



August 22, 2019 COMMISSION MINUTES

PRESIDED: Hon. Sharon Scott

The regularly scheduled meeting for The Peninsula Airport Commission and Annual Retreat Work Session was held on Thursday, August 22, 2019 at 9:00 a.m. in the Huntington Anna Room at the Mariner's Museum, 100 Museum Drive., Newport News, VA.

Commissioners present were:

Mr. Joseph, Hon. Scott, Mr. Wallace, Mr. Herbert, Mr. Coleman, Ms. Carney, Esq.

Executive Director

Mr. Michael Giardino, C.M.

Assistant Executive Director

Ms. Melissa Cheaney, A.A.E.

Director of Finance and Administration

Ms. Renee Carr

Director of Business Development and Corporate Analytics

Ms. Viveca Munger

Director of Marketing & Public Affairs

Ms. Jenifer Spratley

Director of Strategic Initiatives/Govt Relations

Mr. Kevin Knapp

Administrative Assistant

Patricia Fitzgerald Speno

Legal Counsel

Mr. Eric Ballou, Esq.

Others in Attendance: Mr. Ron Harris, Mr. Louis Martinez, Mr. Andrew Rich; Newport News Waterworks and Mr. Ralph Clayton, Asst. City Manager, Newport News.

Chair Scott amended the agenda and began the meeting with the Real Estate Committee report.

COMMITTEE REPORTS

REAL ESTATE

- Mr. Joseph reported the Real Estate Committee met on Monday, August 19, 2019. He introduced the following:

RESOLUTION AUTHORIZING TELECOMMUNICATIONS EASEMENT WITH COX COMMUNICATIONS HAMPTON ROADS, LLC

WHEREAS, the Peninsula Airport Commission (the "Commission") is a political subdivision of the Commonwealth of Virginia, created pursuant to Chapter 22 of the Acts of the General Assembly of the Commonwealth of Virginia of 1946, as amended (the "Enabling Act"), and owns and operates Newport News - Williamsburg International Airport (the "Airport");

WHEREAS, the Commission desires to provide for a deed of easement with Cox Communications Hampton Roads, LLC ("Cox Communications"), a Delaware limited liability company, for certain telecommunications easements to serve the Air Jordan, L.L.C. hangar; and as depicted on the attached Exhibit A;

WHEREAS, there has been prepared the form of an easement agreement (the "Easement Agreement") between the Commission and Cox Communications, and such Easement Agreement has been reviewed by counsel and the Real Estate Committee and presented at this meeting; and

WHEREAS, the Commissioners of the Peninsula Airport Commission, after mature deliberation and upon the recommendation of the Real Estate Committee, desire to approve the Easement Agreement and its execution and delivery on behalf of the Commission.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE PENINSULA AIRPORT COMMISSION THAT:

1. The Easement Agreement, providing for a telecommunications easement along the approximate locations set forth on the attached Exhibit A, is approved, and each of the Chair and the Vice Chair, either of whom may act, is authorized and directed to the Easement Agreement.
2. This Resolution shall take effect immediately upon adoption.

Commissioner Joseph made the motion. Commissioner Coleman seconded the motion.

Voting in the affirmative to the motion were: Commissioners Joseph, Scott, Herbert and Coleman. Commissioner Wallace deferred and Commissioner Carney abstained.

Mr. Joseph recommend the board go into closed session to discuss Waterworks and the Newport News School lease. He invited the Waterworks staff to remain and suggested we discuss this issue first. Mr. Giardino asked that staff be allowed to remain.

CLOSED MEETING

The Commission entertained the following motion:

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE PENINSULA AIRPORT COMMISSION THAT:

The Commission enter a Closed Meeting pursuant to Virginia Code Sections 2.2-3711(A) (1), (3), (7), and (8) for the following purpose: Discussion and consideration of the acquisition of real property for a public purpose, or of the disposition of publicly held real property where discussion in an open meeting would adversely affect the Commission's bargaining position or negotiating strategy (regarding certain real property of the Commission no longer considered necessary for airport purposes as described in the Commission's Master Plan).

Commissioner Joseph made the motion. Commissioner Herbert seconded the motion.

