

Peninsula Airport Commission

Board of Commissioners Meeting Minutes

February 28, 2023, 8:00 a.m.

Commissioners in Attendance:

Chair, Lindsey Carney Smith
Treasurer, James "Jay" Joseph
Secretary, Sharon Scott (arrived 8:15 a.m.)

Staff Members in Attendance:

Interim Executive Director, John Borden
Marketing & Public Relations Manager, Victoria Hall
Office Manager, Barbara Rumsey
Operations Manager, Rob Gay
Avelo Station Manager, Bill LaManque
Grounds Maintenance Supervisor, Howard "Skeeter" Lavelle
Business Development Manager, Chris Walton
Custodial Manager, Brad Hauser

Public Officials Present:

Assistant City Manager, Ralph "Bo" Clayton

Public Attendees:

Counsel, L. Scott Seymour
Kiln Creek HOA representative, David Hause
Wavy 10 News Reporter, Brett Hall
GA Hangar Tenant, John Gleason (President, Peninsula Aircraft Owners and Pilots Association)

Chair Carney Smith called the meeting to order at 8:00 a.m.

Public Comment: Barbara Rumsey read instructions for public comment.

Mr. John Gleason addressed the Board of Commissioners. He would like to see a new Executive Director who is more "GA friendly." He feels the airport and GA interests should align and looks at the change in leadership as an opportunity for positive change.

Finance and Audit Committee Report: Commissioner Joseph stated; the audit was discussed in the meeting. A progress report will be given at the next committee meeting to address the separation of duties and journal entries. The audit contract was reviewed and planning has begun for the next audit so that it can be better coordinated to meet the City of Newport News deadlines. Staff is working on capital priorities. An annual submission is due for the first of April, so the Finance Director was asked to provide an update for capital priorities. We continue to focus on cash balances, investment opportunities, and a detailed report on restricted funds and how they align with capital priorities.

Old Business: none

New Business: Fire house lease extension. The City of Newport News wants to extend their lease on the fire house until their fire house construction is complete (approximately 2 years). Estimated completion of the new fire house is Winter 2024. The lease would be negotiated for the same cost but the new lease would include a 120 day early termination option.

Chair Smith asked for a motion to approve the lease as presented. Commissioner Joseph moved and Commissioner Scott gave a second. A roll call vote was taken. Chair Smith – For, Commissioner Joseph – For, Commissioner Scott – For. There were no objections or abstentions and the motion passed unanimously.

Minutes: Commissioner Scott moved to accept the January 26, 2023 regular PAC Meeting minutes as presented. Commissioner Joseph seconded. A roll call vote was taken. Chair Smith – For, Commissioner Joseph – For, Commissioner Scott – For. There were no objections or abstentions and the motion passed unanimously.

Commissioner Scott moved to accept the February 13, 2023 Special PAC Meeting minutes as presented. Commissioner Joseph seconded. A roll call vote was taken. Chair Smith – For, Commissioner Joseph – For, Commissioner Scott – For. There were no objections or abstentions and the motion passed unanimously.

Executive Director Report: Mr. Borden reported that the phased access road project bids have closed. Talbert & Bright are currently tabulating them.

Mr. Borden attended the Virginia Aviation Board meeting recently.

The Entitlement Utilization Report Plan (EURP) funding request has been updated.

Mr. Borden had a conversation with Brooke Chapman at the Department of Transportation regarding the SCASDP Grant.

AIP / PFC / Master Plan scheduled to meet on March 2, 2023, in Richmond. Mr. Borden, Ms. Rumsey, and Mr. Adams will attend.

Work continues with Allan Meyer on the taxiway project. The project is in the final stages.

James Seadler of American Airlines visited recently and is still happy with PHF. They are going to upgrade their counter space at PHF. American plans to go to four flights a day in April and possibly in June, July, and August. There is a chance we could have 5 flights a day. There are still no plans to get a Philadelphia flight back at PHF.

