

Hillsborough County Aviation Authority
Regular Board Meeting

Thursday, 9:00 a.m.
August 1, 2024

A Regular Board Meeting was convened in the Boardroom, Level 4 of SkyCenter ONE, Tampa, Florida, on Thursday, August 1, 2024.

Members present were: Chairman Diehl, Gary Harrod, Robert Watkins, Commissioner Cohen and Mayor Castor.

Aviation Authority staff members present were CEO Joe Lopano, General Counsel Michael Stephens, Chris Minner, John Tiliacos, Damian Brooke, Veronica Cintron, Elita McMillon, Jeff Siddle, Silvana Muro, Violet Cummins, Rob Porter, Ben Robins, Brett Fay, Tony Conza, Scott Knight, Laurie Noyes, Randy Forister, Michael Kamprath, Tony O'Brian, Kevin Posiad, Beau Zimmer, Melissa Solberg, Chief Charlie Vazquez, Sierra Lepore, Nancy Duggan, Dan Johnson, Thomas Johnson, John Mallory, Marcus Session, Doug Wycoff, Tara Camp, Joel Feldman, Josh Gillen, James Tarro, Tom Thalheimer, Nick D'Jimas, Justin Piazza, Casandra Hernandez, Rebecca Hatz, Josh Harmon, Danny Glennon, Paul Horst, Erik Carlson and Matt Bauer.

Chairman Diehl welcomed everyone to the Regular Board Meeting of the Aviation Authority. He asked that anyone who would like to comment on propositions before the Board see Violet Cummins for a form.

The Pledge of Allegiance was recited.

Mr. Lopano announced that there would be no Attorney Client Closed Session at this meeting.

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

Upon motion of Commissioner Cohen, seconded by Gary Harrod, the Agenda was unanimously approved by all Board Members present.

There were no Public Comments.

Chairman Diehl asked General Counsel Stephens if there were any abstentions from the Regular Board Meeting held on June 6, 2024 that needed to be read into the record. General Counsel Stephens replied that there were no abstentions from the June 6, 2024 Board Meeting and none were anticipated at this meeting.

Chairman Diehl asked if there were any additions or corrections to the Minutes of the Regular Board Meeting held on June 6, 2024.

Upon motion of Gary Harrod, seconded by Commissioner Cohen, the Minutes of the Regular Board Meeting held on June 6, 2024 were unanimously approved by all Board Members present.

The Management Report was next.

Mr. Lopano began the Management Report

Chris Minner provided the Performance Assessment Report.

Tampa International Airport served 2,132,286 total passengers in June of 2024, an increase of 1.3% versus June of 2023. There were 121,674 international passengers in June of 2024 which is an increase of 15.1% versus June of 2023.

Air Service Development news included Breeze's announcement of nonstop service to Bangor, Pensacola and Scranton. Canada's Porter announced major expansion at Tampa International Airport this winter to Toronto, Ottawa and Halifax. Jet Blue announced new and increased service to Providence and Cancun.

On July 1, 2024, Aeromexico launched its inaugural flight.

Mr. Minner gave an Employee Parking Lot update and reported that there are four new electric buses with an additional three on order. The employee parking lot expansion project has an estimated completion date of March 2026. There will be an employee parking rate adjustment of \$35 for based employees and \$70 for non-based employees.

The Board approved a two-step rate adjustment for public parking in February 2023. The second parking rate adjustment will be effective September 3, 2024.

Mr. Minner concluded with the Social Media Activity report with 8,000 new followers during June and July. There were more than 2.3 billion impressions during the month of July with a dollar value of \$24,381,554.

John Tiliacos provided reports on the Airline Network Disruption report that lasted from July 19th to July 25th with service disruptions to Delta, United, American, Spirit and Frontier. Operational impacts to Tampa International included 141 cancellations and 254 delays.

TSA held its annual security inspection which resulted in zero findings.

The annual Volunteer Ambassadors dinner was held at the Jewish Community Center in Tampa.

Chief Charlie Vazquez was recently sworn in as the President of the Florida Police Chiefs Association.

Tony Conza gave a presentation on the refunding of the 2015A Series Bonds. On July 24, 2024, the Authority closed on a refunding of \$89.8 million of existing Authority 2015A Series senior lien GARBs via a direct placement with Truist Bank. The Authority realized 5.9% savings through the refunding, reducing future debt service by almost \$34 million.

