



GREATER ORLANDO AVIATION AUTHORITY

Orlando International Airport
One Jeff Fuqua Boulevard
Orlando, Florida 32827-4399
(407) 825-2032

MEMORANDUM

To: Mayor Dyer and City Commissioners
From: Dayci S. Burnette-Snyder, Director of Board Services
Date: August 27, 2014
Subject: ACCEPTANCE OF AVIATION AUTHORITY MINUTES

It is respectfully requested that on September 8, 2014, Orlando City Council accept the May 21, June 18, and July 16, 2014, Aviation Authority minutes.

On **WEDNESDAY, MAY 21, 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 2:03 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
Mayor Teresa Jacobs
Dr. Jason Pirozzolo
Jim Palmer

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.

JEFFRY B. FUQUA DAY

1. Chairman Kruppenbacher acknowledged that since 2010, the Board has recognized the 3rd Wednesday of the month in May, Jeffry B. Fuqua Day.

MINUTES

2. Upon motion by Vice Chairman Asher, second by Mr. Palmer, vote carried to accept the April 16, 2014, minutes as written.

2014 RECIPIENT OF THE LT. COLONEL JOE KITTINGER AWARD

3. Ms. Carolyn Fennell, Director of Public Affairs, presented the Committee's recommendation to nominate and name Lt. Colonel R. Patrick Phillips as the 2014 Recipient of the Colonel Joe Kittinger Award.

She discussed the working group that was formed to select the recipient. The criteria includes that the individual must be involved in aviation; have a Central Florida connection; have military service that is verifiable; outstanding achievement contribution; promotion of aviation and community participation and geographical location is also a consideration. Ms. Fennell then reviewed the qualifications of Lt. Colonel Phillips. The official presentation of the award will occur on June 28, 2014, during the Aviation Authority's Liberty Weekend (Liberty Soars) event at the Hyatt Regency @ OIA.

Upon motion by Mayor Jacobs second by Mayor Dyer, vote carried to accept the Committee's recommendation.

Chairman Kruppenbacher stated that the Liberty Weekend event will be extra special this year because the Aviation Authority is unveiling the Medal of Honor plaque for the 4 families whose loved ones made the ultimate sacrifice for this country. One is still living.

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MASTER PLAN OUTREACH

4. Mr. Tom Chandler, Schenkel & Shultz, provided a presentation on the Master Plan Outreach. The agenda for today's presentation included Airport Master Plan Update (AMPU) and background; Status of the AMPU tasks; South Airport Complex future development; and next steps.

To be successful the Airport Master Plan must focus on GOAA's strategic goals - exceed the expectations of the traveling public with the collaboration of our airport partners and the community; foster economic development for the region; operate and maintain safe and world-class facilities; and act in a fiscally responsible manner. Mr. Chandler then reviewed the scope of services for the Aviation Forecast; Demand Capacity Analysis and facility requirements; and Airport Layout Plan (ALP).

As to status of AMPU, he talked about the passenger forecast and the response to changes in passenger growth; the terminal capacity analysis and recommended improvements to the north terminal capacity as follows - ticket lobby expansion and refurbishment; baggage handling systems improvements and upgrades; Airside 4 international passenger processing and international gate expansion; South Airport Automated People Mover Complex and Intermodal Terminal Facility. He then talked about the airfield capacity including traffic demands from 2011 - 2031; stimulation modeling for 2051 traffic demands; and conclusion of simulation modeling with elimination of dual South Cross Field Taxiways which results in the following benefits - eliminates FAA tower line of sight issues; minimizes airfield expansion cost; reduces aircraft noise to the south; and increases available property development. As to the Airport Layout Plan (ALP) Mr. Chandler stated that the purpose of the ALP is to depict current and future facilities at the airport for coordination with the Federal Aviation Administration. An e-ALP is the electronic ALP using a 3-D Geographical Information System (GIS) format. He mentioned that the FAA approves the aviation forecasts and ALP. The ALP is used to determine which projects are eligible for federal funding. Mr. Chandler then briefly mentioned the primary changes to the ALP. In discussing the Capital Improvement Plan (CIP), Mr. Chandler stated that the objectives of the Plan include maintaining the Orlando Experience; improving facilities to achieve finite NTC capacity of 45 million annual passengers; improving international processing; and generating non-aviation revenue.

Moving to the South Airport Complex advancements, he talked about passenger capacity; international gates; domestic gates; hotel rooms; concessions; aviation transit oriented development; parking; passenger secure automated people mover; and rail capacity. Consistent with the direction from the October 16, 2013, Aviation Authority Board meeting, the demand driven Design and Construction Program for the South Terminal Complex (STC) will commence upon reaching 2 trigger points - 40 million annual passengers at the North Terminal Complex and 2 million annual passengers arriving international passengers processed through CBP facilities. He briefly reviewed the first, second, third phase development and ultimate build-out of the concept.

In summary, Mr. Chandler mentioned seamless integration of multimodal transportation; improved on-demand facility expansion capabilities; expands non-airline revenue opportunity; improved passenger circulation; and customer service enhancements. The advantages include efficiencies; flexibility; and demand driven expansion. The customer service focus includes comfort, ease, and speed.

As to next steps, Mr. Chandler mentioned the 3 community outreach meetings in June and early July; incorporating input from outreach meetings into a draft for Orlando City Council presentation in July or August; and incorporating input from Orlando

City Council into a final draft of the Airport Master Plan Update, seek Board approval, seek Orlando City Council approval, and then submit final draft to FAA for review and comment in the August - September timeframe.

Mr. Sanchez asked if once approved (concept plan), will it be the final plan or will there be a different design? Mr. Chandler stated that the future facilities included in the Master Plan are conceptual. There is a great deal of work to be done to take this concept forward. The emphasis has been integrating ground transportation and rail. He believes that other airports will need to be visited and design consultants will have to be hired. Mr. Sanchez asked them to be mindful of the distances that passengers have to walk particularly from the train station to the parking facilities. Last he measured, it was close to a mile. Mr. Chandler confirmed the distance and mentioned that since the last discussion (October), they have been looking at that

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issue. There are a series of items that are being contemplated. Mr. Chandler stated that he did not want the Board believing that this is the final concept. Discussion then ensued about accommodating wide body aircraft in the overall design.

Mayor Jacobs stated that it was an excellent presentation covering a lot of ground. She agreed that the moving sidewalks will go a long way in addressing distance.

Mr. Asher thanked Mr. Chandler and his team for the presentation. Mr. Chandler acknowledged Mr. Ernie Straugh for his contributions.

MAYOR JACOBS LEFT ROOM AT 2:36 P.M. RETURNING AT 2:40 P.M.

Chairman Kruppenbacher asked Mr. Chandler to add a slide that shows what happens if nothing is done when the facility reaches 45 million annual passengers (MAP).

As to the community outreach, the Chair stated that we have spent a considerable amount of money emphasizing that we are a region. As he reviews the community outreach effort, he requested that the Port, theme parks, and major business partners be included in the outreach. Mr. Brown responded that these business can be included but reminded the Board that the community outreach discussed today is for public input. The Chair stated that he wants input from these business. He also proposed that the Board select one meeting to attend.

Chairman Kruppenbacher asked Mr. Sanchez and Mr. Chandler to get together with the customer service overlay (hot points) and assure that they have been addressed. Mr. Chandler mentioned that that is currently being handled.

The Chair mentioned to Mr. Chandler that he needs to tell him when to kick in the peer review. Chairman Kruppenbacher believes it is when all the community outreach is completed.

