



**GREATER ORLANDO
AVIATION AUTHORITY**

MEMORANDUM

TO: Mayor Dyer and City Commissioners
FROM: Dayci Burnette-Snyder, Director of Board Services
DATE: February 5, 2015
SUBJECT: AVIATION AUTHORITY SPECIFIC APPROVALS

It is respectfully requested that on February 23, 2015, Orlando City Council specifically approve the following items approved by the Aviation Authority at its meeting on January 21, 2015, (see attached draft minutes):

- | <u>ITEM NO.</u> | <u>DESCRIPTION</u> |
|-----------------|--|
| D. | find the property listed in the memorandum (copy on file) 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; |
| K. | approve (1) the request to provide funding for Project V757, Hyatt Hotel Balcony Railing Modifications at the Orlando International Airport, in the not-to-exceed amount of \$275,000 from Capital Expenditure Fund; and, (2) request Orlando City Council concurrence in the non-budgeted expenditure; |
| 7. | (1) approve a new hotel management agreement between the Aviation Authority and Hyatt Corporation on the business terms presented to the Board and such other terms as approved by the Executive Director; (2) request Orlando City Council approval of this agreement as its term is in excess of 10 years; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel. |

**ASSETS NEEDING BOARD APPROVAL
For December 2014 Meeting**

(Asset #)

GOAA GENERAL

35 Cabinet, File, Legal, 4 Drawer, Beige
513 Cabinet, File, Lateral, 4 Drawer, Beige
1317 Table, Conference, Round 6' Dia, Chrome
3753 Cabinet, File, Lateral, 2 Drawer, Beige
9074 Desk, Dbl Ped, Lt Oak
10947 Cabinet, File, Lateral, 4 Drawer, Beige
11106 Cabinet, File, Lateral, 5 Drawer, Beige
11181 Desk, Executive, Dbl Ped., 36X72
11343 Desk, Executive, Dbl Ped, Lt Oak
11487 Cabinet, File, 4 Drw, Putty
50424 Sofa, 2 Seats, Lounge, Masonry, Blue
50574 Printer, HP Laserjet 5N S/N US3S000438
50738 Credenza, Full, Oak
50756 Workstation, Beige, Desk/Credenza Type
51215 Printer, HP Laserjet 4000 S/N USMC141982
51538 Credenza, Dbl Ped, 20X72, Lt Oak
51994 Desk, Secretarial, Metal, Beige, R-Return
52232 Workstation, Wood, L Shape
70737 Vacuum Cleaner, Parker, PV8802B0, Red S/N 146574
91807 Radio, Motorola, XTS 2500, PO#74554 S/N 205CHX1473
91883 Radio, Motorola, Portable XTS-2500, PO#74790 S/N 205CHZ2687
91925 Radio, Motorola, Portable XTS-2500, PO#74790 S/N 205CHZ2645
91943 Radio, Motorola, Portable XTS-2500, PO#74790 S/N 205CHZ2718
91968 Radio, Motorola, Handheld XTS2500 W/Battery And Charger S/N 205CHF0721
92010 Radio, Motorola, Handheld, XTS-2500 Model 1.5, %1220 S/N 205CJM5837

Cabinet, 4.5', Wood
Cabinet, Small, Wood
Cables (1 Bag)
Cables, Box (2 Boxes)
Cables, Ethernet (1 Box)
Camera, Minolta Maxxum 400si S/N 92613569
Camera, Sony, MVC-CD500 S/N 342176
CD Replicator, Microboards S/N Q1230078
Computer, Dell Optiplex GX 50 S/N 9WQK111
Computer, Dell Optiplex SX 280 S/N 5Q95H71
Headphones (1 Box)
Keyboards (1 Box)
LCD Base For Monitors (1 Box)
Lens, Telephoto, Promaster S/N 701193
Lens, Telephoto, Tokina S/N 95091453
Memory/Stylus/Mice, Various (1 Bag)

