

Hillsborough County Aviation Authority
Regular Board Meeting

Thursday, 9:00 a.m.
October 4, 2018

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, October 4, 2018.

Members present were: Robert I. Watkins, General Chip Diehl, Mayor Bob Buckhorn, Gary Harrod, and Commissioner Victor Crist (*arrived at 9:20 a.m.*).

Aviation Authority staff members present were Chief Executive Officer Joseph W. Lopano General Counsel Michael Stephens, Al Illustrato, Damian Brooke, John Tiliacos, Janet Scherberger, Michael Kamprath, Scott Knight, Jeff Siddle, Elita McMillon, Ann Davis, Beth Zurenko, Violet Cummins, Chief Charlie Vazquez, Police Sargent Diaz, Police Officer Virt, Laura Tatem, Teresa Howell, Adam Bouchard, James Tarro, Brett Fay, Ed Haines, Dominic Macrone, Gina Evans, Dan Johnson, Randy Forister, Paul Ridgeway, Laurie Noyes, Marcus Session, Tom Thalheimer, Brian Washburn, Thomas Johnson, Lloyd Tillmann, Kenneth Strickland, Amy Flack, Sabrina Kimball, Guy Brown, Joann Wieckowicz, Danny Glennon and Kryssie Phillips.

Chairman Watkins welcomed everyone to the Regular Board Meeting of October 4, 2018. Chairman Watkins advised the audience that Commissioner Crist was on his way and would be here in a few minutes. He then asked everyone to stand for the Pledge of Allegiance.

Chairman Watkins then called the Meeting to Order and informed the audience that if anyone wished to comment on propositions brought before the Board they should see Violet Cummins, Board Services Administrator, for a form.

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 September 6, 2018 Board Meeting that needed to be read into the record. General Counsel Stephens reported there were no abstentions to be read in the record from the September 6, 2018 Board Meeting. However, Chairman Watkins would be abstaining from voting on Item K6, Selection of a Firm to Award Contract for State Legislative Consulting Services pursuant to Board Policy.

Chairman Watkins then called for a motion to approve the Minutes of the Regular Board Meeting of September 6, 2018. Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the Minutes of the Regular Board Meeting of September 6, 2018 were unanimously approved by all members present.

Chairman Watkins then called upon Mr. Lopano to present his Management Report. Mr. Lopano announced that Janet Scherberger would be presenting the Performance Assessment Report as Chris Minner was attending a Leadership Florida session.

Janet Scherberger began the Management Report with the Performance Assessment Report. In the month of July total passenger traffic was up 5.6% and international passenger traffic was up 12% during that same time period. Cargo business had a 42.4% increase year increase in August due to the continued growth from Amazon carriers. The Air Service Development team attended the 2018 World Routes Conference in China where they conducted 17 meetings with airlines on behalf of HCAA.

Michael Stephens was next to report and recognized Marcus Session, Vice President of IT, as being selected by the Tampa Bay Business Journal as CIO of the Year.

John Tiliacos was next and announced that Tampa International Airport recently received 2 awards from Airports Council International. The first award was the Airport, Service, Quality ASQ Award which recognizes and rewards the best airports in the world based on the results of passenger satisfaction surveys done at each airport. The second award was the ACI Director General's Role of Excellence Award. The award identifies airports that have been ranked as one of the top five airports by size or region in 5 of the last 10 years in the ASQ survey.

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

Cargo Building Space Rental Agreement, LGSTX Services, Inc., Tampa International Airport, Resolution No. 2018-94.

Air General, Inc. is currently leasing Suite 1700 of the Authority's Cargo Building until the expiration of its lease on September 30, 2018. LGSTX Services, Inc. (LGSTX) currently leases space in the North Cargo Building and Suite 1500 of the Authority's Cargo Building. LGSTX's Cargo Space Rental Agreement for Suite 1500 of the Cargo Building will terminate on September 30, 2018. LGSTX will vacate Suite 1500 and desires to lease space in Suite 1700.

LGSTX desires to lease space in Suite 1700 of the Cargo Building pursuant to a Cargo Building Space Rental Agreement (Agreement). LGSTX will use the space to provide coordination and oversight of cargo handling operations for its customers.

