



MINUTES
Board of Directors Meeting
JAA Administration Bldg.
3rd Floor Ed Austin Board Room
January 24, 2022/8:30am

Chair of the Board Ray Alfred called the January 24, 2022 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. The following board members were present at the call to order:

Mr. Ray Alfred, Chair
Mr. Jay Demetree, Vice Chair
Mrs. Michelle Barnett, Treasurer
Mr. Matt Connell, Member
Mr. Fernando Acosta-Rua, Member
Mr. William Gulliford, Member
(Mrs. Giselle Carson, Secretary, was absent at the call to order)

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, Chief Compliance Officer
Mr. Jay Cunio, Chief Development Officer
Ms. Barbara Halverstadt, Chief Marketing & Communication Officer
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 Alfred welcomed everyone, announced that a voting quorum was present, welcomed new board member William Gulliford, and called upon Mrs. Barnett to lead the group in reciting the Pledge of Allegiance.

Chief Executive Officer Report

Chair Alfred called upon Mr. Mark VanLoh to present his CEO report. Mr. VanLoh advised that his report this time was a bit different than the usual – he presented a slide show titled “What’s Happening at JAA in 2022.” At this point in the meeting, board member Giselle Carson connected via phone. Mr. VanLoh discussed at length upcoming projects and events at each of the four airports and answered questions from the board members – he advised that the year 2022 does indeed look promising for JAA.

Mr. VanLoh advised that this concluded his CEO report.

Old Business

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

Public Comment

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

New Business - Submissions

BD2022-01-01

Jeff Taylor, Properties Manager

***Food & Beverage Lease and Concession Agreement between Jacksonville
Aviation Authority and Host International, Inc. at Jacksonville
International Airport***

Chair Alfred called upon Mr. Taylor to present the submission and, upon motion made by Mrs. Barnett and seconded by Mr. Demetree, the six board members present voted unanimously to approve Submission BD2022-01-01 Food & Beverage Lease and Concession Agreement between Jacksonville Aviation Authority and Host International, Inc. at Jacksonville International Airport.

BD2022-01-02

**Ashley Shorter, Planning &
Grants Administrator**

Accept Space Florida Grant for Approach Road Utilities at Cecil Spaceport

Chair Alfred called upon Mrs. Shorter to present the submission and, upon motion made by Mrs. Barnett and seconded by Mr. Acosta-Rua, the six board members present voted unanimously to approve Submission BD2022-01-02, Accept Space Florida Grant for Approach Road Utilities at Cecil Spaceport.

BD2022-01-03

**Tony Cugno, Chief Operating
Officer**

FY2022 Budget Amendment

Chair Alfred called upon Mr. Cugno to present the submission and, upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Submission BD2022-01-03, FY2022 Budget Amendment.

New Business – Award Ratification Submissions

BD2022-01-04AR

**LeNedda Edwards, Procurement
Manager**

Ratification of Award to Various Entities Involved in the Recent Bond Closing

Chair Alfred called upon Mrs. Edwards to present the submission and, upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Award Ratification Submission BD202-01-04AR, Ratification of Award to Various Entities Involved in the Recent Bond Closing.

BD2022-01-05AR

**LeNedda Edwards, Procurement
Manager**

Ratification of Award to Superior Construction Company Southeast

Chair Alfred called upon Mrs. Edwards to present the submission and, upon motion made by Mr. Acosta-Rua and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Award Ratification Submission BD2022-01-05AR, Ratification of Award to Superior Construction Company Southeast.

BD2022-01-06AR

**LeNedda Edwards, Procurement
Manager**

Ratification of Award to Superior Construction Company Southeast

Chair Alfred called upon Mrs. Edwards to present the submission and, upon motion made by Mr. Gulliford and seconded by Mr. Acosta-Rua, the six board members present voted unanimously to approve Award Ratification Submission BD202-01-06AR, Ratification of Award to Superior Construction Company Southeast.

BD2022-01-07AR

**LeNedda Edwards, Procurement
Manager**

Ratification of Award to The Haskell Company

Chair Alfred called upon Mrs. Edwards to present the submission and, upon motion made by Mr. Gulliford and seconded by Mrs. Barnett, the six board members present voted unanimously to approve Award Ratification Submission BD2022-01-07AR, Ratification of Award to The Haskell Company.

Ratification of Award to Robert Half International

Chair Alfred called upon Mrs. Edwards to present the submission and, upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Award Ratification Submission BD2022-01-08AR, Ratification of Award to Robert Half International.

Approval of Minutes

Chair Alfred called for approval of the minutes from the November 22, 2021 Board of Directors meeting and, upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the six board members present voted unanimously to approve the minutes.

Updates/Other Reports

Financial Update

**Ross Jones/Chief
Financial Officer**

Chair Alfred called upon Mr. Jones to present the financial report for the three months ended December 31, 2021, and he answered questions about the report (the board had previously received the unaudited financial report for the two months ended November 30, 2021). Hearing no further comments or questions about the December 31, 2021 financial report, Chair Alfred moved on.

City Council Update

**Councilman Randy White/
City Council Liaison**

Councilman White did not attend the meeting.

Board Communication

Chair Alfred advised that the next bi-monthly board meeting will be on Monday, March 28, 2022 at 8:30am here in the Ed Austin Board Room. He 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 Alfred adjourned the meeting at 9:45am.



MINUTES

Finance and Audit Committee Meeting JAA Administration Bldg. 3rd Floor Ed Austin Board Room March 28, 2022/8:30am

Committee Chair Michelle Barnett called the March 28, 2022 Finance and Audit Committee meeting to order at 8:30am. The following committee members were in attendance at the call to order:

Mrs. Michelle Barnett, Chair
Mr. Jay Demetree, Member
Mr. Matt Connell, Member

Also attending were board members:
Mr. Fernando Acosta-Rua
Mrs. Giselle Carson
Mr. Ray Alfred
Mr. William Gulliford

Also in attendance at the order call were:
Mr. Mark VanLoh, Chief Executive Officer
Mr. Ross Jones, Chief Financial Officer
Mr. Tony Cugno, Chief Operating Officer
Mr. Devin Reed, Chief Compliance Officer
Mr. Jay Cunio, Chief Development Officer
Ms. Barbara Halverstadt, Chief Marketing Officer
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 Barnett welcomed everyone to the meeting, and advised a quorum was present.

