

Hillsborough County Aviation Authority
Regular Board Meeting

Thursday, 9:01 a.m.
December 7, 2017

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, December 7, 2017.

Members present were: Robert I. Watkins, Brig. General Chip Diehl, Gary W. Harrod, Commissioner Victor Crist and Mayor Bob Buckhorn.

Aviation Authority staff members present were Chief Executive Officer Joseph W. Lopano, General Counsel Michael Stephens, Al Illustrato, Damian Brooke, Chris Minner, John Tiliacos, Janet Scherberger, Michael Kamprath, Scott Knight, Jeff Siddle, Ed Haines, Elita McMillon, Ann Davis, Beth Zurenko, Violet Cummins, Laurie Noyes, Police Chief Charlie Vazquez, Police Officer Richards, Laura Tatem, Teresa Howell, Dominic Macrone, Randy Forister, Kari Goetz, Rob Porter, Brett Fay, Paul Ridgeway, Tom Thalheimer, Adam Bouchard, Marcus Session, Lloyd Tillmann, David Potter, Thomas Johnson, Melissa Solberg, Cathy Teft, Tara Bohnsack and Danny Cooper.

Chairman Watkins welcomed everyone to the Regular Board Meeting of December 7, 2017. Chairman Watkins asked everyone to stand for the Pledge of Allegiance. He then advised the audience that anyone wishing to comment on propositions brought before the Board should see Violet Cummins, Board Services Administrator, for a form.

Chairman Watkins advised the audience that all members had received a copy of the Agenda prior to the meeting and had a chance to review it in advance. Before proceeding he informed the audience that Mr. Lopano had something to share with the Board.

Mr. Lopano reminded the Board that at the November Board Meeting General Counsel Stephens had advised of the possibility of holding an Attorney-Client Closed Session at the December meeting. Mr. Lopano informed the Board that there would be no need to hold that Closed Session.

Chairman Watkins called for a motion to approve the Agenda for the December 7, 2017 Board Meeting. Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the Agenda was unanimously approved by all members present.

Chairman Watkins announced that there were no Public Comments.

Chairman Watkins then asked General Counsel Stephens if there were any additions or corrections to the Minutes of the Regular Board Meeting held on November 2, 2017. General Counsel Stephens reported there were no abstentions to be read from the November 2, 2017 Board Meeting and he did not anticipate any from this Meeting.

Chairman Watkins then called for a motion to approve the Minutes of the Regular Authority Board Meeting of November 2, 2017. Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the Minutes of the Regular Authority Board Meeting of November 2, 2017 were unanimously approved by all members present.

Chairman Watkins then called upon Mr. Lopano to present his Management Report.

Mr. Lopano then called Chris Minner to begin the Management Report.

Chris Minner, Executive Vice President of Marketing, started his presentation with the Monthly Performance Assessment Report.

During the month of October there was 6.5% growth. The two airlines that drove the growth were Southwest Airlines, who added 65,000 new passengers, and Frontier Airlines, who added 55,000 new passengers. International growth for the month of October was up 9.6%. Icelandair had 2,774 new passengers. Copa Airlines was up 6.3%. Pedro Heilbron, CEO of Copa Airlines, announced that they will go from 4 flights a week to daily year-round service, which is a 75% increase in frequency. The estimated economic impact of daily nonstop flights on Copa Airlines is almost \$34 million a year for the Tampa Bay region. Mr. Minner also reported on Spirit Airlines adding new daily year-round nonstop flights to both LAX and Las Vegas starting in April. Mr. Minner concluded with announcing this year's Tony Jannus award recipient, Mr. Doug Parker, CEO of American Airlines.

Mr. Harrod questioned whether parking revenues and rental car revenues were tracked with the increase in passenger traffic. Mr. Brooke replied that there is definitely a correlation between the two.

Mr. Damian Brooke next presented on the potential changes in the Federal tax code, the ramifications to the Authority and the Authority's ongoing effort to mitigate some of the impact of those potential changes.

The House and Senate released proposed tax bills, both of which were passed by the respective bodies. The House Bill contained language which would eliminate the exemption of Private Activity Bonds and the Senate chose to leave the tax breaks alone. Under the proposed House language all Private Activity Bonds issued after January 1, 2018 would become taxable resulting in the

Authority paying higher interest rates on its future debt. It is also possible, depending on the final language of the tax bill, that the Private Activity Bond tax exemption could also reduce the net present value savings on the refunding of the 2008 Series Bonds which were approved by the Board last month.

The Authority has been working with PFM, the Authority's Financial Advisor, and Holland and Knight, the Authority's Bond Counsel and Tax Counsel. In PFM's opinion, if the Authority believes that the elimination of the tax break of Private Activity Bonds will remain in the final tax bill, the Authority should look to accelerate the issuance of Phase 2 debt prior to December 21, 2017.

