

Hillsborough County Aviation Authority
Regular Board Meeting

Thursday, 9:00 a.m.
May 6, 2021

A Regular Board Meeting of the Hillsborough County Aviation Authority was held both in person and by electronic means of communications media technology.

Mr. Harrod welcomed everyone to the May 6, 2021 Regular Board Meeting and announced that Mayor Castor would not be in attendance at the meeting.

Board Members present were: Gary Harrod, Robert Watkins, Commissioner Stacy White, and General Diehl.

Authority staff members physically present were Chief Executive Officer Joseph W. Lopano, General Counsel Michael Stephens, Damian Brooke, Chris Minner, John Tiliacos, Michael Kamprath, Scott Knight, Elita McMillon, Veronica Cintron, Teresa Howell, Violet Cummins, Jeff Siddle, James Tarro, Rob Porter, Laurie Noyes, Adam Bouchard, Brett Fay, Marcus Session and Joel Feldman.

Authority staff members that appeared electronically were Amy Pidgeon, Ann Davis, Brandon Taugner, Brian Miles, Damaris Torres Cordova, Beth Zurenko, Carol Marino, Cheryl Hawkins, Christine Kohl, Danny Cooper, Dan Johnson, Darius Banks, Doug Wycoff, Devon Barnett, Don Fizell, Diane DiRocco, Ed Haines, Emily Nipps, James Hanney, Jordan Biegler, Joshua Harmon-Schaefer, Janet Wood, John Mallory, Jon Vaden, Kate Webb, Kelly DeForrest, Kelly Figley, Kerry Duris, Kryssie Phillips, Keith Flynn, Kristin Schmidt, Laura Tatem, Gina Evans, Guy Brown, Mandi Schuler, Mary Baltzell, Melissa Solberg, Michelle Benjamin, Paul Ridgeway, Patricia Julian, Randy Forister, Rich Coudurier, Roop Johal, Stephanie Douglas, Tara Camp, Thomas Johnson, Tom Thalheimer, Rianner Woodard, and Tony Conza.

General Counsel Stephens announced that pursuant to TSA Security Directive 1542-21-01, which went into effect on February 1, 2021, all participants are required to wear masks at all times during the meeting, even when speaking, unless actively engaged in eating or drinking activities.

The Pledge of Allegiance was recited.

Chairman Harrod called the Meeting to Order.

Mr. Lopano announced that at the April Board Meeting General Counsel Stephens advised of the possibility of holding an Attorney-Client Closed Session at today's Board Meeting. There will be no need to hold that session at this meeting.

Chairman Harrod then asked for a Motion to Approve the Agenda.

Upon motion of Robert Watkins, seconded by General Diehl, the Agenda was unanimously approved by all Board members present.

Chairman Harrod then moved to Public Comments. Any person who attended in person would have the opportunity to address the Board. He reminded the public that provisions were made for any member of the public attending electronically and who desired to participate in the public comments portion of the meeting to have access to the meeting. Anyone wishing to be heard was instructed on the public notice for this meeting and on the Tampa International Airport website to email the Board Services Administrator at publiccomments@tampaairport.com. The deadline for receiving public comments was at 8:00 a.m. on May 6, 2021. Any comments that were received by that deadline would be read by Legal Affairs. Emailed public comments would be afforded equal consideration as if the public comments were offered in person.

There were no Public Comments.

Chairman Harrod asked if there were any abstentions from the Regular Board Meeting held on April 1, 2021 that needed to be read into the record.

General Counsel Stephens announced that there were no abstentions from the April 1, 2021 Board Meeting and none were anticipated at this meeting.

Chairman Harrod asked if there were any additions or corrections to the Minutes of the Regular Board Meeting held on April 1, 2021.

Upon motion of Robert Watkins, seconded by General Diehl, the Minutes of the Regular Board Meeting held on April 1, 2021 were unanimously approved by all Board Members present.

Mr. Lopano's Management Report was next.

Chris Minner began with the Performance Assessment Report. In the month of March, passenger traffic was at 63% of pre-Covid traffic. International passenger traffic was down due to the travel restrictions.

Air carrier operations are close to where they were in March of last year. The airlines could not pull down the capacity as fast as passenger demand collapsed at the beginning of the pandemic and that is why the March number is relatively close to where it had been the prior year. There was a 75% load factor this month versus 54% from last year.

Seat capacity was at 91% of pre-Covid airline seat capacity and next month it is anticipated to be at 93%.

Published dates for international travel are: British Airways and COPA Airlines in June, Cayman Airways and Edelweiss Airlines in July and Lufthansa in September.

In current events, the Airport celebrated its 50th Anniversary on social media. The community was invited to share their memories and their photos from the last 50 years of traveling through Tampa International Airport. There were a number of events and giveaways in the Main Terminal including a \$1,000 gift card sweepstakes for use at all of the Airport restaurants and shops.

There were nearly 4,000 new followers added over the course of the month. There was an earned media value of nearly \$1 million and 148 stories.

