



## MINUTES

### **Board of Directors Meeting JAA Administration Bldg. 3<sup>rd</sup> FL Ed Austin Board Room January 27, 2020/8:30am**

Chair of the Board Russ Thomas called the January 27, 2020 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. The following board members were present at the call to order:

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

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. Rusty Chandler, Chief General Aviation Officer (CGAO)  
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 of at least four in-person members was in place, and advised that board member Frank Mackesy was attending via telephone. He introduced new member Michelle Barnett as this was her first in-person meeting. Chair Thomas then called upon Mrs. Barnett to lead the group in reciting the Pledge of Allegiance.

### **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) LED lighting upgrade
- (2) Herlong self-fueling tank
- (3) Moving walkway

- (4) "Construction Overdue" sign
- (5) Baggage claim
- (6) JAXEX operations building
- (7) Cecil's Building 82
- (8) Spaceport rocket launch
- (9) Concourse B
- (10) Holiday music program

Also, Mr. VanLoh introduced Ms. Lauren Scott, JAA's new Senior Manager Aviation Planning.

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 - Submissions**

**BD2020-01-01**

**Ross Jones/ Director of Finance**

#### ***Amendment to Investment Advisor Financial Services Award, RFP 17-08-31001, dated 11-1-2017***

Chair Thomas called upon Mr. Jones to present the submission. After much discussion including questioning if both a local and national advisor are truly needed, the performance of the advisor, a recent presentation the advisor made to Jacksonville City Council, and questioning the exact advisor's role, Chair Thomas advised that both more information and answers to the board's questions are needed before the board can take action on this item, and therefore he tabled the item. He directed CFO Richard Rossi to provide detailed information/answers in a memo to the board for further discussion, and directed the item will be presented again at the March board meeting.

**BD2020-01-02**

**Jeffrey Taylor/Senior Properties  
Administrator**

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

Chair Thomas called upon Mr. Taylor to present the submission, and upon motion made by Mr. Demetree and seconded by Mr. Kilbane, the six board members present voted unanimously to approve Submission BD2020-01-02, Food & Beverage Concession Agreement between Jacksonville Aviation Authority and HOST International, Inc. at Jacksonville International Airport.

**BD2020-01-03**

**Lauren Scott/Senior Manager  
Aviation Planning**

**Approval of Applicant Eligibility for Jacksonville Tree Commission Trust  
Fund Grant Application**

Chair Thomas called upon Ms. Scott to present the submission, and upon motion made by Mr. Alfred and seconded by Mr. Demetree, the six board members present voted unanimously to approve Submission BD2020-1-03, Approval of Applicant Eligibility for Jacksonville Tree Commission Trust Fund Grant Application.

**BD2020-01-04**

**Lauren Scott/Senior Manager  
Aviation Planning**

**Accept Florida Department of Transportation Public Transportation Grant  
Agreement for Drainage Improvements at Cecil Airport**

Chair Thomas called upon Ms. Scott to present the submission, and upon motion made by Mr. Demetree and seconded by Mrs. Carson, the six board members present voted unanimously to approve Submission BD2020-01-04, Accept Florida Department of Transportation Public Transportation Grant Agreement for Drainage Improvements at Cecil Airport.

**Approval of Minutes**

Chair Thomas called for approval of the minutes from the November 25, 2019 Board of Directors meeting and upon motion made by Mr. Kilbane and seconded by Mr. Demetree, the six board members present voted unanimously to approve the minutes.

**Updates/Other Reports**

**Financial Update**

**Richard Rossi/Chief  
Financial Officer**

Chair Thomas called upon Mr. Rossi to present the financial report for the three months ended December 31, 2019, and he answered questions about the report (Mr. Rossi had previously provided the board with the unaudited financial report for the two months ended November 30, 2019, together with his written summary in memo form). Hearing no further comments or questions about the December 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 the city is moving forward in a positive way (addressing the current food deserts, trees, etc.), and thanked the chair for allowing her to share her comments regarding Submission #1.