CONSENT AGENDA

5. Upon motion by Sanchez, 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. January 8, January 16, March 3, and March 17, 2014, Ad Hoc Committee for the Review of Responses for Auditing Services; March 24, April 4, and April 14, 2014, Concessions/Procurement Committee; April 1, April 8, April 22, and April 29, 2014, Construction Committee; February 26, 2014, Construction Finance Oversight Committee; and March 20, March 31, April 1, and April 8, 2014, Professional Services Committee;

B. accept the recommendation of the Finance Committee to: (1) approve the recommended ranking of shortlisted auditing services firms as follows - first, Moore Stephens Lovelace, P.A.; second, CliftonLarsonAllen LLP; third, Cherry Beckett LLP and fourth, McGladrey LLP; (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 DOCUMENTARY NO. 7902];

C. accept the recommendation of the Finance Committee to: (1) approve the recommended ranking of shortlisted financial advisory services for MWBE firms as follows - first, National Minority; and second, Backstrom and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, subject to satisfactory review by legal counsel [FILED DOCUMENTARY NO. 7903];

D. accept the recommendation of the Finance Committee and (1) approve the ranking of the firms for Airport Consulting Services at the Orlando International Airport and the Orlando Executive Airport as follows: First - LeighFisher Inc.; Second - Ricondo & Associates, Inc.; and Third - Unison Consulting, Inc.; (2) authorize hourly rate negotiations with the first and second-ranked firms in accordance with the Aviation Authority's policy; and (3) subject to successful negotiations with the first and second-ranked firms: (a) approve a no cost Airport Consulting Services Agreement with each of the first and second-ranked firms for its negotiated hourly rates; and, (b) authorize an Aviation Authority Officer or the Executive Director to execute the necessary contract documents following satisfactory review by legal counsel [FILED DOCUMENTARY NOS. 7904-7905];

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CONSENT AGENDA (cont)

E. accept the recommendation of the Concessions/Procurement Committee and (1) exercise Amendment No. 2, the First Renewal Option of Purchasing Contract 07-11, Satellite Buildings Janitorial Maintenance with Florida Cleaning Systems, Inc.; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$256,028.59; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7906]**;

F. accept the recommendation of the Concessions/Procurement Committee to (1) reject all bids for Purchasing Contract 17-14, Replacement/Installation and Fabrication of Vinyl Slipcovers and Repair of Passenger Style Flyaway Seating being non-responsive and (2) authorize Staff to waive the performance bond requirement and to re-solicit this bid;

G. find the property listed in the memorandum (copy on file) no longer necessary, useful, or profitable in the operation of the Airport System; (2) request Orlando City Council concurrence and resolution of this finding; and (3) authorize Staff to dispose of this property in accordance with the Aviation Authority's Policies and Procedures

H. accept the recommendation of the Professional Services Committee and (1) approve the ranking of the firms for Continuing Signage Construction Services at the Orlando International Airport and the Orlando Executive Airport as follows: First - AC Signs LLC; and, Second - International Signs & Lighting, Inc.; (2) authorize hourly rate negotiations with each of the two ranked firms in accordance with the Aviation Authority's policy; and (3) subject to successful negotiations with each of the two ranked firms: (a) approve a no cost Continuing Signage Construction Services Agreement with each of the two ranked firms for its negotiated hourly rates; and, (b) authorize an Aviation Authority Officer or the Executive Director to execute the necessary contract documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7907-7908]**;

I. accept the recommendation of the Construction Committee to approve Change Order 434-03 to the Construction Contract with The Middlesex Corporation for BP No. 434 in the credit amount of (\$435.34) with funding from Operations and Maintenance Funds, Capital Expenditure Funds, and Line of Credit to be reimbursed by Passenger Facility Charges and FAA and FDOT Grants to the extent eligible; (2) request Orlando City Council and FAA concurrence (as required because of FAA funding); and (3) authorize an Aviation Authority Officer or the Executive Director to execute the change order following satisfactory review by legal counsel;

J. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Professional Services Agreement for the Baggage Handling System for the North Terminal Capacity Enhancement Program with Reynolds, Smith and Hills, Inc. for design, bid, and award phase A/E services for BP No. 445, Baggage Handling System Modifications and Replacement for A and B Sides, West End, at the Orlando International Airport, for a total amount of \$947,135, which includes a lump sum fee amount of \$937,135 and a not-to-exceed reimbursable expenses amount of \$10,000, with funding from 2010A (Non-AMT) and 2013A (AMT) Revenue Bonds; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7910]**;

K. 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 V704, Terminal A Cooling Tower Replacement at the Orlando International Airport, for the bid amount of \$997,000 with funding from Capital Expenditure Funds; (2) approve the use of additional Capital Expenditure Funds in a not-to-exceed amount of \$150,000 for Project V704, Terminal A Cooling Tower Replacement at the Orlando International Airport; (3) request Orlando City Council concurrence to include this expenditure in the Aviation Authority's current year budget; and (4) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7911]**;

L. accept the recommendation of the Construction Committee and (1) approve a no cost Addendum to the Continuing Program and Project Management Services Agreement with CMTS/Hanson JV to exercise the first one-year renewal option and extend the Agreement to January 10, 2016; (2) approve a no cost Addendum to the Continuing Program and Project Management Services Agreement with Cost Management, Inc. d/b/a CMI to exercise the first one-year renewal option and extend the Agreement to October 25, 2015; (3) approve a no cost Addendum to the Continuing Program and Project Management Services Agreement with Geotech Consultants International, Inc. to exercise the first one-year renewal option and extend the Agreement to October 18, 2015; (4) approve a no

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CONSENT AGENDA (cont)

cost Addendum to the Continuing Program and Project Management Services Agreement with Page One Consultants, Inc. to exercise the first one-year renewal option and extend the Agreement to January 6, 2016; (5) approve a no cost Addendum to the Continuing Program and Project Management Services Agreement with Parson Brinckerhoff, Inc. to exercise the first one-year renewal option and extend the Agreement to November 3, 2015; (6) approve a no cost Addendum to the Continuing Program and Project Management Services Agreement with PMA Consultants, LLC to exercise the first one-year renewal option and extend the Agreement to October 21, 2015; (7) approve a no cost Addendum to the Continuing Program and Project Management Services Agreement with URS Corporation to exercise the first one-year renewal option and extend the Agreement to November 15, 2015; and (5) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7912-7918]**;

M. accept the recommendation of the Construction Committee and (1) approve a no cost Addendum to the Continuing Transportation Planning Consulting Services Agreement with HDR Engineering, Inc. to exercise the first one-year renewal option and extend the Agreement to August 10, 2015; (2) approve a no cost Addendum to the Continuing Transportation Planning Consulting Services Agreement with HNTB Corporation to exercise the first one-year renewal option and extend the Agreement to August 3, 2015; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7919-7920]**;

N. accept the recommendation of the Professional Services Committee and (1) approve Addendum No. 5 to the Information Technology Consulting Services Agreement with Faith Group Consulting, LLC for staff extension support services to support parallel development of schematic drawings and system requirements for the construction of concrete-encased communications ductbank along the west side of the Orlando International Airport in the not-to-exceed fee amount of \$36,532, with funding from Capital Expenditure Funds; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7921]**;

