
Financial Officer**

First Amendment of the 2012 TD Bank Note

Chair Demetree called upon Mr. Rossi to present the submission and upon motion made by Mr. Kilbane and seconded by Mr. Mackesy, the board members voted unanimously to approve Submission BD2019-01-01, First Amendment of the 2012 TD Bank Note.

BD2019-01-02

**Kimberly Howard, Senior
Manager Aviation Planning**

Accept Supplemental Joint Participation Agreement for the Air Traffic Control Tower and Space Operations Control Center at Cecil Airport

Chair Demetree called upon Mrs. Howard to present the submission and after discussion, and upon motion made by Mr. Alfred and seconded by Mr. Kilbane, the board members voted unanimously to approve Submission BD2019-01-02, Accept Supplemental Joint Participation Agreement for the Air Traffic Control Tower and Space Operations Control Center at Cecil Airport.

BD2019-01-03

**Kimberly Howard, Senior
Manager Aviation Planning**

Accept Supplemental Joint Participation Agreement for the Purchase of Airfield Maintenance Equipment at Cecil Airport

Chair Demetree called upon Mrs. Howard to present the submission and after discussion, and upon motion made by Mr. Thomas and seconded by Mr. Alfred, the board members voted unanimously to approve Submission BD2019-01-03, Accept Supplemental Joint Participation Agreement for the Purchase of Airfield Maintenance Equipment at Cecil Airport.

BD2019-01-04

**Kimberly Howard, Senior
Manager Aviation Planning**

**Accept Supplemental Joint Participation Agreement for the Rehabilitation
of the 607 Operations Building at Jacksonville Executive at Craig Airport**

Chair Demetree called upon Mrs. Howard to present the submission and after discussion, and upon motion made by Mr. Mackesy and seconded by Mr. Thomas, the board members voted unanimously to approve Submission BD2019-01-04, Accept Supplemental Joint Participation Agreement for the Rehabilitation of the 607 Operations Building at Jacksonville Executive at Craig Airport. Board member Thomas inquired about the JAXEX masterplan, asking that it be presented to the board.

BD2019-01-05

**Jaime Eaton, Senior Engineer
Design and Construction**

**Budget Transfer and Contract Award for the Garage, Curbside
Floor Coating Project at Jacksonville International Airport**

Chair Demetree called upon Mrs. Eaton to present the submission and after discussion, and upon motion made by Mr. Thomas and seconded by Mr. Alfred, the board members voted unanimously to approve Submission BD2019-01-05, Budget Transfer and Contract Award for the Garage, Curbside Floor Coating Project at Jacksonville International Airport.

Approval of Minutes

Chair Demetree called for approval of the minutes from the November 26, 2018 Board of Directors Meeting, and upon motion made by Mr. Alfred and seconded by Mr. Kilbane, the board members 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 three months ended December 31, 2018, and answered questions about the report (Mr. Rossi had previously provided the board with the unaudited financial report for the two months ended November 30, 2018, together with his written summary in memo form). Hearing no questions about the December 31st financial report, he moved to the next agenda item.

City Council Update

**Councilman Randy White,
City Council Liaison**

Chair Demetree called upon Mr. White for his comments, he advised he had none.

Board Communication

Chair Demetree advised that the next bi-monthly board meeting will be on Monday, March 25, 2019 at 8:30am at the JAA administration building. He then asked if there were any additional items for discussion today - hearing none, he proceeded to adjourn.

Adjournment

There being no further business to come before the Board of Directors, Chair Demetree adjourned the meeting at 9:45 am.