## **Board Communication**

Chair Thomas advised that the next bi-monthly board meeting will be on Monday, March 23, 2020 at 8:30am at the JAA administration building. He then asked if there was any other business to come before the board. Board member Ray Alfred advised that he had received a request that Mr. Bob Linne, Aviation Program Professor at Jean Ribault High School, be allowed to make a presentation about the program and community involvement, he advised that Mr. Linne was in attendance at the meeting and requested he be allowed to make his presentation. Chair Thomas granted the request and called upon Mr. Linne to share his presentation. At the conclusion, Board member Mackesy requested that CEO VanLoh reach out to Mr. Linne about possible JAA partnering opportunities – Chair Thomas advised that he and CEO VanLoh will discuss. Further, CEO VanLoh advised the board that he is completing his goals and objectives document and will get it out to the board soon.

## **Adjournment**

There being no further business to come before the Board of Directors, Chair Thomas adjourned the meeting at 9:50am.

Approved June 1, 2020



## MINUTES

### **Finance and Audit Committee Meeting Held via phone (as a Corona virus safety measure) in accordance with Governor's Order #20-69**

(call originated from JAA Administration Building  
3<sup>rd</sup> FL Ed Austin Board Room)

**June 1, 2020/8:30am** (changed from May 25<sup>th</sup> due to the holiday)

Committee Chair/Board Treasurer Ray Alfred called the June 1, 2020 Finance and Audit Committee meeting to order at 8:30am. The following committee members were present via phone at the call to order:

Mr. Ray Alfred, Chair  
Mrs. Giselle Carson, Member  
Mr. Jay Demetree, Member

Attending via phone as well were:

Mr. Frank Mackesy, Member  
Mrs. Michelle Barnett, Member  
Mr. Pat Kilbane, Member  
Mr. Russ Thomas, Member  
Councilwoman Randy DeFoor/City Council Liaison to JAA

Also in attendance, in the board room, were JAA staff members:

Mr. Mark VanLoh, Chief Executive Officer  
Mr. Ross Jones, Chief Financial Officer  
Mr. Tony Cugno, Chief Operating Officer  
Mr. Devin Reed, Director of Administration  
Mrs. Melissa Marcha-Lee, Senior Executive Assistant/Recording Secretary

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

Chair Alfred welcomed everyone to the virtual meeting and advised a quorum was present.

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

Chair Alfred advised that the reasons for the meeting were (1) to hear the internal auditor report (which is normally presented in March but both the committee and board meetings for March were cancelled), and (2) to hear the presentation of the fiscal year 2020-2021 budget.

Chair Alfred called upon Mr. Jones to begin the audit report discussion. Mr. Jones advised that the firm RSM US LLP performed the audit, lead by Mr. Jeff Zeichner, and he called upon Mr. Zeichner to report on the findings. Mr. Zeichner advised JAA was given an unmodified opinion,



the strongest opinion, and went through each section of the report, answering questions along the way. Concluding, he advised that the audit process went very well due to the support and assistance of Mr. Jones and the entire finance staff. Chair Alfred thanked Mr. Zeichner, and the finance team, for a job well done. He then called for a motion from his committee to recommend the report to the board for approval and, upon motion made by Mr. Demetree and seconded by Mrs. Carson, the committee voted unanimously to recommend the audit report to the full board at its meeting which immediately followed this committee meeting.

Chair Alfred then again called upon Mr. Jones for a covid-19 impact and response report, then the budget presentation. Mr. Jones detailed the actions being taken by JAA in response to the virus, including the postponing of Concourse B construction, an employee voluntary separation program, terminal tenant relief, spending cuts and terminal sanitization/social distancing. Mr. Jones then began the budget presentation, detailing activity assumptions, income statement, operating and non-operating revenues and expenses, and schedule of positions, advising that the contingency fund is in the utilities and taxes line of the operating expenses. Mr. Jones then called upon Mr. Derek Powder, Senior Manager Engineering and Construction, who detailed the capital projects that will be happening at JIA, Cecil and Herlong.

Discussion of the entire budget then ensued, with Messers Jones and Powder answering questions from the committee and board members - specifically, Mr. Kilbane asked why the contingency fund is part of the utilities and taxes line, to which Mr. Jones replied it has always been a part of that line but can certainly be changed. Mr. Demetree advised that it should be a separate line – Mr. Jones advised he will separate out the contingency amount going forward. Further, Mr. VanLoh pointed out that the employee incentive program is a presumption to pay an incentive, and not to be deemed as a contract with any employee. Chair Alfred thanked Messers Jones and Powder for the presentation, and complimented CEO VanLoh and staff on the budget preparation. He then called for a motion to recommend the budget to the board for approval and, upon motion made by Mr. Demetree and seconded by Mrs. Carson, the committee voted unanimously to recommend the fiscal year 2020-21 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 Alfred adjourned the committee meeting at 9:40am.