In order to provide the Board some options in case the House language eliminating the tax-exempt status of Private Activity Bonds remains in a combined bill, the Authority has issued two separate invitations to bid to the banking community. The first was issued on November 28th for a Direct Placement of up to \$211 million and the second was issued on November 30th for a revolving line of credit for up to \$211 million. The Direct Placement bid would be the preferred vehicle to accelerate the financing. The Authority would only plan on pursuing the revolving line of credit transaction if the cumulative total of acceptable Direct Placement bids total less than \$211 million. By issuing parallel bids the Authority has created the option of potentially selecting either just the Direct Placement, just the line of credit, or a solution potentially containing both. The Authority does have the ability to cancel either or both of these invitations to bid at any time. So, if the final combined bill maintains the tax exemption for Private Activity Bonds, the Authority can, if it chooses, just issue a bid cancellation notice.

The Authority will receive responses to both invitations to bid on Monday, December 11th with PFM and the Authority evaluating any bids received later that day. On December 12th a recommendation will be provided to Mr. Lopano on whether or not to bring the results of the invitation to bid to the Board. If that recommendation is to move forward, Management will bring the recommended rankings and final agreements to the Board for approval at a Special Board Meeting scheduled for 9 a.m. on Wednesday, December 20th.

Mr. Rick Alcalde, President of Potomac Partners DC, the Authority's Federal Lobbyist, was asked to give his opinion of what may transpire. A discussion ensued between Board Members, Mr. Alcalde and Mr. Brooke that what happens between the House and the Senate is unclear at this point but that more information would be available by the end of the following week.

Next Laura Tatem, Director of Internal Audit, reported on the State Audit that was conducted by the Auditor General's office. The Authority was notified in May 2017 that an Audit would be conducted that would focus on Phase 1 of the Master Plan Capital Project. The Audit was led by the Authority's Internal Audit Department. There were over 2,000 documents provided over the past 6.5 months with an estimated 600 hours spent by the Internal Audit Department and between 200 and 250 hours spent by other departments. There were 3 State Auditors on site for approximately 2

months and additional time was spent remotely from the offices in Orlando and Tallahassee. The Audit team did praise Authority staff on their cooperativeness and timeliness in providing documents. Responses were typically provided within 24 to 48 hours of each request. The preliminary draft was received on November 29th. Management provided draft comments on November 30th and a final response is due back to the Auditor General on December 29th. The report needs to be completed and submitted to the Governor, the President of the Senate and the Speaker of the House by December 31st.

Mr. Lopano concluded that the Audit did find some things that were good suggestions and those items were implemented.

Commissioner Crist commented that there were some serious allegations made but in the end it was proven that the Airport is well-run, well-managed and responsive. General Diehl also gave praise to the organization and team.

This concluded the 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 then called for a motion to approve the items in the Consent Agenda.

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

The following items were contained in the Consent Agenda.

CONSENT ITEM G1

Operating Agreement for Ground Handlers, PrimeFlight Aviation Services, Inc. d/b/a PrimeFlight of DE, Inc., Tampa International Airport, Resolution No. 2017-105.

Ground handling operators providing service at Tampa International Airport must have, at a minimum, a ground handling operating agreement prior to commencing operations. PrimeFlight Aviation Services, Inc. d/b/a PrimeFlight of DE, Inc. (PrimeFlight) has requested to provide aircraft cabin cleaning and air cargo and provisioning warehouse janitorial services for PrimeFlight's customers.

This item grants to PrimeFlight the non-exclusive right to provide the requested limited service ground handling to air carriers at Tampa International Airport for the term of January 1, 2018 through September 30, 2020.

Initially PrimeFlight will provide services for Southwest Airlines, so no privilege fee will be remitted, per the signatory airline agreement with Southwest Airlines. However, should PrimeFlight provide services to a non-signatory airline, PrimeFlight will be required to remit 5% of monthly gross receipts. Gross receipts include PrimeFlight's gross revenues from all sales made and services performed for cash, credit or otherwise at the Airport, excluding gross receipts from signatory air carriers at Tampa International Airport. Either party may terminate the Agreement upon 30 days'

Management recommended adoption of Resolution No. 2017-105.

Resolution No. 2017-105 approved and authorized execution of the Operating Agreement for Ground Handlers at Tampa International Airport with PrimeFlight Aviation Services, Inc. d/b/a PrimeFlight of DE, Inc.; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents.

CONSENT ITEM G2

Space Rental Agreement, ABM Aviation, Inc., Tampa International Airport, Resolution No. 2017-103.