Monitor, Envision S/N 90868CA011886
Monitor, HP W2007 S/N CNU7382407
Monitor, NEC 4010 S/N 66A03421YA
Monitor, NEC 4020 S/N S89112989YA
Monitor, Optiquest Q241WB S/N QY8074403701
Monitor, Samsung MY 19P8 S/N MY19HCGQ401357W
Monitor, Syncmaster 743 S/N MY17HVGSC00692D
Monitor, ViewSonic S/N PPK052501936
Monitor, Viewsonic VA093B S/N 87064004573
Monitor, Viewsonic VA903B S/N Q87070727915
Monitor, Viewsonic VA903B S/N Q87072721090
Monitor, Viewsonic VA912B S/N PUR0610011970
Monitor, Viewsonic VX1932WM S/N RML102102
Monitor, Viewsonic VX922 S/N PXU065152235
Power Adapters, HP, Various (1 Bag)
Printer, Dymo Label Writer S/N 1750110-2226255
Printer, Dymo Label Writer S/N 1750110-2289598
Printer, Dymo Label Writer S/N 1750110-2297392
Printer, Dymo Label Writer S/N 1750110-2534971
Printer, Dymo Label Writer S/N 1750110-2569416
Printer, Dymo Label Writer S/N 1750110-2569550
Printer, Epson Stylus Photo R1800 S/N GJXE005197
Printer, HP 4180, All-In-One
Printer, HP Deskjet 6980 S/N MY6A48RID2
Printer, HP Laserjet 1020 S/N CNB0049109
Printer, HP Laserjet 1020 S/N CNB9218505
Printer, HP Laserjet 1200 Printer S/N CNCQ361557
Printer, HP Laserjet 1320 S/N CNDC529045
Printer, HP Laserjet 2015DN S/N CNBJL38593
Printer, HP Officejet 6000 Wireless S/N CN2173FLTN
Printer, HP Officejet Pro L7680 All-In-One S/N MY81075046
Scanner, Epson S/N LW8W004755
Speakers (1 Box)
Stands, Computer (2 Boxes)
Stands, Monitor (3 Boxes)
Table, Glass, Grey, Metal
Tablet, Xplore Tablet S/N 9145J010327250151FM000
Tablet, Xplore Tablet S/N 9145J0103272501525M000
Tablet, Xplore Tablet S/N 9145J0103272501533M000
Tablet, Xplore Tablet S/N 9145J0103272501534M000
TV Stand, Black Metal
TV, Sony
UPS, APC
Vacuum Cleaner, Guardsman Commercial
Vacuum Cleaner, Sanitare
Video Card, nVidia, Quadro 295
Wallmount Bracket For Monitor-TV

Telecommunication Items

NT6D39DC Common Equipment Card Cage
NTND09BA 6 MB Memory Card (2)
NTND10AA CMA Card, Changeover & Memory Arbitrator Card (2)
NTND16AA MDU, Duel 3.5 Inch Floppy Disk Drive
QPC441D 3PE Card, Three Port Extender (2)
QPC471G Clock Controller Card (2)
QPC579 Omega FN (2)
QPC580C Omega IF (2)
QPC584L MSI Card, Mass Storage Interface Card (2)
Telephone Systems, Circuit Boards, And Station Equipment
Telephones, 2008, Basic, Ash (130)
Telephones, 2008, Display, Ash (193)
Telephones, 2008, Display, Black, Hyatt (2)
Telephones, 2616, Basic, Ash (10)
Telephones, 2616, Display, Ash (374)
Telephones, 2616, Display, Black, Hyatt (79)

HYATT

51074 Repeater, Motorola Digital Radio - Hyatt - #XPR-8300
51995 Desk - Wood Top With Left Return
51996 Desk - Wood Top With Right Return
52003 Table - Round 4'D Wood, Light Cherry
52222 Desk, modular
53286 Ice Maker, Bin, Mobile, Shelleymatic
53300 Vacuum, Kent/Euroclean Champion 28" Model KC-280 S/N 1745318
53305 Vacuum, Carpetreiver 28 Advanced Machine S/N 1954119
53413 Vacuum. Windsor Industries, Nuwave, Wide Aaa 26", Hotel S/N 10125330000736

ITEMS NOT SENT TO AUCTION

10689 Refrigerator, GE, W/Ice Maker, 14 CU FT (Scrapped)

DRAFT COPY

On **WEDNESDAY, JANUARY 21, 2015**, 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 (arrived at 2:08 pm)
Mayor Buddy Dyer
Mayor Teresa Jacobs
Ed Fouche
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.

