



GREATER ORLANDO AVIATION AUTHORITY

Orlando International Airport
One Jeff Fuqua Boulevard
Orlando, Florida 32827-4392

MEMORANDUM

TO: Mayor Dyer and City Commissioners

FROM: Dayci S. Burnette-Snyder, Director of Board Services

DATE: January 5, 2017

SUBJECT: APPROVAL OF AVIATION AUTHORITY ITEMS

It is respectfully requested that on January 23, 2017, Orlando City Council specifically approve the following items approved by the Aviation Authority at its meeting on December 14, 2016 (see attached draft minutes):

<u>MEETING DATE</u>	<u>ITEM NO.</u>	<u>DESCRIPTION</u>
December 14, 2016	CA-E	Recommendation to Approve Amendment No. 4 to Primary Food and Beverage Concession Agreement to Extend the Term and Include Additional Space for a Sit-Down Restaurant on Airside 4
December 14, 2016	CA-H	Recommendation to Approve Amendment No. 10 to the Fixed Base Operator Lease Agreement between the Greater Orlando Aviation Authority (Aviation Authority) and Atlantic Aviation - Orlando, L.L.C.
December 14, 2016	CA-P	Recommendation to Dispose of Surplus Property
December 14, 2016	CA-R	Recommendation to Approve Sole Source Procurement for Vapor Wake K-9 Program at Orlando International Airport and Approve the Reallocation of Capital Expenditure Funds for the Vapor Wake K-9 Program
December 14, 2016	CA-HH	Recommendation to Amend Food and Beverage Concession Agreement with McDonald's Corporation

December 14, 2016

CA-MM

Recommendation to Amend Airsides 1
and 3 Spa Services and Accessories
Concession Agreement and Airside 4
Spa Services and Accessories
Concession Agreement with XpresSpa
Orlando International, LLC

Approved on January 9, 2017:

CA-EE

Recommendation to Approve the First
Amendment to the Escrow Extension
Agreement and Fourth Amendment to
the Rail Line Easement Agreement
Relating to All Aboard Florida
(Rail Company)

DRAFT COPY

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 that the following Consent Agenda items are approved, accepted, and adopted and execution of all necessary documents is authorized by the Aviation Authority's Officers or Executive Director:

A. accept the following minutes -- (1) August 16, August 23, and August 30, 2016, Construction Committee; (2) June 28 and July 26, 2016, Construction Finance Oversight Committee; (3) September 26 and October 10, 2016, Concessions/Procurement Committee; (4) October 3 and October 27, 2016, Design Review Committee; (5) September 23, 2016, Ground Transportation Notice of Violation Appeals Hearing; (6) September 6, September 14, November 8, 2016, Professional Services Committee;

B. approve and confirm the Executive Director's recommendation to (1) appointment of Ms. Kathy Bond, Senior Director of Human Resources and Risk Management; Ms. Deborah Silvers, Director of Risk Management; and Mr. John Newsome, Chief Information Officer; (2) direct report of Purchasing and Information Technology to the Chief Operating Officer; and (3) appointment of Mr. Ron Lewis, Deputy Executive Director of Airport Operations, as Chairman of the Concessions/Procurement Committee effective January 9, 2017;

C. accept the Executive Director's proposal to (1) award additional personal leave hours to designated Hurricane Matthew emergency essential employees as authorized by their department Director and (2) authorize the use of these additional hours in increments of fifteen (15) minutes and that the leave be available effective January 17, 2017 through December 31, 2017;

D. accept the recommendation of the MCO Art Committee to (1) select Scott Parsons as the artist for Design Services for Specialty Flooring for the Ticket Lobby Program (BP-447); (2) authorize the Executive Director to enter into negotiations with Scott Parsons for the design of the Specialty Flooring; and (3) authorize an Aviation Authority Officer or the Executive Director to execute all necessary documents, following satisfactory review by legal counsel;

E. resolve to (1) approve the extension of the Term of the Agreement with Host; (2) approve the expansion of Host's Premises to include additional space for a sit-down restaurant in Airside 4; (3) request Orlando City Council approval for a Term of Agreement in excess of 10 years; and (4) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

F. resolve to (1) approve the proposed amendment to credit 45 days of the Minimum Annual Concession Fees of \$400,685; (2) approve the proposed amendment to credit 135 days attributable to support space not available at the start of the Agreement in the amount of \$75,674; (3) approve the proposed amendment to extend the term of payment of the balance of the Minimum Annual Concession Fees for a period not-to-exceed 36 months; and (4) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by Legal Counsel;

G. resolve to (1) approve the amendment to the 900 MHz Radio Communications Service Agreement with Communications Service Co. of Daytona, Inc. to extend the term for an additional 5 years to January 1, 2022; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by Legal Counsel;