## MINUTES

### **Board of Directors Meeting Held via phone (as a Corona virus safety measure) in accordance**

### **with Governor's Order #20-69**

**(call originated from JAA Administration Building  
3<sup>rd</sup> FL Ed Austin Board Room)**

**June 1, 2020/9:40am** (changed from May 25<sup>th</sup> due to the holiday)  
**(immediately following the Finance and Audit Committee  
meeting)**

Chair of the Board Russ Thomas called the June 1, 2020 Jacksonville Aviation Authority Board of Directors meeting to order at 9:40am. The following board members were present via phone at the call to order:

Mr. Russ Thomas, Chair  
Mr. Pat Kilbane, Vice Chair  
Mr. Ray Alfred, Treasurer  
Mrs. Giselle Carson, Secretary  
Mr. Jay Demetree, Member  
Mrs. Michelle Barnett, Member  
Mr. Frank Mackesy, Member

Councilwoman Randy DeFoor/City Council Liaison to JAA attended via phone as well

Also in attendance, in the board room, were JAA staff members:

Mr. Mark VanLoh, Chief Executive Officer  
Mr. Ross Jones, Chief Financial Officer  
Mr. Tony Cugno, Chief Operating Officer  
Mr. Devin Reed, Director of Administration  
Mrs. Melissa Marcha-Lee, Senior Executive Assistant/Recording Secretary

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

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

Chair Thomas welcomed everyone to the virtual meeting, announced that a voting quorum was in place, and thanked the board members and staff for doing a phone meeting. He then called upon Mr. Mackesy to lead the group in reciting the Pledge of Allegiance.

### **Report from Finance and Audit Committee Meeting**

Chair Thomas called upon Board Treasurer/Committee Chair Ray Alfred to present the report from his committee meeting. Comm. Chair Alfred advised that the committee met for the purpose of (1) hearing the internal auditor's report and (2) the presentation of the fiscal year 2020-21 budget, and voted to recommend the report and budget to the full board for approval. Upon motion duly made by Mr. Alfred and seconded by Mr. Mackesy, the board voted

unanimously to approve the recommendation of the Finance and Audit Committee.

Chair Thomas thanked Mr. Alfred for his committee report. Discussion ensued on the issue of JAA removing itself from the City's insurance program. Mr. Jones advised he has had many discussions with city auditors, with no resolution as of yet. Mr. Kilbane suggested we wait a while (for the new council year) and then pursue it again. Chair Thomas then called for approval of Submission **BD2020-06-02**, Approval of Operating and Capital Budget of Jacksonville Aviation Authority for Fiscal Year Commencing October 1, 2020 and ending September 30, 2021, and upon motion made by Mr. Alfred and seconded by Mr. Mackesy, the board voted unanimously to approve the submission. Mr. Kilbane congratulated Mr. VanLoh and management on the cost-cutting measures put in place.

### **Chief Executive Officer Report**

Chair Thomas called upon Mr. Mark VanLoh to present his CEO report, but first complimented Mr. VanLoh on the wonderful job he's doing in keeping the board updated through the crisis – his communications are detailed, and he has been the consummate professional. Mr. VanLoh thanked Chair Thomas and the entire board, and advised that staff was phenomenal during the two-plus months of working from home, stating that everyone is back in the office as of today. Further, he advised over 50 employees took advantage of the voluntary separation agreement and we will have an event very soon to recognize and celebrate all that they contributed to the Authority. Lastly, he shared a slide presentation of our new "JAX Airport Cares" initiative, detailing the program designed to protect the health and safety of passengers.

Mr. VanLoh advised that this concluded his CEO report.

### **Old Business**

Chair Thomas called upon Mr. Jones to present Submission **BD2020-01-01(tabled)/2020-06-01** Amendment to Investment Advisor Financial Services Award, RFP 17-08-31001, dated 11-1-2017, that was tabled from the January 27, 2020 meeting pending further information that the board asked staff to gather in response to the questions asked at that meeting and to present the item again at the March meeting. Mr. Jones advised that JAA's former CFO Mr. Rossi communicated the requested information to the board and heard no further comments, and that because the March meeting was cancelled it is being submitted at today's meeting.