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

Chair Barnett advised that the reason for the meeting was to hear from our independent auditor regarding the results of their recent audit. She then called upon JAA Chief Financial Officer Ross Jones, who advised that the firm of Plante Moran had been engaged to do the annual independent audit, and Mr. Jones then called upon Mr. Blake Roe and Mr. Daniel Hart to present the audit report.



Mr. Roe explained the scope of the audit and went through each section of the audit report with the committee, beginning with the required communication section, advising that no instances of material weaknesses, misstatements or non-compliance were found and that an unmodified opinion was issued - he and Mr. Hart both congratulated JAA on attaining the best possible opinion. Messrs. Roe and Hart thanked Mr. 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 Barnett thanked Messrs. Roe and Hart for their presentation, and congratulated CEO VanLoh and CFO Jones, and staff, for a job well done - she then called for a motion to recommend the auditor's report to the board for approval. Upon motion made by Mr. Demetree and seconded by Mr. Connell, the committee voted to recommend the auditor's report 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 Barnett adjourned the committee meeting at 8:50am.

Approved May 19, 2022



MINUTES
Board of Directors Meeting
JAA Administration Bldg.
3rd Floor Ed Austin Board Room
March 28, 2022
(immediately following the Finance and Audit
Committee Meeting)

Chair of the Board Ray Alfred called the March 28, 2022 Jacksonville Aviation Authority Board of Directors meeting to order at 8:50am. The following board members were present at the call to order:

Mr. Ray Alfred, Chair
Mr. Jay Demetree, Vice Chair
Mrs. Michelle Barnett, Treasurer
Mrs. Giselle Carson, Secretary
Mr. Matt Connell, Member
Mr. Fernando Acosta-Rua, Member
Mr. William Gulliford, Member

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, Chief Compliance Officer
Mr. Jay Cunio, Chief Development Officer
Ms. Barbara Halverstadt, Chief Marketing Officer
Councilman Randy White, JAA City 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 Alfred welcomed everyone, announced that a voting quorum was present, and called upon Mr. Acosta-Rua to lead the group in reciting the Pledge of Allegiance. Chair Alfred then introduced guest Mr. Willy Gonzalez, Retired District Director of the Small Business Administration, who shared comments about his time with the administration and his work with the First Coast Hispanic Chamber of Commerce.

Report from Finance and Audit Committee Meeting

Chair Alfred called upon Board Treasurer/Committee Chair Michelle Barnett to present the report from her committee meeting. Committee Chair Barnett advised that the committee met prior to the board meeting, at 8:30am, for the purpose of hearing the independent auditor's report, and voted to recommend the report to the full board for approval. Upon motion duly made by Mrs. Barnett and seconded by Mr. Gulliford, the board voted unanimously to approve the Finance and Audit Committee recommendation that the independent auditor's report be approved. Chair Alfred thanked Mrs. Barnett for her committee report.

Chief Executive Officer Report

Chair Alfred called upon Mr. Mark VanLoh to present his CEO report. Mr. VanLoh began by introducing JAA's new Director of Accounting, Jose Lopez, who joins us with extensive experience managing multi-million-dollar budgets. CEO VanLoh then discussed the following items:

- recent Breeze Airways press conference
- Airport Service Quality survey results
- recent Southern Grounds grand opening
- projected spring break travel
- new Sun Country service
- newspaper article on pet care facilities naming board member Acosta-Rua's Pet Paradise as number one
- Paradies Shops golf simulator during The Players Championship
- Parking lot construction
- Water tower repainting
- Boeing construction at Cecil Airport
- recent Tuskegee event at Cecil Airport for underprivileged students
- recent job fair

Mr. VanLoh then called upon Mr. Michael Stewart, Vice President External Affairs, for a legislative update, then called upon Ms. Sarah Matson, Manager of First Coast Flight Center at Herlong Recreational Airport for an update on the airport.

Mr. VanLoh advised that this concluded his CEO report.

Old Business

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

Public Comment

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

New Business - Submissions

As a courtesy of the Chair, Chair Alfred called upon Mr. Clayton Levins, Executive Director of Smart North Florida, who gave a presentation about their efforts to improve the region's quality of life through collaboration, data coordination and smart technologies.

Chair Alfred then asked for the submissions to be presented, and called upon Mrs. LeNedda Edwards, Procurement Director.

New Business – Award Ratification Submissions

Mrs. Edwards recapped each of the four awards needing board ratification and Chair Alfred then called for individual approval of each.

BD2022-03-01AR

Ratification of Award to Otis Elevator Company d/b/a Coastal Elevator Company

Upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the board voted unanimously to approve Award Ratification Submission BD2022-03-01AR, Ratification of Award to Otis Elevator Company d/b/a Coastal Elevator Company.

BD2022-03-02AR

Ratification of Award to Jacobs Engineering Group, Inc.

Upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the board voted unanimously to approve Award Ratification Submission BD2022-03-02AR, Ratification of Award to Jacobs Engineering Group, Inc.

BD2022-03-03AR

Ratification of Award to Sunshine Cleaning Systems, Inc.

Upon motion made by Mrs. Barnett and seconded by Mr. Demetree, the board members voted unanimously to approve Award Ratification Submission BD2022-03-03AR, Ratification of Award to Sunshine Cleaning Systems, Inc.

BD2022-03-04AR

Ratification of Award to SP Plus Corporation

Upon motion made by Mr. Gulliford and seconded by Mr. Acosta-Rua, the board members voted unanimously to approve Award Ratification Submission BD2022-03-04AR, Ratification of Award to SP Plus Corporation.

Approval of Minutes

Chair Alfred called for approval of the minutes from the January 24, 2022 Board of Directors meeting and, upon motion made by Mr. Demetree and seconded by Mrs. Barnett, the board members voted unanimously to approve the minutes.

Updates/Other Reports

Financial Update

***Ross Jones/Chief
Financial Officer***

Chair Alfred called upon Mr. Jones to present the financial report for the five months ended February 28, 2022, and he answered questions about the report (the board had previously received the unaudited financial report for the four months ended January 31, 2022). Hearing no further comments or questions about the February 28, 2022 financial report, Chair Alfred moved on.

City Council Update

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

Councilman White left earlier in the meeting to attend an event.

Chair Appointment

Chair Alfred announced that he appointed Mr. Fernando Acosta-Rua to our JAA seat on the North Florida Transportation Planning Organization Board of Directors, and he thanked Mr. Acosta-Rua for serving on that board.