O. accept the recommendation of the Construction Committee and (1) approve an Amendment to Addendum No. 3 to the Professional Services Agreement for the Prime Design Consulting Services for Airside 4 Improvements with MLM - Martin Architects, Inc. for the design, bid, and award phase A/E services for Bid Package (BP) No. 443, Airside 4 Improvements Program Federal Inspection Station (FIS) / Customs and Border Protection (CBP) Renovation and Wing Expansion, for a total amount of \$1,907,321, which includes a lump sum fee amount of \$1,880,585, and a not-to-exceed reimbursable expenses amount of \$26,736, with funding from Aviation Authority Line of Credit to be reimbursed by future Revenue Bonds and future Passenger Facility Charges to the extent eligible; (2) approve an Amendment to Addendum No. 1 to the Professional Services Agreement for the Prime Design Consulting Services for Airside 4 Improvements for the FIS/CBP Improvement and Expansion with KBJ Architects, Inc. for the design, bid, and award phase A/E services for BP No. 443, Airside 4 Improvements Program FIS/CBP Renovation and Wing Expansion, for a total amount of \$2,122,090, which includes a lump sum fee amount of \$2,108,922, and a not-to-exceed reimbursable expenses amount of \$13,168, with funding from Aviation Authority Line of Credit to be reimbursed by future Revenue Bonds and future Passenger Facility Charges to the extent eligible; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7922-7923]**;

P. approve the Second Amendment to Purchase and Sale Agreement with OCEA for the right-of-way for relocation of the Mainline Toll Plaza at SR 528; request Orlando City Council concurrence; and authorize an Aviation Authority Officer or the Executive Director to execute all necessary documents related to the transaction, following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7924]**;

Q. approve the Hangar Facility Lease Agreement with Silver Airways Corporation; request Orlando City Council approval of this Lease term in excess of ten (10) years; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7925]**;

R. accept the recommendation of the Concessions/Procurement Committee to: (1) reject all quotations received in response to Purchasing Request for Written Quotations 91866-14; and (2) authorize the Purchasing Office to issue a new Request for Written Quotations after specification review by Hyatt staff;

S. approve the revisions to Policy 203.07, Family Medical Leave Act (FMLA) **[FILED DOCUMENTARY NO. 7926]**

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CONSENT AGENDA (cont)

T. approve adoption of revisions to Policy 1010.00, Use of Technology Resources; (2) deletion of Policy 170.01, Email Use, as that policy has been incorporated into 1010.00; (3) adoption of new Policy 410.041, Credit/Debit and ACH/eCheck Transaction Processing; and (4) adoption of new Policy 1010.02, PCI DSS Annual Compliance [FILED DOCUMENTARY NO. 7927-7929]

U. accept the Executive Director's recommendation and confirm the appointment of Mr. Mark Birkebak as Director of Engineering and Mr. Bradley Friel as Director of Plan;

V. accept the Executive Director's recommendation and confirm the appointment of Ms. Carolyn A. Binder as the Director of Finance; and

W. subject to approval of the RSA application: (1) authorize the Executive Director to execute the Reimbursable Services Agreement with Customs and Border Protection and (2) authorize expenditure of not-to-exceed 625,000 for the fourth quarter of Fiscal Year 2014 from Discretionary Funds in order to cover costs associated with the RSA from CBP.

CONSIDERATION TO REVIEW ADVERTISING POLICIES

6. Mr. Marchena stated that the Aviation Authority's advertising program has been important to promote self-sustainability in accordance with FAA grant assurances. Advertising policy issues have recently been addressed by the ACI legal committee. A draft policy is being prepared but will take time. Other airports have encountered disputes regarding ability of entities to run advertisements.

Mr. Palmer left the room at 2:42 p.m.; returning at 2:45 p.m.

The first amendment protects freedom of speech. The Supreme Court has held that the government "has no power to restrict expression because of its message, its ideas, its subject matter, or its content". Mr. Marchena stated that forum type impacts free speech. He then described the traditional public forum; designated public forum; and non-public forum. In order to establish the airport as a non-public forum the following is required: establish advertising policy goals; establish content restrictions that are tied to promoting the policy goals; and adopt procedures for review that ensure consistent compliance with restrictions and consistent enforcement.

The proposed Aviation Authority's policy goals include - generate non-airline revenue while maintaining primary purpose of facilitating air travel; create warm/welcoming environment for traveling public, which includes families; preserve marketing potential by avoiding offensive, inappropriate or harmful content; avoid identification with our appearance of endorsement of advertisements on controversial issues; and promote business and tourism travel.

He then talked about advertising restrictions tied to stated purposes -- proposed restrictions contain clear, viewpoint neutral restrictions. As required by the applicable case law, the proposed policy contains objective guidelines to evaluate advertising -- avoid the terms "offensive", "controversial" and "aesthetically pleasing" because these are not objective but courts recognize that some level of interpretation and reliance on "prevailing community standards" is inevitable. Courts generally uphold content restrictions on advertisements in non-public forums, unless restrictions are: vague; overly broad; viewpoint discrimination (cannot permit one point of view while prohibiting alternative points of view: pro-choice vs. pro-life); or restrictions are selectively enforced or ignored.

The Aviation Authority's specific content restrictions include **NO** -- political advertising; public issue/public service advertising; religious advertising; advertising harmful to children; sexually oriented materials; advertising of adult oriented products; misleading/fraudulent advertising; tobacco/e-cig advertising; and gambling advertising; demeaning or disparaging advertising; advertising that promotes illegal activity; libelous or copyright infringing advertising; advertising implying endorsement by Authority; and no advertisement may reference a website or telephone number that contains material that violates any of the above.

Mr. Marchena then discussed the procedures for review that ensure consistent compliance: restrictions to avoid creation of designated public forum due to inconsistent enforcement: (a) initial review by concessionaire who makes written decision. If approved, (b) review by Concessions Department who makes written decision. If approved, proposed advertisement accepted; (c) if concessionaire or

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CONSIDERATION TO REVIEW ADVERTISING POLICIES (cont)

Concessions Department question advertisement, (d) review by Design Review Committee which makes written decision; and [e] if DRC approves, advertising can be displayed. If rejects, then advertiser may appeal to Executive Director within 10 days of rejection.

Mr. Marchena then continued his presentation by discussing for-profit advertising; non-profit advertising; and unsold advertising space.

It was respectfully requested that the Aviation Authority Board resolve to designate the advertising space at the Orlando International Airport a non-public forum and adopt the Advertising Policy on file with the Board Assistant Secretary, consistent with the parameters set forth in this presentation.

Mayor Jacobs asked how we monitor the advertiser's use of links or URL sites that take you to a website. Mr. Marchena responded that a procedure will be established that requires an Aviation Authority staff member in the Concessions Department to randomly access the website for subject compliance matter. She then asked what occurs when someone violates the policy. Mr. Marchena responded that the ad will be immediately removed and the money paid by the advertiser will not be returned. Chairman Kruppenbacher asked Mr. Marchena to look into a blackout period for violators.

Dr. Pirozzolo stated that he is in favor of having either Mayor give a welcoming or departing message to the passengers. Is that permitted under this proposed policy? Mr. Marchena responded in the positive. What Dr. Pirozzolo referenced is not considered political speech.

Mayor Dyer stated that the City has had the same issues at Lynx with advertising and the use of websites. Mr. Marchena responded that they have to stay up with the times in allowing website addresses.

Mr. Palmer referenced the discount for community organizations. He asked if that would include the branches of military that wanted to advertise. Mr. Marchena responded in the negative because they do not promote the region. If broaden to that level then we go back to having all the other national entities making the program haphazard. Mr. Marchena stated that he had a conversation with another attorney at another airport, and he said that the toughest thing you will run into is the Board understanding that in order to have a defensible, solid policy, they are going to have to give up some of their favorite organizations abilities to promote themselves at the airport. Mr. Palmer clarified that he was asking about discounts but asked if they are prohibited from advertising as a whole? Mr. Marchena responded that as a whole they can buy advertising but not discounted. The discounted basis is narrowed as to the promotion of travel to and from Central Florida.

Mr. Palmer then asked if there would be a discount for volume advertising. Mr. Marchena responded that he does not know. It is left to the vendor. Mr. Brown added that there are pricing policies they submit, which are reviewed, and require approval.

