

On **WEDNESDAY, SEPTEMBER 10, 2014**, the **GREATER ORLANDO AVIATION AUTHORITY** met in regular session in the Carl T. Langford Board Room of the Aviation Authority offices in the main terminal building at the Orlando International Airport (OIA), One Jeff Fuqua Boulevard, Orlando, Florida. Chairman Frank Kruppenbacher called the meeting to order at 2:01 p.m. The meeting was posted in accordance with Florida Statutes and a quorum was present.

Authority members present,

Frank Kruppenbacher, Chairman
Dean Asher, Vice Chairman
Domingo Sanchez, Treasurer
Mayor Buddy Dyer

Also present,

Phillip N. Brown, Executive Director and
Secretary
Dayci S. Burnette-Snyder, Director of Board
Services and Assistant Secretary
Marcos Marchena, General Counsel

For individuals who conduct lobbying activities with Aviation Authority employees or Board members, registration with the Aviation Authority is required each year prior to conducting any lobbying activities. A statement of expenditures incurred in connection with those lobbying instances should also be filed prior to April 1 of each year for the preceding year. As of January 16, 2013, lobbying any Aviation Authority Staff who are members of any committee responsible for ranking Proposals, Letters of Interest, Statements of Qualifications or Bids and thereafter forwarding those recommendations to the Board and/or Board Members is prohibited from the time that a Request for Proposals, Request for Letters of Interests, Request for Qualifications or Request for Bids is released to the time that the Board makes an award. As adopted by the Board on September 19, 2012, lobbyists are now required to sign-in at the Aviation Authority offices prior to any meetings with Staff or Board members. In the event a lobbyist meets with or otherwise communicates with Staff or a Board member at a location other than the Aviation Authority offices, the lobbyist shall file a Notice of Lobbying (Form 4) detailing each instance of lobbying to the Aviation Authority within 7 calendar days of such lobbying. As of January 16, 2013, Lobbyists will also provide a notice to the Aviation Authority when meeting with the Mayor of the City of Orlando or the Mayor of Orange County at their offices. The policy, forms, and instructions are available in the Aviation Authority's offices and the web site. Please contact the Director of Board Services with questions at (407) 825-2032.

HEART WALK 2014

1. The board members were presented with the Aviation Authority's 2014 Heart Walk tee shirts. Mr. Brown mentioned that the Aviation Authority had 62 participants and over \$8,000 was raised for this great cause.

TWENTY YEAR SERVICE AWARD

2. Mr. Ron Lewis, Deputy Executive Director, along with Mr. Brown and the board recognized Ms. Ilse Dovale for her years of service at the Aviation Authority.

MCO PERCEPTION AND MESSAGE DEVELOPMENT BY COSTA COMMUNICATIONS

3. Mr. Brown introduced the founder and agency Principle for Costa Communications, Ms. Linda Costa. He stated that the Aviation Authority began working with Ms. Costa in January for assistance in perception issues and to conduct a survey of the community and what they thought of our organization. Embarking on a large project, we wanted to have the sense of the community. Mr. Brown added that Costa Communication is a home grown company that began in 1985 as WordWise. He acknowledged the good work that Ms. Costa and her team perform.

Ms. Costa thanked the Board for the opportunity to present her findings to the organization. She mentioned that the project goals were to assess perceptions of OIA among community residents and leaders; develop key messages; and translate messages into creative concepts to tell the OIA story.

The perception survey was conducted in March-April 2014 by Grass Roots America which has handled similar projects for Visit Orlando and EDC. The perception survey used a demographically diverse panel of respondents selected to assure a statistically valid sample. It covered 5 counties - Orange, Osceola, Seminole, Brevard, and Lake. The online responses included 336 residents along with 25 business and civic leaders via an in-depth phone interview.