Jeff Siddle provided an update on Airside D with the new design concept. The new design concept has a cost of \$1.05 billion. Some features include a simplified building form with reduced number of levels and FIS located on the ground level. Some of the drivers behind the cost escalation global inflation, supply chain impacts, post-pandemic construction labor environment and the size of the building and apron. This new design now has a simplified roof, curtain wall, and vertical circulation. It has a square layout and repeatable grid which allow for optimized space planning and more efficient operations. Passengers and international bags will not be located at the ground level.

This concluded the Management Report.

Chairman Diehl then moved on to the Consent Agenda.

Upon motion of Gary Harrod, seconded by Commissioner Cohen, the Consent Agenda was unanimously approved by all Board Members present.

The following items were contained in the Consent Agenda.

Item G1

Cargo Facilities and Ground Lease, Federal Express Corporation, Tampa International Airport, Resolution No. 2024-82.

Federal Express Corporation (FedEx) is an air cargo service company at Tampa International Airport (TPA). FedEx's current lease started March 1, 2003 and expired February 28, 2023. FedEx currently leases 505,296 sq. ft. of ground (land and pond) and 97,170 sq. ft. of building. The current lease is a triple net lease.

This item approves and authorizes a new Cargo Facilities and Ground Lease (Agreement) for an Initial Term of March 1, 2023 through May 31, 2027. The Agreement may be renewed 180 days prior to expiration of the Initial Term for one additional two-year period upon request of FedEx and approval by Authority CEO (First Renewal Term). The Agreement may be renewed 180 days prior to the expiration of the First Renewal Term for one additional three-year period upon request of FedEx and approval by Authority CEO (Second Renewal Term). The Agreement is a triple net lease.

Under the Agreement, FedEx will lease 97,170 sq. ft. of building space, 441,263 sq. ft. of land, 64,033 sq. ft. of pond, a 36,720 sq. ft. GSE pad, and 292,917 sq. ft. of vehicular pavement. The initial Cargo Building Space Rent is \$8.25 psf. The initial Land Area Rent, Pond Area Rent, GSE Pad Rent and Vehicular Pavement Rent (collectively Ground Rent) is based upon the current fair market rental rate at TPA: \$0.75 psf for the land, \$0.75 psf for the pond, \$0.20 psf for the GSE pad, and \$0.10 psf for the pavement. The initial total annual Rents for the leased premises are \$1,217,260.20, payable at \$101,438.36 monthly, plus applicable taxes. For the Initial Term, the Ground Rent will increase by 3% per year for Years 2-5. The Cargo Building Space Rent will be fixed for Years 1-4 and adjusted by the CPI index for Year 5.

Management recommended adoption of Resolution No. 2024-82.

Resolution No. 2024-82 approved and authorized execution of Cargo Facilities and Ground Lease at Tampa International Airport with Federal Express Corporation; and authorized the Chief Executive Officer or **designee to execute all other ancillary documents.**

Item G2

Amendment and Restatement of Ground Lease Agreement for East Parcel, Vandenberg Hangars, LLC, Tampa Executive Airport, Resolution No. 2024-83.

On December 1, 2022, the Authority and Vandenberg Hangars, LLC (Company) entered into a Ground Lease Agreement (Basic Agreement) for .9444 acres of unimproved real property to construct a new hangar at Tampa Executive Airport (VDF). Company has built a hangar of approximately 11,254 square feet which is comprised of two 5,627 square foot hangars. Authority and Company wish to terminate the Basic Agreement and enter into an Amendment and Restatement of Ground Lease Agreement for East Parcel (Agreement) for one of the two new hangars. Company will utilize this hangar for storage and maintenance of Company's own aircraft.

Under this Agreement, Company will lease approximately .472 acres of land (Premises) containing 5,627 square feet of hangar space (East Parcel) at VDF for aircraft storage and maintenance.

The Agreement is effective upon Board signature and expires on the 30th anniversary of the Commencement Date. Upon termination of the Agreement, the hangar reverts to the Authority. Company will have the first right to enter into a new lease for the Premises, including the hangar, upon expiration of the Agreement. Ground rent under the Agreement is \$0.30 per square foot of land for the first year of the Agreement and will increase annually by 3.09%. Every 5 years ground rent will be adjusted based on the current fair market value, but the adjusted ground rent will not be less than the previous year. In addition, Company will pay its proportionate share of rent for the existing detention pond at a rate of \$0.05 per square foot. The combined annual rent for the first year of the Agreement will be \$7,201.17 with monthly payments of \$600.09 plus applicable taxes.

Management recommended adoption of Resolution No 2024-83.