Board Members had some additional questions for Mr. Minner regarding the rebound of air travel including both business and leisure.

John Tiliacos was next to report on operations during Spring Break which ran from March 3 to April 13. There were nearly 2.1 million passengers, which set a new single day passenger record since the beginning of the pandemic. Mr. Tiliacos thanked members of the TSA for their efforts during this time period.

Mr. Tiliacos brought to the attention of the Board the challenge of the lack of queuing space at 2 of the checkpoints at Airsides A and E.

The Federal mask mandate which was set to expire on May 11th will remain in effect through September 13th.

Mr. Tiliacos then reported on Concessions, Commercial Parking and Rental Car operations. There was significant recovery versus a year ago with a few record days in Concessions and Commercial Parking. Rental car average daily rates rose by 40% year over year in March due to demand outpacing supply.

The Covid-19 vaccination was offered at TPA over the course of April 16 to April 20 for all employees at TPA as well as other critical infrastructure employees in the community. This was held on Level 1 of the Economy Parking Garage.

Effective May 7, 2021, BayCare will conclude Covid-19 testing at TPA. TPA was first in the nation to offer both the PCR and Rapid Antigen tests for all departing and arriving passengers. The program served nearly 22,000 passengers since last October. Several members of the BayCare team were recognized.

Mr. Tiliacos' final item was related to Hiring Day at TPA on May 4, 2021. This was the second Hiring Day this year and included Airport tenants as well as positions with the Authority. More than 15 companies participated and there were nearly 300 available positions that needed to be filled.

Damian Brooke was next and gave a presentation on the 6 month financial review.

For the first 6 months of the year there was just under 5.9 million passengers. Budget was missed by 7% during the second quarter due to the Pandemic.

Lower than expected traffic levels for the first 6 months resulted in the Authority missing budget on traditional revenue drivers by about \$2.2 million or 2.3%. Rental car business has gone up due to the rental car fleets being smaller than they were a year ago, and that Budget item was beat by about \$850,000 during the first half of the year. The general aviation airports saw higher levels of operations and fuel flowage fees. Parking and ground transportation revenues underperformed.

On the expense side, the Authority finished the first 6 months at a little over \$3 million or 4.7% better than budget. Contracted services came in 22% below budget. Utilities came in about 12% below budget due to a \$549,000 savings from lower electricity spend as well as water and sewer costs coming in just over \$100,000 lower than budget. Salaries and benefits continued to trend slightly higher than budget due to lower than anticipated participation in the VSIP.

After debt service revenue sharing and airline settlement, the Authority generated \$1.26 million dollars on a pre-capital basis versus an expected loss of about \$2.5 million dollars. Due to the 7% miss on enplanements during the first half of year, cost for enplanement came in at \$11.76 or about 6% higher than expected.

Mr. Brooke provided a first look at full year projections. Traffic is expected to continue to recover. The Authority is projecting to finish the year with about 15.2 million passengers. That would miss budget by 3% and generate more than \$224 million in revenue for the year.

Parking and ground transportation will improve but will remain weak to budget through the remainder of the year. Operating expenses are projected to total \$134.3 million for the year, beating budget by just over \$3 million.

Electricity and water expenses will increase with traffic levels and overall expenses will return to more normal budgeted levels as the Authority gradually returns to normal operations.

After debt service, revenue sharing, and airline settlement, the Authority is projecting it will generate \$31.1 million on a pre-capital basis during this fiscal year, approximately \$2.5 million, or about 8%, better than budget.

Cost per enplanement is projected to finish the year at \$11.58, which is about 1.6% higher than budget.

This concluded the 6 month financial review.

Commissioner White stated that he had asked some specific questions regarding the budget in a recent email and thought they would be covered at this meeting. He asked to request time to sit down with Staff.

Mr. Brooke replied that it would be covered next.

Chairman Harrod asked what the estimated cost of enplanement was prior to the pandemic. Mr. Brooke replied it was going to be between \$9 and \$9.50 under the new Rates by Resolution. The cost is \$11.50 - \$11.70 for the first 6 months and \$11.58 for the full year.

The following are the questions and answers that were requested by Commissioner White:

- The first question was related to Procurement and the Commissioner had asked whether or not the Authority had done a full legal review and whether or not the Authority was required to follow the CCNA legislation that was out there.
 - Mr. Brooke responded CCNA legislation has existed since 1973 and he believes Mr. Stephens our General Counsel did respond to that question. The answer is no, that we've not done a formal legal review.
- Regarding general budget concerns, the Commissioner had asked about some differences he'd identified between the FY2020 projections and the numbers which are included in the audited financials.
 - Mr. Brooke responded that the Authority's audited financial statements are compiled on a GAAP basis as required by GASB. The financial reports shown throughout the year are done on a management reporting basis focusing on operational revenues and expenses. That is something that is standard in the industry.
- There was a question regarding CARES Act funding and the Commissioner asked if the remaining \$20 million in CARES Act funds would be enough to fund the FY2021 debt service obligation.
 - Mr. Brooke responded that 2021 debt service obligations would be paid for through the combination of CARES funding and operating revenues.
- Commissioner White asked when will these funds be drawn down completely.
 - Mr. Brooke responded the Authority made its final draw on the CARES funding on October 6, 2020.

