

Hillsborough County Aviation Authority
Regular Board Meeting

Thursday, 9:00 a.m.
February 14, 2019

A Regular Board Meeting of the Hillsborough County Aviation Authority was convened in the Boardroom, Main Terminal Building, Level 3 at Tampa International Airport, Tampa, Florida, on Thursday, February 14, 2019.

Members present were: Robert I. Watkins, General Chip Diehl, Gary Harrod, Mayor Bob Buckhorn and Commissioner Lesley "Les" Miller, Jr.

Aviation Authority staff members present were Chief Executive Officer Joseph W. Lopano, General Counsel Michael Stephens, Damian Brooke, John Tiliacos, Chris Minner, Al Illustrato, Janet Scherberger, Michael Kamprath, Scott Knight, Jeff Siddle, Elita McMillon, Ann Davis, Beth Zurenko, Violet Cummins, Chief Charlie Vazquez, Police Officer Richards, Sargent EJ Diaz, Laura Tatem, Teresa Howell, Adam Bouchard, James Tarro, Brett Fay, Ed Haines, Dominic Macrone, Dan Johnson, Randy Forister, Laurie Noyes, Marcus Session, Tony Mantegna, Kate Webb, Emily Nipps, Lloyd Tillmann, Danny Glennon, Detective Kevin Durkin, Danny Cooper, Rob Porter, Tom Thalheimer, Jason Watkins and Gina Evans.

Chairman Watkins welcomed everyone to the February 14, 2019 Regular Board Meeting of the Aviation Authority. He then asked everyone to stand for the Pledge of Allegiance.

Chairman Watkins called the meeting to Order and instructed anyone who had any propositions before the Board to see Violet Cummins, Board Service Administrator.

Chairman Watkins then called for a motion to approve the Agenda for the meeting.

Upon motion by Mayor Buckhorn, seconded by Gary Harrod, the Agenda was unanimously approved by all members present.

There were no Public Comments.

Chairman Watkins then asked General Counsel Stephens if there were any abstentions from the December 6, 2018 Board Meeting that needed to be read into the record. General Counsel Stephens stated there were no abstentions from the December 6, 2018 meeting and he did not anticipate any abstentions at this meeting.

Chairman Watkins then called for a motion to approve the Minutes of the Regular Board Meeting of December 6, 2018. Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the

Minutes of the Regular Board Meeting of December 6, 2018 were unanimously approved by all members present.

Chairman Watkins then called upon Mr. Lopano to present his Management Report. Mr. Lopano called upon Chris Minner to give the Performance Assessment Report.

Chris Minner began by presenting the Board with a copy of the Authority's Annual Report. He thanked members of his staff for the role they played in its creation.

He then reported that the Authority ended the year with 21.3 million passengers, which was 1.7 million more than the prior year and equated to an 8.5% increase. International traffic had an 11.6% increase year-over-year. Cargo volume had a 35.8% increase year-over-year.

Social media topics included the recent Federal shutdown, major storms in the Northeast that had an operational impact at Tampa International Airport, Cigar City being named by USA Today as best airport bar, and new nonstop flights coming to Amsterdam on Delta Air Lines.

Current Events for the month included Captain Sullenberger being awarded the Tony Jannus Aviation Society Award for his lifetime commitment to aviation safety. This also coincided with the 10th Anniversary of the Miracle on the Hudson. Mr. Minner also reported that he attended the memorial of Herb Keller, founder of Southwest Airlines.

Mr. Minner concluded by reporting that Spirit Airlines recently launched flights to Philadelphia and new daily flights to San Juan, Puerto Rico. Lufthansa will now offer six weekly flights to Germany. Finally, the Air Service Development Team was presently attending Routes America in Canada and had 16 meetings scheduled with individual airlines and 3 with airport partners.

John Tiliacos was up next and began his presentation with an overview of the Christmas and New Year's holiday operation. While in the midst of the Federal shutdown, TSA had an average wait time for TSA Precheck of less than 4 minutes and all passengers waited less than 23 minutes. Passenger volume was up 4.3% year-over-year, gross receipts for concessions were up nearly 15% or just over \$900,000 year-over-year and parking revenue was up 6% or nearly \$200,000.

Next Mr. Tiliacos reported on the one year anniversary of the remote bag check service at the Rental Car Center. Tampa International is the only airport in the country that offers this service. Since its launch more than 300,000 bags were checked or just over 800 bags per day. This is about 5% of the annual checked baggage volume.