Resolution No. 2024-83 approved and authorized execution of Amendment and Restatement of Ground Lease Agreement for East Parcel at Tampa Executive Airport with Vandenberg Hangars, LLC; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Item G3

Amendment and Restatement of Ground Lease Agreement for West Parcel, Vandenberg Hangars, LLC, Tampa Executive Airport, Resolution No. 2024-84.

On December 1, 2022, Authority and Vandenberg Hangars, LLC (Company) entered into a Ground Lease Agreement (Basic Agreement) for .9444 acres of unimproved real property to construct a new hangar at Tampa Executive Airport (VDF). Company has built a hangar of approximately 11,254 square feet which is comprised of two 5,627 square foot hangars. Authority and Company wish to terminate the Basic

Agreement and enter into an Amendment and Restatement of Ground Lease Agreement for West Parcel (Agreement) for one of the two new hangars. Company's intent is to assign this portion of the hangar.

Under this Agreement, Company will lease approximately .472 acres of land (Premises) containing 5,627 square feet of hangar space (West Parcel) at VDF for aircraft storage and maintenance.

The Agreement is effective upon Board signature and expires on the 30th anniversary of the Commencement Date. Upon termination of the Agreement, the hangar reverts to the Authority. Company will have the first right to enter into a new lease for the Premises, including the hangar, upon expiration of the Agreement. Ground rent under the Agreement is \$0.30 per square foot of land for the first year of the Agreement and will increase annually by 3.09%. Every 5 years ground rent will be adjusted based on the current fair market value, but the adjusted ground rent will not be less than the previous year. In addition, Company will pay its proportionate share of rent for the existing detention pond at a rate of \$0.05 per square foot. The combined annual rent for the first year of the Agreement will be \$7,201.17 with monthly payments of \$600.09 plus applicable taxes.

Management recommended adoption of Resolution No 2024-84.

Resolution No. 2024-84 approved and authorized execution of Amendment and Restatement of Ground Lease Agreement for West Parcel at Tampa Executive Airport with Vandenberg Hangars, LLC; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Item G4

Office Lease Agreement, Avalon Health Services, LLC, Tampa International Airport, Resolution No. 2024-85.

Avalon Health Services, LLC (AHS) wishes to lease space in the SkyCenter One Office Building (SkyCenter One) for their Tampa office.

Under this Office Lease Agreement (Agreement), AHS will lease approximately 4,381 rentable square feet on the 2nd floor of SkyCenter One. The initial Term is five years with one, five-year renewal option. The Basic Rent for the first year of the Agreement is \$148,954, with monthly payments of \$12,412.83 plus applicable taxes. Basic Rent will be abated from the date AHS completes their tenant improvements through September 1, 2025. Basic Rent will increase at a rate of 3% each year throughout the initial Term. Prior to any renewal option, Basic Rent will be adjusted to fair market rent.

Management recommended adoption of Resolution No. 2024-85.

Resolution No. 2024-85 approved and authorized execution of Office Lease Agreement at Tampa International Airport with Avalon Health Services, LLC; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Item G5

Purchase Orders, Agriculture Tractors with related attachments, accessories, and supplies utilizing Sourcewell Contract No. 082923-DAC, EFE, Inc., dba Everglades Equipment Group, Tampa International Airport; Purchase Orders, Grounds Equipment utilizing Florida Sheriffs Association Contract No. FSA23-EQU21.0, Deere and Company, Energreen America Inc., and Bush Hog Inc., Tampa International Airport.

The Authority's Fiscal Year budget provides for the purchase of various ground equipment (agriculture tractors, tractor slope mowers, and mow decks), attachments, accessories, and supplies for the Maintenance Department. New equipment is added to the Fleet on an as-needed basis, and existing equipment is replaced based on years of service and condition evaluation.

The Fleet Maintenance Department purchases and maintains all equipment for the Authority. Utilizing multiple cooperative purchasing contracts will allow for the purchase of needed equipment from dealerships based on availability.

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 item authorizes the issuance of Purchase Orders to EFE, Inc., dba Everglades Equipment Group utilizing Sourcewell Contract No. 082923-DAC for the purchase of agriculture tractors with related attachments, accessories, and supplies for the Term of August 1, 2024 through October 11, 2027, with up to three, additional one (1) year renewal options at the discretion of the Chief Executive Officer contingent upon similar renewals from Sourcewell. This item also authorizes the issuance of Purchase Orders to Bush Hog Inc., Energreen America Inc., and Deere and Company utilizing Florida Sheriffs Association Contract No. FSA23-EQU21.0 for the purchase of grounds equipment for the Term of August 1, 2024 through September 30, 2025.

The total aggregate maximum purchase authorization amount for all Purchase Orders to be issued is \$1,213,000.