The Agreement with LGSTX is for 12,546 square feet of operations space. The Agreement commences on October 1, 2018 and terminates on September 30, 2020. Either party may terminate the Agreement upon 180 days' written notice. Rents for the Premises are as follows:

| 10/1/2018 – 9/30/2019 | Rate Per Sq. Ft | Annual Payment | Monthly Payment |
|------------------------------|------------------------|-----------------------|------------------------|
| Cargo Building Rent | \$9.15 | \$114,795.90 | \$9,566.33 |
| Customized Improvements Rent | Lump Sum | \$16,374.96 | \$1,364.58 |
| O&M Rent | \$1.35 | \$16,937.10 | \$1,411.43 |
| Total, Plus Applicable Taxes | | \$148,107.96 | \$12,342.34 |

| 10/1/2019 – 9/30/2020 | Rate Per Sq. Ft | Annual Payment | Monthly Payment |
|------------------------------|------------------------|-----------------------|------------------------|
| Cargo Building Rent | \$9.15 | \$114,795.90 | \$9,566.33 |
| Customized Improvements Rent | Lump Sum | \$16,374.96 | \$1,364.58 |
| O&M Rent | \$1.39 | \$17,438.94 | \$1,453.25 |
| Total, Plus Applicable Taxes | | \$148,609.80 | \$12,384.16 |

LGSTX will provide payment security in the amount of \$22,904.16.

Management recommended adoption of Resolution No. 2018-94.

Resolution No. 2018-94 approved and authorized execution of the Cargo Building Space Rental Agreement at Tampa International Airport with LGSTX Services, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G2

Operating Agreement for Non-Signatory Passenger Air Carriers, Norwegian Air Shuttle ASA Company, Tampa International Airport, Resolution No. 2018-90.

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 October 4, 2018 and ending September 30, 2020, concurrently with all other non-signatory passenger air carrier operating agreements. Either party may terminate the Operating Agreement with 30 days' written notice, without cause. Norwegian Air Shuttle ASA Company 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 \$69,377.83, equal to three months' estimated fees and charges, is required. All charges for use of Tampa International Airport's facilities will be on a per use basis.

Management recommended adoption of Resolution No. 2018-90.

Resolution No. 2018-90 approved and authorized execution of the Operating Agreement for Non-Signatory Passenger Air Carriers at Tampa International Airport with Norwegian Air Shuttle ASA Company; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

CONSENT ITEM G3

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 |
|----------------------------|-----|----------------------|----------------|
| Chevrolet Tahoe | 1 | 106761 | 2007 |
| Ford Five Hundred | 1 | 100341 | 2006 |
| Ford F150 Truck | 3 | 102141/102977/122877 | 2005/2008 |
| Ford F250 Truck | 2 | 102996/106820 | 2005/2007 |
| Ford Explorer | 2 | 104324/104325 | 2003 |
| Jeep Cherokee | 1 | 104096 | 1999 |
| Oshkosh – ARFF | 1 | 125831 | 1986 |
| T3 Motion Three Wheel Cart | 3 | 124772/124773/124774 | 2012 |
| GEM Cart | 2 | 124779/124781 | 2012 |
| Various Computers | 30 | --- | --- |
| Various Monitors | 8 | --- | --- |
| Various Printers | 8 | --- | --- |
| Various Projectors | 2 | --- | --- |

Designate the above property as surplus and authorize disposal in accordance with Chapter 274, Florida Statutes. The surplus property will be publicly advertised and auctioned at Tampa Machinery Auction, Inc. or on GovDeals.com, an internet based auction system. The computer equipment will be donated to the School District of Hillsborough County or otherwise properly disposed of.

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 G4

Authorization for Expenditure of State Forfeiture Funds, Tampa International Airport

Under provisions of the U.S. Department of Treasury Guide to Equitable Sharing for Foreign Countries and Federal, State and Local Law Enforcement Agencies (Guide), State Forfeiture Funds shared with local law enforcement agencies must be expended for law enforcement purposes. The Florida Contraband Forfeiture Act (FCFA) authorizes law enforcement agencies to use the proceeds collected under the FCFA for authorized law enforcement purposes as well.

Authority Standard Procedure S440.14 requires expenditures from State Forfeiture Funds to be made only after approval from Legal Affairs and the Authority Board. Legal Affairs has reviewed this request and agrees with the expenditures.

Authorize the expenditure of State Forfeiture Funds to be used by the Tampa International Airport Police Department in an amount not-to-exceed \$8,468.64 for the purchase of crime prevention products in support of community-based programs promoting law enforcement education.

This item is included in the State Forfeiture Funds Budget.