ABM Aviation, Inc. (ABM) provides sky cap services for JetBlue Airways at Tampa International Airport and desires to lease space from the Authority on the Ticket Level of the Main Terminal under a Space Rental Agreement (Agreement) in support of its sky cap services.

ABM desires to lease Suite 1219 at the FY 2018 non-signatory rate indicated below, which may be adjusted annually:

Description	Sq. Ft.	FY18 Rate	Annual Rent	Monthly
		Per Sq. Ft.		Rent
Ticket Level Operations Space	124	\$224.32	\$27,815.68	\$2,317.97

The Agreement commences January 1, 2018 and terminates concurrently with all other space rental agreements on September 30, 2020. Either party may terminate the Agreement upon 30 days' written notice. ABM must provide payment security in the amount of \$6,953.91, equal to three months' rent.

Management recommended adoption of Resolution No. 2017-103.

Resolution No. 2017-103 approved and authorized execution of the Space Rental Agreement at Tampa International Airport with ABM Aviation, Inc.; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents.

CONSENT ITEM G3

Space Rental Agreement, ICON Aircraft, Inc., Peter O. Knight Airport, Resolution No. 2017-106.

Since July 12, 2017, ICON Aircraft, Inc. (ICON) has leased space on a short-term basis under a Letter of Agreement in support of ICON's aircraft sales and new owner pilot training to its customers at Peter O. Knight Airport. ICON desires to continue leasing this space from the Authority under a Space Rental Agreement (Agreement) in support of its manufactured aircraft sales and new owner training services.

ICON desires to lease 682 square feet of office space at the rate indicated below:

Description	Sq. Ft.	FY18 Rate	Annual Rent	Monthly Rent
		Per Sq. Ft.		
Suite 112 – Conf. Rm Office Space	682	\$30.00	\$20,460.00	\$1,705.00

The Agreement commences December 23, 2017 and terminates December 22, 2022. Either party may terminate the Agreement upon 30 days' written notice. ICON has provided payment security in the amount of \$5,115.00, equal to three months' rent.

Management recommended adoption of Resolution No. 2017-106.

Resolution No. 2017-106 approved and authorized execution of the Space Rental Agreement at Peter O. Knight Airport with ICON Aircraft, Inc.; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents.

CONSENT ITEM G4

Use and Permit Agreement for Off-Airport Rental Car Concession, Silvercar, Inc., Tampa International Airport, Resolution No. 2017-104.

Silvercar, Inc. (Silvercar) is an off-site rental car company based in Austin, Texas which only rents silver Audi A4s to customers. Silvercar currently operates at thirteen (13) airports across the United States including Fort Lauderdale, Miami, and Orlando. Silvercar continues to grow its operation and desires to operate an off-airport rental car business on North Clark Avenue, east of Tampa International Airport (Airport).

This item approves and authorizes an Agreement with Silvercar to operate an off-airport car rental business and to provide transportation for Airport customers to its off-airport location by courtesy vehicle. The Agreement commences on December 7, 2017 and expires on September 30, 2020. The Authority may terminate the Agreement, with or without cause, upon 30 days written notice. In accordance with Authority Policy P822, Silvercar will pay a privilege fee equal to 1% less

than that of the on-airport rental car companies, which is currently nine and one-half percent (9.5%). The privilege fee will increase to ten percent (10%) for the on-airport rental car companies after the Rental Car Center opens to the public. As such, Silvercar will initially pay a privilege fee of eight and one-half percent (8.5%) of Gross Receipts and will subsequently pay nine percent (9%) of Gross Receipts after the Rental Car Center opens to the public, for the remainder of the term of the Agreement. Additionally, Silvercar will initially pay an annual courtesy vehicle permit fee of \$100 for each authorized vehicle. At the time the new AVI system is installed at the Airport, and continuing for the remainder of the term of the Agreement, Silvercar will pay a vehicle per-trip fee of \$2.50 each time a customer is picked up at the Airport. Simultaneously with this change, the annual courtesy vehicle permit fee will be eliminated. Lastly, Silvercar will pay the Authority a Transportation Facility Charge (TFC) of \$2.00 per rental transaction day for each rental regardless of length of rental.

The Agreement provides two methods by which Silvercar can account for and report non-airport business which is exempt from inclusion in Gross Receipts: a flat 5% or a signed affidavit stating an Airport customer did not arrive at the Airport within 24 hours and/or did not utilize a courtesy vehicle for transportation to or from Silvercar's off-airport facilities. The method chosen is to remain in place throughout the term of the Agreement.

Management recommended adoption of Resolution No. 2017-104.

Resolution No. 2017-104 approved and authorized execution of the Use and Permit Agreement for Off-Airport Rental Car Concession at Tampa International Airport with Silvercar, Inc.; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents.