Items to be Purchased	Estimated Number of Units
Agriculture Tractors	4
Tractor Slope Mowers	1
HD Mow Decks	5

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

The Chief Executive Officer recommended the Board authorize the issuance of Purchase Orders to EFE, Inc., dba Everglades Equipment Group, Deere and Company, Energreen America Inc., and Bush Hog Inc. and authorize the Chief Executive Officer or designee to execute all other ancillary documents.

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

Item G6

Purchase Orders, Replacement Parts of Dabico Preconditioned Air Equipment and Dabico 400hz Ground Power Units, Dabico Airport Solutions Inc., USA, Tampa International Airport.

The Authority currently owns and maintains ground power units manufactured by Dabico Airport Solutions Inc., USA. The Authority maintains an inventory of replacement parts to expedite the repair and maintenance of preconditioned air equipment and ground power units.

Dabico Airport Solutions Inc., USA directly distributes internal control systems for ground power units, including all replacement parts, without utilizing a reseller distribution network.

Authority Policy P410 authorizes sole source purchases when no other authorized vendor can supply the required product.

On February 28, 2024, a Notice of Intent to Sole Source with Dabico Airport Solutions Inc., USA at Tampa International Airport was publicly advertised. No responses were received.

This item authorizes the issuance of Purchase Orders to Dabico Airport Solutions Inc., USA for the purchase of internal control system replacement parts for Dabico preconditioned air equipment and Dabico 400hz ground power units for the Term of August 1, 2024 through July 31, 2029 in a maximum purchase authorization amount of \$500,000.

This item is included in the O&M Budget.

The Chief Executive Officer recommended the Board authorize the issuance of Purchase Orders to Dabico Airport Solutions Inc., USA for the purchase of internal control system replacement parts for Dabico preconditioned air equipment and Dabico 400hz ground power units and authorize the Chief Executive Officer or designee to execute all other ancillary documents.

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

Item G7

Contract for Computer Based Airport Training System utilizing Broward County Bid #TEC2127018B1, Safety & Security Instruction, Inc., Tampa International Airport, Resolution No. 2024-98.

The Operations Department provides training to maintain compliance with FAR Part 139 and 49 CFR Part 1542 to all individuals requiring access to secure areas at Tampa International Airport.

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 item authorizes the execution of a Contract for Computer Based Airport Training Center with Safety & Security Instruction, Inc. utilizing Broward County Bid #TEC2127018B1 for the Term of August 1, 2024 through April 19, 2027, with two, one-year renewal options at the discretion of the Chief Executive Officer, in a maximum purchase authorization amount of \$500,000. The Authority's Vice President of

Operations or designee may authorize development and implementation of additional training modules or enhancements by execution of Work Plans without formal amendment to the Contract.

This item is included in the O&M Budget.

Management recommended adoption of Resolution No. 2024-98.

Resolution No. 2024-98 approved and authorized award and execution of Contract for Computer Based Airport Training Center at Tampa International Airport with Safety & Security Instruction, Inc.; authorized the Authority's Vice President of Operations or designee to execute Work Plans over the Term of the Contract as needed; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Item G8

Amendment No. 1 to Lease and Concession Contract for Advertising Services, Lamar Airport Advertising Company, Tampa International Airport, Tampa Executive, Peter O. Knight and Plant City Airports, Resolution No. 2024-87.

On March 5, 2020, the Board approved a Lease and Concession Contract for Advertising Services (Contract) with Lamar Airport Advertising Company (Concessionaire) to provide installation, maintenance, repair, and operating duties for advertising services. The Concessionaire has non exclusive rights to manage, sell, and maintain the advertising locations at Tampa International Airport, Tampa Executive Airport, Peter O. Knight Airport and Plant City Airport.

The initial Term of the Contract was April 1, 2020 through March 31, 2023, with two (2), one-year renewal options.

The Chief Executive Officer (CEO) previously authorized both renewal options under the Contract, resulting in a final termination date of March 31, 2025.

Policy P820, Award of Concession Agreements, allows for negotiation with an existing concessionaire to facilitate the development of the Airport if it is determined by the CEO to be in the best interest of the public and the Authority to negotiate a new agreement with the current concessionaire for continued operation of all or part of the concession privilege.

This item approves and authorizes Amendment No. 1 to the Contract with Concessionaire which extends the Term of the Contract, under the same terms and conditions, for one (1) year for a new termination date of March 31, 2026.

Management recommended adoption of Resolution No. 2024-87.