The Chief Executive Officer recommended the Board authorize the expenditure of State Forfeiture Funds and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

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

There were no Policies or Rules for Consideration or Action or Committee Reports. The Chairman then proceeded to Unfinished Business.

The first and only item in Unfinished Business was Contract for Design Professional Services, Runway 10-28 & Other Pavement Rehabilitation, HCAA Project No. 6620 19, American Infrastructure Development, Inc., Plant City Airport, Resolution No. 2018-97, presented by Jeff Siddle.

This Project at Plant City Airport will rehabilitate and reconstruct Runway 10-28, Taxiway A and rehabilitate other asphalt pavements as necessary. This Project will also extend Taxiway A approximately 200-ft to the west to provide direct taxiway access to the end of the runway.

On April 6, 2018, a request for qualifications entitled Runway 10-28 & Other Pavement Rehabilitation at Plant City Airport was issued.

On August 2, 2018, the Board approved negotiations with the highest ranked firm, American Infrastructure Development, Inc., a certified W/MBE.

This Contract will commence on October 4, 2018 and will remain in effect until final acceptance of the constructed Project. This Contract provides for design professional services, including construction administration services, and direct and reimbursable expenses in the not-to-exceed amount of \$1,250,000.

A W/MBE goal of at least 8.1% of the dollar amount earned on the Contract for the design of the Project was prescribed. The Contract will incorporate a W/MBE participation of at least 79.3% of the dollar amount earned.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2018-97.

Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the Contract for Design Professional Services, Runway 10-28 & Other Pavement Rehabilitation, HCAA Project No. 6620 19 at Plant City Airport with American Infrastructure Development, 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. 2018-97.

This concluded Unfinished Business. Chairman Watkins next moved to New Business.

The first item under New Business was Construction Contract, Airfield Lighting Control System (ALCS) Replacement, HCAA Project No. 8800 16, American Infrastructure Services, Inc., Tampa International Airport, Resolution No. 2018-98, presented by Jeff Siddle.

This Project includes the removal of the existing Airfield Lighting Control System installed in 1971 and the installation of a new Airfield Lighting Control and Monitoring System and new fiber optic cable at Tampa International Airport. Also included in this Project will be software testing of the new System and on-site user training.

A low bid solicitation was advertised on July 18, 2018.

On September 5, 2018, bids were publicly opened and read aloud as follows:

| Company Name | Total Bid Amount |
|--|------------------|
| American Infrastructure Services, Inc. | \$989,319.00 |
| H.L. Pruitt Corporation | \$1,122,100.00 |

There was no DBE Goal prescribed for this Project.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2018-98.

Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the Construction Contract for Airfield Lighting Control System Replacement, HCAA Project No. 8800 16 at Tampa International Airport with American Infrastructure Services, Inc. in the amount of \$989,319.00 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. 2018-98.

The second item under New Business was the Construction Contract, Support Buildings and Pavement Repairs, HCAA Project No. 6435 17, D&M Construction Group, Inc. d/b/a Foresight Construction Group, Inc., Tampa International, Tampa Executive and Plant City Airports, Resolution No. 2018-99, presented by Jeff Siddle.

The Project consists of miscellaneous structural restoration, architectural renovation, building demolition, asphalt paving and pavement repairs. Work locations include Tampa International Airport, Tampa Executive Airport and Plant City Airport. A low bid solicitation was advertised on July 18, 2018.

On August 28, 2018, bids were publicly opened and read aloud as follows:

| Company Name | Bid Amount |
|---|-------------------|
| *L. Cobb Construction, Inc. | \$1,044,245.57 |
| D&M Construction Group, Inc. d/b/a Foresight Construction Group, Inc. | \$1,174,489.67 |
| *Matcon Construction Services, Inc. | \$1,252,351.80 |
| Flores Construction Co. | \$1,329,037.60 |
| NuJak Development Inc. | \$1,346,104.21 |
| George G. Solar Co., Inc. | \$1,547,693.00 |
| Odyssey International, Inc. d/b/a Odyssey Global | \$2,116,848.90 |

*L. Cobb Construction, Inc. was deemed non-responsive for not meeting the prescribed W/MBE Goal and Matcon Construction Services, Inc. was deemed non-responsive for not submitting the required Bid Schedule.

The lowest responsive and responsible bidder is D&M Construction Group, Inc. d/b/a Foresight Construction Group, Inc., a certified W/MBE firm.