Mr. Tiliacos concluded his report with a discussion about Operation Bald Eagle. This is the name of the contingency plan that was put in place in collaboration with the TSA during the Federal shutdown. This plan would have kept the Airport functioning from a security screening standpoint in the event of a prolonged shutdown. On January 14th, in partnership with United Way Suncoast and

Feeding Tampa Bay, a food pantry was set-up at the Airport Police Training Facility. The Airport Police raised \$3,072 and a check was presented to Emory Ivory with United Way. Between January 14, 2019 and February 1, 2019 more than 800 households, comprised of 3,000 people which included 900 children, were helped.

Mr. Damian Brooke next to presented the financial performance for the first quarter of fiscal year 2019. The Authority beat revenue expense, debt service and bottom line budget for the three month period. Revenues for the quarter totaled \$65.4 million, which beat the 2019 budget but just over \$1 million or 1.6%. The Authority exceeded last year's results by more than \$7.5 million or more than 13%. Mr. Brooke did a thorough review of the line items that comprised this number.

Mr. Brooke stated that the Authority will have a continued strong seat capacity growth year-over-year with monthly year-over-year growth rates ranging up to 14%. Based on the level of seat capacity growth the Authority is expecting Spring Break to be the busiest on record and it should see strong traffic growth as well as strong financial performance through the next several months.

This concluded Mr. Lopano's Management Report.

The Chairman then asked if anyone had any items they would like set aside for further consideration on the Consent Agenda. Hearing none, Chairman Watkins called for a motion to approve the items in the Consent Agenda.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the Consent Agenda was unanimously approved by all members present.

The following items were contained in the Consent Agenda.

CONSENT ITEM G1

Amendment No. 9 to Lease and License Agreement for Commercial Fixed Base Operation, Mitchell Enterprises, Inc., d/b/a Plant City Airport Services, Plant City Airport, Resolution No. 2019-11.

The Authority maintains lease and license agreements with fixed base operators (FBOs) at the three general aviation airports: Tampa Executive Airport, Peter O. Knight Airport and Plant City Airport. Since May 2, 1996, Mitchell Enterprises, Inc. d/b/a Plant City Airport Services (Mitchell) has operated under a Lease and License Agreement for Commercial Fixed Base Operation at Plant City Airport (Agreement) with the Authority. The current Agreement terminates June 30, 2019. On August 9, 2018, a request for qualifications was issued for Fixed Base Operator for Peter O. Knight and Plant City Airports. As a result of that process, a new lease and license agreement with Atlas Aviation Tampa, Inc. is anticipated which will provide for necessary FBO operations at the two airports.

This Amendment No. 9 terminates the current Agreement between the Authority and Mitchell at the later of 11:59 p.m. on February 28, 2019, or the beginning of the new Lease and License Agreement for Commercial Fixed Base Operation at Peter O. Knight and Plant City Airports between the Authority and Atlas Aviation Tampa, Inc., but in no event later than the termination date of the current Agreement.

Management recommended adoption of Resolution No. 2019-11.

Resolution No. 2019-11 approved and authorized execution of Amendment No. 9 to Lease and License Agreement for Commercial Fixed Base Operation at Plant City Airport with Mitchell Enterprises, Inc., d/b/a Plant City Airport Services; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G2

Amendment No. 12 to Lease and License Agreement for Commercial Fixed Base Operation, Atlas Aviation Tampa, Inc., Peter O. Knight Airport, Resolution No. 2019-12.

The Authority maintains lease and license agreements with fixed base operators (FBOs) at the three general aviation airports: Tampa Executive Airport, Peter O. Knight Airport and Plant City Airport. Since April 8, 2004, Atlas Aviation Tampa, Inc. (Atlas) has operated under a Lease and License Agreement for Commercial Fixed Base Operation at Peter O. Knight Airport (Agreement) with the Authority. The current Agreement terminates June 7, 2019. On August 9, 2018, a request for qualifications was issued for Fixed Base Operator for Peter O. Knight and Plant City Airports. As a result of that process, a new lease and license agreement with Atlas Aviation Tampa, Inc. is anticipated which will provide for necessary FBO operations at the two airports.

This Amendment No. 12 terminates the current Agreement between the Authority and Atlas at the later of 11:59 p.m. on February 28, 2019, or the beginning of the new Lease and License Agreement for Commercial Fixed Base Operation at Peter O. Knight and Plant City Airports between the Authority and Atlas Aviation Tampa, Inc., but in no event later than the termination date of the current Agreement.

Management recommended adoption of Resolution No. 2019-12.