Resolution No. 2024-87 approved and authorized execution of Amendment No. 1 to Lease and Concession Contract for Advertising Services at Tampa International, Tampa Executive, Peter O. Knight,

and Plant City Airports with Lamar Airport Advertising Company; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Item G9

Agreement for Off-Airport Parking Concession, A-1 Express Services, Inc., Tampa International Airport, Resolution No. 2024-90; Agreement for Off-Airport Parking Concession, GPIF A7 Westshore Operator, LLC, Tampa International Airport, Resolution No. 2024-91; Agreement for Off-Airport Parking Concession, Great Lakes Investments, LLC, Tampa International Airport, Resolution No. 2024-92; Agreement for Off-Airport Parking Concession, Premium Parking Service, LLC, Tampa International Airport, Resolution No. 2024-93; Agreement for Off-Airport Parking Concession, Safeway Parking, LLC, Tampa International Airport, Resolution No. 2024-94.

On August 5, 2021, the Board approved separate Agreements for Off-Airport Parking Concession (Agreements) with A-1 Express Services, Inc., GPIF A7 Westshore Operator, LLC, Great Lakes Investments, LLC, Premium Parking Service, LLC, and Safeway Parking, LLC. These Agreements all expire on September 30, 2024.

This item approves and authorizes new Agreements with A-1 Express Services, Inc., GPIF A7 Westshore Operator, LLC, Great Lakes Investments, LLC, Premium Parking Service, LLC, and Safeway Parking, LLC to operate an off-airport parking concession and to provide transportation for Airport customers to their off-airport location by courtesy vehicle.

The new Agreements commence on October 1, 2024 and expire on September 30, 2027. In accordance with Authority Policy P823, the companies will each pay a privilege fee of eight and one-half percent (8.5%) of gross receipts. The companies will also pay a vehicle per-trip fee of \$4.50 each time a company courtesy vehicle enters Tampa International Airport to pick up Airport customers. Each Agreement can be terminated by the Authority, with or without cause, upon thirty (30) days written notice.

Management recommended adoption of Resolution Nos. 2024-90, 2024-91, 2024-92, 2024-93, and 2024-94.

Resolution No. 2024-90 approved and authorized execution of Agreement for Off-Airport Parking Concession at Tampa International Airport with A-1 Express Services, Inc.; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Resolution No. 2024-91 approved and authorized execution of Agreement for Off-Airport Parking Concession at Tampa International Airport with GPIF A7 Westshore Operator, LLC; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Resolution No. 2024-92 approved and authorized execution of Agreement for Off-Airport Parking Concession at Tampa International Airport with Great Lakes Investments, LLC; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Resolution No. 2024-93 approved and authorized execution of Agreement for Off-Airport Parking Concession at Tampa International Airport with Premium Parking Service, LLC; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Resolution No. 2024-94 approved and authorized execution of Agreement for Off-Airport Parking Concession at Tampa International Airport with Safeway Parking, LLC; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Item G10

Authorization to Dispose of Surplus Property, Tampa International Airport.

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

Description	QTY	Year Purchased	Asset Tag
1989 24' EMERGENCY RESPONSE TRAILER	1	1989	101283
SCRUBBER-TOMCAT	1	2013	125978
DRONE	1	2019	N/A
CLUBCAR	1	2006	106749
2011 F250 PICK-UP	1	2011	123372
TRACTOR	1	2007	108276
ROTARY CUTTER, JOHN DEERE	1	2007	108275
MOWING DECK, JOHN DEERE	1	2009	120357
COMMERCIAL FRONT MOWER SIDE DISCHARGE, JOHN DEERE	1	2014	128286
TRACTOR W/CANOPY & 72" DECK, JOHN DEERE	1	2014	127541

Authorize disposal of the above-referenced surplus equipment in accordance with Chapter 274, Florida Statutes. Surplus property will be publicly advertised and auctioned at Tampa Machinery Auction, Inc., Royal Auction Group, Bay Area Auction Services, or GovDeals.com, an internet-based auction system.

The Chief Executive Officer recommended the Board authorize disposal of surplus equipment in accordance with Chapter 274, Florida Statutes.

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

Item G11

Master Services Agreement for Electronic Visual Display System, SITA Information Networking Computing USA, Inc., Tampa International Airport, Resolution No. 2024-97.

The Authority installed Electronic Visual Information Displays (EVIDS) in 1998. EVIDS is the Authority's campus-wide information display system that provides baggage belt, flight, and gate information to Tampa International Airport guests. Signature Technologies, Inc., d/b/a Com-net Software (Com-net) developed and installed the software and hardware which supports the EVIDS.