Board Communication

Chair Alfred advised that the next bi-monthly board meeting will be on Thursday, May 19, 2022 in the Ed Austin Board Room. He 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 Alfred adjourned the meeting at 10:05am.



MINUTES

Finance and Audit Committee Meeting JAA Administration Bldg. 3rd Floor Ed Austin Board Room May 19, 2022/8:30am

Board of Directors Vice Chair/Acting Committee Chair Jay Demetree (on behalf of Comm. Chair Michelle Barnett) called the May 19, 2022 Finance and Audit Committee meeting to order at 8:30am. The following committee members were in attendance at the call to order:

Mr. Jay Demetree, Member (Acting Chair)
Mr. Ray Alfred, Chair of the Board of Directors
Mr. Matt Connell, Member attended via phone
Mrs. Michelle Barnett, Chair was absent

NOTE: in order to have at least two voting members present at the meeting, Mr. Ray Alfred, the Chair of the Board of Directors, which role, per the By-Laws, is an ex-officio member of all committees and is entitled to vote, attended this meeting

Also attending were board members:

Mr. Fernando Acosta-Rua
Mr. William Gulliford
Mrs. Giselle Carson attended via phone

Also in attendance at the order call were:

Mr. Mark VanLoh, Chief Executive Officer
Mr. Ross Jones, Chief Financial Officer
Mr. Tony Cugno, Chief Operating Officer
Mr. Devin Reed, Chief Compliance Officer
Mr. Jay Cunio, Chief Development Officer
Ms. Barbara Halverstadt, Chief Marketing Officer
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

Acting Committee Chair Demetree welcomed everyone to the meeting, and advised a voting quorum was present.

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



Acting Committee Chair Demetree advised that the reason for the meeting was to hear the presentation of the fiscal year 2022-2023 budget, he then called upon Mr. Jones for the budget presentation. Mr. Jones shared some highlights, detailed activity assumptions, operating and non-operating revenues and expenses, and schedule of positions. Mr. Jones then called upon Mr. Cugno who briefly detailed the capital projects that will be happening during the budget year.

Discussion of the entire budget then ensued, with Messrs. Jones and Cugno answering questions from the committee and board members. Acting Committee Chair Demetree thanked Messrs. Jones and Cugno for the presentation, and complimented CEO VanLoh and staff on the work done to prepare the budget. He then called for a motion to recommend the budget to the board for approval and, upon motion made by Mr. Alfred and seconded by Mr. Demetree, the two committee members present voted unanimously to recommend the fiscal year 2022-23 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, Acting Committee Chair Demetree adjourned the committee meeting at 9:30am.

Approved July 25, 2022



MINUTES
Board of Directors Meeting
JAA Administration Bldg.
3rd Floor Ed Austin Board Room
May 19, 2022
(immediately following the Finance and Audit
Committee Meeting)

Chair of the Board Ray Alfred called the May 19, 2022 Jacksonville Aviation Authority Board of Directors meeting to order at 9:30am. The following board members were present at the call to order:

Mr. Ray Alfred, Chair
Mr. Jay Demetree, Vice Chair
Mr. Fernando Acosta-Rua, Member
Mr. William Gulliford, Member
Mrs. Giselle Carson, Secretary and Mr. Matt Connell, Member attended via phone; Mrs. Michelle Barnett, Treasurer 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, Chief Compliance Officer
Mr. Jay Cunio, Chief Development Officer
Ms. Barbara Halverstadt, Chief Marketing Officer
Councilman Randy White, JAA City 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 Alfred welcomed everyone, including guests Mr. Frank DiBello with Space Florida, Representative Wyman Duggan, and Mr. Kevin Burke and Ms. Annie Russo of Airports Council International (ACI), announced that a voting quorum was present, acknowledged members Carson and Connell were attending via phone, and called upon Councilman White to lead the group in reciting the Pledge of Allegiance.

Report from Finance and Audit Committee Meeting

Chair Alfred called upon Board Vice Chair/Acting Committee Chair Jay Demetree (for absent Comm. Chair Barnett) to present the report from the committee meeting. Acting Committee Chair Demetree advised that the committee met prior to the board meeting, at 8:30am, for the purpose of hearing the FY2022-23 budget presentation and voted to recommend the budget to the full board for approval. Upon motion duly made by Mr. Demetree and seconded by Mr. Gulliford, the four board members present voted unanimously to approve the Finance and Audit Committee recommendation that the FY2022-23 budget be approved. Chair Alfred thanked Mr. Demetree for the committee report.

Chair Alfred then called for a motion to approve Board Submission BD2022-05-00, Approval of Operating and Capital Budget of the Jacksonville Aviation Authority for Fiscal Year Commencing October 1, 2022 and Ending September 30, 2023, and upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the four board members present voted unanimously to approve Submission BD2022-05-00 Approval of Operating and Capital Budget of the Jacksonville Aviation Authority for Fiscal Year Commencing October 1, 2022 and Ending September 30, 2023

Mrs. Carson ended her telephone connection at this point in the meeting.

Chief Executive Officer Report

Chair Alfred called upon Mr. Mark VanLoh to present his CEO report. Mr. VanLoh called upon Mr. DiBello who gave a presentation on Space Florida, he then called upon Representative Duggan who provided a legislative update, and lastly he called upon Mr. Burke and Ms. Russo who gave a presentation on the benefits of membership w/ACI and issues facing the industry. Next, Mr. VanLoh advised that JAA will be holding another job fair for the benefit of JAA and our airport terminal tenants. He then updated the board on the Concourse B construction project. Mr. VanLoh ended by reminding the board about the Breeze inaugural flight event taking place later in the afternoon.

Mr. VanLoh advised that this concluded his CEO report.

Old Business

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

Public Comment

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

New Business - Submissions

BD2022-05-01

Jeff Taylor, Properties Manager

Ground Lease Agreement between Jacksonville Aviation Authority and JAOPA, LLC at JAXEX

Chair Alfred called upon Mr. Taylor to present the submission and, upon motion made by Mr. Gulliford and seconded by Mr. Acosta-Rua, the four board members present voted unanimously to approve Submission BD2022-05-01 Ground Lease Agreement between Jacksonville Aviation Authority and JAOPA, LLC at JAXEX.

Mr. Connell ended his telephone connection at this point in the meeting.