Resolution No. 2019-12 approved and authorized execution of Amendment No. 12 to Lease and License Agreement for Commercial Fixed Base Operation at Peter O. Knight Airport with Atlas Aviation Tampa, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G3

Approval for Demolition and Disposal, 4225 and 4227 North Westshore Boulevard, HCAA Project No. 6000, Tampa International Airport, Resolution No. 2019-13; Approval for Demolition and Disposal, 5980 Tampa Executive Airport Road, Tampa Executive Airport, Resolution No. 2019-14.

Under Board Policy P852, Real Estate Services – Land Disposition, a building or structure permanently affixed to real property may be demolished or otherwise disposed of only upon approval of the Board by Resolution.

The buildings located at 4225 and 4227 North Westshore Boulevard were built between 1944 and 1951 and were used as a residence, business office, and storage. They were acquired by the Authority in 2018 under the Drew Park Land Acquisition Program in accordance with FAA Advisory Circular No. 150/5100-17, Land Acquisition and Relocation Assistance for Airport Improvement Program (AIP) Assisted Projects. The buildings are in poor condition, have reached the end of their useful lives, and have been identified for demolition.

The building located at 5980 Tampa Executive Airport Road was built in 1974 and was used as an aircraft hangar and repair business. Tampa Executive Airport was acquired by the Authority in 1985. The building is in poor condition, has reached the end of its useful life, and has been identified for demolition.

This item establishes the buildings located at 4225 and 4227 North Westshore Boulevard and 5980 Tampa Executive Airport Road as surplus and authorizes demolition and disposal by one or more qualified demolition contractors procured in accordance with Authority Standard Procedure S410.10. The total engineering estimate for demolition of the buildings is \$97,000 collectively, including any asbestos-related requirements.

These items are included in the Capital and O&M Budgets.

Management recommended adoption of Resolution Nos. 2019-13 and 2019-14.

Resolution No. 2019-13 declared the buildings located at 4225 and 4227 North Westshore Boulevard as surplus; approved and authorized the demolition and disposal of such buildings; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Resolution No. 2019-14 declared the building located at 5980 Tampa Executive Airport Road as surplus; approved and authorized the demolition and disposal of such building; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G4

Authorization to Dispose of Surplus Property, Tampa International Airport.

The following property has been determined to be surplus and serves no useful function or the continued use is uneconomical or inefficient.

Description	Qty	Asset Number	Year Purchased
Ford Explorer	1	105081	2009
John Deere ATV	1	125994	2012
Gem- Electric Cart	1	123325	2011
Line Lazer Paint Machine	1	109976	2007
Upright Articulating Lift	1	107920	2007
Mower with Stump Grinder	1	125908 & 125930	2012
Modular Construction Trailer	1	--	2000
LED Video Processor	5	--	2013
Various Computers	60	--	--
Various Monitors	20	--	--
Various Printers	4	--	--

Designate the above property as surplus and authorize disposal in accordance with Chapter 274, Florida Statutes. The modular construction trailer's center section is severely deteriorated and will be sold as scrap. The computer equipment will be donated to the School District of Hillsborough County or otherwise properly disposed of. The remaining surplus property will be publicly advertised and auctioned at Tampa Machinery Auction, Inc., Bay Area Auction Services, or on GovDeals.com, an internet based auction system.

The Chief Executive Officer recommended the Board designate the above property as surplus and authorize disposal in accordance with Chapter 274, Florida Statutes.

The Board acted on this by motion; no resolution was required.

CONSENT ITEM G5

Ground Lease Agreement, United Airlines, Inc., Tampa International Airport, Resolution No. 2019-08.

United Airlines, Inc. (United) serves 6 markets and has 277 weekly operations from Tampa International Airport. In 2015 United approached the Authority regarding a site on Authority property for United to develop a new maintenance facility.

Under this Ground Lease Agreement (Agreement), United will lease approximately 9.5 acres of Authority property east of the airfield at the southwest corner of Martin Luther King and Westshore Boulevards for construction of a two bay maintenance hangar and apron to accommodate 737 aircraft used in United's operations. United will invest approximately \$33,000,000 to build the hangar. The Agreement is effective upon Board signature and will initially last 20 years beginning on the Commencement Date, with two, five-year renewal options upon written request from United at least 180 days prior to the Agreement's then expiration date. Ground Rent under the Agreement is calculated at \$0.72 per square foot, based on appraisal, for the first year of the Agreement and will increase annually based upon increases in the Consumer Price Index. Ground Rent for the first year of the Agreement is \$297,950.40, payable at \$24,829.20 monthly. United has agreed to perform site preparation work that would normally be the responsibility of the Authority in return for a Rent credit not to exceed \$1,239,602.00.