In April 2012, the Board approved a sole source contract with Com-net for maintenance and support of the EVIDS through April 11, 2019. Com-net has since been purchased by SITA Information Networking Computing USA, Inc. (SITA).

In June 2019, the Board authorized the execution of a Master Services Agreement for Electronic Visual Display System with SITA for maintenance and support of the EVIDS for the period of June 6, 2019 through June 5, 2024 in a total not-to-exceed amount of \$2,200,000.

On January 1, 2020, the Authority approved Amendment No. 1 which updated the supported equipment and associated cost. On August 6, 2020, the Authority approved Amendment No. 2 removing onsite support of Authority-owned equipment. On June 5, 2024, Amendment No. 3 was approved by the Authority extending the Term of the Master Services Agreement for 60-days, for a new expiration date of August 6, 2023, to allow the parties to finalize negotiations of a new Master Services Agreement.

On March 20, 2024, a Notice of Intent to Sole Source with SITA for the purchase of maintenance and support for the EVIDS was advertised. SITA holds the intellectual property rights and copyright privileges for AirportVision and does not have agents or authorized dealers. No responses were received.

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

This item authorizes execution of a Master Services Agreement for Electronic Visual Display System with SITA for maintenance and support of the EVIDS for the period of August 6, 2024 through August 5, 2029 in a total not-to-exceed amount of \$800,000.

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

Management recommended adoption of Resolution No. 2024-97.

Resolution No. 2024-97 approved and authorized execution of Master Services Agreement for Electronic Visual Display System at Tampa International Airport with SITA Information Networking Computing USA, Inc.; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

Item G12

Selection of Firm and Award of Administrative Services Agreement, Recordkeeping for Deferred Compensation Plan, Nationwide Retirement Solutions, Inc., Tampa International Airport, Resolution No. 2024-89.

The Authority sponsors a non-ERISA governmental 457(b) deferred compensation plan and a non-ERISA governmental 401(a) profit sharing plan (Plans). MissionSquare Retirement, formerly International City Management Association Retirement Corporation (ICMA-RC), has been the Authority's recordkeeping and administration service provider since 1977.

On April 2, 2024, an Invitation to Negotiate for Recordkeeping for Deferred Compensation Plan at Tampa International Airport was issued. The Invitation to Negotiate sought proposals from qualified Respondents to serve as the single provider for the Authority's non-ERISA governmental 457(b) deferred compensation plan and 401(a) profit sharing plan.

On May 3, 2024, six (6) Responses were received and evaluated by staff as follows:

- Empowerment Retirement, LLC
- International City Management Association Retirement Corporation doing business as MissionSquare Retirement
- Lincoln Retirement Services Company, LLC
- Nationwide Retirement Solutions, Inc.
- Teachers Insurance and Annuity Association (TIAA)
- Voya Retirement Insurance and Annuity Company (VRIAC)

After review of the six (6) qualified Responses against the evaluation criteria in the Invitation to Negotiate, the technical evaluation committee recommended concurrent negotiations with Empowerment Retirement, LLC, Lincoln Retirement Services Company, LLC, and Nationwide Retirement Solutions, Inc. After concluding negotiations, the negotiation committee recommended award to Nationwide Retirement Solutions, Inc. as the firm providing the overall best value to the Authority.

This item authorizes the execution of an Administrative Services Agreement for recordkeeping for deferred compensation plan with Nationwide Retirement Solutions, Inc. The Term of the Administrative Services Agreement is August 1, 2024 through July 31, 2029, with one (1), five-year renewal option exercised at the discretion of the Chief Executive Officer. If the renewal option is exercised, this Administrative Services Agreement will have a final termination date of July 31, 2034.

The Authority may cancel the Administrative Services Agreement for any reason by giving 120 days written notice.

No specific expectancy for W/MBE participation was established.

Management recommended adoption of Resolution No. 2024-89.

Resolution No. 2024-89 approved the selection; authorized award and execution of Administrative Services Agreement at Tampa International Airport with Nationwide Retirement Solutions, Inc.; and authorized the Chief Executive Officer or designee to execute all other ancillary documents.

There were no Policies or Rules for Consideration or Action. Chairman Diehl proceeded to Committee Reports.

Item I1

Report of Finance Committee Meeting Held on June 6, 2024, presented by Gary Harrod.

Following the June 6, 2024 Authority Board Meeting, the Finance Committee met in the Authority Boardroom, with all Finance Committee members in attendance. In addition to Authority staff, Authority Board Members County Commissioner Harry Cohen and Mayor Jane Castor, as well as external consultant, Johnny Schumacher with Korn Ferry, were in attendance.