At 10:50am Chair Alfred called for a ten-minute break and asked everyone to return at 11:00am, at which time he continued with the meeting.

***Accept Public Transportation Grant Amendment for Rehabilitation
of Runway 18R/36L at Cecil Airport***

Chair Alfred called upon Mrs. Shorter to present the submission and, upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the four board members present voted unanimously to approve Submission BD2022-05-02 Accept Public Transportation Grant Amendment for Rehabilitation of Runway 18R/36L at Cecil Airport.

New Business – Award Ratification Submissions

Mrs. Edwards recapped each of the seven awards needing board ratification and Chair Alfred then called for individual approval of each.

BD2022-05-03AR

Ratification of Award to Network Cabling Services, Inc. and Miller Electric Company

Upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the four board members present voted unanimously to approve Award Ratification Submission BD2022-05-03AR, Ratification of Award to Network Cabling Services, Inc. and Miller Electric Company.

BD2022-05-04AR

Ratification of Award to Florida Airfield Maintenance, JV

Upon motion made by Mr. Demetree and seconded by Mr. Acosta-Rua, the four board members present voted unanimously to approve Award Ratification Submission BD2022-05-04AR, Ratification of Award to Florida Airfield Maintenance, JV.

BD2022-05-05AR

Ratification of Award to Balfour Beatty Construction

Upon motion made by Mr. Gulliford and seconded by Mr. Acosta-Rua, the four board members present voted unanimously to approve Award Ratification Submission BD2022-05-05AR, Ratification of Award to Balfour Beatty Construction.

BD2022-05-06AR

Ratification of Award to Arthur J. Gallagher

Upon motion made by Mr. Gulliford and seconded by Mr. Acosta-Rua, the four board members present voted unanimously to approve Award Ratification Submission BD2022-05-06AR, Ratification of Award to Arthur J. Gallagher.

BD2022-05-07AR

Ratification of Award to Southeast Series of Lockton

Upon motion made by Mr. Gulliford and seconded by Mr. Demetree, the four board members present voted unanimously to approve Award Ratification Submission BD2022-05-07AR, Ratification of Award to Southeast Series of Lockton.

BD2022-05-08AR

Ratification of Award to City of Jacksonville

Upon motion made by Mr. Gulliford and seconded by Mr. Demetree, the four board members present voted unanimously to approve Award Ratification Submission BD2022-05-08AR, Ratification of Award to City of Jacksonville.

BD2022-05-09AR

Ratification of Award to City of Jacksonville

Upon motion made by Mr. Gulliford and seconded by Mr. Acosta-Rua, the four board members present voted unanimously to approve Award Ratification Submission BD2022-05-09AR, Ratification of Award to City of Jacksonville.

Approval of Minutes

Chair Alfred called for approval of the minutes from both the March 28, 2022 Finance & Audit Committee and Board of Directors meetings and, upon motion made by Mr. Gulliford and seconded by Mr. Demetree, the four board members present voted unanimously to approve both sets of minutes.

Updates/Other Reports

Financial Update

***Ross Jones/Chief
Financial Officer***

Chair Alfred called upon Mr. Jones to present the financial report for the seven months ended April 30, 2022, and Mr. Jones answered questions about the report (the board had previously received the unaudited financial report for the six months ended March 31, 2022). Hearing no further comments or questions about the April 30, 2022 financial report, Chair Alfred moved on.

City Council Update

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

Councilman White advised he had nothing to report.

Board Communication

Chair Alfred advised that the next bi-monthly board meeting will be on Monday, July 25, 2022 in the Ed Austin Board Room. He 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 Alfred adjourned the meeting at 11:20am.

Approved July 25, 2022



MINUTES
Board of Directors Meeting
JAA Administration Bldg.
3rd Floor Ed Austin Board Room
July 25, 2022/8:30a

Chair of the Board Ray Alfred called the July 25, 2022 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. The following board members were present at the call to order:

Mr. Ray Alfred, Chair
Mr. Jay Demetree, Vice Chair
Mr. Fernando Acosta-Rua, Member
Mr. William Gulliford, Member
Mrs. Michelle Barnett, Treasurer and Mr. Matt Connell, Member attended via phone

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, Chief Compliance Officer
Mr. Jay Cunio, Chief Development Officer
Ms. Barbara Halverstadt, Chief Marketing Officer
Councilman Randy White, JAA City 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 Alfred welcomed everyone, announced that a voting quorum was present, and acknowledged members Barnett and Connell were attending via phone. Further, he announced that the Governor has appointed a new board member, David Hodges, Jr., who was not able to attend today's meeting but will be formally welcomed at the September meeting, and he advised that Councilman White has been reappointed as our City Council Liaison. Chair Alfred then called upon Chip Monts, JAA Director of Public Safety & Security, to lead the group in reciting the Pledge of Allegiance.

Chief Executive Officer Report

Chair Alfred called upon Mr. Mark VanLoh to present his CEO report. Mr. VanLoh advised of three presentations today: he first called upon JAA Chief Marketing Officer Barbara Halverstadt who made a presentation to Jacksonville University and Florida State College at Jacksonville, and recognized scholarship recipients; next, he called upon Meghan Miles, JAA Supplier Diversity and Compliance Specialist, who gave a presentation on JAA's small

business program; and lastly, he called upon Carla Miller, City of Jacksonville Senior Ethics Advisor, who gave an ethics presentation, advising that two key points are conflicts of interest and misuse of position.

Mr. VanLoh showed a slide presentation detailing the progress of the Boeing project at Cecil Airport, Cecil Spaceport's Mission Control Center, and the parking resurfacing project at JIA. He further advised that our newest airline, Breeze, is doing well. Lastly, regarding the concourse B project, he advised that American has been given five gates in the new concourse and their current gates will be spread among the airlines that need them.

Mr. VanLoh advised that this concluded his CEO report.

Old Business

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

Public Comment

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

New Business - Submissions

BD2022-07-01

**Lauren Scott, Senior Manager
Aviation Planning**

Budget Transfer for ALP Update and RIM Study at Jacksonville Executive at Craig Airport

Chair Alfred called upon Ms. Scott to present the submission and, upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the four board members present voted unanimously to approve Submission BD2022-07-01 Budget Transfer for ALP Update and RIM Study at Jacksonville Executive at Craig Airport.