Approved March 25, 2019



MINUTES
Board of Directors Meeting
JAA Administration Bldg.
3rd FL Ed Austin Board Room
March 25, 2019
(immediately following an 8:30am Finance and Audit
Committee meeting)

Chair of the Board Jay Demetree called the March 25, 2019 Jacksonville Aviation Authority Board of Directors meeting to order at 8:50am. The following board members were present at the call to order:

Mr. Jay Demetree, Chair
Mr. Russ Thomas, Vice Chair
Mr. Frank Mackesy, Treasurer
Mr. Patrick Kilbane, Member
Mrs. Terri Davlantes, Member
Mrs. Giselle Carson, Member
Mr. Ray Alfred, Secretary, attended via telephone

Also present at the call to order were:

Mr. Mark VanLoh, Chief Executive Officer (CEO)
Mr. Tony Cugno, Chief Operating Officer (COO)
Mr. Rusty Chandler, Chief General Aviation (CGA)
Mr. Richard Rossi, Chief Financial Officer (CFO)
Mrs. Rosa Beckett, Chief Administrative Officer (CAO)
Councilman Randy White, JAA Council Liaison
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 to the meeting and announced that a quorum was in place, he then called upon Councilman White to lead the Pledge of Allegiance.

Report from Finance and Audit Committee

Chair Demetree called upon Treasurer/Committee Chair Frank Mackesy to present the report from his Finance and Audit Committee meeting. Chair Mackesy advised that the committee met for the purpose of hearing the report from independent external auditor RSM US LLP and that the committee voted to recommend the report to the full board for approval. Upon motion duly made by Mr. Mackesy and seconded by Mr. Kilbane, the board members in attendance voted unanimously to approve the Finance and Audit Committee's recommendation that the independent external auditor report be approved.

Chair Demetree thanked Mr. Mackesy for his committee report.

Chief Executive Officer Report

Chair Demetree called on Mr. VanLoh for his CEO report – he presented the following items via a powerpoint recap:

- (1) ASQ award
- (2) JAX restroom project
- (3) Recent active assailant exercise
- (4) Concourse B project
- (5) Facilities projects
- (6) JAA's Donna 26 Breast Cancer event participation
- (7) Recent trainings held at Cecil Airport
- (8) JAX spring break passenger recap
- (9) Local concession options

Mr. VanLoh then advised that this concluded his 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 submission items for action.

Approval of Minutes

Chair Demetree called for approval of the minutes from the January 28, 2019 Board of Directors meeting, and upon motion made by Mr. Kilbane and seconded by Mr. Mackesy, the board members in attendance 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 five months ended February 28, 2019 – Mr. Rossi advised it was the eleventh month of double-digit growth and

answered questions about the report (he had previously provided the board with the unaudited financial report for the four months ended January 31, 2019, together with his written summary in memo form). Hearing no further questions about the February 28th financial report, Chair Demetree moved to the next agenda item.

Mrs. Carson left the meeting after the financial update portion.

City Council Update

***Councilman Randy White/City
Council Liaison***

On behalf of the entire board, Chair Demetree congratulated Mr. White on his re-election to City Council, and then called upon him for his comments – Councilman White advised he had nothing to report.

Board Communication

Chair Demetree advised that the next bi-monthly board meeting will be on Monday, June 3, 2019 (changed from May 27th due to the Memorial Day holiday), at 8:30am at the JAA administration building. He then asked if there were any additional items for discussion – hearing none, he proceeded to adjourn.

Adjournment

There being no further business to come before the Board of Directors, Chair Demetree adjourned the meeting at 9:40am.



MINUTES
Board of Directors Meeting
JAA Administration Bldg.
3rd FL Ed Austin Board Room
June 3, 2019 (changed from May 25th)
(immediately following the 8:30am Finance & Audit Comm. meeting)

Vice Chair of the Board Russ Thomas (leading the meeting for absent Chair Jay Demetree) called the June 3, 2019 Jacksonville Aviation Authority Board of Directors meeting to order at 9:30am. The following board members were present at the call to order:

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

Also present at the call to order were:

Mr. Mark VanLoh, Chief Executive Officer
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)
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

Vice Chair Thomas welcomed everyone to the meeting and announced that a quorum was in place, he then called upon Mr. Kilbane to lead the group in reciting the Pledge of Allegiance.

Report from Finance and Audit Committee Meeting

Vice Chair Thomas called upon Board Treasurer/Committee Chair Frank Mackesy to present the report from his committee meeting. Chair Mackesy advised that the committee met for the purpose of hearing the presentation of the Fiscal Year 2019-20 Budget, and voted to recommend the budget to the full board for approval. Upon motion duly made by Mr. Mackesy and seconded by Mr. Alfred, the board members present voted unanimously to approve the Finance and Audit Committee's recommendation that the Fiscal Year 2019-20 Budget be approved.