After approval of the minutes from the May 2, 2024 Finance Committee Meeting, the Committee reviewed the CEO Position Specification and the process for evaluating each candidate through internal one-on-one candidate meetings with Korn Ferry. After the one-on-one candidate meetings, Korn Ferry will meet with the Finance Committee members in August to update them on Korn Ferry's assessments.

The Committee also discussed the interview process and the timing of the Finance Committee meeting in October. At the conclusion of the meeting, the Committee agreed to cancel the previously noticed August Finance Committee meeting and staff agreed to determine future meeting options.

There was no Unfinished Business so Chairman Diehl proceeded to New Business.

The following items were contained in New Business.

Item K1

Proposed Capital and Operating Budget for Fiscal Year 2025, presented by Damian Brooke and Jeff Siddle.

The Florida Uniform Special District Accountability Act of 1989 sets forth general provisions for all special districts. These provisions require that all special districts must adopt a budget by resolution each fiscal year.

The Proposed Capital and Operating Budget for Fiscal Year 2025 is being distributed today to the Board Members for their review, along with a presentation on the Proposed Capital and Operating Budget. The proposed Capital and Operating Budget was reviewed with the carriers serving Tampa International Airport on July 24, 2024.

Approval of the Proposed Capital and Operating Budget for Fiscal Year 2025 will be requested at the next Authority Board Meeting on September 5, 2024.

Item K2

Hillsborough County Aviation Authority, Tampa International Airport 2024 Series Bonds, 2024B Senior Lien Revenue Bonds, Resolution No. 2024-96, presented by Damian Brooke.

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

Bond proceeds may also be used to reimburse the Authority for capital expenses incurred prior to the issuance of debt. On March 7, 2024, the Board approved Resolution No. 2024-28 which allows the Authority to pay the costs of the projects listed below before the 2024 Series B Senior Lien Revenue Bonds are issued, and to then reimburse those expenditures from bond proceeds after the 2024 bonds are issued.

On August 8, 2024, the Authority plans to issue the 2024 Series B Senior Lien Revenue Bonds for the projects listed in the table below:

Project Name

7100 23 - Asphalt Overlay - RW10/28 and Misc. Concrete Slab Replacement

8910 23 - Airside E Shuttle Cars, Running Surface, Power, and Signal Rail Replacement

8500 23 - Airside D & Airside D Shuttle

8515 24 - Westside Checked Baggage Screening System Relocation and Upgrades (Design)

The 2024 Series B Senior Lien Revenue Bonds and resulting annual debt service will be paid using Authority general airport revenues. The Authority anticipates utilizing \$375 million of the new debt to fund future expenses related to the above projects and \$50 million to reimburse the Authority for other expenses already incurred by the Authority on certain projects listed above.

This item authorizes the issuance of the Tampa International Airport Senior Lien Revenue Bonds, 2024 Series B (AMT) in an amount not to exceed \$550,000,000.

Management recommended adoption of Resolution No. 2024-96.

Upon motion of Gary Harrod, seconded by Robert Watkins the issuance of Hillsborough County Aviation Authority, Tampa International Airport Senior Lien Revenue Bonds, 2024 Series B (AMT), all in the aggregate principal amount of not to exceed \$550,000,000, for the purpose of financing certain airport projects was unanimously approved by all Board Members present; the form of a Supplemental Trust Agreement with respect to the 2024 bonds was approved and certain amendments to the Trust Agreement therein were approved; the form of a draft official statement and the execution of preliminary and final official statements with respect to such bonds was approved; the form of a contract of purchase and the sale of such bonds to J.P. Morgan Public Finance on a negotiated basis in accordance with the terms of such contract of purchase as well as certain delegation guidelines was approved, and a continuing disclosure agreement in accordance with SEC Rule 15c2-12 was approved; the acquisition of

credit enhancement if deemed financially advantageous for one or more series of bonds or portions thereof as determined by the Chairperson was approved; the registrar, paying agent and authenticating agent for such 2024 bonds were designated; certain findings with respect to the foregoing were provided; certain other details with respect thereto were provided; and an effective date was provided by adoption of Resolution No. 2024-96.

Item K3

Supplemental Contract and Issuance of Purchase Orders, Information Technology Security Solutions and Related Services utilizing Omnia Partners Contract No. 01-170, GuidePoint Security LLC, Tampa International Airport, Resolution No. 2024-88, presented by Marcus Session.

The Information Technology Services Department requires security solutions and related services to assist with system vulnerability detection, intrusion, firewall, anti-malware protection, data analysis, and threat response.