BD2022-07-02

**Lauren Scott, Senior Manager
Aviation Planning**

Extension of Easement on Lem Turner Road and Terrell Road at Jacksonville International Airport

Chair Alfred called upon Ms. Scott to present the submission and, upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the four board members present voted unanimously to approve Submission BD2022-07-02 Extension of Easement on Lem Turner Road and Terrell Road at Jacksonville International Airport.

Chair Alfred advised that Submission #s BD2022-07-03 (Scannell/JAA Ground Lease) and BD2022-07-04 (FANG/JAA-JIA Joint Use Agreement) were removed from the agenda on Friday July 22nd.

BD2022-07-05

Jeff Taylor, Properties Manager

Ground Lease Agreement between United States of America representing Florida Air National Guard (“Government”) and Jacksonville Aviation Authority (“JAA”) at Jacksonville International Airport (“JIA”)

Chair Alfred called upon Mr. Taylor to present the submission and, upon motion made by Mr. Gulliford and seconded by Mr. Demetree, the four board members present voted unanimously to approve Submission BD2022-07-05 Ground Lease Agreement between United States of America representing Florida Air National Guard (“Government”) and Jacksonville Aviation Authority (“JAA”) at Jacksonville International Airport (“JIA”).

New Business – Award Ratification Submissions

Chair Alfred called upon Procurement Director LeNedda Edwards to recap the three awards needing board ratification and Chair Alfred then called for individual approval of each.

BD2022-07-06AR

Ratification of Award to Warden Construction Corporation for JAXEX Renovation and Improvement of OPS Building

Upon motion made by Mr. Demetree and seconded by Mr. Acosta-Rua, the four board members present voted unanimously to approve Award Ratification Submission BD2022-07-06AR, Ratification of Award to Warden Construction Corporation for JAXEX Renovation and Improvement of OPS Building.

BD2022-07-07AR

Ratification of Award to ATIS Elevator Inspections, LLC for Annual Elevator, Escalator and Moving Walkway Inspection Services

Upon motion made by Mr. Gulliford and seconded by Mr. Acosta-Rua, the four board members present voted unanimously to approve Award Ratification Submission BD2022-07-07AR, Ratification of Award to ATIS Elevator Inspections, LLC for Annual Elevator, Escalator and Moving Walkway Inspection Services.

BD2022-07-08AR

Ratification of Award to ServPro Jacksonville South for Air Duct Cleaning Services

Upon motion made by Mr. Demetree and seconded by Mr. Gulliford, the four board members present voted unanimously to approve Award Ratification Submission BD2022-07-08AR, Ratification of Award to ServPro Jacksonville South for Air Duct Cleaning Services.

Chair Alfred requested that for future presentations Ms. Edwards advise the board where the awarded companies are located.

Approval of Minutes

Chair Alfred called for approval of the minutes from both the May 19, 2022 Finance & Audit Committee and the May 19, 2022 Board of Directors meetings and, upon motion made by Mr. Gulliford and seconded by Mr. Acosta-Rua, the four board members present voted unanimously to approve both sets of minutes.

Updates/Other Reports

Financial Update

**Ross Jones/Chief
Financial Officer**

Chair Alfred called upon Mr. Jones to present the financial report for the nine months ended June 30, 2022, and Mr. Jones answered questions about the report (the board had previously received the unaudited financial report for the eight months ended May 31, 2022). Hearing no further comments/questions about the June 30, 2022 financial report, Chair Alfred moved on.

City Council Update

**Councilman Randy White/
City Council Liaison**

Councilman White advised that if anyone is interested, the Jacksonville Fire & Rescue Department would like to showcase its airport firefighting equipment and is offering an opportunity to drive the airport crash truck. Chair Alfred asked Ms. Marcha-Lee to coordinate that effort.

Chair Committee and Officer Appointments

Chair Alfred made the following committee appointments:

CEO Evaluation Committee *(newly-formed)*

Jay Demetree, Chair
Michelle Barnett
Fernando Acosta-Rua

Chair Alfred made the following board officer appointment:

Secretary

Matt Connell

Board Communication

Chair Alfred advised that the next bi-monthly board meeting will be on September 26, 2022 in the Ed Austin Board Room. He 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 Alfred adjourned the meeting at 10:05am.



MINUTES

CEO Evaluation Committee Meeting JAA Administration Bldg. 3rd Floor Ed Austin Board Room July 13, 2022/9:00am

Committee Chair Jay Demetree called the July 13, 2022 CEO Evaluation Committee meeting to order at 9:00am. The following committee members were in attendance at the call to order:

Mr. Jay Demetree, Chair
Mrs. Michelle Barnett, Member
Mr. Fernando Acosta-Rua, Member

Also in attendance at the order call were:

Mr. Devin Reed, Chief Compliance Officer
Mr. Michael May, Vice President Human Resources
Mrs. Melissa Marcha-Lee, Sr. Executive Assistant/Recording Secretary

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

Committee Chair Demetree welcomed everyone to the meeting.

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

Committee Chair Demetree advised that this is a new committee, recently formed by Chair of the Board Alfred for the purpose of evaluating the Chief Executive Officer on an annual basis. He then called upon Mr. Reed to detail the process.

Mr. Reed explained that the committee will meet three times each year – the first to review the By-laws pertaining to evaluating the CEO and to hear the fiscal year goals; second, to do a check with the CEO on the attainment of the goals; and third, to perform the evaluation. As the FY2022 committee was just recently formed the three steps will be compressed this year, but going forward the first step will take place near the beginning of the new fiscal year, the second will happen in April-May and the third will be in September.

The committee inquired about the CEO's contract and Mr. May advised it expires in 2023, the committee advised it would like a renewal to be discussed well before that time - Mrs. Barnett asked Mrs. Marcha-Lee to send her a copy of the current CEO contract. Mr. Reed distributed to members of the committee copies of the CEO contract for JTA and JPA, as well as a benefits comparison sheet showing JAA, JTA and JPA, for their information. Extensive discussion ensued as to how the contract will look, with all the committee members commenting that they would like to have input from CEO VanLoh – Committee Chair Demetree asked Mrs. Barnett to meet with Mr. VanLoh to begin that discussion.



The committee members then discussed the FY2022 CEO evaluation process. Committee Chair Demetree asked Messrs. Reed and May if employees have ever been asked about the performance of the CEO – they both answered to their knowledge, no. The committee advised they would like to talk to some employees and asked Mrs. Marcha-Lee to provide a list of names/titles/phone numbers of mid- to upper-management and requested that she send an email to that group advising that they may receive a call from a committee member and to please engage in a conversation with them and answer any questions asked.