Management recommended adoption of Resolution No 2019-08.

Resolution No. 2019-08 approved and authorized execution of Ground Lease Agreement at Tampa International Airport with United Airlines, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G6

Operating Agreement for Non-Signatory Passenger Air Carriers, Arubaanse Luchtvaart Maatschappij N.V., Inc, d/b/a Aruba Airlines, Tampa International Airport, Resolution No. 2019-16.

Passenger air carriers providing regularly scheduled service at Tampa International Airport that have not executed an Airline-Airport Use and Lease Agreement with the Authority must have, at a minimum, an Operating Agreement for Non-Signatory Passenger Air Carriers (Operating Agreement) prior to commencing operations.

This Operating Agreement is for a term commencing February 14, 2019 and ending September 30, 2020, concurrently with all other non-signatory air carrier operating agreements. Either party may terminate the Operating Agreement with 30 days' written notice, without cause. Arubaanse Luchtvaart Maatschappij N.V., Inc, d/b/a Aruba Airlines will pay landing fees for FY19 at the rate of \$1.636 per thousand pounds of gross landing weight, adjusted at least annually in accordance with the terms of the Operating Agreement. All fees and charges may be adjusted without amendment to the Operating Agreement. A security payment of \$5,000.00, is required. All charges for use of the Airport's facilities will be on a per use basis.

Management recommended adoption of Resolution No. 2019-16.

Resolution No. 2019-16 approved and authorized execution of the Operating Agreement for Non-Signatory Passenger Air Carriers at Tampa International Airport with Arubaanse Luchtvaart

Maatschappij N.V., Inc, d/b/a Aruba Airlines; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G7

Other Transaction Agreement, United States of America, Department of Homeland Security, Transportation Security Administration, Tampa International Airport, Resolution No. 2019-09.

Transportation Security Administration (TSA) is required to conduct screening of all passengers, property, and baggage. In order to carry out this statutory mandate, it is necessary for TSA to use certain space and facilities at Tampa International Airport (Airport) and to utilize Authority provided electrical service in support of its security operations.

TSA desires to enter into an Other Transaction Agreement (OTA) effective March 1, 2019. The term of the OTA is five years or as long as federal law requires TSA to perform screening functions at the Airport, whichever is sooner. The OTA may be terminated by either party with 30-days written notice. The OTA sets forth terms and conditions regarding TSA's use of terminal and airside space required to perform security, baggage and passenger screening operations. The space is provided at no cost to TSA pursuant to federal law. Under the OTA, TSA will reimburse the Authority \$322,874 in the first year, adjusted annually based upon the electrical rate charged by TECO and upon installation of required equipment by TSA. The utility usage rate may be amended annually to reflect changes in the cost of electricity and in the number and type of screening equipment that occur during the term of the OTA. The annual allocated electrical rate for the period commencing March 1, 2019 is established at \$0.076 per kWh, equal to an annual amount of \$322,874 based on existing equipment, payable in monthly installments of \$26,906. This OTA supersedes all previous agreements and amendments concerning TSA's reimbursement for electrical consumption costs at screening checkpoints and baggage areas.

Management recommended adoption of Resolution No. 2019-09.

Resolution No. 2019-09 approved and authorized execution of the Other Transaction Agreement at Tampa International Airport with the United States of America, Department of Homeland Security, Transportation Security Administration; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G8

Purchase Order(s), Database Administration Services utilizing General Purpose Commercial Information Technology Equipment, Software, and Services GSA Contract No. 47QTCA18D00LE, Mirage Software, Inc., DbA Bourntec Solutions Inc., Tampa International Airport.

The Authority currently performs database administration services with in-house staff. In order to enhance current operations and provide coverage on a 24/7 basis, additional resources are required. Mirage Software, Inc. Dba Bourntec Solutions Inc. provides database administration services through GSA Contract No. 47QTCA18D00LE. Services include, but are not limited to, management of Oracle applications, support to Authority staff with production and limited non-productions systems, updates, program improvements, additional support during Authority personnel leave, go-live events, and disaster recover situations.

Authority Policy P410 authorizes the utilization of federal, state, local or multi-state cooperative purchasing contracts to purchase goods and services without obtaining three quotes or advertisement.

Authorize the issuance of purchase orders to Mirage Software, Inc. Dba Bourntec Solutions Inc. for database administration services utilizing GSA Contract No. 47QTCA18D00LE, for the period of February 14, 2019 through January 31, 2022, with two discrete, one-year renewal options at the discretion of the Chief Executive Officer, contingent upon approval of similar renewal options exercised by GSA, for an annual cost of \$125,000. Additionally, this item authorizes the Chief Executive Officer or designee to approve up to \$125,000 of additional services over the term of the purchase orders, including the renewal options, resulting in a total combined not-to-exceed amount of \$750,000 for the purchase orders.