- Commissioner White had several questions regarding PFC and CFC collections. The first question was, what kind of financial analysis if any, has been presented to the Aviation Authority Board about the performance of the rental car facility since its operations began in FY2018.
 - Mr. Brooke responded the Authority provided an initial feasibility study to the Board before the rental car facility was opened and has provided one post-opening financial analysis since the facility was opened in 2018.
- Commissioner White asked what kind of financial analysis has been done on the performance of the CFC bonds.
 - Mr. Brooke responded that the Authority's Finance and Concessions Departments meet several times per year with the rental car companies to present a review of collections and uses of CFCs, fund balances, and have a discussion about the CFC bonds in general. Wall Street's rating agencies also conduct ongoing reviews of all Authority's debt including the CFC bonds and Kroll's maintained single A level ratings on the debt since it was issued.
- Commissioner White asked what is the CFC surplus and reserves available to fund the CFC debt service obligations should there be further shortfalls in the future.
 - Mr. Brooke responded the current combined balance of the CFC surplus and CFC reserve accounts is \$53.8 million which, given the annual CFC debt service requirement of \$26 million dollars, provides the Authority with more than 2.1 years of debt service coverage before we would need to go to contingent rent.
- Commissioner White asked how would a rental car company bankruptcy impact TIA debt service obligations under the CFC bonds?
 - Mr. Brooke responded that it wouldn't. If a rental car company operating at TPA were to go bankrupt, stop operating and eliminate their obligations through bankruptcy, the debt service obligations would simply be spread across the remaining rental car companies operating at TPA.
- Commissioner White asked what kind of PFC financial analysis past and future has been done for the PSC debt service obligations.
 - Mr. Brooke responded that PFC bonds are an integral part of the Authority's capital funding plan. The Authority's Finance Department maintains a detailed set of projections regarding annual collections, current and future obligations, and also projected additional obligations given the 15 year future capital funding plan. As with the CFC bonds, Wall Street's rating agencies conduct ongoing reviews of the PFC bonds and continue to rate them with strong, high single A ratings.

- Commissioner White's next area of questions were regarding the revolving credit facility. The question was regarding the Authority increasing the credit line from \$100 million dollars to \$200 million dollars about a year ago. The question specifically was why was this credit line necessary and what was the reason to draw that amount on it? (About \$40.2 million).
 - Mr. Brooke responded the Truist credit line was increased from \$100 million to \$200 million dollars in June 2020 simply as a precaution given the significant traffic reduction at the time and also the uncertainty due to the Covid-19 pandemic.
- Commissioner White had a question about the use of \$40.2 million balance.
 - Mr. Brooke responded that the Truist line of credit was a short term, bridge funding source between debt issuances for our capital program. So the Authority is continually making small draws on the line for cash flow needs and then pays it off as we move forward.
- Commissioner White's last question was regarding the first 6 months of FY2021. Given there is only \$20 million in Cares Act funds, a 40% decline in PFC and CFC collections during FY2020 and we are in our slower season it would be helpful for the Aviation Authority Board to assess the prospects of FY2021 by receiving a performance analysis for the first 6 months of the year. How soon can we have that report brought to us?
 - Mr. Brooke responded that it was reported at this Board Meeting.

Commissioner White thanked Mr. Brooke and asked if some of the Cares Act funding had been used for debt service. Mr. Brooke responded that traditionally annual debt is paid using operating revenues. The Cares Act funding was an additional funding source and \$20 million of it was used to pay debt service. That freed up \$20 million in additional revenue.

Commissioner White inquired if any additional draws were anticipated on the Truist line of credit. Mr. Brooke replied that the Authority is looking to extending the use of the Truist line of credit given the extremely low interest rates. The interest rate is currently 0.45% which is significantly lower than what is currently out in the public market.

Commissioner White asked for further clarification on CCNA. He commented that the CCNA act does indeed prescribe the process for design-build procurements should a Board decide to utilize that procurement method. But that it does not preclude something like a design bid build process. Mr. White wanted to state for the record that he is in favor or trying to avoid the design-build process to the greatest extent possible and when possible to do a design, sealed bid, build process.

Mr. Lopano added that it was discussed with Commissioner White that for very complicated projects like the Rental Car Center or a new Airline Terminal, Management would like to have the designer and builder together so they can understand exactly what is being built. Before it goes to the GMP,

the work is bid out. For smaller projects that are simple, the design build process is not necessary because it is not very complicated. Mr. Lopano added that the most efficient process is used.

This concluded Mr. Lopano’s Management Report.

Chairman Harrod then moved on to the Consent Agenda and asked if anyone would like to have anything set aside for further consideration.

Upon motion of Commissioner White, seconded by General Diehl, the Consent Agenda was approved by all Board Members present.