Mrs. Barnett asked if JAA does exit interviews and if they are reviewed - Mr. May answered yes to both questions. Mrs. Barnett also advised that she would like to see information such as the number of employees, number of passengers, number of cars parked, number of flights per day, COJ population count, and GA revenue. CCO Reed advised that he would like to have Chief Operating Officer Tony Cugno attend the next meeting to provide the requested information, to which the committee agreed.

The committee next discussed a document from the CEO summarizing current status of his goals and objectives as were discussed at the January 2022 board meeting. Mr. Acosta-Rua advised that for future goal-setting, he would like to see them be more objective and aspirational. After brief discussion, Committee Chair Demetree asked that CEO VanLoh attend to discuss the status of his goals in more detail.

The committee then discussed dates in August for the next meeting.

There being no further business to come before the committee, Chair Demetree adjourned the meeting at 10:15am.



MINUTES

CEO Evaluation Committee Meeting JAA Administration Bldg. 3rd Floor Ed Austin Board Room August 22, 2022/8:30am

Committee Chair Jay Demetree called the August 22, 2022 CEO Evaluation Committee meeting to order at 8:30am. The following committee members were in attendance at the call to order:

Mr. Jay Demetree, Chair
Mrs. Michelle Barnett, Member
Mr. Fernando Acosta-Rua, Member

Also in attendance at the order call were:

Mr. Ray Alfred, Chair of the Board
Mr. Devin Reed, Chief Compliance Officer
Mr. Michael May, Vice President Human Resources
Mr. Tony Cugno, Chief Operating Officer
Mrs. Melissa Marcha-Lee, Sr. Executive Assistant/Recording Secretary

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

Committee Chair Demetree welcomed everyone to the meeting.

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

Committee Chair Demetree called upon Mr. Reed for an update on the By-laws – Mr. Reed advised he is finalizing the document and will have it for approval at the next meeting. Also, Mr. Reed distributed to the committee a copy of a CEO compensation study done earlier in the year.

Committee Chair Demetree then called upon Mrs. Barnett to recap her contract conversation with CEO VanLoh. She advised that he definitely would like to stay on and she suggested to him that he do a term sheet detailing what he would like to see in the contract. Further, she shared some of his thoughts – a higher fixed salary and no bonus, separate sick leave, and comparing him to other independent authorities here in Jacksonville and not peer airports. Committee Chair Demetree asked Mr. May what employees get for sick leave, and Mr. May advised it is based on an accrual system. Mr. Demetree then asked the committee about their phone calls – both he and Mrs. Barnett advised that everyone they spoke to said CEO VanLoh is very good at business and the day to day running of the airport system but they all feel he needs to be much better in his relationships with employees. Committee Chair Demetree added he thinks relationships with elected officials could be better as well.



Next, Committee Chair Demetree called upon Mr. Cugno to provide the information requested at the last meeting. After answering the committee's questions, Chair Demetree excused Mr. Cugno from the meeting.

CEO Mark VanLoh then joined the meeting to discuss the status of his goals and referred the committee to the document in their packets - rather than going line for line, Committee Chair Demetree asked CEO VanLoh to touch on a few items. Mr. VanLoh advised that overall, business is going very well here at JAA. Regarding the spaceport, Mr. VanLoh advised that we are ready to do horizontal launches but no one is doing that type of launch – it is very expensive to maintain the site and we are exploring perhaps working with the builders of the components that then send them to places like the Cape. Also, he would like to explore more green energy initiatives (i.e. solar) and we are talking to JEA's CEO about options. Further, regarding his contract CEO VanLoh advised that he does not think it is wise to compare him to CEOs of other airport systems but rather to those of the other independent authorities as we all have the same goal of representing the City of Jacksonville.

After answering the committee's questions, Chair Demetree excused Mr. VanLoh from the meeting.

Committee Chair Demetree advised that during the next, last, meeting the committee will do the actual CEO performance evaluation, approve the By-laws revision, and continue the contract discussion. Committee Chair Demetree advised the other members that regarding contract negotiations, he is not in favor of a higher salary and no bonus as he feels a bonus is an incentive to strive to do better – Mrs. Barnett and Mr. Acosta-Rua agreed. The committee members asked Mr. Reed and Mr. May for more detailed salary and benefit information from peer airports.

The committee then discussed dates in early September for the last committee meeting.

There being no further business to come before the committee, Chair Demetree adjourned the meeting at 9:55am.



MINUTES

CEO Evaluation Committee Meeting JAA Administration Bldg. 3rd Floor Ed Austin Board Room September 7, 2022/8:30am

Committee Chair Jay Demetree called the September 7, 2022 CEO Evaluation Committee meeting to order at 8:40am. The following committee members were in attendance at the call to order:

Mr. Jay Demetree, Chair
Mr. Fernando Acosta-Rua, Member
(Member Michelle Barnett attended via phone)

Also in attendance at the order call were:

Mr. Ray Alfred, Chair of the Board
Mr. David Hodges, Jr., Board Member
Mr. Devin Reed, Chief Compliance Officer
Mr. Michael May, Vice President Human Resources
Mrs. Melissa Marcha-Lee, Sr. Executive Assistant/Recording Secretary

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

Committee Chair Demetree welcomed everyone to the meeting.

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

Committee Chair Demetree called upon Mr. Reed for recap of the last meeting – he advised that the following topics were discussed: By-Laws revision, phone calls with management regarding the CEO, CEO VanLoh's status of his goals, and CEO contract renewal.

Mr. Reed then presented an executive summary of the proposed By-Laws revisions. Committee Chair Demetree called for a motion – upon motion made by Mr. Acosta-Rua and seconded by Mr. Demetree, the two committee members in attendance voted unanimously to approve moving the By-Laws revision to the full board for approval at its September 26, 2022 meeting.

Committee Chair Demetree then opened the floor for discussion of the CEO's performance. Mr. Reed advised that he had prepared an evaluation form for use if desired and advised that the committee is to perform the review and decide on a salary and bonus. Board Chair Alfred brought up the subject of salaries of other airport CEOs, and Mr. Reed read from the CEO compensation study that had been distributed at the previous meeting.