This item is included in the O&M Budget.

The Chief Executive Officer recommended the Board authorize the issuance of purchase orders to Mirage Software, Inc. Dba Bourntec Solutions Inc. and authorize the Chief Executive Officer or his designee to execute all other ancillary documents.

The Board acted on this by motion; no resolution was required.

The Chairman then proceeded to Policies or Rules for Consideration or Action.

The first item under Policies or Rules for Consideration or Action was the Update to Policy Manual, Revisions to Rules and Regulations for Approval: Section 300, R340, Rules and Regulations for Tampa International Airport, presented by John Tiliacos.

Policy P340, Rules and Regulations, requires the Board to adopt rules and regulations, pursuant to legal requirements, governing the use of each of the airports in its airport system. These Board-adopted rules and regulations are set forth in R340, Rules and Regulations for Tampa International Airport, which was last revised in August 2017.

Staff recommended revising Subsection 3.5, Animals, of R340, Rules and Regulations for Tampa International Airport, to specifically reference non-service animals to be or that have been

transported by air. Such non-service animals can be brought into Tampa International Airport and must be properly confined before entering the Passenger terminal complex. Staff recommends further revising the Rules and Regulations to state that an allowed non-service animal is considered properly confined when contained in a pet carrier, or if no pet carrier is present, when restrained by a leash, and completely under the control of the handler at all times. Additionally, in accordance with applicable Food and Drug Administration regulations, non-service animals are not allowed in any restaurant or food service facility at Tampa International Airport.

The Chief Executive Officer recommended the Board approve the Revisions to R340, Rules and Regulations for Tampa International Airport.

Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the Revisions to R340, Rules and Regulations for Tampa International Airport, were unanimously approved by all members present. No resolution was required.

The second item under Policies or Rules for Consideration or Action was the Update to Policy Manual, Revisions to Policy for Approval: Section 700, Policy P741, Zoning of Land Around Authority Airports, presented by Tony Mantegna.

In accordance with Florida Statutes Chapter 333, the Authority is committed to protecting land uses surrounding public airports in Hillsborough County so that such uses are compatible with aircraft operations while protecting and promoting public use of the airports.

The Authority supports and encourages compatible land use zoning in the immediate vicinity or adjacent to airports owned or controlled by the Authority. In order to accomplish this goal, the Authority has entered into interlocal agreements with local jurisdictions. This allows the Authority to be part of the review process for development within the affected jurisdiction as it relates to airport land use compatibility and height zoning.

Policy P741 is being revised to add the City of Temple Terrace to the group of existing jurisdictions with whom the Authority supports and encourages compatible land use zoning in order to meet its commitment to provide safe, unobstructed use of its airports.

The Chief Executive Officer recommended the Board approve the revisions to Policy P741, Zoning of Land Around Authority Airports.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the revisions to Policy P741, Zoning of Land Around Authority Airports, was unanimously approved by all members present. No resolution was required.

There were no Committee Reports. The Chairman then proceeded to Unfinished Business.

The first item in Unfinished Business was the Part 1 Contract for Design-Build Services, Main Terminal Ticket Level Interior Refurbishment, HCAA Project No. 6475 19, DPR Construction, A General Partnership, Tampa International Airport, Resolution No. 2019-02, presented by Jeff Siddle.

This Project will replace or refurbish select interior areas of the Main Terminal Ticket Level as follows:

- Replace ceiling systems at all locations in front of and around ticket counters
- Replace carpet in front of ticket counters at all locations
- Refurbish ticket counter back walls

This Project may also include replacing or refurbishing additional items as determined during the design development phase.

On July 3, 2018, a request for qualifications entitled Main Terminal Ticket Level Interior Refurbishment at Tampa International Airport was issued.

On November 1, 2018, the Board approved negotiations with the number one ranked firm, DPR Construction, A General Partnership.

This item awards the Part 1 Contract for Design-Build Services to DPR Construction, A General Partnership for design of the Project in the not-to-exceed amount of \$799,805 for basic services and reimbursable expenses.

This Part 1 Contract for Design-Build Services will commence on February 14, 2019. Substantial completion of the Project is anticipated in September 2020.