MINUTES

1. Upon motion by Mayor Dyer, second by Mr. Palmer, vote carried to accept the December 10, 2014, minutes as written.

TWENTY-FIVE YEAR SERVICE AWARD

2. Mr. Davin Ruchomaki, Senior Director of Planning, Engineering, and Construction, along with Mr. Brown and Mayor Dyer, recognized and congratulated Ms. Jeffri Moore for her 25 years of service. Ms. Moore will be retiring at the end of the month.

TWENTY-YEAR SERVICE AWARD

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3. Mr. Ron Lewis, Deputy Executive Director, along with Mr. Brown and Mayor Jacobs recognized and congratulated Ms. Mary Maher for her 20 years of service.

Chairman stated to Ms. Moore and Ms. Maher that it's the employees that make this such a great organization and airport.

RESOLUTION FOR BESSIE COLEMAN

4. Chairman Kruppenbacher introduced Senator Geraldine Thompson. Ms. Carolyn Fennell, Senior Director of Public Affairs and Community Relations, read the Resolution into the record and was joined by the members of the Aviation Authority to present the Resolution to Senator Thompson.

WHEREAS, Bessie Coleman became a pioneer in the field of aviation as the first African American woman to fly an airplane, the first African American woman to earn a pilot's license and the first American to hold an international pilot's license, and WHEREAS, Coleman, captivated by the thrill and romance of flight at a young age, pursued her passion to fly despite the obstacles of poverty and racial and gender discrimination, and WHEREAS, Ms. Coleman demonstrated uncommon courage by traveling to France to become an aviator before returning home to specialize in stunt flying and performing aerobatics in barnstorming shows, and WHEREAS, a former resident and business owner in the City of Orlando, an ambitious Bessie Coleman envisioned a bright future in Central Florida, and WHEREAS, Coleman's achievements have been commemorated with a street in Chicago, a mural at Lambert Field in St. Louis, a conference room at Orlando International Airport, a stamp issued by the U.S. Postal Service and induction into the National Women's Hall of Fame, and WHEREAS, Ms. Coleman stands as a national symbol of perseverance and represents the triumph of hope over despair, resilience over prejudice and determination over doubt, reminding us all of the power of the human spirit. NOW THEREFORE be it resolved that this Resolution be presented in acknowledgement of her contributions to the field of aviation and the betterment of society and that a copy of this Resolution be retained permanently in the records of the Greater Orlando Aviation Authority as recognition of the inspiration she has provided to generations of dreamers.

Senator Thompson thanked the Board for the recognition. The Senator mentioned that she drove in from Tallahassee where they are holding Committee meetings and yesterday they heard a report with regard to Visit Florida and continuing to make Florida the number one tourist destination in the world. The report pointed out that we have a wonderful opportunity to embrace and elevate our history and our culture. We have done a very good job of marketing our theme park and beaches but now it's time to embrace our history and culture and the recognition of Bessie Coleman is a part of that. Senator Thompson then provided additional information on Ms. Coleman's upbringing, being the first female African-American aviator who resided in Orlando, Florida. Florida is key in terms of the history of aviation. We just observed 100 years of passenger flight which started in Florida in the St. Petersburg area. Because of these 2 facts, the Florida Legislature designated Washington Street where

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Bessie Coleman lived as the Elizabeth Bessie Coleman Memorial Highway. It will be officially designated on January 26, 2015, and the Senator invited all to attend.

The Chair requested that Ms. Snyder send out a reminder to the Board of the event.

Upon motion by Mayor Jacobs, second by Mr. Sanchez, vote carried to approve the Resolution as read.

Chairman Kruppenbacher thanked the Senator for her kind words. As to the project of adding monitors in the terminal and our Hometown Campaign, he requested that Mr. Brown and Ms. Fennell look into the history (aviation, Florida, etc.) and include those individuals such as Bessie Coleman and John Young.

UPDATE ON CUSTOMER SERVICE INITIATIVES

5. Chairman Kruppenbacher welcomed to the podium, Mr. Brian Engle, Director of Customer Service. As promised, Ms. Engle is here today to provide an update on the customer service initiatives as championed by Mr. Sanchez.

Mr. Sanchez mentioned that Mr. Engle has been doing a great job so far and has exciting proposed initiatives. He stated that the trends that Mr. Engle will be showing today include upward improvement. However, in the area of employee engagement, the trend shows some leveling off or even some decline. Mr. Sanchez stated that he will be focused on that particular issue.