Commissioner Joseph asked what and when is the next air conference. Mr. Borden responded that the next big conference is in June. Chair Smith asked if it was too late to register. Commissioner Joseph requested that Mr. Borden have an update on air service conferences in 2023 to report at the next Board of Commissioners meeting. Chair Smith said to consult with our air service consultant about whether it's feasible to attend the conference in June.

Chair Smith commended Mr. Borden for doing a phenomenal job in the last two weeks as he has stepped into the role of Interim Executive Director.

Chair Smith proposed appointing Commissioner Garner as the Vice Chair of the Board of Commissioners. Commissioner Scott made the motion to appoint Commissioner Garner as Vice Chair. Commissioner Joseph gave the second.

A roll call vote was taken. Chair Smith – For, Commissioner Joseph – For, Commissioner Scott – For. Motion carried unanimously.

Chair Smith stated; there is one more resolution and that is for the compensation of the Executive Director. Counsel Seymour read the resolution. Commissioner Joseph made the motion to accept the resolution and Commissioner Scott seconded the motion. A roll call vote was taken. Chair Smith – For, Commissioner Joseph – For, Commissioner Scott – For. Motion carried unanimously.

Chair Smith asked if there were any other items for discussion before entertaining a motion to enter into closed session. Commissioner Scott said she had spoken with Commissioner Garner and he was to speak with Mr. Borden about removing the barriers at the parking spots near the terminal so commissioners can park there when they are on site. Mr. Borden said he would speak with the Operations Manager and see what the security plan allows.

Closed Session: Counsel Scott Seymour read the Virginia code to enter in to closed session: 2.2-3711.A.(1): Discussion, consideration or interviews of prospective candidates for employment; assignment, appointment, promotion, performance, demotion, salaries, disciplining or resignation of specific public officers, appointees or employees of any public body; (5) Prospective business discussion concerning a prospective business or industry or the expansion of an existing business or industry where no previous announcement has been made; (8) Consultation with legal counsel employed or retained by a public body regarding specific legal matters requiring the provision of legal advice by such counsel.

A motion was made by Commissioner Scott and seconded by Commissioner Joseph. A roll call vote was taken. A roll call vote was taken. Chair Smith – Yes, Commissioner Joseph – Yes, Commissioner Scott – Yes. Closed session began at 8:26 a.m.

Attorney Seymour read the following: “To conclude the closed session meeting and return to the open meeting and that prior to a roll call vote, the Commissioners of the Peninsula Airport Commission shall certify that to the best of their knowledge (i) only such public business matters lawfully exempted from open meeting requirements under the Virginia Freedom of Information Act, 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 in the meeting by the members of the Commission.

Any member of the Commission who believes that there was a departure from the requirements just stated must so state prior to the roll call vote and indicate the substance of the departure that, in such Commissioner’s judgment has taken place.

If there are no such statements of departure, if we could please have a motion and second to end and certify the closed session and return to open meeting.”

A motion was made by Commissioner Scott and seconded by Commissioner Joseph. A roll call vote was taken. A roll call vote was taken. Chair Smith – Yes, Commissioner Joseph – Yes, Commissioner Scott – Yes. The motion passed unanimously. The meeting resumed in open session.

Chair Smith asked if there was anything else to come before the commission. There being none, the meeting adjourned at 9:30 a.m.

DRAFT

**PENINSULA AIRPORT COMMISSION
RESOLUTION 23-001
REGARDING CITY OF NEWPORT NEWS FIRE STATION LEASE
EXTENSION**

FIRST LEASE AMENDMENT

THIS FIRST LEASE AMENDMENT (this "Agreement") dated as of the 23rd day of February, 2023 (the "Effective Date"), by and between **PENINSULA AIRPORT COMMISSION**, a municipal corporation created by a Special Act of the General Assembly of Virginia ("Landlord"), and **CITY OF NEWPORT NEWS, VIRGINIA** a municipal corporation. ("Tenant"), provides:

WHEREAS, Landlord and Tenant are parties to an Agreement of Lease dated June 26, 2018, as supplemented and amended by that certain Lease Extension Letter Agreement dated November 23, 2020 (as supplemented and amended from time to time, the "Lease"), covering the approximately 21,590 square feet of land and a 4,600 square for building for use as the City's Fire Station 11 in Newport News, Virginia (the "Premises"), as more fully described in the Lease; and

WHEREAS, the current Lease term expires June 30, 2023; and

WHEREAS, Landlord and Tenant have agreed to amend the Lease to (i) extend the term of the Lease for two (2) years, (ii) provide both Landlord and Tenant with the right to terminate upon giving 120 days written notice to other party, (iii) set forth the rent to be paid during the Extension (as defined below), and (iv) otherwise modify the Lease as provided herein.

NOW, THEREFORE, for and in consideration of the above recitals, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the undersigned, Landlord and Tenant hereby agree as follows:

(1) The term of the Lease is hereby extended for an additional two (2) year period, commencing July 1, 2023 and expiring June 30, 2025 (the "Extended Term"), under the same terms and conditions of the Lease, except as otherwise expressly provided for herein.

(2) Notwithstanding anything contained in the Lease to the contrary, the annual rent during the Extended Term shall be as follows:

Extended Term

July 1, 2023 – June 30, 2024	\$20,700.00
July 1, 2024 – June 1, 2025	\$20,700.00

(3) Landlord and Tenant acknowledge and agree that Tenant's address (for notice purposes

under the Lease) is hereby confirmed as:

City of Newport News
2400 Washington Avenue
Newport News, VA 23607
Attn: Office of the City
Manager.

IN WITNESS WHEREOF, Landlord and Tenant have caused the execution hereof by a duly authorized party.

WITNESS:

LANDLORD:

PENINSULA AIRPORT COMMISSION

By: _____

Name: _____

Title: _____

WITNESS:

TENANT:

CITY OF NEWPORT NEWS

By: _____

Cynthia D. Rohlf, City Manager

PENINSULA AIRPORT COMMISSION

RESOLUTION 23-002 REGARDING ELECTION OF VICE CHAIRMAN

February 28, 2023

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 General Assembly of the Commonwealth of Virginia of 1946, as amended, and owns and operates Newport News – Williamsburg Airport (the “Airport”);

WHEREAS, Col. Brian Kelly has resigned from his positions as a Commissioner and Vice Chair of the Commission;

WHEREAS, pursuant to section 11 of the Bylaws of the Commission, the Commissioners are to select a successor from their membership for the unexpired term of said office; and

WHEREAS, the Commissioners of the Peninsula Airport Commission, after mature deliberation, desire to approve the selection of a Vice Chairman.

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

1. Commissioner Thomas Garner is hereby elected to serve as the Vice Chairman if the Commission for the unexpired term of such office and until his successor is elected and qualified.
2. This Resolution shall take effect immediately.

PENINSULA AIRPORT COMMISSION

RESOLUTION 23-003 REGARDING COMPENSATION OF INTERIM EXECUTIVE DIRECTOR

February 28, 2023

WHEREAS, the Peninsula Airport 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 Airport (the “Airport”);

WHEREAS, John Borden has been appointed by the Commissioners of the Peninsula Airport Commission (the “Commission”) to serve as the Interim Executive Director of the Commission;

WHEREAS, in connection with such role, John Borden has assumed additional duties and obligations for the benefit of the Commission and the Airport; and

WHEREAS, the Commissioners of the Peninsula Airport Commission, after mature deliberation, desire to approve the compensation of John Borden, as Interim Executive Director.

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

1. In consideration of the additional duties and obligations being undertaken by John Borden as Interim Executive Director, his base salary shall be increased by an amount equal to \$2,000 per month, payable in accordance with the Airport’s existing payroll process, with such increase to be effective (on a prorated basis) beginning February 12, 2023.
2. This Resolution shall take effect immediately.