CONSENT ITEM G5

Purchase Orders, Vehicles, Cars, Vans, SUVs, and Light Trucks with Related Equipment, Accessories, and Services utilizing National Joint Powers Alliance Contract No. 120716-NAF, Alan Jay Chevrolet Cadillac, Inc. and Alan Jay Ford Lincoln Mercury, Inc., Tampa International Airport.

The Authority's FY18 equipment budget provides for the purchase of an assortment of vehicles and equipment for the Maintenance, Operations and Police Departments.

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 Alan Jay Chevrolet Cadillac, Inc. and Alan Jay Ford Lincoln Mercury, Inc. for eight vehicles listed below utilizing the National Joint Powers Alliance (NJPA) Contract No. 120716-NAF for the term of January 17, 2017 through January 17, 2021 in a total not-to-exceed amount of \$328,000.

Vehicle Type	Quantity	Department
Pickup Trucks with CNG	5	Maintenance
Pickup Truck	1	Operations
Sport Utility Vehicle (K9 & CIU)	2	Police

This item is included in the Capital Budget.

The Chief Executive Officer recommended the Board authorize the issuance of purchase orders to Alan Jay Chevrolet Cadillac, Inc. and Alan Jay Ford Lincoln Mercury, Inc. and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents.

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

CONSENT ITEM G6

Purchase Order, Reclaim Long Term Parking Garage Levels 1 and 2, HCAA Project No. 6505 17, Elevator Equipment, Schindler Elevator Corporation, Tampa International Airport

On June 1, 2017, the Board approved a Part 1 Contract for Design-Build Services with Creative Contractors, Inc. for the design of the Reclaim Long Term Parking Garage Levels 1 and 2 project. As design for this project has progressed, it has been determined that the purchase and delivery of elevator equipment for the 16 Schindler elevators located in the Long Term Parking Garage cannot wait until the award of the Part 2 Design-Build Contract for construction, currently scheduled for award at the April 2018 Board meeting. It is recommended that the Authority should purchase the elevator equipment directly so as not to delay the construction of the project.

On November 15, 2017, a Notice of Intent to Sole Source with Schindler Elevator Corporation for the purchase of elevator equipment at Tampa International Airport was advertised. Authority Policy P410 authorizes sole source purchases when no other authorized vendor can supply the required equipment, materials, supplies or services. No responses were received to this Notice.

The installation of this elevator equipment will be included in the Part 2 Design-Build Contract.

Authorize the issuance of a purchase order to Schindler Elevator Corporation for elevator equipment needed for the Long Term Parking Garage Project in the total not-to-exceed amount of \$180,000.

This item is included in the Capital Budget.

The Chief Executive Officer recommended the Board authorize issuance of a purchase order to Schindler Elevator Corporation and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents.

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

CONSENT ITEM G7

Aviation Authority Meeting Dates for Calendar Year 2018.

As required by State Law, it is necessary for the Authority to adopt a meeting schedule for the upcoming year.

The following schedule was proposed for calendar year 2018:

Time:	9:00 a.m.
Location:	Boardroom, HCAA Offices
Dates:	Thursday, February 1
	Thursday, March 1
	Thursday, April 5
	Thursday, May 3
	Thursday, June 7
	Thursday, August 2
	Thursday, September 6
	Thursday, October 4
	Thursday, November 1
	Thursday, December 6

The Chief Executive Officer recommended approval of the proposed Authority meeting dates for calendar year 2018.

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

This concluded the Consent Agenda. There were no Policies or Rules for Consideration or Action or Committee Reports. Chairman Watkins then proceeded to Unfinished Business.

The first and only item in Unfinished Business was the Part 1 Contract for Design-Build Services, Demolition of Red Side Rental Car Garage and Airside D Shuttle Guideway, HCAA Project No. 8830 17, Kimmins Contracting Corp., Tampa International Airport, Resolution No. 2017-92, presented by Jeff Siddle.

The Red Side Rental Car Garage (Garage) was constructed in 2005 to enhance customer pick-up of rental cars on the Red Side of Tampa International Airport's Main Terminal. With the new

Rental Car Center scheduled to open in early 2018, the Garage is no longer needed and is incompatible with the 2012 Master Plan's future Main Terminal curbside expansion project. Additionally, the remaining segment of the Airside D Shuttle Guideway has also been deemed incompatible for future use.

This Project will demolish the Garage, the remaining segment of the existing Airside D Shuttle Guideway, and decommission the Red Side Rental Car Office Area.

On June 1, 2017, a request for qualifications entitled Demolition of Red Side Rental Car Garage and Airside D Shuttle Guideway at Tampa International Airport was issued.

On September 7, 2017, the Board approved negotiations with the number one ranked firm, Kimmins Contracting Corp.