Mr. Engle introduced the Customer Service team which is comprised of himself; Ms. Anita Lemmon, Administrative Assistant; and Ms. Angela Howard, Manager of Customer Service Training and Employee Engagement. Mr. Engle stated that our common purpose is "to delight and value each guest with the finest airport experience in the world". Our service standards include comfort, ease, and speed.

Mr. Engle discussed one of the performance management - arrival dashboard - that shows a steady improvement driven by "ease" in finding ground transportation; the performance management - departure dashboard - that shows an upward trend led by "ease and speed". Teams were established and each team tests different concepts. He then talked about how data is collected; test furniture concepts; new signage update; escalator decision point (baseline and post install); self-service check-in; speed team "go lane" (pre-selected lane) pilot; and the impact of "speed" initiatives.

In response to Mayor Jacobs' question, Mr. Engle responded that confused passengers were identified by observation in addition to the survey responses.

In response to Mayor Dyer's question about the "go lane", Mr. Engle responded that staff works with the airlines and depending on the passenger's travel, they will recommend the go lane to the passenger. Mr. Brown added that the checkpoints are being modeled (simulation) according to the flow and the simulation will be completed before a go lane is installed.

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Mr. Engle continued his presentation by mentioning the BluFi technology; iBeacons; and MCO mobile app.

The Chair thanked Mr. Brown for responding to Mayor Jacob's request for technology and accomplishing the task. Mr. Brown responded that it was a group effort with IT folks, consultants, and testers that used the application before it went live. He believes that OIA is one of the first to have this technology within an airport. Mayor Jacobs stated that she wants GOAA staff to communicate with convention staff because she does not believe that this technology is being taken advantage of (in Orange County). Mr. Sanchez expressed pleasure in the fact that the app actually works! Mr. Engle stated that Staff is still researching additional possibilities with the app as far as airlines and concessions.

Concluding his presentation, Mr. Engle talked about employee recognition; customer service training video; and the "It all starts with me" campaign. He also mentioned the valet parking program that was launched.

As to the employee recognition ceremony, Chairman Kruppenbacher recommended that board members rotate their attendance at this event. Mr. Sanchez stated that it's nice because now we are recognizing more than one employee at a time throughout the airport.

Mr. Sanchez reiterated that he was going to focus on the employees and will work closely with staff. Chairman Kruppenbacher stated that when it comes to employees, it is ultimately the responsibility of Mr. Brown and the Board will not flip over. So while Mr. Sanchez gives good food for thought, Mr. Brown is ultimately accountable. Mr. Brown responded that all employees will be focused on not just GOAA employees and he will take the accountability for all employees.

CONSENT AGENDA

6. Chairman Kruppenbacher abstained from voting on Item N. Form 8B, Memorandum of Voting Conflict for County, Municipal and Other Local Public Officers, has been filed with the Assistant Secretary. Upon motion by Mr. Sanchez, second by Mr. Asher, 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. December 14, 2014, Chairman Kruppenbacher, Vice Chairman Asher, and Mr. Brown travel to Montreal Canada to meet with ICAO, Transport Canada, Canadian Air Transport Security Authority and Securitas; November 11, 2014, Construction Finance Oversight Committee; November 4, November 11, November 18, and December 2, 2014, Construction Committee; August 26, October 8, October 29, November 12, and November 19, 2014, Design Review Committee; November 5, December 9, and December 30, 2014, Ground Transportation Committee; and November 11, 2014, Professional Services Committee;

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B. accept the recommended changes to Operational Procedures 450.02, Competitive Procurements and 450.03, Non-Competitive Procurements [**FILED DOCUMENTARY NO. 8063 and 8064**];

C. accept the recommended changes to Operational Policy 450.04, General Procedures and Approval Authorizations [**FILED DOCUMENTARY NO. 8065**];

D. find the property listed in the memorandum (copy on file) 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;

E. approve the recommendation of the Ground Transportation Committee to amend the Ground Transportation Rules and Regulations to be consistent with the City of Orlando Chapter 55, and other administrative changes to become effective on February 1, 2015, the effective date of the Chapter 55 amendment [**FILED DOCUMENTARY NO. 8066**];

F. accept the recommendation of the Concession/Procurement Committee to (1) approve the provision of services to implement an additional Software as a Service (SaaS) application known as Brightidea Ideation based on a Sole Source Procurement Justification from Planview, Inc. in the not-to-exceed amount of \$142,445; (2) authorize the Executive Director to approve a Sole Source Procurement Justification form in accordance with Aviation Authority Policy; (3) authorize funding from previously-approved Capital Expenditure Fund; and (4) authorize the Purchasing Office to issue the necessary purchase order;