A W/MBE goal of at least 12% of the dollar amount earned on the Contract for the design phase of the Project was prescribed. This Part 1 Contract for Design-Build Services will incorporate a W/MBE participation of at least 12.5% of the dollar amount earned on the design phase.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2019-02.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the Part 1 Contract for Design-Build Services, Main Terminal Ticket Level Interior Refurbishment, HCAA Project No. 6475 19 at Tampa International Airport with DPR Construction, A General Partnership was unanimously approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2019-02.

The second item on Unfinished Business was the Part 2 Design-Build Contract, Airport Security Systems Replacement, HCAA Project Nos. 8805 17, 6495 17 & 8320 19, HCBeck, Ltd. d/b/a The Beck Group, Tampa International and Tampa Executive Airports, Resolution No. 2019-03, presented by Jeff Siddle.

The Authority's security systems are currently comprised of an Access Control System (ACS), Video Management System (VMS), and associated network infrastructure, including video storage. While the maintenance of both the ACS and VMS is kept up-to-date, many of the hardware components are reaching the end of their useful life.

The scope of work for this Program includes the development of a Security Master Plan, an implementation strategy based on agreed upon recommendations of the Security Master Plan, and all design, fabrication and construction services necessary to complete the agreed upon recommendations of the Security Master Plan.

On August 3, 2017, the Board awarded the Part 1 Design-Build Contract for development of a Security Master Plan for the Program in the not-to-exceed amount of \$804,658.

On June 7, 2018, the Board authorized execution of Amendment No. 1 to the Part 1 Design-Build Contract for the design of security system upgrades for Tampa International Airport under HCAA Project No. 8805 17 and for a new ACS for Tampa Executive Airport under HCAA Project No. 6495 17 in a not-to-exceed amount of \$1,782,158, bringing the total combined Part 1 Design-Build Contract amount to date to \$2,586,816.

This Part 2 Design-Build Contract provides for:

- Implementation of a pilot project for a biometric based Customs and Border Protection exit facility at two international departure gates; and
- Installation of access control on all shuttle guideway doors including camera installation for views of each guideway.

Also included in this Part 2 Design-Build Contract are the General Conditions and construction administration fees.

The not-to-exceed amount for this Part 2 Design-Build Contract will be \$2,765,024, bringing the total combined Program Contract amount to date to \$5,351,840.

This Part 2 Design-Build Contract will incorporate a DBE participation of at least 47.3% for design and 11% for construction.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2019-03.

Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the Part 2 Design-Build Contract, Airport Security Systems Replacement, HCAA Project Nos. 8805 17, 6495 17 & 8320 19 at Tampa International and Tampa Executive Airports with HCBeck, Ltd. d/b/a The Beck Group was unanimously approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2019-03.

This concluded Unfinished Business. Chairman Watkins proceeded to New Business.

The first item in New Business was Construction Contract, Airside A Boarding Level and Bridges Carpet Replacement, HCAA Project No. 5275 18, Spectra Contract Flooring, Tampa International Airport, Resolution No. 2019-06, presented by Jeff Siddle.

This Project is to furnish and install custom-designed woven nylon carpet for all Boarding Level hold rooms at Airside A, vestibule walk-off carpet at Gate A1 – Silver Airways Hold Room, Ramp Level Hold Room and stairs, and tufted carpet on all Boarding Bridges and elevators. Additionally, resilient tile flooring will be installed in the service corridors on the Boarding and Ramp Levels.

A low bid solicitation was advertised on November 6, 2018.

Proposal:

On January 11, 2019, bids were publicly opened and read aloud as follows:

<u>Company Name</u>	<u>Total Bid Amount</u>
Spectra Contract Flooring	\$789,970.61
Continental Flooring Company	\$829,841.00
Henkelman Construction, Inc.	\$1,070,995.00

The lowest responsive and responsible bidder is Spectra Contract Flooring.

There was no W/MBE goal prescribed for this solicitation.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2019-06.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the Construction Contract for Airside A Boarding Level and Bridges Carpet Replacement, HCAA Project No. 5275 18 at Tampa International Airport with Spectra Contract Flooring in the amount of \$789,970.61 was unanimously

approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2019-06.

The second item in New Business was the Selection of Firm and Award of Contract, Bond Disclosure Counsel Services, GrayRobinson, P.A., Tampa International Airport, Resolution No. 2019-04, presented by Damian Brooke.

On March 1, 2012, the Board awarded a contract for Bond Disclosure Counsel Services to GrayRobinson, P.A. for the period of March 1, 2012 through February 28, 2017 with two, one-year renewal options in the not-to-exceed amount of \$400,000 annually, including the renewal options. On December 7, 2016, the Board approved the two, one-year renewal options, revising the end date of the contract to February 28, 2019.