The following items were contained in the Consent Agenda.

Item G1

Space Rental Agreement, G2 Secure Staff, LLC, Tampa International Airport, Resolution No. 2021-43.

G2 Secure Staff, LLC (G2) leases office space from the Authority through a Space Rental Agreement (SRA) in support of its ground handling operations at Tampa International Airport. G2 entered into its current SRA with the Authority on September 7, 2017 and the term expires on September 30, 2021.

This new SRA has a six (6) year term effective from October 1, 2021 through September 30, 2027. Either party may terminate the SRA upon thirty (30) days' written notice.

Utilizing Fiscal Year 2021 rates, this new SRA leases ticket counter and ticket counter office space at \$217.13 per square foot. This new SRA provides for an annual rental rate adjustment.

Tenant	Ticketing Level	Total Annual	Total Monthly
G2	98 SF \$21,278.74	\$21,278.74	\$1,773.23

Management recommended adoption of Resolution No. 2021-43.

Resolution No. 2021-43 approved and authorized execution of Space Rental Agreement at Tampa International Airport with G2 Secure Staff, LLC; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G2

Operating Agreement for Ground Handlers, G2 Secure Staff, LLC, Tampa International Airport, Resolution No. 2021-44.

Ground handling operators providing service at Tampa International Airport (Airport) must have, at a minimum, an Operating Agreement for Ground Handlers prior to commencing operations.

G2 Secure Staff, LLC (G2) entered into an Operating Agreement for Ground Handlers with the Authority to provide ground handling services to its customers on May 1, 2016 and the term expires on September 30, 2021.

This new Operating Agreement for Ground Handlers grants G2 non-exclusive rights to provide ground handling services to air carriers at the Airport for the term of October 1, 2021 through September 30, 2027.

For the privilege of providing such services at the Airport, G2 will pay 5% of gross receipts, paid monthly. Gross receipts include the gross revenues from all sales made and services performed for cash, credit or otherwise, pursuant to G2's ground handling operations at the Airport. Gross receipts exclude the retail value of fuel and oil and the related fuel service fee, costs for materials that are directly passed through to G2's customers, sales and services performed off-airport to entities located off the Airport, certain catering sales, and ferrying and diverted landings. Either party may terminate the Operating Agreement for Ground Handlers upon 30 days' written notice.

Management recommended adoption of Resolution No. 2021-44.

Resolution No. 2021-44 approved and authorized execution of Operating Agreement for Ground Handlers at Tampa International Airport with G2 Secure Staff, LLC; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G3

Space Rental Agreement, JET Aircraft Maintenance, Inc., Tampa International Airport, Resolution No. 2021-45.

JET Aircraft Maintenance, Inc. (JET) leases office space from the Authority through a Space Rental Agreement (SRA) in support of its ground handling operations at Tampa International Airport. JET entered into its current SRA with the Authority on October 1, 2010 and the term expires on September 30, 2021.

This new SRA will have a six-year term effective from October 1, 2021 through September 30, 2027.

Utilizing Fiscal Year 2021 rates, this new SRA leases airside building (ramp operations) space at \$85.54 per square foot. This new SRA provides for an annual rental rate adjustment.

Tenant	Ramp Level	Total Annual	Total Monthly
JET	83 SF Office Airside A	\$7,099.82	\$591.65

Management recommended adoption of Resolution No. 2021-45.

Resolution No. 2021-45 approved and authorized execution of Space Rental Agreement at Tampa International Airport with JET Aircraft Maintenance, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G4

Operating Agreement for Ground Handlers, JET Aircraft Maintenance, Inc., Tampa International Airport, Resolution No. 2021-46.

Ground handling operators providing service at Tampa International Airport (Airport) must have, at a minimum, an Operating Agreement for Ground Handlers prior to commencing operations.

JET Aircraft Maintenance, Inc. (JET) entered into an Operating Agreement for Ground Handlers (Limited Service) (Agreement) with the Authority to provide ground handling services to its customers on October 1, 2010. The Agreement expires on September 30, 2021.

This new Agreement grants JET non-exclusive rights to provide ground handling services to air carriers at the Airport for the term of October 1, 2021 through September 30, 2027.

For the privilege of providing services at the Airport, JET will pay Authority a percentage privilege fee (PPF) of five percent (5%) of gross receipts, payable in equal monthly installments. Gross receipts include the gross revenues from all sales made and services performed for cash, credit or otherwise, pursuant to JET's ground handling operations at the Airport. Gross receipts exclude the retail value of fuel and oil and the related fuel service fee, costs for materials that are directly passed through to JET's customers, sales and services performed off Airport to entities located off Airport, certain catering sales, and ferrying and diverted landings. Either party may terminate the Agreement upon 30 days' written notice.

Management recommended adoption of Resolution No. 2021-46.

Resolution No. 2021-46 approved and authorized execution of Operating Agreement for Ground Handlers at Tampa International Airport with JET Aircraft Maintenance, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G5

Space Rental Agreement, PrimeFlight Aviation Services, Inc., Tampa International Airport, Resolution No. 2021-49.