Mr. Jones presented the submission again and before a vote was called, Mr. Demetree advised that he is recusing himself from the vote due to a personal tie with one of the companies, Augustine Management. Upon motion then made by Mr. Alfred and seconded by Mr. Mackesy, five of the six remaining voting members voted unanimously to approve Submission **BD2020-01-01(tabled)/2020-06-01**, Amendment to Investment Advisor Financial Services Award, RFP 17-08-31001, dated 11-1-2017, with Mr. Kilbane voting no. A Memorandum of Voting Conflict form will be signed by Mr. Demetree and made a part of the minutes of this meeting.

### **Public Comment**

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

## New Business - Submissions

*(BD2020-06-01 and BD2020-06-02 were presented/voted on earlier in the meeting)*

**BD2020-06-03**

**Jay Cunio/Director of Business  
Development**

### ***Authorization to Proceed with Modifications to Existing Planned Unit Development for a Portion of Non-Aeronautical Property located at Jacksonville International Airport***

Chair Thomas called upon Mr. Cunio to present the submission, and upon motion made by Mr. Kilbane and seconded by Mrs. Carson, the board voted unanimously to approve Submission BD2020-06-03, Authorization to Proceed with Modifications to Existing Planned Unit Development for a Portion of Non-Aeronautical Property located at Jacksonville International Airport.

**BD2020-06-04**

**Paul Gerrety/Properties  
Manager**

### ***Approval of Tower and Ground Space License Agreement at JAX International Airport between the Jacksonville Aviation Authority and Cellco Partnership d/b/a Verizon Wireless***

Chair Thomas called upon Mr. Gerrety to present the submission, and upon motion made by Mr. Demetree and seconded by Mrs. Barnett, the board voted unanimously to approve Submission BD2020-06-04, Approval of Tower and Ground Space License Agreement at JAX International Airport between the Jacksonville Aviation Authority and Cellco Partnership d/b/a Verizon Wireless.

## Approval of Minutes

Chair Thomas called for approval of the minutes from the January 27, 2020 Board of Directors meeting (there was no meeting in March) and upon motion made by Mr. Demetree and seconded by Mr. Alfred, the board voted unanimously to approve the minutes.

## Updates/Other Reports

### **Financial Update**

**Ross Jones/Chief  
Financial Officer**

Chair Thomas called upon Mr. Jones to present the financial report for the seven months ended April 30, 2020, and he answered questions about the report (the board had previously been provided with the unaudited financial report for January, February and March, together with summaries). Hearing no further comments or questions about the April 30th 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 the city has been busy with the pandemic and the Mayor is doing an excellent job in protecting our citizens. Regarding the city insurance issue, she suggested bringing the auditors to JAA for a meeting or writing them a letter – Mr. Mackesy commented that he thinks it would be beneficial for JAA to hear from the auditors but of course it is up to Mr. VanLoh if we would consider doing so.

**Board Communication**

Chair Thomas advised that the next bi-monthly board meeting will be on Monday, July 27, 2020 at 8:30am. He wished the best to all the board members and their businesses, advising everyone to be safe, then asked if there was any other business to come before the board.

**Adjournment**

There being no further business to come before the Board of Directors, Chair Thomas adjourned the meeting at 10:45am.

Approved July 27, 2020



## MINUTES

**Board of Directors Meeting  
Held via phone (as a Corona virus safety  
measure) in accordance  
with Governor's Order #20-69  
(call originated from JAA Administration Building  
3<sup>rd</sup> FL Ed Austin Board Room)  
July 27, 2020/8:30am**

Chair of the Board Russ Thomas called the July 27, 2020 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. The following board members were present via phone at the call to order:

Mr. Russ Thomas, Chair  
Mr. Pat Kilbane, Vice Chair  
Mr. Ray Alfred, Treasurer  
Mrs. Giselle Carson, Secretary  
Mr. Jay Demetree, Member  
Mrs. Michelle Barnett, Member  
Mr. Frank Mackesy, Member

Councilman Randy White/City Council Liaison to JAA attended via phone as well

Also in attendance, at the board room table, were JAA staff members:

Mr. Mark VanLoh, Chief Executive Officer  
Mr. Ross Jones, Chief Financial Officer  
Mr. Tony Cugno, Chief Operating Officer  
Mr. Devin Reed, Director of Administration  
Mrs. Melissa Marcha-Lee, Senior Executive Assistant/Recording Secretary

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

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

Chair Thomas welcomed everyone to the virtual meeting, announced that a voting quorum was in place, and thanked the board members and staff for doing another phone meeting – he also acknowledged and welcomed Councilman Randy White as the newly appointed City Council Liaison to JAA. He then called upon Mr. Kilbane to lead the group in reciting the Pledge of Allegiance.