Ms. Costa then reviewed the perception survey findings. Overall the majority view OIA in a positive light and see it as a model airport. The respondents were asked to rank specific features as most important - 97% responded non-stop flights; 90% responded outstanding customer service; and 84% responded world-class reputation. As to the expansion of the facilities, the majority agreed that OIA must implement

MCO PERCEPTION AND MESSAGE DEVELOPMENT BY COSTA COMMUNICATIONS (cont)

expansion plans soon to keep pace with growth of passenger and cargo traffic. As to intermodal, 85% support OIA as an intermodal/rail transportation hub. As to the connection between the airport and the local economy, 89% rate the connection between OIA and the local economy as important or very important. The majority feel that OIA's reputation impacts attracting and retaining large employees. As to amenities, the No. 1 essential amenity is free WiFi. However 17% did not know that we offer it. Retail stores and restaurants/bars received high marks in customer service.

Continuing her presentation, Ms. Costa then discussed opportunities to improve - security access points; customs re-entry; foreign language support; better communication about revenue sources, vision, plans for growth, decision-making, and sustainability. Respondents were most passionate about making intermodal/rail hub a top priority; upholding world class reputation but keeping pace and staying competitive; continuing to match Central Florida's excitement as a destination and giving travelers a sense of place; modernizing existing facility while planning for expansion; and introducing new efforts to welcome and accommodate diverse traveler segments such as additional signage, charging stations, business center, and kids play area.

As to the messaging process, to helps to ensure that communication is succinct, accurate, and consistent (regardless of who presents them); keeps everybody on the same page; and consistent repetition of key messages over time reinforces your brand. Ms. Costa then continued by describing the message triangle. At the core is the positioning statement that defines who you are - suggested positioning statement - "Proclaimed as one of the world's best. Orlando International is a forward-thinking, sustainable airport for the future and a dynamic global gateway seamlessly connecting Central Florida to the world and the world to Central Florida". The legs of the triangle explains what you do and it drives 3 specific areas that were expressed repeatedly in the perception survey: (1) Outstanding Customer Service; (2) Economic Impact; and (3) Connectivity. Each topic has one broad message statement plus a series of sub-messages that explains how you do what you do. She then reviewed each message for the 3 specific areas. She added that the message triangle forms a foundation for communication that can be built out in many areas that can be used as a comprehensive outreach program (a proactive public relations and social media campaign.) Ms. Costa then provided examples of messages that can be used and that the key messengers could be the Chairman and Executive Director, supported by key members of Staff and the board members. She then talked about a possible "Did you Know" campaign that could be used to convey basic information about OIA and counter misconceptions as found in the perception survey. Using additional visual examples (copy on file), Ms. Costa then talked about taking creative messaging to another level by using creative graphics; "the beauty of OIA..."; "brought to you by OIA..."; "Thanks to OIA..."; and "Welcome to my hometown airport". She then shared a personal anecdote with the Board.

Chairman Kruppenbacher thanked Ms. Costa for today's presentation. Addressing the Board, he thanked Mr. Brown and staff for seeking external input on this matter and handling it so expeditiously. When the research came back, it became apparent the importance of customer service. The Chair thanked Mr. Sanchez for his work on the customer service initiatives. Mr. Brown stated that he is pleased with the work accomplished up to now and that there is more work to do.

CONSENT AGENDA

4. Upon motion by Mr. Asher, second by Mayor Dyer, vote carried to adopt a resolution as follows: It is hereby resolved by the Greater Orlando Aviation that the following Consent Agenda items are approved, accepted, and adopted and execution of all necessary documents is authorized by the Aviation Authority's Officers or Executive Director:

A. accept the following minutes for filing -- May 23, 2014, meeting between Chairman Kruppenbacher and Vice Chairman Dean Asher; May 9, 2014, Aviation Noise Abatement Committee; July 30, August 5, and August 12, 2014, Construction Committee; June 25, 2014, Construction Finance Oversight Committee; and July 16, 2014, Finance Committee;

B. find the property listed in this memorandum no longer necessary, useful, or profitable in the operation of the Airport System; request Orlando City Council concurrence and resolution of this finding; and authorize Staff to dispose of this property in accordance with the Aviation Authority's Policies and Procedures;

CONSENT AGENDA (cont)

C. (1) adopt a Resolution accepting Joint Participation Agreement FM Nos. 435711-1-94-01 and 435711- 1-94-02 in the amount of \$123,400,000; (2) authorize the Executive Director to receive the JPA; and (3) authorize the Executive Director and the Assistant Secretary to execute the necessary documents;