PrimeFlight Aviation Services, Inc. (PrimeFlight) leases office space from the Authority through a Space Rental Agreement (SRA) in support of its ground handling operations at Tampa International Airport. PrimeFlight entered into its current SRA with the Authority on July 15, 2018 and the term expires on September 30, 2021.

This new SRA has a six (6) year term, effective October 1, 2021 through September 30, 2027.

Utilizing Fiscal Year 2021 rates, this new SRA leases airside building (ramp operations) space at \$85.54 per square foot. This new SRA provides for an annual rental rate adjustment.

Tenant	Ramp Level	Total Annual	Total Monthly
PrimeFlight	272 SF, Airside C (Suite 3397B)	\$23,266.88	\$1,938.91

Management recommended adoption of Resolution No. 2021-49.

Resolution No. 2021-49 approved and authorized execution of Space Rental Agreement at Tampa International Airport with PrimeFlight Aviation Services, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G6

Operating Agreement for Ground Handlers, PrimeFlight Aviation Services, Inc., Tampa International Airport, Resolution No. 2021-50.

Ground handling operators providing service at Tampa International Airport (Airport) must have, at a minimum, an Operating Agreement for Ground Handlers prior to commencing operations.

PrimeFlight Aviation Services, Inc. (PrimeFlight) entered into an Operating Agreement for Ground Handlers (Agreement) with the Authority to provide ground handling services to its customers on January 1, 2018. The Agreement expires on September 30, 2021.

This new Agreement grants PrimeFlight non-exclusive rights to provide ground handling services to air carriers at the Airport for the term of October 1, 2021 through September 30, 2027.

For the privilege of providing services at the Airport, PrimeFlight will pay Authority a percentage privilege fee (PPF) of five percent (5%) of gross receipts, payable in equal monthly installments. Gross receipts include the gross revenues from all sales made and services performed for cash, credit or otherwise, pursuant to PrimeFlight's ground handling operations at the Airport. Gross receipts exclude the retail value of fuel and oil and the related fuel service fee, costs for materials that are directly passed through to PrimeFlight's customers, sales and services performed off Airport to entities located off Airport, certain catering sales, and ferrying and diverted landings. Either party may terminate the Agreement upon 30 days' written notice.

Management recommended adoption of Resolution No. 2021-50.

Resolution No. 2021-50 approved and authorized execution of Operating Agreement for Ground Handlers at Tampa International Airport with PrimeFlight Aviation Services, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G7

Operating Agreement for Ground Handlers, Star Collision, Inc., Tampa International Airport, Resolution No. 2021-47.

Ground handling operators providing service at Tampa International Airport (Airport) must have, at a minimum, an Operating Agreement for Ground Handlers prior to commencing operations.

Star Collision, Inc. (Star) entered into an Operating Agreement for Ground Handlers (Agreement) with the Authority to provide ground handling services to its customers on September 3, 2020. The Agreement expires on September 30, 2021.

This new Agreement grants Star non-exclusive rights to provide ground handling services to air carriers at the Airport for the term of October 1, 2021 through September 30, 2027.

For the privilege of providing services at the Airport, Star will pay Authority a percentage privilege fee (PPF) of five percent (5%) of gross receipts, payable in equal monthly installments. Gross receipts include the gross revenues from all sales made and services performed for cash, credit or otherwise, pursuant to Star's ground handling operations at the Airport. Gross receipts exclude the retail value of fuel and oil and the related fuel service fee, costs for materials that are directly passed through to Star's customers, sales and services performed off Airport to entities located off Airport, certain catering sales, and ferrying and diverted landings. Either party may terminate the Agreement upon 30 days' written notice.

Management recommended adoption of Resolution No. 2021-47.

Resolution No. 2021-47 approved and authorized execution of Operating Agreement for Ground Handlers at Tampa International Airport with Star Collision, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G8

Operating Agreement for Ground Handlers, Cuba Travel Services, Inc., Tampa International Airport, Resolution No. 2021-48.

Ground handling operators providing service at Tampa International Airport (Airport) must have, at a minimum, an Operating Agreement for Ground Handlers prior to commencing operations.

Cuba Travel Services, Inc. (CTS) entered into an Operating Agreement for Ground Handlers (Agreement) with the Authority to provide ground handling services to its customers on March 5, 2020. The Agreement expires on September 30, 2021.

This new Agreement grants CTS the non-exclusive right to provide ground handling services to air carriers at the Airport for the term of October 1, 2021 through September 30, 2027.

For the privilege of providing services at the Airport, CTS will pay a percentage privilege fee (PPF) of five percent (5%) of gross receipts, payable in equal monthly installments. Gross receipts include the gross revenues from all sales made and services performed for cash, credit or otherwise, pursuant to CTS' ground handling operations at the Airport. Gross receipts exclude the retail value of fuel and oil and the related fuel service fee, costs for materials that are directly passed through to CTS' customers, sales and services performed off Airport to entities located off Airport, certain catering sales, and ferrying and diverted landings. Either party may terminate the Agreement upon 30 days' written notice.