### **Chief Executive Officer Report**

Chair Thomas called upon Mr. Mark VanLoh to present his CEO report. Mr. VanLoh provided an update on passenger traffic advising that we had been experiencing growth but due to the recent spike in virus cases the passenger number has dipped a bit however, even at a severe revenue reduction our cost-cutting measures are paying off and we believe we have ample resources to wait out the crisis.

Staff has experienced few disruptions from the virus, we continue to ask everyone to practice healthy options while at work and at home.

The rehabilitation of the main runway at Cecil Airport has been completed, and the ceiling tile project at JIA is beginning.

Mr. VanLoh advised that this concluded his CEO report.

### **Old Business**

Chair Thomas asked if there was any old business to discuss – hearing nothing, 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 - Submissions**

**BD2020-07-01**

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

#### ***Budget Transfer for the Baggage Claim Ceiling Renovation Project at Jacksonville International Airport***

Chair Thomas called upon Mr. Powder to present the submission, and upon motion made by Mr. Demetree and seconded by Mr. Mackesy, the board voted unanimously to approve Submission BD2020-07-01, Budget Transfer for the Baggage Claim Ceiling Renovation Project at Jacksonville International Airport.

**BD2020-07-02**

**Paul Gerrety/Properties  
Manager**

#### ***Approval of Tower and Ground Space License Agreement at JAX International Airport between the Jacksonville Aviation Authority and T-Mobile South, LLC, d/b/a T-Mobile***

Chair Thomas called upon Mr. Gerrety to present the submission, and upon motion made by Mr. Mackesy and seconded by Mrs. Carson, the board voted unanimously to approve Submission BD2020-07-02, Approval of Tower and Ground Space License Agreement at JAX International Airport between the Jacksonville Aviation Authority and T-Mobile South, LLC, d/b/a T-Mobile.

## **Approval of Minutes**

Chair Thomas called for approval of the minutes from the June 1, 2020 Finance and Audit Committee meeting and upon motion made by Mr. Demetree and seconded by Mrs. Carson, the board voted unanimously to approve the minutes. Chair Thomas then called for a motion to approve the minutes from the June 1, 2020 Board of Directors meeting and upon motion made by Mr. Kilbane and seconded by Mr. Demetree, the board voted unanimously to approve the minutes.

## **Updates/Other Reports**

### **Financial Update**

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

Chair Thomas called upon Mr. Jones to present the financial report for the nine months ended June 30, 2020, and he answered questions about the report (the board had previously been provided with the unaudited financial report for May 2020). Hearing no further comments or questions about the June 30th financial report, Chair Thomas moved on to the next agenda item.

### **City Council Update**

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

Chair Thomas called upon Councilman White for any comments - Mr. White advised he had nothing to report. Chair Thomas then asked Councilman White to pass along from the JAA board and staff best wishes for a speedy recovery to Council President Hazouri on his recent transplant procedure.

## **Board Communication**

Chair Thomas advised that the next bi-monthly board meeting will be on Monday, September 28, 2020 at 8:30am. He wished the best to all board members and JAA staff, advising everyone to be safe, and he thanked Mr. VanLoh and staff for doing a great job during the crisis. He then asked if there was any other business to come before the board.

## **Adjournment**

There being no further business to come before the Board of Directors, Chair Thomas adjourned the meeting at 9:30am.



# MINUTES

## Nominating Committee Meeting

### JAA Administration Bldg./3<sup>rd</sup> FL

### Ed Austin Board Room

### September 1, 2020/3:00pm

Immediate-Past Chair of the Board Jay Demetree, Committee Chair, called the September 1, 2020 Jacksonville Aviation Authority Nominating Committee meeting to order at 3:00pm. The following committee members were present at the order call:

Mr. Jay Demetree  
Mr. Pat Kilbane  
Mrs. Michelle Barnett

Also in attendance were JAA staff members Mr. Devin Reed, Director of Administration and Mrs. Melissa Marcha-Lee, Recording Secretary.