Vice Chair Thomas thanked Mr. Mackesy for his committee report. He then called for approval of Submission 2019-06-01, Approval of Operating and Capital Budget of Jacksonville Aviation Authority for Fiscal Year Commencing October 1, 2019 and ending September 30, 2020 and

upon motion made by Mr. Mackesy and seconded by Mr. Alfred, the board members present voted unanimously to approve the submission.

Chief Executive Officer Report

Vice Chair Thomas called on Mr. VanLoh for his CEO report – he discussed the following items via a powerpoint recap:

- (1) JAA intern program/introductions
- (2) Checkpoint que
- (3) Parking signs
- (4) Concourse B project
- (5) Escalator
- (6) Moving walkway
- (7) Cecil 737 support
- (8) Cecil tower
- (9) Club Jax opening
- (10) Mother's Day flower giveaway
- (11) National Small Business Week (*discussed by Devin Reed, Procurement Director*)

Mr. VanLoh then advised that this concluded his report.

Old Business

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

New Business Submissions

BD2019-06-01

**Ross Jones, Director
of Finance**

Approval of Operating and Capital Budget of Jacksonville Aviation Authority for Fiscal Year Commencing October 1, 2019 and Ending September 30, 2020

This item was presented and approved earlier in the meeting.

BD2019-06-02

**Kimberly Howard, Senior
Manager Aviation Planning**

Accept Joint Participation Agreement for the Cargo Expansion at Jacksonville International Airport

Vice Chair Thomas called upon Mrs. Howard to present the submission and upon motion made by Mr. Alfred and seconded by Mr. Kilbane, the board members present voted unanimously to approve Submission BD2019-06-02, Accept Joint Participation Agreement for the Cargo Expansion at Jacksonville International Airport.

Approval of Minutes

Vice Chair Thomas called for approval of the minutes from the March 25, 2019 Finance and Audit Committee and the March 25, 2019 Board of Directors meetings, and upon motion made by Mr. Kilbane and seconded by Mr. Alfred, the board members present voted unanimously to approve both sets of minutes.

Updates/Other Reports

Financial Update

***Richard Rossi, Chief
Financial Officer***

Vice Chair Thomas called upon Richard to present the financial report for the seven months ended April 30, 2019 - Mr. Rossi advised the April numbers are fantastic and answered questions about the report (Mr. Rossi had previously provided the board with the unaudited financial report for the six months ended March 31, 2019, together with his written summary in memo form). Hearing no further questions about the April 30th financial report, Vice Chair Thomas moved to the next agenda item.

Updates/Other Reports

City Council Update

***Councilman Randy White,
City Council Liaison***

Councilman White did not attend the meeting.

Board Communication

Vice Chair Thomas advised that the next bi-monthly board meeting will be on Monday, July 22, 2019 at 8:30am at the JAA administration building. He then asked if there were any additional items for discussion today - hearing none, he proceeded to adjourn.

Adjournment

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



MINUTES
Board of Directors Meeting
JAA Administration Bldg.
3rd FL Ed Austin Board Room
July 22, 2019/8:30am

Chair of the Board Jay Demetree called the July 22, 2019 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. 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. Pat Kilbane, Member
Mrs. Giselle Carson, Member
Mrs. Terri Davlantes, Member (*attended via phone*)

Also present at the order call were:

Mr. Mark VanLoh, Chief Executive Officer
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)
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 to the meeting, acknowledged and welcomed our new City Council Liaison Mrs. Randy DeFoor, and announced that a quorum was in place - he then called upon Mrs. DeFoor to lead the group in reciting the Pledge of Allegiance.

Chief Executive Officer Report

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

- (1) FL Airports Council poster award
- (2) Paris airshow recap (Mr. Chandler updated)
- (3) Parking
- (4) Concourse B project
- (5) JAX Club
- (6) Cecil tower
- (7) New JFRD Cecil fire station

Chief Executive Officer Report (cont.)