Management recommended adoption of Resolution No. 2021-48.

Resolution No. 2021-48 approved and authorized execution of Operating Agreement for Ground Handlers at Tampa International Airport with Cuba Travel Services, Inc.; and authorized the Chief Executive Officer or his designee to execute all other ancillary documents.

Item G9

Contract for Special Legal Services, GrayRobinson, P.A., Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports, Resolution No. 2021-33.

The Legal Affairs Department is in need of general legal services for Tampa International Airport and the three general aviation airports. GrayRobinson, P.A. has previously provided advice and counsel

in the area of Labor and Employment Law and other related matters for Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports.

Authority Policy P500 authorizes the utilization of non-Authority attorneys without obtaining three quotes or advertisement based upon such factors as needed services, experience, qualifications, geographic location, length of services, and efficiencies.

Authorize execution of a Contract for Special Legal Services in the area of general legal services with GrayRobinson, P.A. for a two-year period beginning June 7, 2021 and continuing through June 6, 2023 with one, one-year renewal option at the discretion of the Chief Executive Officer. The total maximum purchase authorization amount for the term of the Contract, including the renewal option, is \$250,000.

This item is included in the O&M Budget.

Management recommended adoption of Resolution No. 2021-33.

Resolution No. 2021-33 approved and authorized execution of Contract for Special Legal Services at Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports with GrayRobinson, P.A.; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Item G10

Authorizing Resolution for Participation in the Florida Cooperative Liquid Assets Securities System (FL CLASS) and Florida Local Government Investment Trust (Florida Trust), Tampa International Airport, Resolution No 2021-39.

Authority Policy P450, Banking & Investments, identifies authorized Authority investments, including, but not limited to, U.S. Treasuries, Commercial Paper, Certificates of Deposit, and State of Florida Local Government Surplus Trust Fund or any intergovernmental investment pool authorized pursuant to the Florida Interlocal Cooperation Act. The Authority currently invests in the State of Florida Local Government Surplus Trust Fund (FL Prime) and intends to further diversify its investment portfolio with higher interest-earning, more-liquid intergovernmental investment pools including the Florida Cooperative Liquid Assets Securities System (FL CLASS) and the Florida Local Government Investment Trust (Florida Trust).

An authorizing resolution by the Board is required to participate in the intergovernmental investment pools FL CLASS and Florida Trust.

Management recommended adoption of Resolution No. 2021-39.

Resolution No. 2021-39 authorized the Authority to participate in Florida Cooperative Liquid Assets Securities System (FL CLASS) and Florida Local Government Investment Trust (Florida Trust) and authorized the Chief Executive Officer, the Executive Vice President of Finance and Procurement, the Vice President of Finance, and the Director of Financial Planning & Analysis to transmit funds for investment in Florida Cooperative Liquid Assets Securities System (FL CLASS) and Florida Local Government Investment Trust (Florida Trust), withdraw funds from time to time, issue letters of instruction, and take all other actions deemed necessary or appropriate for the investment of Authority funds.

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

There was one item that was contained in Policies or Rules for Consideration or Action.

Item H1

Update to Policy Manual, Revisions to Policy Manual: Section 800, Policy P824, Peer to Peer Vehicle Sharing, presented by Laurie Noyes.

On August 1, 2019, the Board approved Policy P824, Peer to Peer Vehicle Sharing, to provide for the operation of peer-to-peer and similar vehicle sharing at Tampa International Airport (Airport). Under Policy P824, "Peer-to-Peer Vehicle Sharing" refers to an arms-length, remote, or web-enabled transaction where a vehicle owner allows a third party to use the vehicle owner's vehicle(s) for a period of time for a fee. This includes, but is not limited to, online vehicle platforms that connect vehicle owners with customers seeking to book the vehicle(s), with the vehicle owners either delivering a private vehicle to the customer or picking up the customer at the Airport.

The current Policy establishes the transaction location, establishes fees and charges based upon a percentage of gross receipts, and provides a framework for enforcement for failure to comply with the Policy.

Staff recommended revising Policy P824 to require that all Peer-to-Peer Vehicle Sharing Platforms (as defined in the Policy) deriving any income from any transactions must enter into a concession agreement with the Authority. In addition, the Policy is revised to state that Peer-to-Peer Vehicle Sharing deliveries or pick-ups will take place at areas designated in such concession agreement. Additionally, fees due to the Authority for the right to conduct business will be established in the concession agreement, with such fees including a percentage of the gross receipts derived from any income from any transactions and the renting of an appropriate number of designated parking spaces in areas assigned by the Authority.

The Chief Executive Officer recommended approval of the revisions to Policy P824, Peer to Peer Vehicle Sharing.

Upon motion of Robert Watkins, seconded by General Diehl, revisions to Policy Manual: Section 800, Policy P824, Peer to Peer Vehicle Sharing was unanimously approved by all Board Members present. No Resolution was required.