G. accept the recommendation of the Construction Committee and (1) approve an Amendment to Addendum No. 16 to the Continuing Program and Project Management Agreement with URS Corporation to provide additional design and construction phase Owner's Authorized Representative (OAR) services for WS102A, South Airport Intermodal Terminal Facility (ITF) at the Orlando International Airport., for a total not-to-exceed amount of \$1,885,925, which includes a not-to-exceed fee amount of \$1,501,525 and a not-to-exceed reimbursable expenses amount of \$384,400, with funding from 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 DOCUMENTARY NO. 8067**];

H. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Continuing Vertical Construction Services Agreement with H. W. Davis Construction, Inc. for the award of Project V710A, Automated People Mover (APM) Airside 4 Guideway Structural Steel Repainting at the Orlando International Airport, for the bid amount of \$875,434 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 DOCUMENTARY NO. 8068**];

I. accept the recommendation of the Construction Committee and (1) approve Amendment No. 2 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 \$1,803,800, which includes a not-to-exceed amount of \$1,591,400 for direct

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cost, a fixed fee amount of \$87,500 (5.5% of actual direct cost), and a not-to-exceed amount of \$124,900 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 DOCUMENTARY NO9. 8069**];

J. accept the recommendation of the Professional Services Committee and (1) approve Addendum No. 8 to the Information Technology Consulting Services Agreement with Technology Management Corporation dba Technology Management Corporation - 1 for staff extension support services for the Information Technology Department for a total not-to-exceed fee amount of \$159,464, with funding from Operations 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. 8070**].

K. approve (1) the request to provide funding for Project V757, Hyatt Hotel Balcony Railing Modifications at the Orlando International Airport, in the not-to-exceed amount of \$275,000 from Capital Expenditure Fund; and, (2) request Orlando City Council concurrence in the non-budgeted expenditure;

L. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Continuing Horizontal Construction Services Agreement with Prime Construction Group, Inc. for the award of Project H236, West Ramp Pavement Rehabilitation at the Orlando International Airport, for the bid amount of \$814,390 (base bid plus Add Alternate Nos. 1 and 2) 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 DOCUMENTARY NO. 8071**];

M. accept the recommendation of the Construction Committee and (1) approve the purchase of Type A LED light fixtures from Gexpro Supply for Project 175, Light Fixture Replacement for Terminal Top Parking at the Orlando International Airport, for the not-to-exceed amount of \$579,864.75 with funding from Capital Expenditure Funds and 1997 Bonds; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

N. concur with the ranking of the Concessions/Procurement Committee as follows: First, SSP America MCO, LLC; Second, Areas USA MCO, LLC; and Third, OTG MCO Venture, LLC; (2) authorize staff to finalize the necessary documents with the first ranked firm or, if unsuccessful, the other firms in ranked order 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. 8072**];

O. accept the recommendation of the CPC to: (1) rank the Proposers for Travel and Support Services at Orlando International Airport and Orlando Executive Airport as follows: First - AAA Corporate Travel Services and Second - Travel Leaders d/b/a LMR, Inc.; (2) authorize Staff to finalize the necessary documents with the top ranked firm or if unsuccessful, the second ranked firm; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary contract documents, following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 8073**];

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P. accept the recommendation of the Finance Committee to (1) approve the selection of Bank of America Merrill Lynch, Citigroup Global Markets, Inc., J.P. Morgan Securities and RBC Capital Markets to serve as senior managing underwriters and approve the selection of Drexel Hamilton LLC (MWBE), Jefferies LLC, Loop Capital Markets (MWBE), Morgan Stanley & Co, LLC, PNC Capital Markets LLC, Ramirez & Co (MWBE), Siebert Brandford Shank & Co., LLC (MWBE), Stifel, Nicolaus & Company, Inc., and Wells Fargo Bank, N.A. as co-managing underwriters, with assignment of participants and roles to be made by the Finance Committee on a transaction by transaction basis; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, subject to satisfactory review by legal counsel;