- (8) Cecil EPA award
- (9) Cecil runway
- (10) Air service (Marketing Director Barbara Halverstadt updated)
- (11) Employee AAE accreditation

During Mr. Chandler's airshow recap, he advised that the governmental involvement in the Florida delegation is not as it used to be, and Mr. Kilbane asked that we please reach out to our Senators and the Governor to discuss their participation in future airshows. During Ms. Halverstadt's air service update, Mr. Mackesy asked Mr. VanLoh to advise the board during each CEO report regarding the efforts of securing service to the west coast. Also, Mr. Alfred recognized Mrs. Alberta Hipps, one of our JAA consultants, and former City Councilman/JAA Council Liaison Doyle Carter for all the work they do on our Cecil projects. Lastly, the board congratulated employee Matt Bocchino on achieving the Accredited Airport Executive designation.

Mr. VanLoh advised that this concluded his 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 comment cards had been submitted, and moved to the next agenda item.

New Business Submissions

BD2019-07-01

**Barbara Halverstadt, Director
of Marketing**

Approval and Adoption of the Air Service Incentive Plan for Commercial Air Service Development for the Jacksonville Aviation Authority

Chair Demetree called upon Ms. Halverstadt to present the submission, and discussion ensued relating to west coast service, with Messers Mackesy, Kilbane, Demetree and Thomas advising that JAXUSA supports it and can move forward but Mr. VanLoh advised that we first have to wait for the long-haul MAX aircraft situation to be straightened out. Upon motion then made by Mr. Kilbane and seconded by Mrs. Carson, the board members present voted unanimously to approve Submission BD2019-07-01, Approval and Adoption of the Air Service Incentive Plan for Commercial Air Service Development for the Jacksonville Aviation Authority.

BD2019-07-02

**Ashley Shorter, Planning and
Grants Administrator**

***Accept Supplemental Joint Participation Agreement for the Rehabilitation of Runway
18L/36R at Cecil Airport***

Chair Demetree called upon Mrs. Shorter to present the submission and upon motion made by Mr. Alfred and seconded by Mr. Mackesy, the board members present voted unanimously to approve Submission BD2019-07-02, Accept Supplemental Joint Participation Agreement for the Rehabilitation of Runway 18L/36R at Cecil Airport.

BD2019-07-03

**Ashley Shorter, Planning and
Grants Administrator**

Approve Dedication of Conservation Easements for 170.57 acres at JIA

Chair Demetree called upon Mrs. Shorter to present the submission and upon motion made by Mr. Thomas and seconded by Mr. Kilbane, the board members present voted unanimously to approve Submission BD2019-07-03, Approve Dedication of Conservation Easements for 170.57 acres at JIA.

BD2019-07-04

**Paul Gerrety, Properties
Manager**

***Approval of Building and Ground Lease Agreement between The Jacksonville Aviation
Authority and Federal Express Corporation***

Chair Demetree called upon Mr. Gerrety to present the submission and upon motion made by Mr. Thomas and seconded by Mr. Mackesy, the board members present voted unanimously to approve Submission BD2019-07-04, Approval of Building and Ground Lease Agreement between The Jacksonville Aviation Authority and Federal Express Corporation. Mr. Kilbane then asked if their operation would be better suited for location at Cecil Airport, to which Mr. VanLoh advised that they are a signatory airline at JIA and contribute to the current rate base at that airport.

BD2019-07-05

**Matt Bocchino, Properties
Administrator**

***Approval of Building and Ground Lease Agreement between The Jacksonville Aviation
Authority and GV Air, Inc. ("GEOMNI") at JAXEX Airport***

Chair Demetree called upon Mr. Bocchino to present the submission and upon motion made by Mr. Thomas and seconded by Mr. Mackesy, the board members present voted unanimously to approve Submission BD2019-07-05, Approval of Building and Ground Lease Agreement between The Jacksonville Aviation Authority and GV Air, Inc. ("GEOMNI") at JAXEX Airport.