This Part 1 Contract for Design-Build Services provides for design of the Project in the not-to-exceed amount of \$1,037,732 for basic services and reimbursable expenses.

This Part 1 Contract for Design-Build Services will commence on December 7, 2017. Substantial completion of the Project is anticipated in Summer 2019.

The W/MBE goal for the design of the Project will be 17.1% of the dollar amount earned on the design phase.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2017-92.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the execution of the Part 1 Contract for Design-Build Services, Demolition of Red Side Rental Car Garage and Airside D Shuttle Guideway, HCAA Project No. 8830 17 at Tampa International Airport with Kimmins Contracting Corp. was 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. 2017-92.

Chairman Watkins then proceeded to New Business.

The first item in New Business was the Selection of Design Professional, North Air Cargo Apron Expansion, Taxiway A and MRO Taxilane Extension, HCAA Project Nos. 6530 18, 8220 18 and 8825 18, Tampa International Airport, presented by Jeff Siddle.

As part of the recent move by United Parcel Service (UPS) to Tampa International Airport and the leasing of space in the North Cargo Building to LGSTX Services, the Authority is requiring the redevelopment and expansion of the existing North Air Cargo Facility's Apron and the addition of a

connector taxiway to meet the demand for UPS, LGSTX, and other tenants in the North Air Cargo Facility. The construction of a new Taxiway A and bridge will help to facilitate aircraft ground traffic. It will also separate aircraft and ground transportation vehicle conflicts in this area and reduce potential airfield incursions. In addition, there is interest for a new Maintenance, Repair and Overhaul (MRO) facility, to be constructed by a third party, which would require the Authority to construct an MRO taxilane extension to the MRO facility. The MRO taxilane design and construction is contingent upon a deal with the third party. This growth will cause an increase in aircraft operations and vehicular traffic in the north airfield area.

This program includes the following three projects:

North Air Cargo Apron and Taxiway
New Taxiway A and Bridge
Taxilane Extension & Site Preparation for Eastside MRO Development

On August 16, 2017, a request for qualifications titled North Air Cargo Apron Expansion, Taxiway A and MRO Taxilane Extension at Tampa International Airport was issued.

Four responses were received and evaluated by staff. The order of technical ranking is:

1. AECOM Technical Services, Inc.
2. Michael Baker International, Inc.
3. C&S Engineers, Inc.
4. HDR Engineering, Inc.

A DBE goal of at least 6% of the dollar amount earned on the contract for the design of the North Air Cargo Apron and Taxiway project was prescribed. A W/MBE goal of at least 6% of the dollar amount earned on the contract for the design of the New Taxiway A and Bridge project was prescribed. No goal was prescribed on the Taxilane Extension and Site Preparation for Eastside MRO Development project. The percentages proposed by all respondents for the amount earned on design will meet or exceed the DBE and W/MBE goal requirements and will be incorporated into the resulting contract.

This item is included in the Capital Budget.

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

Upon motion of Gary Harrod, seconded by Commissioner Crist, the Board approved the firms ranked in order of preference and authorized staff to negotiate a contract; no resolution was required.

The next item in New Business was the Construction Contract, Short Term Parking Garage Level 8 Rehabilitation, HCAA Project No. 6120 17, Concrete Protection and Restoration, Inc., Tampa International Airport, Resolution No. 2017-100, presented by Jeff Siddle.

This Project consists of rehabilitation of Level 8 of the Short Term Parking Garage at Tampa International Airport including miscellaneous concrete repairs and waterproofing of the entire Level. A low bid solicitation was advertised on August 9, 2017.

On October 4, 2017, bids were publicly opened and read aloud as follows:

<u>Company Name</u>	<u>Bid Amount</u>
*General Caulking & Coatings Co., Inc.	\$1,077,190.00
*Structural Preservation Systems, LLC	\$1,098,662.00
Concrete Protection and Restoration, Inc.	\$1,137,081.20
*Restocon Corporation	\$1,361,881.30
Tendon Systems, LLC	\$1,443,578.08

*General Caulking & Coatings Co., Inc., Structural Preservation Systems, LLC and Restocon Corporation were deemed non-responsive for failure to meet the prescribed W/MBE Goal.

The lowest responsive and responsible bidder is Concrete Protection and Restoration, Inc.

A W/MBE Goal participation rate of 10.8% was prescribed and a W/MBE Goal participation rate of at least 11% is incorporated into this Contract.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2017-100.