Q. accept Staff's recommendation to (1) approve entering into an Interlocal Agreement with the Central Florida Fire Consortium; (2) approve entering into the Facility Sublease Agreement with Valencia Community College; (3) authorize funding in the not-to-exceed amount of \$10,242.60 per year for a not-to-exceed amount of \$102,426 from the Operation and Maintenance Fund as approved through the budget process for FY 2015-2025; 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. 8074-8075]**;

R. approve (1) a Fire Training Services Contract with Florida State College at Jacksonville in the amount of \$31,518.30 for live fire training for the Aviation Authority's ARFF personnel with funding from the Operations and Maintenance Fund and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents **[FILED DOCUMENTARY NO. 8076]**;

S. resolve to (1) approve Amendment No. 1 for an extension of the Term for the Concession Agreement with SSP until January 31, 2016; (2) include as a term of the Extension Agreement that the interest in the Au Bon Pain concession for the Extended Term shall not be counted when applying the two-concession limitation; 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. 8077]**; and

T. resolve the following: (1) approve the Consent to Assignment of the Fuel Farm Lease Agreement from Phillips 66 Company to Showalter Flying Service, Inc.; (2) approve the Consent to Assignment of the Fuel Farm Lease Agreement from Showalter Flying Service, Inc. to Atlantic Aviation-Orlando Executive, LLC; (3) approve Amendment Number 2 to the Fuel Farm Lease Agreement for an extension of two years with a new termination date of September 30, 2017, subject to earlier termination by the Aviation Authority upon six months' notice; (4) request City Council concurrence of the Amendment modifying a term in excess of 10 years; and (5) authorize an Aviation Authority officer or the Executive Director to execute the consents and the Amendment following satisfactory review by legal counsel **[FILED DOCUMENTARY NO. 8078-8080]**.

RECOMMENDATION TO APPROVE HOTEL MANAGEMENT AGREEMENT WITH HYATT CORPORATION, INC.

7. Motion made by Mr. Fouche, second by Mr. Sanchez, to consider recommended action on this matter.

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Chairman Kruppenbacher complimented Mr. Brown for the extraordinary degree of work that he has put in so that the Board can thoroughly understand hotel management.

Mr. Brown responded that he appreciated the comments and stated that this has been a very complex and educational process to determine how to manage one of the iconic assets of this airport. When you see pictures of The Orlando Experience, it is part of that. He stated that the current agreement expires in September 30, 2015. Hyatt Corporation has managed the 445 room hotel since 1992. Ms. Churchill was one of the auditors working on the hotel audit back then. This is one of only 12 hotels attached to a major international airport in North America. The operation of the hotel is integral to what occurs at OIA -- hurricanes, 9/11, etc. So the decision of how we move forward is important.

Mr. Palmer left the room at 2:53 p.m. returning at 2:55 p.m.

The current hotel budget is \$33.9 million with a debt service of FY 2015 of \$3.2 million. In 2016, we will be debt free but investments are still necessary to maintain this iconic asset. The capital budget for 2015 is \$1.8 million with a net operating income in FY 2014 of \$7.9 million.

Through a competitive process in March 2014, Pinnacle Advisory Group, a hotel advisor, was selected and alternative operating structures for the hotel was analyzed - operating lease; ground lease; branded management agreement; and independent management (3rd party) agreement in conjunction with franchise. Under the current management agreement, the Aviation Authority takes all the risk of managing this hotel. Mr. Brown's initial preference was to determine a way to shift the risk so that the Aviation Authority can receive some return. He learned that the competition in this market is not very broad. The risk and the control go hand in hand. In the end of the analysis, it was determined that the management agreement was the best structure for the Aviation Authority.

Mr. Brown then discussed the procurement options (issue an RFP for a hotel operator) or negotiate an agreement with Hyatt Corporation. After consultation with the Chair, other issues were considered. An RFP interjects possibility of alternative brand and resulting transition costs such as exterior and interior signage; reservations and property management systems; in room collateral material; logo; consumables; bedding; relocation of entry and lobby; and risk of sales disruption in transition. In consultation with the Chairman, a 2 step approach was developed. Step 1 - negotiate with Hyatt to obtain business terms that are equal to or better than current market arrangements and Step 2 - issue an RFP if desired business terms are not agreed upon. At a one day meeting with Hyatt, business terms were discussed. Chairman Kruppenbacher stated that he asked Hyatt to have everyone in the room that could make a decision. He thanked Hyatt for doing that and no more than 1 day was needed to reach an agreement. Mr. Brown added that the key business terms included length of agreement (term); base management fee; incentive management fee; key money (capital

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contributed by operator); performance test (failure triggers termination); approval of key personnel; reserve for replacement (owner furnished funds to maintain assets).