Chairman Kruppenbacher asked Mr. Brown to provide the Board with an update on the pricing policy so they know what it is.

Mr. Marchena stated that there are other policies associated with the Advertising Policy that will be presented to the Board for approval.

Referencing the language that talks about the Executive Director's approval, Chairman Kruppenbacher requested that language be added stating..."may appeal to the Executive Director. The Executive Director will make a decision after conferring with General Counsel." If we get challenged, he would like the Judge overseeing the case to know that the policy was vetted by General Counsel.

Referencing the community promotion item, Chairman Kruppenbacher then asked if UCF or Valencia fit within those perimeters. Mr. Marchena responded in the negative unless there is a particular event they are trying to promote. Mr. Marchena added that some of the concerns expressed by the Board today will be addressed in the other policies being presented at a future meeting.

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CONSIDERATION TO REVIEW ADVERTISING POLICIES (cont)

Chairman Kruppenbacher reminded the Board that the review of these policies is part of the annual review he asked Mr. Brown and Mr. Marchena to undertake. Please let Mr. Brown know of any policies a board member wants reviewed.

Upon motion by Mayor Jacobs, second by Mr. Palmer, vote carried to approve the recommendation.

Chairman Kruppenbacher asked Mr. Marchena to send a courtesy copy to the City and County legal counsel.

BUSINESS ITEMS

7. For OEA, Mr. Asher mentioned that during March & April there were Static Displays of traveling aircraft including a WWII B-29 and a vintage Ford Tri-Motor; on April 19, the 4th annual charity 5K was held with the proceeds going to "Angel Flight Southeast"; construction "Notice to Proceed" was issued for both the replacement Maintenance Shop and the West Ramp Sealcoat; Gordon Foods Services (GFS) opened for business on Sunday, May 18 at the corner of Colonial & Calvin; and the next OEA Advisory Meeting is scheduled for Thursday, May 29th at 8:30a.m.

UPDATE ON CUSTOMER SERVICE INITIATIVE

Mr. Tom Draper, Director of Airport Operations, provided an update of the progress made on these initiatives. It encompasses over 30 organizations at the airport, totaling approximately 150 leaders. The four areas are comfort, ease, speed, and employee culture. The behaviors are (1) remain mindful of surroundings and stop unsafe behaviors; (2) pick up trash as you see it throughout the airport or report an area that needs attention; (3) display appropriate body language by making eye contact, use a calm tone of voice and, smile; (4) stop and offer assistance to our guest during their journey.

Chairman Kruppenbacher suggested that board members attend one of these sessions.

Mr. Sanchez stated that he is overwhelmed by the participation at the meetings. The work groups are divide and attack with ideas that will make the airport better and ways of engaging our front-line employees. He commended staff and the consultants for their work.

Discussion ensued as to the Chair's attendance at a CSAC meeting and recent entertainment provided at the terminal. Mayor Dyer suggested that on occasion, "pop up" entertainment be provided throughout the facility.

Mr. Sanchez left the room at 3:18 p.m.; returning at 3:20 p.m.

COMMUNITY EVENTS

In response to the Chair's request, Mr. Brown briefed the Board on what steps and actions are taken to welcome groups of 10,000 or more that use the facility. He then reviewed the criteria. Mr. Brown stated that a monthly calendar will be distributed to the Board.

Mr. Marchena mentioned that there is a policy associated with this item that is being fined tuned and will be discussed at a later date. Chairman Kruppenbacher stated that certain opportunities are being missed. For example, the announcement of the USTA and Orlando City Soccer. We don't want them to break ground to acknowledge their presence.

Vice Chairman Asher acknowledged the efforts of staff during last year's realtors' convention. It works and makes them feel special.

ARTWORK

Chairman Kruppenbacher mentioned that when he visited a local office in town, they were displaying local art pieces from the community. If we can look at displaying local art in the terminal year round that would be great.

The Chair thanked Mr. Brown and staff for the actions taken in addressing the health issue at a local hospital.

In closing, the Chair thanked the Mayor's for their immeasurable contributions to Orlando City Soccer. In his recent travels aboard, it was mentioned numerous times.

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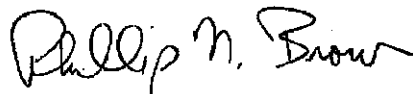
ADJOURNMENT

8. There being no further business to be considered, Chairman Kruppenbacher adjourned the meeting - 3:24 p.m.

Digitally signed on July 17, 2014



Dayci S. Burnette-Snyder
Director of Board Services



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

On WEDNESDAY, JUNE 18, 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
Jim Palmer (arrived 2:29 p.m.)
Dr. Jason Pirozzolo

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.

RESOLUTION FOR MEDAL OF HONOR RECIPIENTS

1. Chairman Kruppenbacher mentioned the Liberty Weekend (Liberty Soars) 2014 event scheduled for Saturday, June 28 at the Hyatt Regency @ OIA. He said this year is unique because the 4 Medal of Honor recipients will be recognized (Private First Class Emory L. Bennett - U.S. Army; Corporal Larry E. Smedley - U.S. Marines Corps; Staff Sergeant Robert J. Miller - U.S. Army; and Sergeant First Class Melvin Morris - U.S. Army.) Three of these courageous military personnel sacrificed their lives for our country.

Chairman Kruppenbacher read into the record the following Resolution: WHEREAS, The Medal of Honor is the highest award for valor in action against an enemy force which can be bestowed upon an individual serving in the Armed Services of the United States, and WHEREAS, of the 23 Medals of Honor accredited to the state of Florida, four recipients have called Central Florida home, and WHEREAS, the acts of bravery and self-sacrifice that distinguish the heroes honored with the Medal of Honor demand our utmost respect and recognition, and WHEREAS, with profound admiration, the Greater Orlando Aviation Authority pays tribute to:

- * Private First Class Emory L. Bennett - U.S. Army
- * Corporal Larry E. Smedley - U.S. Marines Corps
- * Staff Sergeant Robert J. Miller - U.S. Army
- * Sergeant First Class Melvin Morris - U.S. Army

For their conspicuous gallantry and intrepidity at the risk of life, above and beyond the call of duty. NOW THEREFORE be it resolved that this Resolution be presented on behalf of a proud community and a grateful nation. And that a copy of this Resolution be retained permanently in the records of the Greater Orlando Aviation Authority as a testament to remarkable character, courage under fire and selfless devotion to the ideals of freedom that define the United States of America.

Upon motion by Mayor Dyer, second by Dr. Pirozzolo, vote carried to adopt the Resolution.