A W/MBE Goal participation rate of 10.3% was prescribed and a W/MBE Goal participation rate of at least 12.8% is incorporated into this Contract.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2018-99.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn the Construction Contract for Support Buildings and Pavement Repairs, HCAA Project No. 6435 17 at Tampa International, Tampa Executive and Plant City Airports with D&M Construction Group, Inc. d/b/a Foresight Construction Group, Inc. in the amount of \$1,174,489.67 was unanimously approved by all members present; rejection of the bids from L. Cobb Construction, Inc. and Matcon Construction Services, Inc. as non-responsive was approved; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2018-99.

The third item under New Business was the Selection of Design-Builder, Air Cargo Expansion, HCAA Project No. 8240 19, Tampa International Airport, presented by Jeff Siddle.

Due to rapid growth in air cargo service at Tampa International Airport, the Authority is planning the development of new air cargo facilities. This Project provides for the development of multiple sites for separate air cargo operators on the east side of the airfield near the existing air cargo area. The new Air Cargo Expansion may include cargo facilities, site development, taxilanes, taxiways, aircraft parking aprons, ground service equipment storage areas, roadway access improvements, and aircraft fueling facilities.

On June 6, 2018, a request for qualifications entitled Air Cargo Expansion at Tampa International Airport was issued.

Six responses were received and five were evaluated by staff. The response from DPR Construction, A General Partnership was deemed non-responsive for failing to meet the minimum qualifications and was not evaluated.

The order of technical ranking is as follows:

1. The Middlesex Corporation
2. The Haskell Company
3. Suffolk Construction Company, Inc. dba Suffolk
4. Manhattan Construction (Florida), Inc.
5. Austin Building and Design / dba The Austin Company

A DBE goal of at least 11.0% of the dollar amount earned on the Contract for the design phase of the Project was prescribed. A DBE goal of at least 14% of the dollar amount earned on the Contract for the construction phase of the Project was prescribed. The percentages proposed by all qualified respondents for the amount earned on design will meet or exceed the DBE goal requirements and

will be incorporated into the resulting Contract. All qualified respondents assured that they will meet the DBE goal for construction.

This item is included in the Capital Budget.

The Chief Executive Officer recommended ranking the order of firms as listed above.

Mayor Buckhorn moved the motion and it was seconded by Gary Harrod.

Mr. Harrod then asked for an explanation of the ranking of location. Mr. Siddle explained that location was broken down into three categories: the location of the current working office, location of the working office during construction and location of the working office during design. Mr. Harrod also inquired if the cost control required a preliminary bid in the RFQ. Mr. Siddle responded that the companies were asked how they would control their cost during the design and construction phases and how they would develop cost estimates during this process. There were additional questions from Mr. Harrod regarding the overall program budget and square footage. Mr. Siddle answered Mr. Harrod's questions to his satisfaction.

The motion to rank the firms in order of preference was unanimously approved by all members present; the response from DPR Construction, A General Partnership was rejected as non-responsive; and staff was authorized to negotiate a contract. No resolution was required.

The fourth item under New Business was Maintenance Contract, Glass Cleaning Services, Sunshine Cleaning Systems, Inc., Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports, Resolution No. 2018-100, presented by Paul Ridgeway.

The Authority has an ongoing need for glass cleaning services at Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports. The current contract for these services expires October 31, 2018.

A low bid solicitation based on estimated quantities for glass cleaning services was advertised on June 22, 2018.

On August 29, 2018, bids were publicly opened and read aloud as follows:

| Company Name | Five-Year Bid Amount |
|------------------------------------|-----------------------------|
| Sunshine Cleaning Systems, Inc. | \$1,388,880.92 |
| Emerald Facility Management LLC. | \$1,399,315.00 |
| Flagship Airport Services, Inc. | \$1,714,851.02 |
| D&A Window Cleaning Services, Inc. | \$2,345,759.95 |

The lowest responsive and responsible bidder is Sunshine Cleaning Systems, Inc.

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

This item authorizes execution of a Maintenance Contract for Glass Cleaning Services with Sunshine Cleaning Systems, Inc. for the period of November 1, 2018 through October 31, 2023. Additionally, this Maintenance Contract includes an Extra Work provision to allow for additions, deletions or revision in the work being performed by Sunshine Cleaning Systems, Inc. This item authorizes the Chief Executive Officer or designee to approve up to \$125,000 of Extra Work over the term of this Maintenance Contract. The Authority may terminate this Maintenance Contract by giving thirty days written notice.