Approval of Minutes

Chair Demetree called for approval of the minutes from the June 3, 2019 Finance and Audit Committee meeting and the June 3, 2019 Board of Directors meeting, and upon motion made by Mr. Kilbane and seconded by Mr. Mackesy as to the comm. mtg., and motion made by Mr. Alfred and seconded by Mrs. Carson as to the board mtg., the board members present voted unanimously to approve the minutes of both the committee and board meetings.

Updates/Other Reports

Financial Update

***Richard Rossi, Chief
Financial Officer***

Chair Demetree called upon Richard to present the financial report for the nine months ended June 30, 2019 - Mr. Rossi advised that JAA had the highest June, and 3rd highest month, in JAA history, and answered questions about the report (Mr. Rossi had previously provided the board with the unaudited financial report for the eight months ended May 31, 2019, together with his written memo summary). Hearing no further questions about the June 30th financial report, Chair Demetree moved to the next agenda item.

Updates/Other Reports

City Council Update

***Councilwoman Randy DeFoor,
City Council Liaison***

Councilwoman DeFoor thanked Chair Demetree for the warm welcome, and reported on the Mayor's budget increases and the on-going school board sales tax issue.

Board Communication

Chair Demetree advised that the next bi-monthly board meeting will be on Monday, September 30, 2019 (changed from the 23rd) at 8:30am at the JAA administration building. He then asked if there were any additional items for discussion today - hearing none, he proceeded to adjourn.

Adjournment

There being no further business to come before the Board of Directors, Chair Demetree adjourned the meeting at 9:40am.



MINUTES

Board of Directors Meeting JAA Administration Bldg. 3rd 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



MINUTES

Board of Directors Meeting JAA Administration Bldg. 3rd FL Ed Austin Board Room November 25, 2019

Chair of the Board Russ Thomas called the November 25, 2019 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. The following board members were present at the call to order:

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

Also present at the call to order were:

Mr. Mark VanLoh, Chief Executive Officer (CEO)
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 Thomas welcomed everyone, announced that a voting quorum was present and advised that board members Frank Mackesy and Michelle Barnett were 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 Thomas then called upon Mr. Kilbane to lead the group in reciting the Pledge of Allegiance.

Special Presentation

Chair Thomas and CEO VanLoh called immediate past chair Jay Demetree to the front of the room and presented him with a gift from the board and staff – a runway light mounted on a plaque with wording thanking him for his service and guidance as Chair of the JAA Board during the 2018-2019 term. Mr. Demetree thanked everyone for the very unique, aviation-related gift that he will treasure, and said it was his pleasure to work with such a fine group of individuals.

Chief Executive Officer Report

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

- (1) JAA's Veteran's Day celebrations (for all employees, and for Cecil Airport tenants)
- (2) Completed maintenance/warehouse facility
- (3) Concourse B
- (4) UPS lease
- (5) ASQ survey results

Mr. VanLoh advised that this concluded his CEO report.

Old Business

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

Public Comment

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

New Business - Presentation

Chair Thomas called upon Ms. Sarah Greene of the City of Jacksonville's Public Affairs Office, who gave a presentation on the upcoming 2020 census and its importance to everyone. As leaders in the community, she asked the board's help in getting the word out about the census. Chair Thomas thanked Ms. Greene for the presentation.

New Business - Submissions

BD2019-11-01

***Richard Rossi, Chief
Financial Officer***

Resolution to Reimburse Jacksonville Aviation Authority from Proceeds of Tax-exempt Obligations

Chair Thomas called upon Mr. Rossi to present the submission, and upon motion made by Mr. Kilbane and seconded by Mr. Demetree, the four board members present voted unanimously to approve Submission BD2019-11-01, Resolution to Reimburse Jacksonville Aviation Authority from Proceeds of Tax-exempt Obligations.

New Business – Submissions (con't.)

BD2019-11-02

**Richard Rossi, Chief
Financial Officer**

***Resolution to Withdraw as Participating Agency from Self-insurance
Program Administered by the City of Jacksonville***

Chair Thomas called upon Mr. Rossi to present the submission, and upon motion made by Mr. Demetree and seconded by Mr. Alfred, the four board members present voted unanimously to approve Submission BD2019-11-02, Resolution to Withdraw as Participating Agency from Self-insurance Program Administered by the City of Jacksonville.