D. (1) adopt a Resolution accepting Supplemental No. 1 to Joint Participation Agreement FM No. 431587 in the amount of \$140,015; (2) approve the use of OEA Revenue Funds in a not-to-exceed amount of \$144,842; (3) request Orlando City Council concurrence for the use of OEA Revenue Funds in this non-budgeted expenditure; and (4) authorize the Executive Director and the Assistant Secretary to execute the necessary documents;

E. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Continuing Vertical Construction Services Agreement with Gomez Construction Company for the award of Project V699, Steel Repairs and Repainting of Structural Steel at Landside A at the Orlando International Airport, for the bid amount of \$1,816,029 with funding from Capital Expenditure Funds and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7978];**

F. accept the recommendation of the Construction Committee and (1) approve an Addendum to the General Consulting Services Agreement with Schenkel & Shultz, Inc., for on-site design criteria and construction oversight consulting services for FY 2015 for a total amount of \$486,820, which includes a not-to-exceed fee amount of \$486,720 and a not-to-exceed reimbursable expenses amount of \$100, with funding from Operations and Maintenance Funds and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7979];**

G. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Continuing Program and Project Management Services Agreement with Cost Management, Inc. dba CMI for airport safety compliance inspection and reporting services, for a total not-to-exceed fee amount of \$411,062, with funding from Operations and Maintenance Fund and Project Funds; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7980];**

H. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Continuing Horizontal Construction Services Agreement with Gibbs & Register, Inc. for the award of Project H235, Repairs for Bypass Canal Bridges at Taxiways K, E, and F and Service Road at the Orlando International Airport, for the bid amount of \$928,310 (base bid plus Add Alternate Nos. 2 and 3) with funding from Capital Expenditure Funds; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7981];**

I. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Computer Aided Drafting (CAD), Geographic Information System (GIS), and Related Services Agreement with Montgomery Consulting Group, Inc. for CAD, GIS, and related services for FY 2015 for a total not-to-exceed fee amount of \$350,664, with funding from Operations and Maintenance Funds; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7982];**

J. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Construction Management at Risk Services Agreement with Hensel Phelps Construction Co. for BP No. S101, South Airport APM Complex - Initial Sitework (GMP No. 1A) at the Orlando International Airport, for a total negotiated GMP amount of \$14,449,905, which includes \$11,755,738 for direct cost of the work, \$825,000 for allowances for direct cost of the work, \$574,025 for the CM@R's Contingency, \$287,012 for the Owner's Contingency, a fixed fee amount of \$708,382 (5.27% of actual direct cost), and \$299,748 for general conditions, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, future Revenue Bonds, and Aviation Authority funds for the APM-related scope, and with funding from the Aviation Authority's Line of Credit to be reimbursed by future Customer Facility Charges, future Revenue Bonds, and Aviation Authority funds for the garage-related scope; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7983];**

K. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Construction Management at Risk Services Agreement with Hensel Phelps Construction Co. for BP No. S102, South Airport APM Complex - Site Logistics Compound (GMP No. 10) at the Orlando International Airport, for a total negotiated GMP amount of \$20,214,831, which includes \$12,414,393 for direct cost of the work,

CONSENT AGENDA (cont)

\$1,572,300 for the allowances for the direct cost of the work, \$613,869 for the CM@R's Contingency, \$306,935 for the Owner's Contingency, a fixed fee amount of \$785,625 (5.27% of actual direct cost), \$2,367,217 for general conditions, and \$2,154,492 for general conditions allowances, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, future Revenue Bonds, and Aviation Authority fund for the APM-related scope, and with funding from the Aviation Authority's Line of Credit to be reimbursed by future Customer Facility Charges, future Revenue Bonds, and Aviation Authority funds for the garage-related scope; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7984];**