TD Synnex is an authorized distributor of security technology manufacturers including, but not limited to, Ixia and Varonis. These security technology manufacturers are available under Omnia Partners Contract No. 01-170. TD Synnex sells through authorized resellers and GuidePoint Security LLC is an authorized reseller under Omnia Partners Contract No. 01-170.

Execution of purchase documents including, but not limited to, statements of work outlining requirements, end user license agreements, and service level agreements for support and maintenance are often required to complete purchase transactions.

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 item authorizes the execution of a Supplemental Contract with and issuance of Purchase Orders to GuidePoint Security LLC for information technology security solutions and related services for the period of August 1, 2024 through December 31, 2026, with two, one-year renewal options at the discretion of the Chief Executive Officer, in a total maximum purchase authorization amount of \$3,400,000.

The Supplemental Contract allows for the inclusion of statutorily required and other Authority language.

In addition, this item authorizes the Chief Executive Officer or designee to execute all purchase documents required to complete the purchase transactions including, but not limited to, statements of work, end user license agreements, and service level agreements.

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

Management recommended adoption of Resolution No. 2024-88.

Upon motion of Gary Harrod, seconded by Commissioner Cohen, Supplemental Contract with and issuance of Purchase Orders to GuidePoint Security LLC was unanimously approved by all Board

Members present; the Chief Executive Officer or designee was authorized to execute all purchase documents; and the Chief Executive Officer or designee was authorized to execute all other ancillary documents by adoption of Resolution No. 2024-88.

There were no Staff Reports.

Chairman Diehl called for a 10-minute break.

The last item on the Agenda was the CEO Annual Review.

Item M1

CEO Annual Review, presented by Elita McMillon.

In accordance with the terms of the Employment Contract with the Authority's Chief Executive Officer (CEO), Authority Board Members must complete a performance evaluation on the CEO and review overall CEO compensation each year.

Five Board Members have completed their evaluations of the CEO and submitted them to the Human Resources Department. The CEO was measured in five areas on a scale of 1-5 (with 5 being the highest score). The resulting combined average score is 5.0/5.0.

The Board will review the CEO's performance and compensation and consider updates to the CEO's Employment Contract.

Gary Harrod began the discussion with a listing of Mr. Lopano's accomplishments. He stated that Mr. Lopano will have a minimum of a 5% raise this year and in the last 2 years he received a \$350,000 bonus, with last year being a \$250,000 bonus.

Mayor Castor added that she was not surprised that Mr. Lopano received a 5 out of 5 rating and added that she does not know if she has ever met anyone that was a better leader.

Commissioner Cohen agreed with all of the positive sentiments expressed and thanked Mr. Lopano for his service.

Chairman Diehl spoke of the culture of the Airport and the team and mentioned that Mr. Lopano already has a 5% adjustment built into his contract but he would like to make that 10%.

Mr. Harrod added he would like to propose a minimum of a \$350,000 bonus and the 10% percent adjustment.

Mr. Watkins weighed in, stating that in most years Mr. Lopano has received significant bonuses and is paid very well for a CEO of an airport in North America. He did not want to support a \$350,000 bonus. Mr. Watkins had additional questions regarding Mr. Lopano's 5% automatic increase that occurred on April 5,

2024. He also had additional questions on how the proposed increase would affect Mr. Lopano's 457 Plan.

Mayor Castor stated that she needed to leave the meeting by 10:30 a.m. due to a previous commitment and that she would leave before the vote. She added that Mr. Lopano should be compensated for the job he has done but with the reasonableness needed for a public entity.

Mr. Watkins stated that he did not have a problem with going to 10% for the raise but a bonus of \$350,000 would be excessive and he did not support that.

Commissioner Cohen made a motion of a 10% raise and a \$300,000 bonus.

General Counsel Stephens asked to clarify the motion as to making the 10% raise retroactive to April 5, 2024.

Commissioner Cohen clarified his motion that the 10% increase would be retroactive to April 5, 2024. The motion was for a 10% annual salary increase retroactive to April 4, 2024 and a \$300,000 bonus.

Upon motion of Commissioner Cohen, seconded by Gary Harrod, a 10% annual salary increase would be made retroactive to April 5, 2024 with a bonus in the amount of \$300,000. No resolution was required.

Before adjourning the meeting, General Counsel Stephens requested an Attorney-Client Closed Session be held at the September 2024 Board Meeting to discuss pending litigation and strategy related to litigation expense and to seek the Board's direction.

With no further business to be brought before the Board, Chairman Diehl adjourned the meeting.


Arthur F. Diehl III, Chairman


Jane Castor, Secretary