BD2019-11-03

**Debra Braga, Chief
Legal Officer**

Delegation of Authority

Chair Thomas called upon Mrs. Braga to present the submission, and upon motion made by Mr. Alfred and seconded by Mr. Demetree, the four board members present voted unanimously to approve Submission BD2019-11-03, Delegation of Authority.

BD2019-11-04

**Ashley Shorter, Planning and
Grants Administrator**

***Accept Joint Participation Agreement for the Design & Construction
of Hangar 1005 at Cecil Airport***

Chair Thomas called upon Mrs. Shorter to present the submission, and upon motion made by Mr. Demetree and seconded by Mr. Kilbane, the four board members present voted unanimously to approve Submission BD2019-11-04, Accept Joint Participation Agreement for the Design & Construction of Hangar 1005 at Cecil Airport.

BD2019-11-05

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

***Budget Transfer for Taxiways H & R Rehabilitation Project at
Jacksonville International Airport***

Chair Thomas called upon Mr. Powder to present the submission, and upon motion made by Mr. Kilbane and seconded by Mr. Alfred, the four board members present voted unanimously to approve Submission BD2019-11-05, Budget Transfer for Taxiways H & R Rehabilitation Project at Jacksonville International Airport.

Approval of Minutes

Chair Thomas called for approval of the minutes from both the September 30, 2019 Nominating Committee and the September 30, 2019 Board of Directors meetings and upon motion made by Mr. Demetree and seconded by Mr. Alfred, the four board members present voted unanimously to approve both sets of minutes.

Updates/Other Reports

Financial Update

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

Chair Thomas called upon Mr. Rossi to present the financial report for the one month ended October 31, 2019, and he answered questions about the report (Mr. Rossi had previously provided the board with the unaudited financial report for the twelve months ended September 30, 2019, together with his written summary in memo form). Hearing no further comments or questions about the October 31st financial report, Chair Thomas moved on.

City Council Update

***Councilwoman Randy DeFoor/
City Council Liaison***

Chair Thomas called upon Mrs. DeFoor for her comments. She advised that our company status is phenomenal, further advising that the board is engaged and asks very good questions – questions that constituents want asked. She is glad to be working with JAA as our council liaison.

Chair Committee/Miscellaneous Appointments

Chair Thomas 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

Ray Alfred, Chair (as Board Treasurer)
Giselle Carson
Jay Demetree

Nominating Committee

Jay Demetree, Chair (as Immediate Past Board Chair)
Pat Kilbane
Michelle Barnett

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

Pat Kilbane

CEO Performance Review

Chair Thomas called upon Mrs. Braga to conduct the review, which had been tabled at the September 2019 meeting so that more detailed information regarding peer salary and bonus structure could be obtained for the discussion; Mrs. Braga was asked to gather that information.

Mrs. Braga advised that at Mr. VanLoh's current salary of \$265,000, he is slightly below midpoint of the range on the JAA salary structure, further advising that the peer salary in Orlando is lower, much higher in Tampa, lower in Miami, and higher in Nashville and Raleigh. She reminded the board that Mr. VanLoh scored 4.54 out of 5 in the board's recent review of his performance.

Chair Thomas then opened the discussion of a new salary and/or bonus. A few of the board members proposed both a bonus and a salary increase because of the wonderful job that was done in 2019 – Mr. Mackesy agreed that a salary increase is warranted but he is not comfortable with also giving a bonus, instead proposing a higher salary increase instead. Discussion ensued, and Chair Thomas then called for a motion - upon motion made by Mr. Demetree and seconded by Mr. Kilbane, the four board members in attendance voted to provide a 15% bonus in the amount of \$39,750, and to increase Mr. VanLoh's salary to \$305,000 (retroactive to his contract date of December 3rd).

Chair Thomas thanked Mrs. Braga for her work done, and thanked the board for participating in what was a very thorough CEO review process and further, thanked Mr. VanLoh for what has been accomplished. Mr. VanLoh thanked the board for the faith and confidence placed in him, and the JAA staff, and advised that there are still great things to be done.