MINUTES OF THE JUNE 18, 2014, MEETING OF THE GREATER ORLANDO AVIATION AUTHORITY

CONSENT AGENDA

2. 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 Authority 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 for filing the following committee minutes -- February 14, 2014, Aviation Noise Abatement Committee; April 14 and May 12, 2014, Concessions/Procurement Committee; May 6, May 13, and May 27, 2014, Construction Committee; March 26, 2014, Construction Finance Oversight Committee; March 25, April 2, and April 21, 2014, Design Review Committee; January 30, 2014, Sub-Committee of the Ground Transportation Committee; and May 1 and May 16, 2014, Professional Services Committee;

B. resolve to incorporate Operational Policy and Procedure: Distribution of Literature and Solicitation of Donations, Policy 740.01 and Operational Policy and Procedure: Picketing, Policy 740.02 into the Aviation Authority's Policy and Procedure Manual [FILED DOCUMENTARY NO. 7929-7930];

C. accept the recommendation of the Concessions/Procurement Committee to (1) authorize a sole source procurement of new Advanced Life Support equipment, software, accessories and support agreement from Physio-Control, Inc.; (2) authorize the Executive Director to approve a sole source justification form in accordance with Aviation Authority policy; (3) authorize the Executive Director to approve the disposal of the surplus equipment as a trade-in toward this purchase, with a credit amount of \$22,000; (4) authorize funding from the approved Capital Expenditure Fund in the not-to-exceed amount of \$139,712.55 (net); and (5) authorize the Purchasing Office to issue the necessary purchase order;

D. concur with the recommendation of the Concessions/Procurement Committee to: (1) award 28 of the 36 listed items in Purchasing Request for Written Quotations #91853-14 to Regency Enterprises, Inc., d/b/a Regency Lighting as the low, responsive and responsible Quoter for those 28 items in the not-to-exceed amount of \$227,982.24, and award the remaining 8 of 36 items to Lamp Sales Unlimited, Inc. as the low, responsive and responsible Quoter for those 8 items in the not-to-exceed amount of \$54,216.00, for a total not-to-exceed amount of \$282,198.24; (2) authorize funding from the approved Operation and Maintenance Funds and (3) authorize the Purchasing Office to issue the necessary blanket purchase agreements;

E. accept the recommendation of the Concessions/Procurement Committee and authorize Staff to: (1) award Purchasing Contract 14-14, Aquatic Weed Control Services to Bio-Tech Consulting, Inc.; (2) authorize funding from the Orlando International Airport Operation and Maintenance Fund and Orlando Executive Airport Revenue Fund in the not-to-exceed amount of \$592,782; and (3) authorize an Aviation Authority officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [FILED DOCUMENTARY NO. 7931];

F. accept the recommendation of the Concessions/Procurement Committee to exercise the first renewal option of Purchasing Contract 19-11, Carpet, Vinyl and Rubber Flooring Repair and Replacement Services with Designers West Interiors, Inc., for a new expiration date of December 14, 2015; authorize funding from the Capital Expenditure Fund in the not-to-exceed amount of \$336,365; and authorize an Aviation Authority Officer or the Executive Director to execute an amendment following satisfactory review by legal counsel [FILED DOCUMENTARY NO. 7932];

G. amend the Advertising Policy 140.05 to add the following Criteria -- there shall be no Public Issue Advertising; and there shall be no Public Service Advertising [FILED DOCUMENTARY NO. 7933];

H. find the property listed in the memorandum (copy on file) no longer necessary, useful, or profitable in the operation of the Airport System; (2) request Orlando City Council concurrence and resolution of this finding; and (3) authorize Staff to dispose of this property in accordance with the Aviation Authority's Policies and Procedures;

I. approve the purchase of the listed Code Blue equipment items from SmartWatch Security & Sound Integration at a cost of \$163,233.00; authorize the Executive Director to execute a Single Source Procurement Justification form in accordance with Authority policy; authorize funding from the approved Capital Expenditure Fund; and authorize the Purchasing Office to issue the necessary purchase order;

MINUTES OF THE JUNE 18, 2014, MEETING OF THE GREATER ORLANDO AVIATION AUTHORITY

CONSENT AGENDA (cont)

J. authorize the provision of materials and services to develop a new server and associated software to manage the NetPlus TMS, the provision, installation, and integration of a new Automated Switch Interface (ASI), and the upgrade of the NetPlus TMS to include "Dashboards" capability based on a Sole Source Procurement Justification from Ventraq; authorize the Executive Director to approve the Sole Source Procurement Justification form in accordance with Aviation Authority Policy; authorize funding from the approved Capital Expenditures Funds in the not-to-exceed amount of \$149,186.52; and authorize the Purchasing Office to issue the necessary purchase order;

K. approve the recommended changes including changes to the Committee voting memberships of the Aviation Authority's Organizational Policy and Procedures, 120.01, 120.04, and 120.11 **[FILED DOCUMENTARY NO. 7934-7936]**;

L. concur with the recommendation of the Finance Committee and approve the Authorizing Resolution for the amendments to the Credit Agreements, which, among other things, increases by \$150,000,000 the 2009 Credit Agreement to an Amount Not to Exceed \$250,000,000 and increases by \$50,000,000 the 2013 Credit Agreement to an Amount Not to Exceed \$200,000,000; approve the extension of the term of the Master Banking Services Agreement with Wells Fargo Bank, N.A. to June 30, 2015; request Orlando City Council concurrence of the Authorizing Resolution for the amendments to the 2009 Credit Agreement with Wells Fargo and the 2013 Credit Agreement with Bank of America; and authorize the Chairman, Vice Chairman or other Authorized Officer of the Aviation Authority and the Secretary or Assistant Secretary of the Aviation Authority to approve the final form of these and all related documents and execute them accordingly **[FILED DOCUMENTARY NO. 7937-7938]**;

M. authorize the Chief Financial Officer to approve budget transfers in excess of \$250,000 until September 30, 2014;

N. adopt a Resolution accepting Supplemental No. 1 to Joint Participation Agreement FM No. 431588 in the amount of \$4,113,954; and authorize the Executive Director and the Assistant Secretary to execute the necessary documents;

O. accept the recommendation of the Construction Committee to approve Change Order No. 432-23 to the Construction Contract with Walbridge Aldinger Company for Bid Package (BP) No. 432, Optimization of Pods C and D at the Orlando International Airport, in the amount of \$784,000 with funding from Capital Expenditures Funds, Passenger Facility Charges (PFC), 2002 AMT Bonds, 2008 AMT PFC Bonds, 2010A Non-AMT Bonds, Commercial Paper Interest, and TSA grants and FDOT grants to the extent eligible; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the change order(s) following satisfactory review by legal counsel;

P. concur with the ranking of the Concessions/Procurement Committee; (2) award the Airside 2, 3 and 4 Specialty Retail Electronics Concession to InMotion MCO, LLC; and (3) authorize an Aviation Authority officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7939]**;

Q. authorize the Executive Director to enter into the Letter Agreement with the Fuel Operator upon final terms consistent with the foregoing, and as the Executive Director deems appropriate, subject to legal review **[FILED DOCUMENTARY NO. 7940]**;

R. accept the recommendation of the Professional Services Committee and (1) approve an Amendment No. 2 to Addendum No. 2 to the Professional Financial Consulting Services Agreement with Albert E. Sampey, CPA for additional financial consulting services for Fiscal Year 2014 in the not-to-exceed fee amount of \$125,388, with funding from Operation 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;

S. accept the recommended changes to Organizational Policy 430.02, Authorized Travel and Subsistence **[FILED DOCUMENTARY NO. 7941]**;

T. accept the recommendation of the Concessions/Procurement Committee to (1) reject all bids for Purchasing Contract 03-14, Baggage Handling System Operation, Maintenance and Repair Services and Passenger Boarding Bridges Maintenance and Repair Services at Orlando International Airport and (2) authorize staff to evaluate the specifications and industry standard best practices in order to re-solicit this bid in a single or multiple contracts;

U. accept the recommendation of the Concessions/Procurement Committee to (1) approve a single source contract with JSM and Associates, Inc. for Baggage Handling System and Passenger Boarding Bridges Maintenance and Repair Services at Orlando International Airport; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$8,137,920; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7942]**;

MINUTES OF THE JUNE 18, 2014, MEETING OF THE GREATER ORLANDO AVIATION AUTHORITY

CONSENT AGENDA (cont)

V. accept the recommendation of the Concessions/Procurement Committee to: (1) purchase twelve (12) month hardware and software application maintenance and support renewal agreements within the required timeframes on the attached list for the approved period; (2) authorize funding from previously approved Operation and Maintenance Funds in the not-to-exceed amount of \$2,957,135.05; and (3) authorize the Purchasing Office to award a purchase order for each maintenance and support service utilizing competitive quotations, sole source procurement, State of Florida or other public entities' contracts, GSA contracts or procurement methods in compliance with the above referenced policies; and

W. approve the use of \$650,000 from Discretionary Funds to be reimbursed by available fiscal year 2014 Operating and Maintenance Funds to the extent eligible for completion of customer service improvements and training to include baggage claim area monitor display system; development of designated business traveler and family seating areas; reconfiguring the Aviation Authority's website; development of parking garage welcome areas; and training for employees airport-wide and (2) request Orlando City Council concurrence of this non-budgeted expenditure.