Discussion on CEO VanLoh's performance ensued, with Mr. Demetree advising he believes Mr. VanLoh has done an exceptional job and he would recommend a salary increase in the 5-6% range and a bonus of the full amount called for in the contract, 15%, because of all that has gone on during the past year and the good work CEO VanLoh has done. Further, Mr. Demetree feels there is a good culture here at JAA but that Mr. VanLoh needs to be more in touch with his employees and also the community. Mr. Acosta-Rua agreed with Mr. Demetree as to CEO VanLoh's performance and advised he would like to see a 6% salary increase and a 15% bonus. Mrs. Barnett advised she agrees with the performance comments of both Messrs. Demetree and Acosta-Rua and recommended a 6% salary increase and a 15% bonus.

Committee Chair Demetree then called for a motion for a 6% salary increase for CEO Mark VanLoh – upon motion made by Mr. Acosta-Rua and seconded by Mr. Demetree, the two committee members in attendance voted unanimously to approve moving the recommendation for a 6% salary increase for CEO VanLoh to the full board for approval at its September 26, 2022 meeting.

Committee Chair Demetree then called for a motion for a 15% bonus payment to CEO Mark VanLoh – upon motion made by Mr. Acosta-Rua and seconded by Mr. Demetree, the two committee members in attendance voted unanimously to approve moving the recommendation for a 15% bonus payment to CEO VanLoh to the full board for approval at its September 26, 2022 meeting.

Committee Chair Demetree asked Mrs. Marcha-Lee to schedule a meeting soon for him to advise CEO VanLoh of the committee's thoughts and actions regarding his performance for FY2022. Board Chair Alfred asked Mrs. Marcha-Lee to also schedule a meeting for him, after Committee Chair Demetree's meeting, to discuss with CEO VanLoh his thoughts of the past year.

There being no further business to come before the committee, Chair Demetree adjourned the meeting at 9:15am.



MINUTES

Nominating Committee Meeting

JAA Administration Bldg.

3rd Floor/Ed Austin Board Room

September 19, 2022/8:30am

Committee Chair Michelle Barnett called the September 19, 2022 Jacksonville Aviation Authority Nominating Committee meeting to order at 8:35am. The following committee members were present at the order call:

Mrs. Michelle Barnett
Mr. Jay Demetree
(Member Fernando Acosta-Rua attended via phone)

Also in attendance was Mrs. Melissa Marcha-Lee, Recording Secretary.

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

Chair Barnett confirmed with Mrs. Marcha-Lee that JAA does not utilize the step-up method for the officer determination but rather a slate is proposed by the committee and presented to the full board at its September meeting. Discussion ensued, and the following suggested slate of officers for FY2022-23 was proposed: Jay Demetree/Chair, Michelle Barnett/Vice Chair, Fernando Acosta-Rua/Treasurer, Matt Connell/Secretary. All three committee members stated they believe it is a very good slate of individuals to continue leading the board in the next year.

Committee Chair Barnett asked Mrs. Marcha-Lee to confirm with the proposed nominees that they will serve if elected.

Committee Chair Barnett asked the committee if there was any further discussion regarding officers and hearing nothing, she called for a vote - upon motion made by Mr. Demetree and seconded by Mrs. Barnett, the two committee members in attendance voted unanimously to approve moving the recommended slate of officers for FY2022-23 to the full board for approval at its September 26, 2022 meeting.

There being no further business to come before the committee, the meeting was adjourned at 8:40am.



MINUTES
Board of Directors Meeting
Jacksonville International Airport
International Conference Room
November 21, 2022/8:30am

Chair of the Board Jay Demetree called the November 21, 2022 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
Mrs. Michelle Barnett, Vice Chair
Mr. Fernando Acosta-Rua, Treasurer
Mr. Ray Alfred, Member
Mr. William Gulliford, Member
Mr. David Hodges, Jr., Member
(Mr. Matt Connell, Secretary, attended via phone)

Also present at the call to order were:

Mr. Mark VanLoh, Chief Executive Officer
Mr. Ross Jones, Chief Financial Officer
Mr. Devin Reed, Chief Compliance Officer
Ms. Barbara Halverstadt, Chief Marketing Officer
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 and announced that a voting quorum was present, he then called upon Mr. Alfred to lead the group in reciting the Pledge of Allegiance.

Special Presentation

Chair Demetree asked Mr. Alfred to step to the front of the room, where he and CEO Mark VanLoh then presented Mr. Alfred with a gift for his two years as Chair of the Board – a runway light mounted on a display board with a logo message plate thanking him for his service as chair in the years 2015-16 and 2021-22. Mr. Alfred was very appreciative of the airport-unique gift and said he thoroughly enjoyed leading the board and working directly with staff during his two chair years.

Chief Executive Officer Report

Chair Demetree called upon Mr. Mark VanLoh to present his CEO report. Mr. VanLoh started by advising that after the recent hurricane several employees volunteered to deploy to the Punta Gorda Airport to help with the reopening process – on behalf of the board and the entire JAA staff, he thanked them all and introduced each one, and all stood as a group for a round of applause.

Next, CEO VanLoh advised that our recent 1st annual JAA charity golf tournament was a wonderful success, many comments were received about how well it was presented and the fun that was had! – we plan to do the tournament annually to benefit various aviation-related educational organizations.

Mr. VanLoh then showed a new production video for Cecil Airport and Spaceport.

He next discussed a ground study of property around JIA.

Lastly, he called upon Jennifer Murray, JAA's Arts and Cultural Program Manager, who shared a powerpoint presentation on art and culture here at JAA.

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 are no general submissions for approval.

New Business – Award Ratification Submissions

Chair Demetree called upon Procurement Director LeNedda Edwards to recap the seven awards needing board ratification and he then called for individual approval of each.

BD2022-11-01AR

Ratification of Award to Brock Solutions for JIA's Hold Baggage System Software Support and Related Services

Upon motion made by Mr. Hodges and seconded by Mr. Alfred, the six board members present voted unanimously to approve Award Ratification Submission BD2022-11-01AR, Ratification of Award to Brock Solutions for JIA's Hold Baggage System Software Support and Related Services.

BD2022-11-02AR

Ratification of Award to Gate Fuel Services for the Purchase of Fuel & Related Services

Upon motion made by Mrs. Barnett and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Award Ratification Submission BD2022-11-02AR, Ratification of Award to Gate Fuel Services for the Purchase of Fuel & Related Services.