Upon motion of Commissioner Crist, seconded by Gary Harrod, the Construction Contract for Short Term Parking Garage Level 8 Rehabilitation, HCAA Project No. 6120 17 at Tampa International Airport with Concrete Protection and Restoration, Inc. in the amount of \$1,137,081.20 was unanimously approved by all members present; the bids from General Caulking & Coatings Co., Inc., Structural Preservation Systems, LLC and Restocon Corporation were rejected as non-responsive; and the Chief Executive Officer or his designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2017-100.

The next item in New Business was the Construction Contract, Paging System Replacement – Phase II, HCAA Project No. 6380 18, Altel Systems Group, Inc., Tampa International Airport, Resolution No. 2017-101, presented by Jeff Siddle.

The purpose of this Project is to upgrade the existing paging system at Tampa International Airport previously installed by Altel Systems Group, Inc. (Altel) as the existing IED software and hardware at Airsides A, C, F and Main Terminal are obsolete. Upgraded software and hardware have been installed at the Rental Car Center and Airside E. A sole source purchase of IED's proprietary hardware and software is necessary to ensure compatibility and a seamless integration with all facilities. Altel is the only certified integrator authorized by IED to sell, install or service IED Announcement Control Systems at Tampa International Airport.

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

A Notice of Intent to Sole Source was advertised on October 13, 2017. No responses were received.

This Contract will commence on December 7, 2017. Substantial completion of the Project is anticipated by December 2018. The total not-to-exceed amount of the Contract is \$1,579,065.

There was no W/MBE goal for this Contract.

This item is included in the Capital Budget.

Management recommended adoption of Resolution No. 2017-101.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the Construction Contract, Paging System Replacement – Phase II, HCAA Project No. 6380 18 at Tampa International Airport with Altel Systems Group, Inc. in the total not-to-exceed amount of \$1,579,065 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. 2017-101.

The next item was the Selection of Firm and Award of Contract, Land Acquisition and Relocation Consulting Services, Keystone Field Services, Inc., Tampa International Airport, Resolution No. 2017-99, presented by Chris Minner.

On February 7, 2013, the Board awarded an Agreement for Land Acquisition and Relocation Consulting Services (Agreement) to Keystone Field Services, Inc. for the term of March 1, 2013 through February 28, 2018 for the total amount of \$250,000. On August 7, 2014, the Board approved Amendment No. 1 to the Agreement for an increase of \$401,280. On February 4, 2016, the Board approved Amendment No. 2 to the Agreement for an increase of \$347,000, for a new total not to exceed Agreement amount of \$998,280.

On August 10, 2017, a request for proposals was issued for Land Acquisition and Relocation Consulting Services. Under the awarded contract, the selected firm will provide consulting services

related to the acquisition of property and subsequent relocation in accordance with applicable laws and regulations. The scope of services will include, but not be limited to, administering and performing all land acquisition and relocation planning, relocation assistance services, relocation consulting services and project management on an as-needed basis and creation and assembly of acquisition documentation as directed by the Authority.

Four qualified responses were received and evaluated by staff. The following firms are listed in order of technical ranking:

<u>Rank</u>	<u>Firm</u>
1	Keystone Field Services, Inc. (<i>Recommended Award</i>)
2	Florida Acquisition & Appraisal, Inc.
3	American Acquisition Group, LLC
4	The Bernard Johnson Group, Inc.

This item approves the rank order of firms and authorizes execution of a Contract with Keystone Field Services, Inc. The term of the Contract is March 1, 2018 through February 28, 2023, with two, one-year renewal options at the discretion of the Chief Executive Officer. The total amount of the Contract for the five year term and the renewal options will not exceed \$990,000. Keystone Field Services, Inc. will be assigned tasks through an Authority approved work order. The work order will be based on approved hourly rates and will include a not-to-exceed amount. Any changes to the hourly rates will be approved in writing by the Authority Vice President of Real Estate. The Authority may cancel the contract with 30 days' written notice.

No specific goal for W/MBE participation was established; however, Keystone Field Services, Inc. is a certified W/MBE firm.

This item is included in the Capital Budget.

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

Commissioner Crist made a motion to approve which was seconded by Gary Harrod.

Mayor Buckhorn inquired if the Airport was looking to expand its footprint. Mr. Minner responded that the 1998 Master Plan had intended to extend the airport's property into the Drew Park area. There were a total of 288 parcels and 285 have been acquired to date. There are three parcels that remain. This program works with willing sellers in an area where the Authority has a long-term interest in owning that property.

The Contract for Land Acquisition and Relocation Consulting Services at Tampa International Airport with Keystone Field Services, 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. 2017-99.

The next item was the Purchase Order, General Purpose Commercial Information Technology Equipment, Software, and Services utilizing GSA Contract No. GS-35F-497AA, Applications Software Technology Corporation d/b/a Applications Software Technology LLC, Tampa International Airport presented by Marcus Session.

