



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.