L. accept the recommendation of the Construction Committee and (1) approve Amendment No. 3 to Addendum No. 1 to the Construction Management at Risk Services Agreement with Hensel Phelps Construction Co. for additional pre-construction services and buyout of key leadership for the South Airport APM Complex Program, for a total negotiated amount of \$1,085,010, which includes a not-to-exceed amount of \$961,077 for direct cost of buyout of key leadership, a fixed fee amount of \$50,649 (5.27% of actual direct cost), and a not-to-exceed amount of \$73,284 for general conditions, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, future Revenue Bonds, and Aviation Authority funds for the APM-related scope, and with funding from the Aviation Authority's Line of Credit to be reimbursed by future Customer Facility Charges, future Revenue Bonds, and Aviation Authority funds, for the garage-related scope; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7985];**

M. accept the recommendation of the Construction Committee and (1) approve Amendment No. 1. to Addendum No. 1 to the Construction Management at Risk Services Agreement with Turner- Kiewit Joint Venture to provide additional pre-construction services for the South Airport Intermodal Terminal Facility, for a total negotiated amount of \$505,155, which includes a not-to-exceed amount of \$384,496 for direct cost, a fixed fee amount of \$21,147 (5.5% of actual direct cost), and a not-to-exceed amount of \$99,512 for general conditions, with funding from the FDOT grants; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7986];**

N. Approve Amendment No. 6 to Fixed Base Operator Lease Agreement with Showalter Flying Service, Inc.; request Orlando City Council approval for a lease agreement with a term in excess of 10 years; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary agreements, following satisfactory review by legal counsel **[FILED DOC NO. 7987];**

O. (1) authorize the Executive Director to extend and amend the Joint Development Agreement with McKinsey & Company, Inc. to provide facilitation of interactive airport wide trainings through September 30, 2014, and continued support for the development and testing of pilot projects through October 31, 2014 in a not-to-exceed amount of \$310,000 from previously-approved Discretionary Fund to be reimbursed by available Operation and Maintenance Fund to the extent eligible and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel **[FILED DOC NO. 7988];**

P. (1) ratify the placement of Builder's Risk for the ITF and for the South APM Complex from SCOR UK Company Limited - 25%; Lloyd's Syndicate 2623 & 623 (Beazley Furlonge Ltd) - 20%; Starr Surplus Lines Insurance Company - 20%; Allianz Global Corporate & Specialty - 25% and International Insurance Company of Hannover - 10%, for coverages and limits as described herein; (2) ratify the placement of Builder's Risk stand-alone primary terrorism coverages for the ITF and for the South APM Complex from Lloyd's of London; (3) authorize funding from FDOT grants, line of credit to be reimbursed by future PFCs and future CFCs, future revenue bonds, and Aviation Authority funds; and (4) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents;

Q. (1) accept the recommendation of the Concessions/Procurement Committee to amend Contract 05-13, Security Area Monitor (SAM) services with AlliedBarton Security Services, LLC for International Mode operations; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$545,659.98; and (4) authorize an Aviation Authority Officer or Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOC NO. 7989];**

MINUTES OF THE SEPTEMBER 10, 2014, MEETING OF THE GREATER ORLANDO AVIATION AUTHORITY

CONSENT AGENDA (cont)

R. accept the recommendation of the Concessions/Procurement Committee to (1) exercise the second and final renewal option of the Ground Transportation Concession Agreement with Mears Destination Services through January 31, 2016, at an annual minimum concession fee of \$3,710,400 or 11.5% of gross receipts, whichever is greater; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel **[FILED DOC NO. 7990]**;

S. approve the revisions to Policy 201.01, Recruitment and Employment Process **[FILED DOC NO. 7991]**;

T. approve the Resolution to adopt the budget for Fiscal Year 2015; and authorize the Chairman and Assistant Secretary to execute the Resolution **[FILED DOC NO. 7992]**;

U. accept the recommendation of the Finance Committee to: (1) approve the recommended ranking of short-listed investment advisory firms as follows - first, PFM Asset Management LLC; second, Cutwater Investors Services Corp.; and third, Davidson Fixed Income Management, Inc.; (2) authorize Staff to negotiate fee schedules and terms with the top ranked firm or, failing successful negotiations, the other firms in ranked order; and (3) delegate authority to an Aviation Authority Officer or the Executive Director to approve fees negotiated; and (4) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, subject to satisfactory review by legal counsel **[FILED DOC NO. 7993]**;