Board Communication

Chair Thomas advised that the next bi-monthly board meeting will be on Monday, January 27, 2020 at 8:30am at the JAA administration building – he wished everyone a wonderful and happy holiday season. He then advised that the board and public are invited to take a tour of the new JAA warehouse maintenance facility – transportation being provided there and back.

Adjournment

There being no further business to come before the Board of Directors, Chair Thomas adjourned the meeting at 9:45am.



MINUTES

Finance and Audit Committee Meeting JAA Administration Building 3rd FL Ed Austin Board Room March 25, 2019/8:30am

Committee Chair Frank Mackesy called the March 25, 2019 Finance and Audit Committee meeting to order at 8:30am. The following committee members were in attendance at the call to order:

Mr. Frank Mackesy, Chair
Mr. Pat Kilbane, Member
(Mr. Russ Thomas, Member, was absent at the call)

Also attending were board members:

Mr. Jay Demetree
Mrs. Giselle Carson
Mrs. Terri Davlantes
Mr. Ray Alfred *(via phone)*

Also in attendance at the order call were:

Mr. Mark VanLoh, Chief Executive Officer (CEO)
Mr. Richard Rossi, Chief Financial Officer (CFO)
Mr. Tony Cugno, Chief Operating Officer (COO)
Mr. Rusty Chandler, Chief General Aviation (CGA)
Mrs. Rosa Beckett, Chief Administrative Officer (CAO)
Councilman Randy White, JAA City Council Liaison
Mrs. Melissa Marcha'-Lee, Sr. Executive Assistant/Recording Secretary

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

Chair Mackesy welcomed everyone to the meeting, and advised a quorum was present.

Chair Mackesy called for any public comment, hearing none he moved to the next agenda item.

Chair Mackesy advised that the reason for the meeting was to hear from our independent auditors the results of their recent audit. He then called upon JAA Chief Financial Officer Richard Rossi, who advised that the firm of RSM US LLP had been engaged to do the annual independent audit and he called upon Mr. Jeff Zeichner and Ms. Heather Myers to present the audit report.



Mr. Zeichner explained the scope of the audit and went through each section of the audit report with the committee, beginning with the required communication section (Committee Member Russ Thomas arrived at this point in the meeting), advising that no instances of material weaknesses, misstatements or non-compliance were found. Mr. Zeichner stated that management brought one control item to their attention during the audit process (inventories not being done in a timely fashion) and had advised the auditors that a revised process was already corrected when brought to their attention. Mr. Rossi further advised the committee that annual company-wide department audits will be performed going forward. Mr. Zeichner and Ms. Myers thanked Mr. Rossi and Director of Finance Ross Jones, and the entire finance staff, for being courteous, professional and responsive during the audit period, and then answered questions from the committee and board members.

Chair Mackesy thanked Mr. Zeichner and Ms. Myers for their report, advising he appreciated their honesty and integrity, and further congratulated Messers VanLoh, Rossi and Jones, and staff, for a job well done - he then called for a motion to recommend the auditor's report to the board for approval. Upon motion made by Mr. Kilbane and seconded by Mr. Thomas, the committee voted to recommend the auditor's report to the full board at its meeting which immediately follows this committee meeting.

There being no further business to come before the Finance and Audit Committee, Chair Mackesy adjourned the committee meeting at 8:50am.

Approved June 5, 2019



MINUTES
Finance and Audit Committee Meeting
JAA Administration Building
3rd FL Ed Austin Board Room
June 3, 2019/8:30am
(changed from May 25th)

Committee Chair Frank Mackesy called the June 3, 2019 Finance and Audit Committee meeting to order at 8:30am. The following committee members were in attendance at the call to order:

Mr. Frank Mackesy, Chair
Mr. Pat Kilbane, Member
Mr. Russ Thomas, Member

Also attending were board members:

Mr. Ray Alfred
Mrs. Giselle Carson (*via phone*)

Also in attendance at the order call were:

Mr. Mark VanLoh, Chief Executive Officer (CEO)
Mr. Richard Rossi, Chief Financial Officer (CFO)
Mr. Tony Cugno, Chief Operating Officer (COO)
Mr. Rusty Chandler, Chief General Aviation (CGA)
Mrs. Debra Braga, Chief Legal Officer (CLO)
Mrs. Melissa Marcha'-Lee, Sr. Executive Assistant/Recording Secretary

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

Chair Mackesy welcomed everyone to the meeting, and advised a quorum was present.