On November 6, 2014, the Board authorized the issuance of purchase orders to Oracle America, Inc. to expand the Authority's ERP software system and included the purchase of Hyperion on premise licenses with implementation being performed by internal Authority resources. Those resources are no longer available. The Authority now intends to convert to cloud based licenses requiring a third party to assist with the conversion of licenses and onsite implementation of Oracle Hyperion Planning.

The Authority budgeting process requires manual consolidation and updating. Oracle Hyperion Planning is a centralized planning, budgeting, and forecasting solution that integrates financial and operational planning processes. This solution gives the Authority the ability to plan and forecast revenue and expenses, allows for compensation as well as strategic workforce planning, tracks new and existing assets, streamlines project planning, and monitors project performance.

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 Applications Software Technology Corporation d/b/a Applications Software Technology LLC for implementation of Oracle Hyperion Planning utilizing GSA Contract No. GS-35F-497AA for the period of December 7, 2017 through June 30, 2019, for a total not-to-exceed amount of \$1,500,000.

This item is included in the Capital Budget.

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the issuance of purchase orders to Applications Software Technology Corporation d/b/a Applications Software Technology LLC was unanimously approved by all members present; and the Chief Executive Officer or his designee were authorized to execute all other ancillary documents. No resolution was required.

The next item under New Business was the Purchase Order, Payroll Services, Superior Talent Resources, Inc., Tampa International Airport, presented by Dominic Macrone.

The Authority utilizes temporary employees on an as needed basis and currently has a need for payroll processing services to fill capital and non-capital temporary labor needs. Past payroll

services included services such as Customer Services Representatives that were hired for wayfinding purposes in an effort to enhance the customer experience during Phase I of the Master Plan and support staff in the Human Resources, Maintenance, Planning and Development, Risk Management, and Operations Departments.

On October 11, 2017, the Authority issued an Invitation to Bid to procure payroll services.

On November 1, 2017, seven bids were publicly opened and read aloud as follows:

<u>Company Name</u>	<u>Administrative Fee</u>
Superior Talent Resources, Inc.	7.25%
The Skilled Trades Company	7.5%
Howroyd-Wright Employment Agency, Inc. dba AppleOne Employment Services	8.66%
22 nd Century Technologies, Inc.	10%
4 Corner Resources, LLC	10%
AUE Staffing, Inc.	28.48%
ChaseSource, LP	36.69%

An hourly rate inclusive of both the salary and burden rate was provided for bidding purposes only. The Administrative Fee is based on a percentage of the hourly rate and burden rate.

The lowest responsive and responsible bidder is Superior Talent Resources, Inc.

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

The term of the award is December 7, 2017 through December 6, 2020, with two, one-year renewal options at the discretion of the Chief Executive Officer. Purchase Orders will be issued during the term of the award, including any renewal options, in a total not-to-exceed amount of \$350,000. This amount only includes Administrative Fees and does not include pass through wages or burden rates of any resulting payroll staff.

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

Upon motion of Gary Harrod, seconded by Mayor Buckhorn, the issuance of purchase orders to Superior Talent Resources, Inc. for payroll services was unanimously approved by all members present; and the Chief Executive Officer or his designee were authorized to execute all other ancillary documents. No resolution was required.

The next item under New Business was the Approval of Labor Agreement, West Central Florida Police Benevolent Association, Tampa International Airport, Resolution No. 2017-69, presented by Dominic Macrone.

The West Central Florida Police Benevolent Association represents Police Officers, Corporals, Sergeants, Detectives, Investigators, Traffic Specialists, and an Evidence Technician. The current Labor Agreement between the Authority and the West Central Florida Police Benevolent Association commenced October 1, 2014 and terminated September 30, 2017. Negotiations for a new Labor Agreement took place from July through September of 2017.

This item approves a new Labor Agreement with the West Central Florida Police Benevolent Association commencing October 1, 2017 and terminating September 30, 2020. Key changes from the previous Labor Agreement include updating terms and conditions to reflect changes in statutory and administrative requirements, increasing stipends and shift differentials (neither of which have been changed in 6 years), and the creation of a "Master" designation for Law Enforcement Officers who meet specific criteria in tenure, training & education, skills, and performance.

This item is included in the O&M Budget.

Management recommended adoption of Resolution No. 2017-69.

Mayor Buckhorn made a motion to approve which was seconded by Gary Harrod.

Commissioner Crist then requested to hear comments from the Teamsters and PBA Representatives. Steve McDonald (who negotiated the contract) and Kevin Durkin (who had negotiated previous contracts) approached the podium and spoke. Commissioner Crist asked if they were satisfied with the negotiated terms of the Agreement. Both Mr. McDonald and Mr. Durkin expressed their satisfaction. Mr. Durkin added that there was an impressive display of cooperation from both sides of the table. He stated it was a great Agreement and should be supported.