On September 7, 2018, a Request for Proposals was issued for Bond Disclosure Counsel Services at Tampa International Airport. The resulting Contract will provide legal services related to preparing official statements, assuming primary responsibility for reviewing disclosure related documents, preparing annual disclosure reports, and negotiating and preparing Continuing Disclosure Agreements. These services will be rendered for particular financial transactions and on a continuing basis.

On October 16, 2018, seven responses were received and evaluated by staff. The following firms are listed in order of technical ranking:

1. GrayRobinson, P.A.
2. Squire Patton Boggs (US) LLP
3. Holland & Knight LLP
4. Greenberg Traurig, P.A.
5. Bryant Miller Olive P.A.
6. Nabors, Giblin & Nickerson, P.A.
7. D. Seaton & Associates, P.A.

No specific goal for W/MBE participation was established.

This item approves the ranking listed above and authorizes execution of the Bond Disclosure Counsel Services Contract (Contract) with GrayRobinson, P.A. The term of the Contract is March 1, 2019 through February 28, 2024 with one, two-year renewal option at the discretion of the Chief Executive Officer. The not-to-exceed amount for the seven-year term of the Contract, including the renewal option, is \$500,000 for special project services. The Bond Transaction Fee for the seven-year term of the Contract, including the renewal option, is \$0.70 per \$1,000 of par value (the principal amount), which will be funded from the bond or debt issue proceeds and will be approved by the Board prior to the bond or debt issuance. The Authority may cancel the Contract with thirty days' written notice.

This item is included in the O&M Budget.

The Chief Executive Officer recommended adoption of Resolution No. 2019-04.

Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the Bond Disclosure Counsel Services Contract at Tampa International Airport with GrayRobinson, P.A. was unanimously approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2019-04.

The third item in New Business was the Selection of Firm and Award of Contract, Bond Counsel Services, Holland & Knight, LLP, Tampa International Airport, Resolution No. 2019-05, presented by Damian Brooke.

On March 1, 2012, the Board awarded a contract for Bond Counsel Services to Holland & Knight, LLP for the period of March 1, 2012 through February 28, 2017 with two, one-year renewal options in the not-to-exceed amount of \$500,000 annually, including the renewal options. On December 7, 2016, the Board approved the two, one-year renewal options, revising the end date of the contract to February 28, 2019.

On September 7, 2018, a Request for Proposals was issued for Bond Counsel Services at Tampa International Airport. The resulting Contract will provide legal services related to methods of structuring financings and matters relating to issuance of bonds. The scope of services includes providing legal advice on financings and issuance of bonds, assisting the Authority in conducting sale of bonds, and overseeing bond closings, including preparing, obtaining, delivering and filing all closing papers.

On October 16, 2018, five responses were received and evaluated by staff. The following firms are listed in order of technical ranking:

1. Holland & Knight, LLP
2. Greenberg Traurig, P.A.
3. Squire Patton Boggs (US) LLP
4. Bryant Miller Olive P.A.
5. Nabors, Giblin & Nickerson, P.A.

No specific goal for W/MBE participation was established.

This item approves the ranking listed above and authorizes execution of the Bond Counsel Services Contract (Contract) with Holland & Knight, LLP. The term of the Contract is March 1, 2019 through February 28, 2024 with one, two-year renewal option at the discretion of the Chief Executive Officer. The not-to-exceed amount for the seven-year term of the Contract, including the renewal option, is \$500,000 for special project services. The Bond Transaction Fee for the seven-year term of

the Contract, including the renewal option, is \$0.75 per \$1,000 of par value for the first year of the Contract and \$0.80 per \$1,000 of par value (the principal amount), which will be funded from the bond or debt issue proceeds and will be approved by the Board prior to the bond or debt issuance, for each year of the Contract thereafter. The Authority may cancel the Contract with thirty days' written notice.

This item is included in the O&M Budget.

The Chief Executive Officer recommended adoption of Resolution No. 2019-05.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the Bond Counsel Services Contract at Tampa International Airport with Holland & Knight, LLP was unanimously approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2019-05.

The fourth and final item in New Business was the Selection of Firm and Award of Agreement, Lease and License Agreement for Commercial Fixed Base Operation, Atlas Aviation Tampa, Inc., Peter O. Knight and Plant City Airports, Resolution No. 2019-07, presented by Brett Fay.