This item is included in the O&M Budget.

Management recommended adoption of Resolution of No. 2018-100.

Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the Maintenance Contract for Glass Cleaning Services at Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports with Sunshine Cleaning Systems, Inc. was unanimously approved by all members present; the Chief Executive Officer or designee was authorized to approve up to \$125,000 of Extra Work over the term of the Maintenance Contract; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2018-100.

The fifth item under New Business was the Hillsborough County Aviation Authority, Tampa International Airport 2018 Series Bonds, 2018E & 2018F Senior Lien Bonds, Resolution No. 2018-95; Hillsborough County Aviation Authority, Tampa International Airport 2018 Series Bonds, 2018A Subordinated Lien Bonds, Resolution No. 2018-96, presented by Damian Brooke.

The Authority's Plan of Finance anticipates the issuance of general revenue bonds and PFC backed bonds to partially or fully fund Authority capital projects.

Bond proceeds may also be used to reimburse the Authority for capital expenses incurred prior to the issuance of debt. On December 7, 2017, the Board approved a Resolution which allows the Authority to pay the costs of these projects before the bonds are issued, and to then reimburse those expenditures from the bond proceeds after the bonds are issued.

On May 3, 2018, the Authority held a public hearing on proposed debt issuances and the related plan of financing to fund certain projects contained within Phases 1 and 2 of the 2012 Master Plan and the annual capital program.

On October 24, 2018 the Authority plans to issue Senior Lien Revenue Bonds and Subordinated Lien PFC Bonds to fund the eight (8) Master Plan Phase 2 projects and 3 non-Master Plan annual CIP projects listed in the table below. In addition to funding these projects, estimated proceeds from the

Senior Lien Revenue Bonds of \$322 million and the Subordinated Lien PFC Bonds of \$110 million will be used to fund capitalized interest, required deposits to debt service reserve accounts, and costs of issuance.

| Project Description | 2018 E & F Senior Project | 2018A Subordinated Project |
|--|---------------------------|----------------------------|
| New FAA Parking Lot | X | |
| Energy Plant and Loading Dock Replacement | X | X |
| STSA Site Development and Authority Facilities | X | |
| Main Terminal Curbside Expansion - Blue side | X | |
| Main Terminal Curbside Expansion - Red side | X | |
| Widen and Rehabilitate the George Bean Parkway & New Economy Parking Road Exit | X | |
| Checked Baggage System Upgrades and Optimization - Construction | | X |
| Design & Construction - East Airfield Improvements and Rehabilitation | | X |
| Taxiway W from W-1 to W-5 and TW J Pavement Reconstruction | | X |
| New Taxiway A and Bridge | | X |
| Demolition of Red Side Rental Car Garage and Airside D Guideway | | X |

The Senior Lien Revenue bonds and resulting annual debt service will be paid using Authority revenues. The Subordinated Lien PFC Bonds will be repaid utilizing PFCs. The Authority anticipates utilizing \$416 million of the new debt to fund future expenses related to the above projects, and \$16 million to reimburse the Authority for expenses already incurred by the Authority on those projects.

These Resolutions authorize the issuance of Tampa International Airport Revenue Bonds, 2018 Series E (AMT) and Tampa International Airport Revenue Bonds, 2018 Series F (NON-AMT) in an amount not to exceed \$325,000,000 and the issuance of Tampa International Airport Subordinated Revenue Bonds, 2018 Series A (PFC AMT) in an amount not to exceed \$115,000,000.

Management recommended adoption of Resolution Nos. 2018-95 and 2018-96.

Upon motion of Mayor Buckhorn, seconded by Gary Harrod, the Hillsborough County Aviation Authority, Tampa International Airport Revenue Bonds, 2018 Series E (AMT) and Hillsborough County Aviation Authority, Tampa International Airport Revenue Bonds, 2018 Series F (NON-AMT), all in the aggregate principal amount of not to exceed \$325,000,000, in one or more series, for the purpose of financing the cost of 2018 projects, was unanimously approved by all members present; the form of a Supplemental Trust Agreement with respect to such bonds was approved; the form of a draft official

statement and execution of preliminary and final official statements with respect to such bonds was approved; the Chairperson or Vice Chairperson were authorized to award the sale of such bonds to Citigroup Global Markets Inc. on a negotiated basis in accordance with the delegation guidelines provided, and the conditions of such sale was approved; the registrar, paying agent and authenticating agent for such series of bonds was designated; the form of and execution of a contract of purchase and a continuing disclosure agreement in accordance with SEC Rule 15c2-12 was approved and authorized; the acquisition of credit enhancement if deemed financially advantageous for one or more series of bonds or portions thereof as determined by the Chairperson was approved; certain findings with respect to the foregoing were approved; certain other details with respect thereto were approved; and an effective date was provided by adoption of Resolution No. 2018-95.