There were no Committee Reports or Unfinished Business, Chairman Harrod then moved on to New Business. The following items were contained in New Business.

Item K1

Use and Permit Agreement for Peer-to-Peer Vehicle Sharing Concession, Turo Inc., Tampa International Airport, Resolution No. 2021-51, presented by Laurie Noyes.

Turo Inc. (Turo) is a peer-to-peer vehicle sharing company. Through its website, mobile application, or other platform, Turo accepts reservations connecting private vehicle owners with customers seeking to reserve private vehicle(s), with the private vehicle owner either delivering the private vehicle to the customer or picking up the customer at Tampa International Airport (Airport).

This item authorizes execution of a Use and Permit Agreement for Peer-to-Peer Vehicle Sharing Concession (Agreement) at the Airport with Turo. The Agreement commences upon Board approval and continues for a one (1) year term, expiring May 5, 2022. The Authority may terminate the Agreement upon thirty (30) days written notice. Under the Agreement and in accordance with Authority Policy P824, Peer to Peer Vehicle Sharing, Turo will pay the Authority a privilege fee of six and one half percent (6.5%) of gross receipts from business generated at the Airport, plus a monthly fee of \$1,520.83 as compensation for the use of five (5) parking spaces in the Economy Parking Garage.

Management recommended adoption of Resolution No. 2021-51.

Upon motion of Commissioner White, seconded by General Diehl, the Use and Permit Agreement for Peer-to-Peer Vehicle Sharing Concession at Tampa International Airport with Turo Inc. was unanimously approved by all Board Members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2021-51.

Item K2

Amendment No. 3 to Contract for Special Legal Services, Greenberg Traurig, P.A., Tampa International Airport, Resolution No. 2021-40, presented by Scott Knight.

On December 5, 2019, the Board approved a Special Legal Services Contract (Contract) with Greenberg Traurig, P.A. for legal services with regard to commercial law and related legal matters,

including the ongoing Turo litigation, in a total not-to-exceed amount of \$150,000. The initial term of the Contract was December 5, 2019 through December 4, 2020 with one, two-year renewal option at the discretion of Authority General Counsel or Assistant General Counsel. The one, two-year renewal option was previously exercised, extending the Contract through December 4, 2022. The Authority may cancel the Contract with 30 days advance written notice.

The Contract has previously been amended to increase the total maximum purchase authorization to \$725,000.

Authority Policy P500 authorizes the utilization of non-Authority attorneys without obtaining three quotes or advertisement based upon such factors as needed services, experience, qualifications, geographic location, length of services, and efficiencies.

This Amendment No. 3 authorizes an increase of \$125,000 to the Contract for a new total maximum purchase authorization amount of \$850,000. Greenberg Traurig, P.A. will continue to represent the Authority with regard to commercial law and related legal matters, including the ongoing Turo litigation.

This item is included in the O&M Budget.

Management recommended adoption of Resolution No. 2021-40.

Upon motion of Robert Watkins, seconded by General Diehl, Amendment No. 3 to Contract for Special Legal Services at Tampa International Airport with Greenberg Traurig, P.A. was unanimously approved by all Board Members present; and the Chief Executive Officer or designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2021-40.

Item K3

Job Order Contracting (JOC) Services utilizing Indefinite Quantity Construction Contracts through Sourcewell, Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports, Resolution No. 2021-35, presented by Jeff Siddle.

The Authority has routine miscellaneous small to medium size maintenance and construction projects with time constraints or limited competition. To provide an additional resource, a Job Order Contracting (JOC) solution utilizing cooperative contracts through Sourcewell has been identified.

In June 2016, the Board authorized use of Indefinite Quantity Construction Contracts through Sourcewell for maintenance and construction projects for amounts greater than \$100,000 for the term June 2, 2016 through June 1, 2021 with a maximum purchase authorization of \$5,000,000. In August 2018, the Board authorized an increase to the maximum purchase authorization by

\$5,000,000, for a new total maximum purchase authorization of \$10,000,000. As of April 22, 2021, \$8,258,744.92 has been awarded.

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.

This new authorization approves the issuance of Authority contracts to contractors that have been awarded indefinite quantity contracts by Sourcewell for miscellaneous small to medium size maintenance and construction projects for amounts greater than \$100,000 for the term June 2, 2021 through June 1, 2026, with a maximum purchase authorization of \$10,000,000. Additionally, this item authorizes the Chief Executive Officer or designee to issue such Authority contracts.

This item is included in the Capital and O&M Budgets.

Management recommended adoption of Resolution No. 2021-35.

Upon motion of Robert Watkins, seconded by General Diehl, the utilization of Indefinite Quantity Construction Contracts through Sourcewell at Tampa International, Peter O. Knight, Tampa Executive and Plant City Airports in the maximum purchase authorization of \$10,000,000 was unanimously approved by all Board Members present; the Chief Executive Officer or his designee was authorized to issue such contracts; and the Chief Executive officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2021-35.