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

Chair Demetree distributed a suggested slate of officers for the 2020-21 board term to be used for discussion. He advised that JAA does not utilize the step-up method for our officer determination but rather a slate is proposed by the committee and presented to the full board at its September meeting – the suggested slate is: Pat Kilbane/Chair, Ray Alfred/Vice Chair, Jay Demetree/Treasurer, Michelle Barnett/Secretary. Mrs. Barnett asked how the slate was created, to which Mr. Demetree replied that it was a beginning point for the discussion, names he thought would serve the board well.

Extensive discussion then ensued, with Mr. Kilbane stating it is a very good slate of individuals to continue leading the board in the next year.

Chair Demetree asked the committee if there was any further discussion and hearing nothing, he called for a vote - upon motion made by Mrs. Barnett and seconded by Mr. Kilbane, the committee members voted unanimously to accept the proposed slate of officers and present it to the full board at its meeting scheduled for Monday September 28, 2020. A copy of the accepted slate of officers signed by Committee Chair Demetree 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 3:30pm.



## MINUTES

### **Board of Directors Meeting September 28, 2020/8:30am JAA Administration Building 2<sup>nd</sup> FL Training Room**

Chair of the Board Russ Thomas called the September 28, 2020 Jacksonville Aviation Authority Board of Directors meeting to order at 8:30am. The following five board members were present at the call to order:

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

Councilman Randy White/City Council Liaison also attended.

JAA staff members in attendance were:

Mr. Mark VanLoh, Chief Executive Officer  
Mr. Ross Jones, Chief Financial Officer  
Mr. Tony Cugno, Chief Operating Officer  
Mr. Devin Reed, Director of Administration  
Mrs. Melissa Marcha-Lee, Senior Executive Assistant/Recording Secretary

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

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

Chair Thomas welcomed everyone to the meeting, announced that a voting quorum was in place, and acknowledged members Mackesy and Demetree attending via phone; he then called upon Mr. Kilbane to lead the group in reciting the Pledge of Allegiance.

### **Chief Executive Officer Report**

Chair Thomas called upon Mr. Mark VanLoh to present his CEO report. Mr. VanLoh advised that daily operations at all four airports continue as normal as possible during this trying time.

CEO VanLoh congratulated Cecil Airport Director Kelly Dollarhide and her staff for preparing and securing the site, on extremely short notice, for the recent visit from Air Force One.

Next, he advised that Spirit Airlines will be exiting Jacksonville and is hopeful to return after air traffic returns; American Airlines's numbers here are good, they are increasing seats to their Dallas and Charlotte hubs. Overall, passenger activity is increasing slightly and advanced bookings are up. Mr. VanLoh advised that it doesn't appear that another round of CARES Act funding for airports will occur anytime soon, the airlines industry has been lobbying for additional payroll funding but to no avail.

JAA's four construction projects continue – terminal roofing, moving walkway enclosure, surface parking lot rehabilitation and the cargo apron expansion. A big moment occurred at Cecil recently when the new control tower/mission control facility was topped.

Lastly, CEO VanLoh advised of another award for JAA – ACI has awarded JAX the Best Airport by Size (5-15 million passengers/medium hub) in North America for 2019. A food truck luncheon is planned to thank all airport, airline and rental car employees for their continued customer service excellence.

Mr. VanLoh advised that this concluded his CEO report.

**Old Business**

Chair Thomas asked if there was any old business to discuss – hearing nothing, 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 - Submissions**

**BD2020-09-01**

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

***Budget Transfer for Project Shockwave Architectural and Engineering  
Design and Construction Management Pre-Construction Services***

Chair Thomas called upon Mr. Powder to present the submission, and upon motion made by Mr. Kilbane and seconded by Mr. Alfred, the board members in attendance voted unanimously to approve Submission BD2020-09-01, Budget Transfer for Project Shockwave Architectural and Engineering Design and Construction Management Pre-Construction Services.

**BD2020-09-02**

***Lauren Scott/Senior Manager  
Aviation Planning***

***Accept Florida Department of Transportation Amendment to the Public  
Transportation Grant Agreement for Hangar 1005 at Cecil Airport***

Chair Thomas called upon Mrs. Scott to present the submission, and upon motion made by Mr. Alfred and seconded by Mr. Demetree, the board members in attendance voted unanimously to approve Submission BD2020-09-02, Accept Florida Department of Transportation Amendment to the Public Transportation Grant Agreement for Hangar 1005 at Cecil Airport.