Upon motion of Mayor Buckhorn, seconded by Gary Harrod the issuance of Hillsborough County Aviation Authority, Tampa International Airport Subordinated Revenue Bonds, 2018 Series A (PFC AMT) in the aggregate principal amount of not to exceed \$115,000,000, for the purpose of financing the cost of the 2018 subordinated projects, was unanimously approved by all members present; the form of a Subordinated Supplemental Trust Agreement with respect to such bonds was approved; the form of a draft official statement and execution of preliminary and final official statements with respect to such bonds was approved; the Chairperson or Vice Chairperson were authorized to award the sale of such bonds to Citigroup Global Markets Inc. on a negotiated basis in accordance with the delegation guidelines provided, and the conditions of such sale; designates the registrar, paying agent and authenticating agent for such series of bonds were approved; the form of and execution of a contract of purchase and a continuing disclosure agreement in accordance with SEC Rule 15c2-12 was approved and authorized; the acquisition of credit enhancement if deemed financially advantageous for one or more series of bonds or portions thereof as determined by the Chairperson was approved; certain findings with respect to the foregoing were approved; certain other details with respect thereto were approved; and an effective date was provided by adoption of Resolution No. 2018-96.

The sixth and final item under New Business was the Selection of Firm and Award of Contract, State Legislative Consulting Services, GrayRobinson, P.A., Tampa International Airport, Resolution No. 2018-86, presented by Gina Evans.

Chairman Watkins informed everyone that he would be abstaining from voting on this Item. He stated that a Principal of one of the competing firms is a client in his private practice.

On November 3, 2016, the Board awarded a Contract for State Legislative Consulting Services to The Advocacy Group at Cardenas Partners, LLC utilizing Port Tampa Bay Request for Proposals No. P-007-16 for the period of November 3, 2016 through September 9, 2017, with two, one-year renewal options, in the not-to-exceed amount of \$80,000 annually, including the renewal options. On June 14, 2017, the Chief Executive Officer authorized a six-month renewal option of the Contract, extending the expiration date to March 16, 2018.

On April 23, 2018, a Request for Proposals was issued for State Legislative Consulting Services at Tampa International Airport. This Contract will provide consulting services related to state governmental affairs. The scope of services will include serving as a liaison for the Authority with key state legislators, legislative staff and executive agencies, identifying grant funding and appropriation sources, and advocating on behalf of the Authority on specific bills and issues of interest and benefit to the Authority.

Four responses were received. The responses from the following firms met the minimum qualifications requirements and were evaluated by staff against the evaluation criteria in the Request for Proposals. The firms are listed below in order of technical ranking:

1. GrayRobinson, P.A.
2. The Advocacy Group at Cardenas Partners
3. Lewis, Longman & Walker, P.A.
4. Southern Strategy Group, Inc.

No specific goal for W/MBE participation was established.

This item approves the ranking listed above and authorizes execution of a State Legislative Consulting Services Contract with GrayRobinson, P.A. The term of the Contract is October 4, 2018 through October 3, 2020 with three, one-year renewal options at the discretion of the Chief Executive Officer. The total amount for the five-year term of the Contract, including the renewal options, is \$423,000. 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. 2018-86.

Mayor Buckhorn moved the motion and it was seconded by Gary Harrod.

Chairman Watkins raised some questions as to the length of the new contract versus the old contract. Ms. Evans replied that it was due to the legislative cycle and that a 2 year contract was more conducive. She explained that previously the Authority piggybacked off of the Port Tampa Bay contract and the timing of the new proposed contract mirrors the Federal Contract that was brought to the Board 2 previously.

Chairman Watkins suggested to the Board that he did not think a 2 year contract for a lobbyist was a good idea. He proposed a one year contract would be a better option and he would rather have no more than one renewal option. He stated he would prefer that the contract extensions be at the discretion of the Board.