BD2022-11-03AR

Ratification of Award to Truist Bank for JAA Subordinate Lien Variable Rate Line of Credit in an Amount up to \$200,000,000.00 for the Concourse B Planned Development

Upon motion made by Mr. Hodges and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Award Ratification Submission BD2022-11-03AR, Ratification of Award to Truist Bank for JAA Subordinate Lien Variable Rate Line of Credit in an Amount up to \$200,000,000.00 for the Concourse B Planned Development.

BD2022-11-04AR

Ratification of Award to Ring Power Corporation to Purchase One New 2023 Caterpillar D5 Track Type Dozer

Upon motion made by Mr. Acosta-Rua and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Award Ratification Submission BD2022-11-04AR, Ratification of Award to Ring Power Corporation to Purchase One New 2023 Caterpillar D5 Track Type Dozer.

BD2022-11-05AR

Ratification of Award to CDW-G for Miscellaneous Accessories, Hardware, Software and Professional Services for IT Infrastructure Maintenance

Upon motion made by Mr. Hodges and seconded by Mr. Gulliford, the six board members present voted unanimously to approve Award Ratification Submission BD2022-11-05AR, Ratification of Award to Ratification of Award to Ratification of Award to CDW-G for Miscellaneous Accessories, Hardware, Software and Professional Services for IT Infrastructure Maintenance.

BD2022-11-06AR

***Ratification of Award to SITA Information Computing USA, Inc. for a
Public Address System and Related Services at JIA***

Upon motion made by Mr. Gulliford and seconded by Mr. Hodges, the six board members present voted unanimously to approve Award Ratification Submission BD2022-11-06AR, Ratification of Award to Ratification of Award to SITA Information Computing USA, Inc. for a Public Address System and Related Services at JIA.

BD2022-11-07AR

***Ratification of Award to Balfour Beatty Construction, LLC for Construction
Management at Risk Services for the JIA Concourse B Terminal
Expansion Program***

Upon motion made by Mr. Acosta-Rua and seconded by Mr. Hodges, the six board members present voted unanimously to approve Award Ratification Submission BD2022-11-07AR, Ratification of Award to Ratification of Award to Balfour Beatty Construction, LLC for Construction Management at Risk Services for the JIA Concourse B Terminal Expansion Program.

Approval of Minutes

Chair Demetree called for approval of the September 26, 2022 Board of Directors meeting minutes and upon motion made by Mrs. Barnett and seconded by Mr. Hodges, the six board members present voted unanimously to approve the minutes.

Updates/Other Reports

Financial Update

***Ross Jones, Chief Financial
Officer***

Chair Demetree called upon Mr. Jones to present the financial report for the one month ended October 31, 2022, and Mr. Jones answered questions about the report (the board had previously received the unaudited financial report for the twelve months ended September 30, 2022). Hearing no further comments/questions about the October 31, 2022 financial report, Chair Demetree moved on to the next item.

City Council Update

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

Councilman White did not attend the meeting.

Chair's Committee & Miscellaneous Appointments

Chair Demetree advised that the following members were appointed to the indicated position, and all have agreed to serve:

Finance & Audit Committee

Fernando Acosta-Rua/Chair (as Board Treasurer)

Bill Gulliford

David Hodges, Jr.

Nominating Committee

Ray Alfred/Chair (as Immediate Past Board Chair)

Matt Connell

Michelle Barnett

CEO Evaluation Committee

Michelle Barnett/Chair

Fernando Acosta-Rua

David Hodges, Jr.

Transportation Planning Organization (TPO) Board/JAA Seat

Fernando Acosta-Rua

Board Communication

Chair Demetree advised that the next bi-monthly board meeting will be on January 23, 2023 in the Ed Austin Board Room at the JAA Administration Building. He 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 Demetree adjourned the meeting at 9:15am. Ms. Murray then conducted a brief airport art tour.



MINUTES
Finance and Audit Committee
Virtual/Webex Meeting
Originated from the 3rd Floor Ed Austin
Board Room at the JAA Admin. Bldg.
December 20, 2022/1:30pm

Committee Chair Fernando Acosta-Rua called the December 20, 2022 Finance and Audit Committee phone meeting to order at 1:35pm. The following committee members were connected via Webex at the call to order:

Mr. Fernando Acosta-Rua, Chair
Mr. David Hodges, Jr., Member
Mr. William Gulliford, Member

Additional attendees on the call were:
Ms. Pamela Hill, Partner, Plante Moran
Mr. Rumzei Abdallah, Audit Manager, Plante Moran

Also in attendance, in the room, was:
Mrs. Melissa Marcha-Lee, JAA Sr. Executive Assistant/Recording Secretary
A listing of all attendees is on file in the office of the Recording Secretary

Chair Acosta-Rua welcomed everyone to the phone meeting, advising that a voting quorum was in place.

Chair Acosta-Rua advised that no public comment speaker cards had been submitted, and moved to the next agenda item.

Chair Acosta-Rua advised that the reason for the phone meeting was for the committee members to talk with our external audit firm regarding the audit process, and to ask any questions about the process and specifically the JAA audit - he then called upon Ms. Hill. Ms. Hill, with input from Mr. Abdallah, discussed the audit process in detail, advising that the JAA audit has already begun and while the audit team is only on-site for a short period of time, they are in touch with the finance team all year long. She advised that two preliminary items (COVID-funds related) have been found and the team is working with management – the audit is progressing, and they are on track to present the results at the March board meeting. The committee members engaged with Ms. Hill and Mr. Abdallah and their questions were fully answered.



Chair Acosta-Rua asked the committee members if they would like to have another meeting with the auditors to discuss the results prior to them presenting at the March board meeting, to which the members responded yes. Ms. Hill advised they could be ready to have the discussion mid to late February – Chair Acosta-Rua asked Ms. Hill to let Chief Financial Officer Ross Jones and Mrs. Marcha-Lee know when their report is done, and asked Mrs. Marcha-Lee to then contact the committee members to schedule another phone meeting.

Chair Acosta-Rua thanked Ms. Hill and Mr. Abdallah for being on the call and providing the detailed information. He asked Mrs. Marcha-Lee to make sure the committee members have Ms. Hill's contact information and that she has theirs, and Ms. Hill advised the committee members to feel free to contact her with any further questions.

There being no further business to come before the Finance and Audit Committee, Chair Acosta-Rua adjourned the committee meeting at 1:55pm.

Approved January 23, 2023