Voting in the affirmative to the motion were: Commissioners Joseph, Scott, Herbert, Coleman, Wallace and Carney.

Such motion was duly moved, seconded and approved.

CERTIFYING CLOSED SESSION

The Commission entered into such Closed Meeting at 9:14 a.m., and reconvened in Open Meeting at 9:58 a.m. Upon reconvening it was:

RESOLVED. that, to the best knowledge of each Commissioner then present, (i) only such public business matters lawfully exempted from open meeting requirements, and (ii) only such public business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered by the Board and that a statement to such effect would appear in the minutes of the meeting. Such motion was duly made, seconded and approved.

Commissioner Coleman made the motion and Commissioner Wallace seconded the motion.

Voting in the affirmative to the motion were: Commissioners Joseph, Scott, Herbert, Coleman, Wallace and Carney

EXECUTIVE DIRECTOR'S STRATEGIC ANALYSIS

Upon returning from executive session, the Commission reconvened in open session to take up various aspects of the "Retreat" portion of its agenda. It began with a "Strengths, Weaknesses, Opportunities, and Threats" (SWOT) Analysis discussion, to assist with the Commission's strategic planning and decision-making. Messrs. Giardino and Knapp and Ms. Spratley assisted in the discussion as the Commissioners identified positive attributes of the airport, such as convenient location, motivated/competent staff, capacity for growth, excellent parking, and highest quality operations; as well as potential opportunities and other factors facing the Commission in the pursuit of developing better air service and formulating a long-term strategic vision.

COMMENTS FROM THE PUBLIC

Mr. Ralph Clayton, Asst. City Manager, Newport News addressed the Commission on behalf of the Mariner's Museum and requested that the Victory Arch currently on display at the Museum be moved and displayed at the Airport. Ms. Scott told Mr. Clayton the Board would take this matter under advisement.

APPROVAL OF MINUTES

RESOLVED, that the Peninsula Airport Commission approve the minutes of the meeting held July 25, 2019.

Commissioner Coleman made the motion. Commissioner Herbert seconded the motion.

Voting in the affirmative to the motion were: Commissioner Coleman, Joseph, Scott, Wallace, Herbert and Carney.

COMMITTEE REPORTS

FINANCE

Commissioner Herbert reported a net gain of \$140K for the month against a budgeted of \$95K and last July's gain of \$112K. Revenues totaled \$807K, \$50K or 6.6 better than

budget

And \$36K or 4.7% better than last July. Our expenditures this month totaled \$667K, \$5K or .8% greater than the budget and \$9K, or 1.4% above last July.

There were two Resolutions brought forward by the Committee

RESOLUTION AWARDING CONTRACTS FOR ON. CALL FINANCIAL CONSULTING SERVICES

WHEREAS, the Peninsula Airport Commission (the "Commission") is a political subdivision of the Commonwealth of Virginia, created pursuant to Chapter 22 of the Acts of the General Assembly of the Commonwealth of Virginia of 7946, as amended, and owns and operates Newport News - Williamsburg International Airport (the "Airport");

WHEREAS, the Commission issued its request for proposals ("RFP") for on-call financial consulting services pursuant to the Virginia Public Procurement Act (the "Procurement Act"), and received seven proposals in response to the RFP;

WHEREAS, pursuant to the provisions of the Procurement Act, the Commission has considered the proposals that it has received in response to the RFP and has conducted negotiations with selected offerors deemed fully qualified and best suited among those submitting proposals; and

WHEREAS, the Commissioners of the Peninsula Airport Commission, after mature deliberation and upon the recommendations of Staff, deem it prudent and desirable to award the engagement for on-call financial consulting services to Frasca & Associates, LLC and to Newton & Associates, Inc., which, in the opinion of the Commissioners of the Commission, have made the best proposal.

NOW, THEREFORE, BE IT RESOLVED THE BOARD OF COMMISSIONERS OF THE PENINSULA AIRPORT COMMISSION THAT:

The Executive Director of the Commission is hereby authorized and directed to enter into an engagement agreement with Frasca & Associates, LLC and with Newton & Associates, Inc., such agreements to be upon the terms and conditions as specified in the RFP, including a term of three years with two additional one year renewal periods at the option of the Commission, and as further negotiated in the RFP process, and upon such further terms and conditions as the Executive Director, upon the advice of counsel to the Commission, may deem necessary and appropriate.