The Labor Agreement at Tampa International Airport with West Central Florida Police Benevolent Association 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. 2017-69.

The last item in New Business was the Reimbursement Resolution, Tampa International Airport, Resolution No. 2017-107, presented by Damian Brooke.

The 2012 Master Plan was approved by the Board at the April 4, 2013 Board meeting. Phase I Master Plan projects are nearing completion, and the Authority is proceeding with the design of Phase II Master Plan projects. In addition, the Authority continues with the design and construction

of projects within its Board approved on-going capital program. Partial funding for the Master Plan projects and projects under the on-going capital program may include Passenger Facility Charges (PFCs), federal AIP program grants, Florida Department of Transportation grants or Authority funds. The balance of funding will consist of general airport revenue bonds, PFC backed bonds, advances under the revolving credit agreement or other types of short-term financing (Bonds).

Treasury Regulation Section 1.150-2 allows the Authority to pay costs of the following Master Plan projects and other capital program projects before the Bonds are issued and to then reimburse those expenditures from the Bond proceeds after the Bonds are issued and those proceeds are received.

- Reclaim Long Term Parking Garage Rent-a-Car Levels
- Rental Car Fuel Tank Removal
- Main Terminal Curbside Expansion
- Energy Plant and Loading Dock Replacement
- FAA Parking Lot
- Demolition of Red Side Rental Car Garage and Airside D Automated People Mover Guideway
- Widen and Rehabilitate the George Bean Parkway and New Economy Parking Road Exit
- Gateway Development Area – Site Development and Authority Facilities
- Gateway Development Area – Authority Office Complex and Interior Office Fit-Out
- Taxi-lane Extension and Site Preparation for Eastside MRO Development
- East Airfield Pavement Rehabilitation – Design
- Airfield Pavement Rehabilitation
- Taxiway W from W-1 to W-5 & Taxiway J Reconstruction
- New Taxiway A and Bridge
- Checked Baggage System Upgrades and Optimization Construction

In order to pay costs for the above projects before the Bonds are issued, the Treasury Regulation requires the Authority to express its intent to make such a reimbursement from the Bond proceeds by adopting a resolution to that effect.

Design efforts are beginning for these projects and the Authority expects to incur additional expenditures prior to pricing and selling airport revenue or PFC backed bonds, making advances on the revolving credit agreement or issuing other debt during the last month of 2017, late 2018 or early 2019. Therefore, a reimbursement resolution must be initiated to provide the necessary mechanism to reimburse expenditures made prior to the receipt of Bond proceeds.

The reimbursement resolution provides a description of the capital projects, an effective date of the resolution and establishes the maximum principal amount of debt expected to be issued to finance the cost of the projects prior to the issuance of airport revenue or PFC backed bonds at

\$775,000,000. Approval of this resolution does not represent approval by the Board to issue debt. That approval will be requested during the process of the debt issuance.

Management recommended adoption of Resolution No. 2017-107.

Upon motion of Commissioner Crist, Resolution No. 2017-107 was unanimously approved by all members present.

This item concluded New Business.

Mr. Lopano next introduced AI Illustrato and the monthly Master Plan update.

AI Illustrato began by stating that the Authority is still on track to complete within the Program budget of \$971.8 million as the Authority has spent \$861.2 million to date.

The Rental Car Center and SkyConnect are substantially complete as of December 1, 2017. The Economy walkway will be completed in late December. The projected completion of the SkyConnect Station at the Main Terminal is in early 2018.

The Authority is still projecting 56 of 69 concessions to be open by the end of 2017. The completion of shuttles A and F are projected for the Summer of 2018. Mr. Illustrato took some time explaining each project.

Mr. Illustrato then gave a look ahead at the next 3 months. Mitsubishi will start a full system demonstration of the APM on December 10th which will be a 30 day process. The shuttle cars will be operating on the guideway as though it were in normal operation. This should conclude by February 5th and the APM will be operational for the public by February 14th along with the opening of the Rental Car Center.

Mr. Illustrato then did a quick recap of Master Plan Phase 2.

Commissioner Crist then requested that an article be written that highlights what the Master Plan Phase 1 has meant to the community which would include the economic impact and minority involvement. He encouraged that the information be sent out utilizing different outlets such as the County's website and Commissioner Crist's newsletter database.

This concluded Staff Reports.

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

Chairman Watkins reminded the audience that the 2018 Board Meeting schedule was approved as part of the Consent Agenda and that there will be no January 2018 meeting. With no other business to be brought before the Board, the Regular Board meeting adjourned at 10:15 a.m.

Robert I. Watkins, Chairman

Victor D. Crist, Secretary