## **Approval of Minutes**

Chair Thomas called for approval of the minutes from the July 27, 2020 Board of Directors meeting and upon motion made by Mr. Kilbane and seconded by Mrs. Carson, the board members in attendance voted unanimously to approve the minutes.

## **Updates/Other Reports**

### **Financial Update**

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

Chair Thomas called upon Mr. Jones to present the financial report for the eleven months ended August 31, 2020, and he answered questions about the report (Mr. Jones had previously provided the board with the unaudited financial report for July 2020). Further, Mr. Jones advised that JAA has withdrawn our request to pull out of the City insurance program because upon receiving updated quotes from our insurance company and from the City, they were close to the same. Mr. Demetree advised that the board should look at the budget every three months given the current crisis situation.

Mr. Kilbane congratulated Mr. VanLoh on taking immediate action on JAA's financial position when the pandemic hit - the staff is doing a great job.

Hearing no further comments or questions about the August 31st financial report, Chair Thomas moved on to the next agenda item.

### **City Council Update**

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

Chair Thomas called upon Councilman White for any comments. Mr. White advised that the council standing committee meetings are live now but council meetings are still virtual. CEO VanLoh advised that Councilman White is very active in our projects and JAA appreciates his involvement.

## **Report from Nominating Committee Meeting**

Chair Thomas called upon Committee Chair Demetree for a report from his recent meeting. Committee Chair Demetree advised that his committee met on September 1, 2020 for the purpose of developing a slate of officers for the 2020-21 board term to present to the board – the proposed slate is: Pat Kilbane/Chair, Ray Alfred/Vice Chair, Jay Demetree/Treasurer, Michelle Barnett/Secretary. Board Chair Thomas thanked Committee Chair Demetree and called for a motion to approve the report – upon motion made by Mrs. Carson and seconded by Mr. Demetree, the board members in attendance voted unanimously to approve the committee report.

### **Election of Officers**

Chair Thomas advised that the Nominating Committee proposed a slate of officers as detailed in its report – he then called for nominations from the floor. Hearing none, he called for approval of the slate and upon motion made by Mrs. Carson and seconded by Mr. Demetree, the board members in attendance voted unanimously to approve the officer slate as proposed by the Nominating Committee and elected the following as officers for the JAA fiscal year 2020-21 Board of Directors term:

Mr. Pat Kilbane/Chair  
Mr. Ray Alfred/Vice Chair  
Mr. Jay Demetree/Treasurer  
Mrs. Michelle Barnett/Secretary

Chair Thomas congratulated the new officers on their election.

### **Board Communication**

Chair Thomas advised that the next bi-monthly board meeting will be on Monday, November 23, 2020 at 8:30am in the 2<sup>nd</sup> FL training room at the JAA administration building.

As this was Mr. Thomas's last meeting as Chair of the Board of Directors, he took a moment to thank the board for its guidance during this very difficult year, and thanked CEO VanLoh and staff for navigating JAA through these turbulent times. He stated that this is not where we thought we would be but it has been a pleasure leading the Authority - the board and staff have done an exceptional job. Mr. Demetree echoed those words, adding that we could not be more blessed than we are with the current board and staff

Chair Thomas then asked if there was any other business to come before the board – hearing none, he proceeded to adjourn.

### **Adjournment**

There being no further business to come before the Board of Directors, Chair Thomas adjourned the meeting at 9:30am.



## MINUTES

### **Special Board of Directors Meeting JAA Administration Bldg. 2<sup>nd</sup> FL Training Room December 17, 2020/11:00am**

Chair of the Board Pat Kilbane called the December 17, 2020 Jacksonville Aviation Authority Special Board of Directors meeting to order at 11:00am. The following board members were present at the call to order:

Mr. Pat Kilbane, Chair  
Mr. Ray Alfred, Vice Chair  
Mrs. Michelle Barnett, Secretary  
Mr. Jay Demetree, Treasurer  
Mrs. Giselle Carson, Member  
Mr. Matt Connell, Member  
*(Mr. Russ Thomas was absent at the order call)*

Also present at the call to order were:

Mr. Mark VanLoh, Chief Executive Officer  
Mr. Ross Jones, Chief Financial Officer  
Mr. Tony Cugno, Chief Operating Officer  
Mr. Devin Reed, Director of Administration  
Mrs. Melissa Marcha-Lee, Senior Executive Assistant/Recording Secretary

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

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

Chair Kilbane welcomed everyone, advising that the reason for the special meeting was to hear presentations regarding Cecil Air and Spaceport. Further, he welcomed JAA's new board member Matt Connell, and thanked the members for attending. Chair Kilbane then called upon Mr. Connell to lead the group in reciting the Pledge of Allegiance.