RECOMMENDATION TO APPROVE A NEW AIR SERVICE INCENTIVE PLAN FOR OIA

3. Mr. Brown stated that new air service incentives for MCO have been discussed for a number of years. The firm retained to review this issue is Oliver Wyman. The firm is a leading global management consulting firm with a focus on strategy, operations, and organization transformation. He then introduced Mr. Bob Hazel.

Mr. Hazel stated that an air service incentive plan is an airport funded program to provide fee reductions and marketing support for airlines to encourage them to enter the market or increase service. He then continued with his presentation (copy on file) which addressed OIA's air service incentive plan with an overview of air service incentive plans, components of a typical incentive plan, and effectiveness of incentives.

He discussed the history of air service incentive plans to include original air service incentive plans (small airports with limited air service seeking regular domestic service or low fare service and secondary international markets seeking nonstop transoceanic flights) compared to more recent air service incentive plans where a majority of gateway airports seek to improve their international service and, in many cases, their domestic service. It was noted that air service incentive plans have been adopted during periods of air service reductions and limited growth.

Mr. Hazel then talked in length about the two basic component of a typical air service incentive plan; basic methods of developing air service; and do air service incentives work. He then mentioned the cost to operate a flight and the significant risk an airline takes to initiate long haul service. He then pointed out Tampa's air service incentives versus Miami and Denver and Seoul (Incheon).

Chairman Kruppenbacher questioned how these airlines make money.

Ms. Vicki Jaramillo, Director of Marketing, talked about how new air service brings economic benefits to -- the Airport in the form of additional aeronautical fees, passenger facilities charges (PFC), and commercial revenues from passenger spending and the Orlando community in the form of visitor spending and the resulting multiplier effect. Airlines will add service based on their assessment of the market. The availability of a competitive incentive plan from Orlando would make it more desirable for an airline to serve MCO as airlines do compare the incentives offered by one community versus another.

The proposed MCO Air Service Incentive Plan (ASIP) will target international and domestic markets as defined by the Greater Orlando Aviation Authority (unserved and underserved markets with existing and potential passenger demand) and target international cargo markets as defined by the Greater Orlando Aviation Authority; landing fee rebates; rent rebate; FIS fee rebate; marketing support; and the proposed ASIP would not impact the operating costs of other MCO airlines. She then discussed the airport fee rebates for Year 1 and Year 2.

MINUTES OF THE JUNE 18, 2014, MEETING OF THE GREATER ORLANDO AVIATION AUTHORITY

RECOMMENDATION TO APPROVE A NEW AIR SERVICE INCENTIVE PLAN FOR OIA (cont)

As to marketing support, the maximum incentive is up to \$1,000,000 for new international flights to/from Europe, Asia, Middle East, and South America; up to \$500,000 for other new international flights; and up to \$100,000 for new domestic flights. New air service to South America on a widebody aircraft (Airbus 330) has an annual economic impact to Central Florida of approximately \$216,070,901.

It was respectfully requested that the Aviation Authority Board resolve to approve the Orlando International Air Service Incentive Plan (ASIP); authorize the Executive Director to develop and execute a formal policy document; administer the MCO Air Service Incentive Plan (ASIP); and address the funding for the ASIP as part of the Fiscal Year 2015 budget process.

Chairman Kruppenbacher clarified that these airlines only get the rebate if they serve MCO. Ms. Jaramillo responded that they have to fly here for the period of time they specify, for example, 3 times a week for a year.

Chairman Kruppenbacher reflected on his travels with Staff and when the question of incentives is discussed, the airline representatives facial expression is priceless.

Dr. Pirozzolo asked if we have looked at partnering with the EDC or Visit Orlando. Ms. Jaramillo responded that Staff works with all the partners Dr. Pirozzolo mentioned. Mr. Brown mentioned that the charters of these organizations dictate how its funding is spent. Other opportunities have not been explored but with this approval, we are able to have these discussions in the future.

Discussion ensued as to how these incentives will enhance our relationships with the airlines.

Upon motion by Mr. Asher, second by Mayor Dyer, vote carried to approve the recommended action. As part of the approval, Chairman Kruppenbacher would like a report back on an annual basis of how it worked for the preceding fiscal year.

CHAIRMAN'S REPORT

4. As to OEA, Mr. Asher stated that the Air Force Phantom F-4 for Col. Joe Kittinger Park has been signed over and will be trucked from Texas -- scheduled to arrive on July 19; the west ramp sealcoat project was completed ahead of schedule, due in part to excellent weather and the contractor putting two crews on the job; Wawa's construction is progressing and working towards an opening in the fall; a power surge to the Air Traffic Control Tower last week caused damage to the airfield lighting control panel. The lights will be operated manually by OEA staff until a new unit can be purchased and installed. As to Metroplan, he mentioned the opening of Sunrail. Mr. Asher also mentioned that he hosted Commissioner Allender from Port Canaveral for a briefing on what's happening to the South. The canal is being dredged and it is the deepest in the country.

Chairman Kruppenbacher mentioned the announcement of Norwegian Airlines and thanked Ms. Fennell and her Staff for their work on the Resolution and Medal of Honor.

Mayor Dyer invited everyone to come out for fireworks at Lake Eola on July 4.

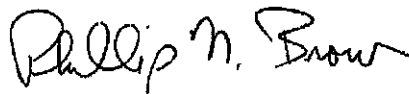
ADJOURNMENT

5. There being no further business to be considered, Chairman Kruppenbacher adjourned the meeting - 2:36 p.m.

Digitally signed on July 17, 2014



Dayci S. Burnette-Snyder
Director of Board Services



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

On **WEDNESDAY, JULY 16, 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 3:01 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
Mayor Teresa Jacobs (arrived at 3:06 p.m.)
James Palmer
Dr. Jason Pirozzolo

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.

MINUTES

1. Upon motion by Vice Chairman Asher, second by Dr. Pirozzolo, vote carried to accept the May 21 and June 18, 2014, minutes as written.

CONSENT AGENDA

2. Items U and V were added to the agenda. Mr. Asher requested that Items C and D be considered separately as part of the new business presentation. Upon motion by Mr. Palmer, 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. ratify the newly negotiated Labor Agreement between the Greater Orlando Aviation Authority and The LIUNA Public Employees, Local 678, of the Laborers' International Union of North America, covering the term of January 1, 2014 through December 31, 2016; authorize funding from the Operation and Maintenance Fund; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 7943**];

B. approve Orlando Executive Airport Aeronautical Service Operator Minimum Standards; authorize an Aviation Authority Officer or the Executive Director to execute the Minimum Standards, following satisfactory review by legal counsel; and delegate authority to the Executive Director to revise and update the Minimum Standards from time to time as needed to meet changes in the industry, laws, and FAA guidelines [**FILED DOCUMENTARY NO. 7944**];

C. considered separately (Item 4);

D. considered separately (Item 5);

MINUTES OF THE JULY 16, 2014, MEETING OF THE GREATER ORLANDO AVIATION AUTHORITY

CONSENT AGENDA (cont)