Chair Mackesy called for any public comment, hearing none he moved to the next agenda item.

Chair Mackesy advised that the reason for the meeting was to hear the presentation of the Fiscal Year 2019-2020 Budget. He then called upon Mr. Ross Jones, Director of Finance, to present the operating portion of the budget. Mr. Jones then called upon Mr. Derek Powder, Senior Manager Engineering and Construction, to present the capital portion of the budget.

Discussion of the entire budget then ensued, with Director Jones and Senior Manager Powder answering questions from the committee and board members present. Also, the following comments were made by board members: Mr. Kilbane would like us to review the cost for our property/casualty insurance; Mr. Thomas would like to see a revenue report for the general aviation airports, and he would like us to look further into our medical insurance cost. Mr. Kilbane then asked for status on his previous request for further discussion of our unfunded pension amount, to which Mrs. Braga replied that we will contact our pension attorney about scheduling a board presentation.



Chair Mackesy thanked Messers Jones and Powder for the presentation, and complimented CEO VanLoh and staff on the budget preparation. Chair Mackesy then called for a motion to recommend the budget to the board for approval and, upon motion made by Mr. Kilbane and seconded by Mr. Thomas, the committee voted to recommend the Fiscal Year 2019-20 Budget to the full board at its meeting which immediately followed this committee meeting.

There being no further business to come before the Finance and Audit Committee, Chair Mackesy adjourned the committee meeting at 9:30am.

Approved July 22, 2019



MINUTES

Nominating Committee Meeting

JAA Administration Bldg./3rd FL

Board Committee Room

September 30, 2019/8:15a

Immediate-Past Chair of the Board Giselle Carson called the September 30, 2019 Jacksonville Aviation Authority Nominating Committee meeting to order at 8:15am. The following committee members were present at the order call:

Mrs. Giselle Carson
Mrs. Terri Davlantes
Mr. Ray Alfred

Also in attendance was Chief Legal Officer Ms. Debra Braga and Recording Secretary Mrs. Melissa Marcha-Lee.

Chair Carson called for any public comment, hearing none she moved to the next agenda item.

Chair Carson distributed a suggested slate of officers to be used for discussion and nomination for the 2019-20 board term.

Extensive discussion then ensued regarding the method used to establish a slate for discussion at the meeting, rather than the committee establishing the slate at this meeting. Ms. Braga advised it is meant to be helpful but it is the committee's decision to use the suggested list or not, an entirely new slate can be created during this meeting. Further discussion revolved around simply using the step-up method for the new officers each year (the vice becomes chair, secretary to vice, treasurer to secretary, and a new member selected as treasurer) to which Ms. Braga advised that can certainly be done this year. Chair Carson advised that she does not want to just automatically adopt a step-up process, that it should be further discussed.

Chair Carson advised it was her belief that the slate as suggested was structured due to the uncertainty of pending reappointments, to which Mrs. Davlantes advised she believes the selection process should not be tied to any reappointments – should a member pending reappointment be proposed/elected as an officer and then not be reappointed, the chair would then put someone else in that vacant officer position. Mr. Alfred advised that for continuity of process, he feels the committee itself should establish, discuss, and then vote on a slate to present – with no suggestions have been made before-hand.

The committee agreed that the officer election section of the JAA By-laws needs to be made more clear as to the process, including a statement that future nominating committee meetings should be held sooner than the actual election day. Ms. Braga advised that she will work on revising that section of the By-laws.

There being no further discussion, upon motion made by Mrs. Davlantes and seconded by Mr. Alfred, the committee members voted unanimously to accept the suggested slate of officers and present it to the full board at its meeting immediately following this committee meeting. A copy of the accepted slate of officers signed by Chair Carson and Recording Secretary Marcha-Lee is attached here to and made a part of these minutes.

There being no further business to come before the committee, the meeting was adjourned at 8:45am.

Approved November 25, 2019