The Commission shall authorize at a later time the particular engagements to be

undertaken by such consultants and the budgeted funding for any such engagements

Commissioner Herbert made the motion. Commissioner Coleman seconded the motion.

Voting in the affirmative to the motion were Commissioners Joseph, Scott, Wallace, Coleman, Herbert and Carney.

**RESOLUTION PROVIDING APPROVAL FOR AN AIRPORT GRANT FOR CERTAIN AIRFIELD
IMPROVEMENTS - AIP GRANT NO. 3-51-0035-052.2019**

WHEREAS, the Peninsula Airport Commission (the "Commission") is a political subdivision of the Commonwealth of Virginia, created pursuant to Chapter 22 of the Acts of the General Assembly of the Commonwealth of Virginia of 1946, as amended, and owns and operates Newport News - Williamsburg International Airport (the "Airport");

WHEREAS, the Commission is authorized to receive certain grants from the Federal Aviation Administration (the "FAA") from time to time for planning and/or improvements to the Airport and has received such a grant offer from the FAA in the amount of \$310,500 (the "Grant") for a project consisting of the design of taxiway and apron improvements and taxiway lighting replacement (the "Project"); and

WHEREAS, the Commission desires to approve and accept the Grant and to authorize the Executive Director of the Commission to execute the associated grant agreement with respect to the Grant

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE PENINSULA AIRPORT COMMISSION THAT:

The prior application for the Grant and all actions taken in connection therewith are hereby ratified, authorized and approved.

The Commission hereby accepts and approves the Grant, and affirms to the FAA the Commission's intent to comply with all of the assurances set forth in the grant agreement and all laws, regulations, and circulars with respect thereto. The Executive Director of the Commission is hereby designated as the Commission's authorized representative with respect to the Grant and the associated grant agreement, which is hereby approved, and the Executive Director is hereby authorized and directed to execute and deliver the Grant and grant agreement to the FAA, and to take all actions necessary in order to accept and apply the Grant to fulfill its purposes and the purposes of

Commissioner Herbert made the motion. Commissioner Coleman seconded the motion.

Voting in the affirmative to the motion were Commissioners Joseph, Scott, Wallace, Coleman, Herbert and Carney.

Air Service

Did not meet

Governance

Did not meet

EXECUTIVE DIRECTOR'S STRATEGIC ANALYSIS: CONTINUED

In terms of next steps, it was the consensus of the Commissioners near term steps that could be taken included assigning staff work to be vetted through standing committees that would lead to tangible outcomes, for example the Air Service Committee through the work of the Director of Marketing will study and develop an airport marketing strategy; The Real Estate Committee will explore and develop a business development strategy and business development plan; The Governance Committee will continue its efforts on bylaws and expansion. The Commissioners agreed that the formulation of a long-term strategic plan would continue under the advice of the Executive Director submitted through standing committees and approved by the Commission in accordance with a schedule promulgated in order to meet a deadline for implementation no later than July 1st, 2020.

Mr. Giardino reported that we are almost up to \$15,000.00 in sponsorship for the 5K and we have 709 runners signed up. He stated his retooling effort was to surround himself with excellent staff and he has done just that. He reported preliminary results of the audit are good and cash flow is good. Mr. Giardino added the Airport is moving in a good direction and we are fiscally sound. He stated our restricted and unrestricted cash accounts are good and the Capital Program is funded. Mr. Giardino stated that we are in compliance with everything.

Mr. Giardino forwarded to the Commissioners a SWOT Analysis Strategic Review. He stated our hope for the outcome of today's meeting is to come up with a mission statement for both staff and the Commission to work on going forward with PHF.

Old Business

None

New Business

Ms. Cheaney offered information on the 5K on the runway. She invited the Commissioners to

the award ceremony following the race.

Mr. Giardino stated he feels the Airport needs an economic study. It is eligible to be paid for through use of State Entitlement funds.

Adjourn

There being no further business the meeting was adjourned at 1:33pm. The next meeting of the Peninsula Airport Commission will be held at 8:00am on Thursday, September 26th in the Commission Room at the Newport News Williamsburg International Airport.