V. approve the First Amendment to the Kittinger F-4 Park Agreement; and authorize an Aviation Authority Officer or the Executive Director to execute the Agreement upon satisfactory review by legal counsel **[FILED DOC NO. 7994]**;

W. the First Amendment to the Rail Line Easement Agreement, the First Amendment to the Premises Lease and Use Agreement and the Embankment Funding Agreement; (2) seek City Council approval of each; and (3) authorize the Executive Director or his designee to execute all documents related to the First Amendment to the Rail Line Easement Agreement, First Amendment to the Premises Lease and Use Agreement and Embankment and Funding Agreement subject to satisfactory review by legal counsel **[FILED DOC NO. 7995]**;

X. authorize direct negotiations with Mail Safe Express, Inc. and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by Legal Counsel **[FILED DOC 7996]**;

Y. authorize direct negotiations with ALD Development Corp. and; (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by Legal Counsel **[FILED DOC NO. 7997]**;

Z. accept the recommendation of the Finance Committee and (1) approve the ranking of the proposers for actuary services as follows: First - Foster & Foster, Inc.; Second - Bolton Partners, Inc.; and Third - CBIZ Benefits & Insurance Services, Inc. and (2) authorize staff to negotiate and execute the necessary documents with the ranked firms in order of selection for PS-405 for Pension and Other Post-Employment Benefits Trust Actuarial Valuation Services for the Aviation Authority, following satisfactory review by legal counsel **[FILED DOC NO. 7998]**;

AA. approve the plan renewals with United Healthcare for medical, vision, dental, life, long term disability coverage, short term disability advice-to-pay services and flexible spending account administration; (2) approve the continuation of the medical and/or dental opt-out program; (3) authorize funding from previously-approved Operations and Maintenance Fund; and (4) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following review by legal counsel;

BB. amend the Concession Policy to allow a maximum term length for a display and advertising agreement of 7 years; **[FILED DOC NO. 7999]** and '

CC. approve Amendment No. 2 to Employment Agreement with Phillip N. Brown and authorize the Chairman to execute the Amendment following satisfactory review by legal counsel **[FILED DOC NO. 8000]**.

CHAIRMAN'S REMARKS

5. Mr. Asher reported on Metroplan and the Orlando Executive Airport.

Chairman Kruppenbacher left the room at 2:26 p.m.; returning at 2:28 p.m.

The Chair reminded the group that October is Breast Cancer Awareness Month. He asked Mr. Brown and Ms. Fennell to be vigilant about the opening of the Dr. Phillips Performing Arts Center and how the travel for that event is critical to our facilities.

CHAIRMAN'S REMARKS (cont)

On other note, Chairman Kruppenbacher thanked Mayor Dyer for taking the lead on addressing the Uber issue. He then thanked Mr. Brown and Mr. Marchena for their involvement as well. This issue goes to the heart of the integrity of our operations. Current vendors comply with the requirements and regulations of the City and the Aviation Authority. While on the board, he will not tolerate anyone ignoring the requirements and regulations. He has directed Mr. Brown and Mr. Marchena to give Uber until October 10 to turn over to Mr. Marchena its finances so that we can recoup the dollars that should have been paid. If it is not done by that date, Mr. Marchena is directed to file litigation. Chairman Kruppenbacher continued to discuss issues that he has with Uber and the manner in which they do business.

Mr. Brown welcomed the new Director of Customer Service, Brian Engle. He then recognized Ms. Denise Schneider, Assistant Director of Purchasing for celebrating 7 years at the Aviation Authority and her recent award by the National Institute Government of Procurement as Professional Manager of the Year. Mr. Brown then mentioned that September is "Selfie Month" so they are encouraging people to take selfies throughout the terminal and posting them on Facebook.

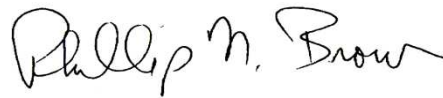
ADJOURNMENT

6. There being no further business to be considered, Chairman Kruppenbacher adjourned the meeting - 2:37 p.m.

(Digitally signed on October 16, 2014)



Dayci S. Burnette-Snyder
Director of Board Services



Phillip N. Brown, A.A.E.
Executive Director