### **Old Business**

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

### **Public Comment**

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

## **New Business – Submission**

Chair Kilbane called upon CEO Mark VanLoh for comments. Mr. VanLoh advised that JAA was pleased to present a lease approval submission that has been a long time in the making, advising that several people have been involved over the years - he recognized JAXUSA Senior Vice President Aaron Bowman in the audience, thanking him for his support. CEO VanLoh referred to photo posters depicting the proposed building size and development location at Cecil Airport.

**BD2020-12-01**

**Jay Cunio, Director of  
Business Development**

### ***Approval of Building and Land Lease between the Jacksonville Aviation Authority (“JAA”) and The Boeing Company (“Boeing”)***

Chair Kilbane called upon Mr. Cunio to present the submission and, upon motion made by Mrs. Carson and seconded by Mr. Demetree, the six board members present voted unanimously to approve Submission BD2020-12-01, Approval of Building and Land Lease between the Jacksonville Aviation Authority (“JAA”) and The Boeing Company (“Boeing”).

Chair Kilbane then invited everyone to enjoy lunch, advising the presentations would now begin.

### **Cecil Air and Spaceport Presentations**

Chair Kilbane called upon CEO VanLoh to provide an overview of Cecil Air and Spaceport and of the presentations. Mr. VanLoh advised that the Cecil complex has been a bright spot throughout the pandemic

Chair Kilbane then called upon Mrs. Kelly Dollarhide, Cecil Airport Director, who provided an in-depth presentation about the core mission of the very busy 24 hours-a-day airport with its military requests for training, corporate and general aviation activity, and a commercial spaceport.

Board member Russ Thomas arrived at this point in the meeting.

Next, Chair Kilbane called upon Mrs. Lauren Scott, Senior Manager Aviation Planning, who discussed her role in communicating with all state and federal agencies to request capital funding, assuring our projects at all airports meet federal guidelines for our future airport plans.

Chair Kilbane next called upon Mr. Todd Lindner, Cecil Spaceport Director, who provided an informational overview of the operations of a spaceport in an industry that is still in its infancy.

Next, Chair Kilbane called upon Mr. Rusty Chandler, retired long-time JAA Chief of Cecil Air and Spaceport and General Aviation, who presented a history of the air and spaceport, as well as his thoughts about the future.

Chair Kilbane next called upon Mr. Tom Bryan, Partner Terra Capital Holdings, who presented his ideas for future growth at Cecil Air and Spaceport.

Lastly, Chair Kilbane called upon Mr. Chuck Lawson, President Jacksonville Jetport, Cecil Airport's Fixed Base Operator tenant, who provided an overview of the jetport. Further, from a tenant perspective, Mr. Lawson advised that he would like to be more involved in the marketing of the airport and discussions of its future direction. Also, he shared that while the jetport has a wonderful relationship with Cecil Airport management, he feels that more interaction with JAA management would be beneficial, especially when discussing future growth plans, with the hope of more funding be allocated to the airport.

### **Board Discussion and Q & A**

At the conclusion of the presentations, Chair Kilbane advised that because it was close to the planned ending time of the meeting he would defer the board discussion, asking the board members to please think about what we can do with the wonderful asset that is Cecil Air and Spaceport. Mrs. Barnett suggested that it would be nice to have a board meeting at Cecil and Chair Kilbane advised he will definitely consider that suggestion.

Chair Kilbane then asked if there was any other business for discussion and hearing nothing, he proceeded to adjourn.

### **Adjournment**

There being no further business to come before this Special Board of Directors meeting, Chair Kilbane advised that the next regular board meeting will be held on January 25, 2021, in the same meeting room. Chair Kilbane wished everyone a happy holiday season, then adjourned the meeting at 1:45pm.