The current agreements for Fixed Base Operator (FBO) services at Peter O. Knight and Plant City Airports end on February 28, 2019. FBO provide essential services that foster, encourage, promote, and develop general aviation and related aeronautical activities. Historically, FBOs services have been procured separately resulting in a separate FBO providing services at each airport. After extensive research and industry feedback, provided in part from a publicly noticed Request for Comment, Authority staff determined that procuring a single FBO to provide services for both Peter O. Knight and Plant City Airports would provide operational efficiencies and economies of scale for both the FBO and the Authority.

On August 9, 2018, a Request for Qualifications for Fixed Base Operator for Peter O. Knight and Plant City Airports was issued. The Request for Qualifications sought a qualified, experienced FBO to provide services for the airports. Services include, but are not limited to, the following: tie-down and hangar storage, sale and dispensing of aviation fuel, ramp service, aircraft maintenance, flight training, aircraft rental, and emergency service to disabled aircraft.

On September 14, 2018, one response was received and evaluated by staff as follows:

1. Atlas Aviation Tampa, Inc. DBA Atlas Aviation

Subsequent to completion of the technical evaluation, the Authority met with Atlas Aviation Tampa, Inc., the sole responsive and responsible bidder, and, in accordance with Policy P410, Procurement, was able to negotiate a revised Agreement.

No specific expectancy for W/MBE participation was established.

This item authorizes the execution of a Lease and License Agreement for Commercial Fixed Base Operation with Atlas Aviation Tampa, Inc. The initial term of the Lease and License Agreement is ten years commencing on March 1, 2019, with one, ten-year renewal option at the request of Atlas Aviation Tampa, Inc. and written approval by the Chief Executive Officer. The rents and fees provided in the Lease and License Agreement are as follows:

<u>Rent or Fee Type</u>	<u>Peter O. Knight Airport</u>	<u>Plant City Airport</u>
Fuel Farm Rental	\$800/mo. or \$0.05/gal.	\$500/mo. or \$0.05/gal.
Premises Rent	\$3,099.46/mo.	\$1,610.14/mo.*
Hangar and Tie-Down Space Rent	60% to Authority	50% to Authority*
Private Event Rent	25% to Authority	25% to Authority
Automobile Rental	10% to Authority	10% to Authority
Rent Credit – first three months	\$1,000/mo. for March 2019, April 2019, and May 2019	None

*Year one rents will be set to Fiscal Year 2018 annual earnings.

Management recommended adoption of Resolution No. 2019-07.

Upon motion Mayor Buckhorn, seconded by Gary Harrod, the Lease and License Agreement for Commercial Fixed Base Operation at Peter O. Knight and Plant City Airports with Atlas Aviation Tampa, Inc. was unanimously approved by all members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2019-07.

This item concluded New Business and Chairman Watkins proceeded to Staff Reports.

Al Illustrato gave a brief Master Plan Phase 2 update. Operation Red, which includes the demolition of the Red Side Garage, has started. Meeters and Greeters are diverted from the Red Side arrivals and departure areas to the parking garage between the hours of 8:00 p.m. to 4:00 a.m.

Hensel Phelps is clearing land and doing utility work in preparation for the new office building. Cross Field Taxiway A is under bid currently and will come to the Board in May. Cone & Graham will be submitting 100% design documents for the work on the Parkway.

The final slide presented was the budget. The cost of the Master Plan Capital project is \$543,786,000, and it is comprised of 6 project elements.

This concluded Mr. Illustrato's report and Mr. Lopano called upon Laurie Noyes to give an update on the Airport Concessions Redevelopment Program.

On February 2, 2019 the final concession, Bay to Bay News, was opened on Airside F, completing 69 new concessions locations. To date, more than 142,000 surveys were completed by some of the Airport concessions' customers, rating their experience in key areas such as cleanliness, service, and product offerings. On average customers gave a rating of 4.5 out of 5 in each category.

In FY2018, concessions finished the year 32% higher than FY2015, when the Airport Concession Redevelopment program began. The Airport Concession Redevelopment program created opportunities for almost a dozen new ACDBEs from the Airport, generating more than 2.5 times the ACDBE gross receipts than the previous program generated.

Ms. Noyes invited the Board to attend the final ribbon cutting at the Shoppes at Bayshore on Friday, February 15th, and the public to enjoy food, drinks and entertainment on Saturday, February 16th.

Before adjourning the meeting, Mr. Stephens requested an Attorney-Client Closed Session be held at the March 2019 Board Meeting to discuss pending litigation and to seek the Board's direction in terms of settlement and strategy.

With no further business to be brought before the Board, the Regular Board meeting adjourned at 9:54 a.m.

Robert I. Watkins, Chairman

Lesley "Les" Miller, Jr., Secretary