Discussing market comparables, Mr. Brown stated that the hotel advisor obtained terms for 5 comparable hotels and a typical 3rd party manager. He then reviewed the summary of results that included a term of 20 years; base fee (2.75% of revenues); incentive fee (10% adjusted based on MCO investment above the reserve for replacement; performance test (if either/or RevPAR or GOP test fails for 2 consecutive years operator can be terminated or a pay a cure amount); key money of \$2 million; approval of key personnel (general manager, sales director, controller); and reserve for replacement (5% of revenues).

He then continued with the summary of results which are better than either the industry norm; the initial Hyatt proposal; or the current agreement - base fee of 2.75% that does not escalate during the 20 year term; hurdle for 10% incentive fee can be increased by MCO investment; performance test (RevPAR standards, cure payment is not treated as a loan, no ramp up period; either/or for performance test); budgetary controls are more favorable for GOAA; approval of 3 key personnel; all disputes will be resolved in Orlando; Hyatt must pay audit costs in certain circumstances; and the hotel operating standard will be more stringent.

Our hotel advisors concur with Staff that the agreed upon business and contractual provisions are as favorable as any in the market and when combined with the avoided transition risk and costs, makes the recommended action the best course for the Aviation Authority.

It was respectfully requested that the Aviation Authority Board resolve to: (1) approve a new hotel management agreement between the Aviation Authority and Hyatt Corporation on the business terms presented to the Board and such other terms as approved by the Executive Director; (2) request Orlando City Council approval of this agreement as its term is in excess of 10 years; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel.

Chairman Kruppenbacher thanked Mr. Brown, Mr. Marchena, Mr. Starcher, and Pinnacle for their efforts on this matter. He stated that it's not only a great business deal but it allows the Aviation Authority to continue seamlessly with a great community partner. He commented on how responsive Ms. Engfer has always been.

Mayor Dyer stated that this is an important transaction for the Aviation Authority and the amount of due diligence that went into the transaction is impressive. He agreed with the Chair about the value of the relationship with the current operator.

Mayor Jacobs' agrees with the relationship. She wanted to make sure that we are poised in terms of the Aviation Authority's policies to move forward without a competitive process. Mr. Marchena stated that the Aviation Authority policies allow for this type of negotiation.

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Mr. Brown mentioned that the Aviation Authority is retaining the hotel consultant through this fiscal year because as he learned during this process is that this asset needs someone to advise us that is in the business every day. We have seen benefits from this process and also from the questions being asked at our monthly meetings with Hyatt. In conclusion, Mr. Brown stated that the objective is if we have to take the risk let's be smart about the operation and drive as much profit to the bottom line as we can so that we can fund the refurbishment.

Vice Chairman Asher thanked Chairman Kruppenbacher and Mr. Brown for their time. Most important is the iconic asset, the recent seamless transition of general manager, and the great community partner we have in Hyatt.

For the record, Chairman Kruppenbacher stated that he marveled at the degree in which Mr. Brown took this challenge on for the past 2 years.

Upon vote, motion passed [**FILED DOCUMENTARY NO. 8081**].

BUSINESS ITEMS

8. Mayor Jacob asked if the Aviation Authority has any policies in place addressing how board members participate in fundraising. She mentioned that it's something the Expressway Authority has adopted and maybe she can consult with Mr. Marchena and understand what the Aviation Authority does.

The Chair requested a report back from Mr. Marchena at the next meeting.

Vice Chairman Asher stated that there was no Metroplan meeting in January. As to the OEA Advisory Committee, he mentioned the dedication of the F-4. He also stated that he met with Port Canaveral officials this morning and it's becoming a great partnership. Chairman Kruppenbacher asked Vice Chairman Asher to work on the annual joint meeting and asked that he work with Mr. Brown on that schedule.

Chairman Kruppenbacher thanked the Mayor's for their efforts in the community especially with Orlando Soccer.

ADJOURNMENT

9. There being no further business to be considered, Chairman Kruppenbacher adjourned the meeting - 3:19 p.m.

(Digitally signed on (date))

Dayci S. Burnette-Snyder

Phillip N. Brown, A.A.E.

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Manager of Board Services

Executive Director