E. accept the recommendation of the Construction Committee to approve Change Order No. 434-04 to the Construction Contract with The Middlesex Corporation for Bid Package (BP) No. 434, Runway 18R-36L Rehabilitation and Related Work at the Orlando International Airport, in the amount of (\$35,357.01) with funding to be credited to Operations and Maintenance Funds, Capital Expenditure Funds, and Aviation Authority's Line of Credit to be reimbursed by Passenger Facility Charges and FAA and FDOT Grants to the extent eligible; accept the recommendation of the Construction Committee to approve Change Order No. 434-05 to the Construction Contract with The Middlesex Corporation for Bid Package (BP) No. 434, Runway 18R-36L Rehabilitation and Related Work at the Orlando International Airport, in the amount of (\$179.28) with funding to be credited to Operations and Maintenance Funds, Capital Expenditure Funds, and Aviation Authority's Line of Credit to be reimbursed by Passenger Facility Charges and FAA and FDOT Grants to the extent eligible; request Orlando City Council and FAA concurrence (as required because of FAA funding); and authorize an Aviation Authority Officer or the Executive Director to execute the change orders following satisfactory review by legal counsel;

F. accept the recommendation of the Concessions/Procurement Committee and (1) deem Berman CSM, Modern Facility Services, and Triangle Services non-responsive; (2) authorize staff to award Purchasing Contract 18-14, Terminal Janitorial Maintenance to Flagship Airport Services Inc.; (3) authorize funding from Operation and Maintenance Funds in the not-to-exceed amount of \$35,430,532.26; and (4) authorize an Aviation Authority officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7945]**;

G. accept the recommendation of the Concession/Procurement Committee and (1) award the sixty (60) month renewal option of Contract 09-04 with Bombardier Transportation (Holdings) USA Inc., expiring September 30, 2019; (2) authorize funding for this renewal option from the Operation and Maintenance Fund in the not-to-exceed amount of \$46,164,262.02; (3) add an additional sixty (60) month renewal option and (4) authorize an Aviation Authority Officer or the Executive Director to execute an amendment following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7946]**; and

H. approve an extension of Emergency Purchase Contract 13-13 with ASTG for a period not-to-exceed 14 months through September 30, 2015; authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$3,275,190; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 7947]**.

RECOMMENDATION OF THE PROFESSIONAL SERVICES COMMITTEE (PSC) TO AWARD BID PACKAGE NO. S100, AUTOMATED PEOPLE MOVER OPERATING SYSTEM FOR AIRSIDE 1, AIRSIDES 3, AND THE NEW SOUTH AIRPORT APM COMPLEX (DESIGN-BUILD-OPERATE MAINTAIN) AT OIA TO MITSUBISHI HEAVY INDUSTRIES AMERICA, INC. FOR THE BOTH SYSTEMS COMBINED OPTION

3. As to the introduction of Mr. Thornton's presentation, the Chair asked that Mayor Dyer be added to the audio greeting currently heard by arriving and departing guests on the APM's.

During his presentation, Mr. Thornton talked about the APMS's functionality and efficiency; the location of the project; the scope of the project; and the phasing of the project.

He mentioned that four Letters of Interest (LOI) were received on October 24, 2012, as follows: Bombardier Transportation (Holdings) USA, Inc.; Leitner-Poma of America, Inc.; Mitsubishi Heavy Industries America, Inc.; and Parsons Transportation Group, Inc. On November 5, 2012, the Professional Services Committee (PSC) shortlisted the following 3 firms - Bombardier; Mitsubishi; and Parsons. A Design Criteria Package (DCP) was issued to the 3 shortlisted firms on November 30, 2012. Two of the 3 shortlisted firms submitted proposals by September 12, 2013, as follows - Bombardier and Mitsubishi. The proposals consisted of a technical proposal and a price proposal for each of the 3 options which are Airsides 1 and 3 System; South Airport APM System; and Both Systems Combined Option.

As part of the evaluation, site visits were performed as follows: Mitsubishi - Miami International Airport Mover APM (Miami, FL); Bombardier - LCS Test Track Facility (West Mifflin, PA); Mitsubishi - MHI Factory Test Track (Mihara, Japan); Mitsubishi - Changi PMS, Changi International Airport (Singapore); and Bombardier -

RECOMMENDATION OF THE PROFESSIONAL SERVICES COMMITTEE (PSC) TO AWARD BID PACKAGE NO. S100, AUTOMATED PEOPLE MOVER OPERATING SYSTEM FOR AIRSIDE 1, AIRSIDES 3, AND THE NEW SOUTH AIRPORT APM COMPLEX (DESIGN-BUILD-OPERATE MAINTAIN) AT OIA TO MITSUBISHI HEAVY INDUSTRIES AMERICA, INC. FOR THE BOTH SYSTEMS COMBINED OPTION (cont)

Sacramento International Airport (Sacramento, CA). Chairman Kruppenbacher stated that he specifically requested that the team visit the factories and actual operations given the kind of investment we were dealing with. Mr. Brown stated that the site visits were covered in 4 days.

A "Summary of Owner's Observations from Site Visits" report was provided to each proposer to address during its presentation. The DCP specified that adjusted scores will be determined by dividing the sum of the Total Proposal Prices by the sum of the Total Numeric Scores for (1) each of the individual option and (2) for the Both Systems Combined option. If the adjusted score for the Both Systems Combined option is lower, then the award will be on the Both Systems Combined option. Otherwise, the award will be for the individual options.

Using matrix (copy on file), Mr. Thornton then reviewed the PSC scoring for Bombardier and Mitsubishi. After the PSC established the total numeric score for the two responsive proposers for each option, the sealed price proposal envelopes were publicly opened at the PSC meeting. The adjusted scores were calculated. Mr. Thornton then reviewed the adjusted scores and stated that Mitsubishi Heavy Industries America, Inc. had the lowest adjusted score for the Both Systems Combined option.

As to MWBE/LDB participation, Mitsubishi has 10.87% for Phase 1 for MWBE participation; 2.4% for Phase 1 for LDB participation; and 6.4% for Phase 2 for MWBE/LDB participation. The required participation was 9%; 2%; and 3% respectively. On October 30, 2013, the PSC recommended the award of BP No. S100 to Mitsubishi Heavy Industries America, Inc. for the Both Systems Combined option.

Mr. Thornton then discussed the schedule and showed renderings of the project. What will be determined is the finishing's and seating. The technology will also be exchanged but it is not the first time. He mentioned Item G in the Consent Agenda which is an extension to Contract 09-04, APM Maintenance Services with Bombardier Transportation (Holdings) USA, Inc. As we transition through this process, Mitsubishi will replace Bombardier cars on Airsides 1 and 3 because the cars on Airsides 2 and 4 are not due to be replaced yet. Mitsubishi will operate and maintain the cars on Airsides 1 and 3 and Bombardier will operate and maintain the cars on Airside 2 and 4.

In response to Dr. Pirozzolo's question on impact of foot traffic, Mr. Thornton stated that there were be no impact because even though one lane (car) will be down, there are contingencies in place to address any foot traffic issues. Mr. Thornton proceeded with his presentation explaining specific operational options on the trains and tracks. The total fiscal impact is \$155,829,040 - \$132,972,000 for Phase 1 (Design-Build) and \$22,857,040 for initial 5 years of Phase 2 (Operation and Maintenance Fund).