Commissioner Crist made a motion for an amendment to the original contract. He proposed a one year contract and then to consider other options a year from now. It was seconded by Gary Harrod.

Mr. Lopano asked for clarification that it is a one year contract with three one year renewals at the CEO's discretion. Commissioner Crist responded that it should be at the Board's discretion. He stated that this was a new firm and it would be good to see how things worked out.

Commissioner Crist then withdrew his original motion and restated it. Commissioner Crist moved a motion for a one year contract and it would be renegotiated in 12 months at the Board's discretion. Gary Harrod seconded the motion.

There was some additional discussion between the Board Members and Mr. Lopano. Commissioner Crist then restated the motion to amend to a one year contract with a one year renewal for three years at the discretion of the Board.

Damian Brooke asked that if the Board decide after a year to rebid, Management be provided 4-6 month lead time as it is a long process. Ms. Evans equally agreed.

Commissioner Crist wanted to clarify that there was uncertainty as to who the next governor would be and that lobbyists that are close to candidates are completely different. He wanted to remain flexible. Chairman Watkins stated the contract could be cancelled at any time without cause.

Mayor Buckhorn asked for clarification if the vote was on the amendment and Chairman Watkins stated it was.

General Counsel restated the motion. The motion would modify Staff's recommendation from a two year base contract to a one year base contract with three one year discrete extensions exercised at the Board's discretion.

Amendment of the State Legislative Consulting Services Contract at Tampa International Airport with GrayRobinson, P.A. to a one year base contract with three one year discrete extensions exercised at the Board's discretion was approved by a three to one vote, with Mayor Buckhorn voting no and Chairman Watkins abstaining.

Execution of the State Legislative Consulting Services Contract at Tampa International Airport with GrayRobinson, P.A. as amended was approved by a 4 to 1 vote, with Chairman Watkins abstaining; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2018-86.

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

Al Illustrato gave a brief Master Plan update. Mr. Illustrato reported the Authority is approaching an end to the construction on the Main Terminal Concessions Redevelopment Program. There are now 2 operational shuttles to Airside A. The last shuttle will become operational in the next few weeks and the work at the Shops of Bayshore is progressing.

The Long Term parking reclaim should be turned over by the holiday season.

There is about \$300,000 less in unallocated contingency due to some additional work within the MTAC program.

The Master Plan 2 project has Kimmins disconnecting utilities. They are looking into demolition alternatives. There will be another Supplemental Part 2 contract brought to the Board for the consideration of removal former of guideway, rental car exit ramp and temporary pavements.

Mr. Illustrato discussed the percentage of design documents of the various contractors.

Mr. Illustrato concluded with reporting on Prime Connections 2018. It was held at the Airport Marriott and had a great turnout. The major design builders were in attendance and they presented on the various projects. This event was held to get the word out to the contracting community. There were over 300 people in attendance.

Mr. Illustrato concluded his report.

Before adjourning the meeting, Mr. Stephens requested an Attorney-Client Closed Session be held at the November 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 9:44 a.m.

Robert I. Watkins, Chairman

Victor D. Crist, Secretary

APPOINTED OFFICERS (continued)

- A copy of the form must be provided immediately to the other members of the agency.
- The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION AT THE MEETING:

- You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the agency, and the form must be read publicly at the next meeting after the form is filed.

DISCLOSURE OF LOCAL OFFICER'S INTEREST

I, ROBERT I. WATKINS, hereby disclose that on OCTOBER 4, 20 18 :

(a) A measure came or will come before my agency which (check one or more)

- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, _____ ;
- inured to the special gain or loss of my relative, _____ ;
- inured to the special gain or loss of a partner in The Advocacy Group at Cardenas Partners, by whom I am retained; or
- inured to the special gain or loss of _____, which is the parent subsidiary, or sibling organization or subsidiary of a principal which has retained me.

(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows:

I abstain from voting on the attached Selection of Firm and Award of Contract for the State Legislative Consulting Services Contract. A partner in The Advocacy Group at Cardenas Partners, which was a respondent to a Request for Proposals - State Legislative Consulting Services, is a client of my private practice.

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, who is also an attorney, may comply with the disclosure requirements of this section by disclosing the nature of the interest in such a way as to provide the public with notice of the conflict.

Date Filed

10/4/2018

Signature



NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE CONSTITUTES GROUNDS FOR AND MAY BE PUNISHED BY ONE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE OR EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.