Item K4

Selection of Firm and Award of Contract, Temporary Air Traffic Consulting Services for Special Events, John-Wayne Air Cavalry, LLC, Tampa International, Tampa Executive, Peter O. Knight, and Plant City Airports, Resolution No. 2021-38, presented by Brett Fay.

The Authority holds events that require temporary air traffic consulting services for enhanced safety during times of increased traffic. For example, Sun 'n Fun and Planes Trains & Automobiles are annual events that bring a significant increase in air traffic to Plant City Airport.

These temporary air traffic consulting services have previously been procured on an as needed basis utilizing purchase orders due to the low cost of such services. With an increase in demand for these services, a formal Request for Proposals was issued in order to lock in pricing for a longer term. On January 13, 2021, a Request for Proposals was issued for Temporary Air Traffic Consulting Services for Special Events at Tampa International Airport, Peter O. Knight Airport, Tampa Executive Airport, and Plant City Airport (Airports).

On February 11, 2021, one response was received and evaluated by staff. The following firm is listed in order of technical ranking:

1. John-Wayne Air Cavalry, LLC

No specific expectancy for W/MBE participation was established.

The initial term of the Contract for Temporary Air Traffic Consulting Services for Special Events (Contract) is for the period of May 6, 2021 through May 5, 2026 with five discrete, one-year renewal options at the discretion of the Chief Executive Officer. The maximum purchase authorization for the term of the Contract, including renewal options, is \$383,000. The maximum purchase authorization includes \$100,000 for future unknown events. The Authority may cancel the Contract with or without cause by giving thirty (30) days written notice.

This item is included in the O&M Budget.

The Chief Executive Officer recommended the ranking listed above and award to the top ranked firm.

Upon motion of Robert Watkins, seconded by General Diehl, the Contract for Temporary Air Traffic Consulting Services for Special Events at Tampa International, Plant City, Peter O. Knight, and Tampa Executive Airports with John-Wayne Air Cavalry, LLC was unanimously approved by all Board Members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2021-38.

Item K5

Support Services and Spare Parts Contract, IER 720 Skylane and Shuttle Lobby Application, IER Inc, Tampa International Airport, Resolution No. 2021-41, presented by Marcus Session.

On May 2, 2019, the Authority Board approved the initiation of a Proof of Concept for a biometric security screening system. Currently, the Authority has procured and installed 4 IER E-Gates at each of the entrances of Shuttle A, C, E and F. Exit Bio-Metrics E-Gates will be installed in the near future at Gates A1, A11, C30, E72, E73, E65, F83, F85, F87, F88, and F90, respectively.

The respective software and hardware has been procured through an existing government contract. However, maintenance and support services, including spare parts, are custom to match the required configuration, which varies from airport to airport. Custom products and services cannot be added as a line item to a national government contract.

On January 27, 2021, a Notice of Intent to Sole Source with IER, Inc for the maintenance and support of IER Shuttle Lobby Application, including the supply of spare parts for Skylane IER 720, was publicly advertised. No responses were received.

IER, Inc is the manufacturer and owner of all intellectual property rights of the E-gates and Shuttle Lobby Application, as required in the existing shuttle entrance E-Gates and soon to be installed Exit Biometric E-Gates.

Authority Policy P410 authorizes sole source purchases when no other authorized vendor can supply the required equipment, materials, supplies or services.

Authorize execution of the Support Services and Spare Parts Contract for IER 720 Skylane and Shuttle Lobby Application with IER, Inc for the period of May 6, 2021 through May 5, 2026 in the maximum purchase authorization of \$505,500.

This item is included in the O&M and Capital Budgets.

Management recommended adoption of Resolution No. 2021-41.

Upon motion of Robert Watkins, seconded by General Diehl, the Support Services and Spare Parts Contract for IER 720 Skylane and Shuttle Lobby Application at Tampa International Airport with IER, Inc was unanimously approved by all Board Members present; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2021-41.

This concluded New Business and Chairman Harrod proceeded to Staff Reports.

Jeff Siddle started his report with an update on the SkyCenter Authority offices on Levels 3-5. DPR is working at a great pace with the concrete, flooring, and framing. The mechanical, electrical and plumbing will be worked on over the next couple of months.

Mr. Siddle informed the Board that GLF will be completing their final work on Cross Field Taxiway A in late May.

Hensel Phelps has continued work on the blue side roadway as well as continued CUP site development. The Authority is hoping to have these facilities ready for the holidays this year.

In the Long Term Parking Garage there are offices being built for the Maintenance and Police Departments. That is expected to be completed in the October timeframe.

The budget is at \$543 million and 81% has been committed. The final contract will be brought to the Board in December for the red side curb. It is currently being forecasted a little over the \$543 million as the project gets prepared for Hensel Phelps to put it out to bid this summer.

This concluded Staff Reports.

Before adjourning the meeting, Mr. Stephens requested an Attorney-Client Closed Session be held at the June 3, 2021 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 Chairman Harrod adjourned the meeting.

Gary W. Harrod, Chairman

Jane Castor, Secretary