It is respectfully requested that the Aviation Authority Board resolve to accept the recommendation of the Professional Services Committee and (1) approve the award of Bid Package No. S100, Automated People Mover (APM) Operating System (OS) for Airside 1, Airside 3, and the South Airport APM Complex (Design-Build-Operate-Maintain) to Mitsubishi Heavy Industries America, Inc. for the Both Systems Combined option for a proposal amount of \$155,829,040, which includes a Phase 1 Contract Agreement with Mitsubishi Heavy Industries America, Inc. in the amount of \$132,972,000 for design-build services with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, Revenue Bonds, FDOT grants to the extent eligible and Discretionary Funds, and a Phase 2 Purchasing Contract Agreement in the amount of \$22,857,040 with Crystal Mover Services, Inc. for the initial 5 years of operation and maintenance with funding from Operations and Maintenance Funds; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary contract documents following satisfactory review by legal counsel.

Motion was made by Mayor Dyer, seconded by Mayor Jacobs. Mayor Dyer asked if each car operates independently. Mr. Thornton stated that on the Airside, it is a 3 car train. There are 2 smart cars and one dumb car (technical term). Going to the South, they are both smart cars and can operate independently because the pinch loop is used. That is the difference in technology. It is not necessary in the north because you are shuffling back and forth.

RECOMMENDATION OF THE PROFESSIONAL SERVICES COMMITTEE (PSC) TO AWARD BID PACKAGE NO. S100, AUTOMATED PEOPLE MOVER OPERATING SYSTEM FOR AIRSIDE 1, AIRSIDES 3, AND THE NEW SOUTH AIRPORT APM COMPLEX (DESIGN-BUILD-OPERATE MAINTAIN) AT OIA TO MITSUBISHI HEAVY INDUSTRIES AMERICA, INC. FOR THE BOTH SYSTEMS COMBINED OPTION (cont)

Mayor Dyer stated that he is extremely proud of the Board today because this is a significant action taken. He always says that this organization does better at strategic planning and long term vision. Even the RFP process took time to ensure that it was correctly done. Mayor Jacobs mentioned that she was bragging about it (GOAA) at lunch today. The staff along with the Executive Director, his leadership, and vision is what holds this organization together.

Mayor Dyer recognized everyone wearing purple today. Mayor Jacobs said that next year they are changing the official color in Orange County to purple. Mayor Dyer mentioned that it would be nice if the Orlando Magic and Solar Bears were also purple to match the Orlando City Soccer.

Following discussion, vote carried to approve the recommended action [FILED DOCUMENTARY NO. 7948].

RECOMMENDATION OF THE CONSTRUCTION COMMITTEE TO APPROVE ADDENDA TO THE CONTINUING PROGRAM AND PROJECT MANAGEMENT AGREEMENT WITH PMA CONSULTANTS, LLC FOR DESIGN AND CONSTRUCTION PHASE OWNER'S AUTHORIZED REPRESENTATIVE (OAR) SERVICES FOR BID PACKAGE (BP) NO. S100, AUTOMATED PEOPLE MOVER (APM) OPERATING SYSTEM FOR AIRSIDES 1 AND 3, AND THE SOUTH AIRPORT APM COMPLEX (DESIGN-BUILD-OPERATE-MAINTAIN (DBOM)) AT THE ORLANDO INTERNATIONAL AIRPORT

4. Following discussion and upon motion by Mayor Jacobs, seconded by Vice Chairman Asher, vote carried to accept the recommendation of the Construction Committee and (1) approve an Addendum to the Continuing Program and Project Management Agreement with PMA Consultants, LLC for design and construction phase OAR services for the new South Airport APM Complex component of BP No. S100, Automated People Mover (APM) Operating System for Airsides 1 and 3, and the South Airport APM Complex at the Orlando International Airport, for a total amount of \$2,143,744, which includes a not-to-exceed fee amount of \$1,699,744 and a not-to-exceed reimbursable expenses amount of \$444,000, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, Revenue Bonds and FDOT grants to the extent eligible; (2) approve an Addendum to the Continuing Program and Project Management Agreement with PMA Consultants, LLC for design and construction phase OAR services for the Airsides 1 and 3 component of BP No. S100, Automated People Mover (APM) Operating System for Airsides 1 and 3, and the South Airport APM Complex (Design-Build-Operate-Maintain) at the Orlando International Airport, for a total amount of \$2,234,154, which includes a not-to-exceed fee amount of \$2,149,154 and a not-to-exceed reimbursable expenses amount of \$85,000, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, Revenue Bonds and FDOT grants to the extent eligible; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, subject to approval of PFC No. 17, following satisfactory review by legal counsel [FILED DOCUMENTARY NO. 7949].

RECOMMENDATION OF THE CONSTRUCTION COMMITTEE TO APPROVE AN ADDENDUM TO THE PROFESSIONAL SERVICES AGREEMENT FOR SPECIALTY AUTOMATED PEOPLE MOVER (APM) AND PASSENGER RAIL SYSTEMS WITH LEA & ELLIOTT, INC. FOR DESIGN AND CONSTRUCTION PHASE DESIGN CRITERIA CONSULTANT (DCC) SERVICES FOR BID PACKAGE (BP) NO. S100, APM OPERATING SYSTEM FOR AIRSIDES 1 AND 3, AND THE SOUTH AIRPORT APM COMPLEX (DESIGN-BUILD-OPERATE-MAINTAIN (DBOM)) AT THE ORLANDO INTERNATIONAL AIRPORT (CONSENT AGENDA ITEM C)

5. Following discussion and upon motion by Mayor Dyer, seconded by Mayor Jacobs, vote carried to accept the recommendation of the Construction Committee and (1) approve an Addendum to the Professional Services Agreement for Specialty APM and Passenger Rail Systems with Lea & Elliott, Inc. for Design and Construction Phase Design Criteria Consultant (DCC) Services for BP No. S100, Automated People Mover (APM) Operating System for Airsides 1 and 3, and the South Airport APM Complex at the Orlando International Airport, for a total amount of \$10,271,852, which includes a not-to-exceed fee amount of \$9,972,672 and a not-to-exceed reimbursable expenses amount of \$299,180, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges and Revenue Bonds and FDOT grants to the extent eligible; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, subject to approval of PFC No. 17, following satisfactory review by legal counsel [FILED DOCUMENTARY 7950].

CHAIRMAN'S REPORT

6. Vice Chairman Asher briefed the Board on discussions at Metroplan and what is happening at Orlando Executive Airport.

As to Port Canaveral, the Chair asked Vice Chairman Asher to discuss with Mr. Brown the liability of our Airport and Port Canaveral jointly funding someone, whose only responsibility would be to promote the Airport and Port within our own region. If they think it's wise, bring back a recommendation, if not, he trusts their judgment. Vice Chairman Asher responded that he had a first meeting with Commissioner Jerry Allender, the Vice Chairman of the Port, and he will visit with them again in the coming months. This will be the first time that both organizations will be at the table. Chairman Kruppenbacher asked that Mr. Brown be included in the meeting.

Addressing Mr. Sanchez and referencing the Financial Advisory Services selection, Chairman Kruppenbacher stated that he has heard over and over again different ideas that people have that have been discussed in the past. As Treasurer, he would like Mr. Sanchez and Mr. Brown to vet the ideas.

The Chair stated that it was clear when speaking to the Financial Advisors that, because of security, the new paradigm is to get retail on the other side of security. Which lead him to wonder if there is a way to reconfigure security at this Airport to maximize the revenue inside the terminal. Mr. Brown responded that we can look at ways to maximize post security, concessions, etc. but they will have to work through it.

Mr. Brown stated that Mr. Sanchez will be reporting on customer service at the next board meeting.

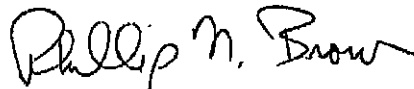
ADJOURNMENT

7. There being no further business to be considered, Chairman Kruppenbacher adjourned the meeting - 2:29 p.m.

(Digitally signed on August 21, 2014)



Dayci S. Burnette-Snyder
Director of Board Services



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