H. resolve to (1) approve Amendment No. 10 to the Agreement with Atlantic Aviation - Orlando, L.L.C. on the terms described herein; (2) request Orlando City Council concurrence of Amendment No. 10 for a Term of Agreement in excess of ten years; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

I. resolve to (1) approve the amendment to the DAS Agreements with SprintCom Inc. (Sprint), Verizon Wireless Personal Communications, LP (Verizon), T-Mobile South LLC (T-Mobile), and New Cingular Wireless PCS, LLC (AT&T), in order to extend the option term to June 30, 2017; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by Legal Counsel;

J. accept the recommendation of the Concessions/Procurement Committee to (1) approve the purchase of 4 Passenger Boarding Bridges pursuant to the Denver International Airport, Master Purchase Order No. 0823A0115 and JBT AeroTech, Jetway Systems Quotation No. 3182-A; (2) authorize funding from previously-approved Capital Expenditure Fund in the not-to-exceed amount of \$2,198,244.55; and (3) authorize the Purchasing Office to issue the necessary purchase order;

K. accept the recommendation of the Concessions/Procurement Committee to (1) award Purchasing Contract 12-17, Vehicle Towing and Storage Services at Orlando International Airport and Orlando Executive Airport, to Riker's Roadside Services, LLC as the low responsible and responsive bidder; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$788,010; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel;

L. accept the recommendation of the Concessions/Procurement Committee to (1) deem Glidepath LLC d/b/a/BUEMER Group and Siemens Postal, Parcel & Airport Logistics LLC as non-responsive; (2) approve the ranking of the proposers as follows: JSM & Associates, Inc., Vanderlande Industries, Inc., and John Bean Technologies Corporation; and (3) authorize staff to enter into negotiation with the first ranked proposer, and if that negotiation is not successful, with the second ranked proposer, or if unsuccessful, the third ranked proposer; and (4) present to the Board the final negotiated Contract for consideration and approval;

M. accept the recommendation of the Concessions/Procurement Committee to (1) authorize a Sole Sources contract extension of Purchasing Contract 13-01 with Durasys, Inc., for software maintenance and network support Services of the public parking and ground transportation revenue control system , for a period not-to-exceed 12 months; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$143,544.10; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel;

N. accept the recommendation of the Capital Management Committee to (1) approve and ratify the placement of Owners Protective Professional Indemnity insurance for \$70 million in coverage for the South Airport Terminal C, Phase 1, effective December 15, 2016, from Berkley Assurance Company for \$15 million of primary coverage, and excess coverages from Indian Harbor Insurance Company (XL/Catlin) for \$20 million (50% of \$40 million), North American Capacity Insurance Company (Swiss Re) for \$20 million (50% of \$40 million), and Ironshore Specialty Insurance Company for \$15 million; (2) authorize funding from the Line of Credit to be reimbursed by future PFC's, future CFC's, Revenue Bonds, and Aviation Authority funds for a total not-to-exceed amount of \$2,922,000; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel;

O. accept the recommendation of the Capital Management Committee to (1) approve and ratify the placement of Builder's Risk property insurance for South Airport Terminal C, Phase 1, effective December 15, 2016, from SCOR UK Company Limited, Starr Surplus Lines Insurance Company, and Allianz Global Corporate & Specialty SE for coverages and limits described herein; (2) authorize funding from Line of Credit to be reimbursed by FDOT grants, future PFCs, future CFCs, Revenue Bonds, and Aviation Authority funds for a total not-to-exceed amount of \$3,594,874; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review;

P. 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.;

Q. ITEM PULLED;

R. resolve to (1) approve the Sole Source procurement of up to 4 canines for the Vapor Wake K-9 Program from AMK9; (2) reallocate Capital Expenditure Funds in the amount of \$330,000; (3) request Orlando City Council concurrence in this non-budgeted expenditure; and (4) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents to implement this Program, following satisfactory review by legal counsel;

S. accept the recommendation of the Professional Services Committee and (1) approve Addendum No. 9 to the Consulting Services Agreement with Dykes Everett & Company, LLC for Fiscal Year (FY) 2017 land development consulting services for Poitras and East Airfield Properties at Orlando International Airport for a not-to-exceed fee amount \$125,000, with funding from previously-approved Discretionary Funds; (2) approve Addendum No. 10 to the Consulting Services Agreement with Dykes Everett & Company, LLC for land management consulting services for Poitras and East Airfield Properties at Orlando International Airport for a total amount \$165,015, which includes a not-to-exceed fee amount of \$94,800, lump sum fee amount of \$65,215 and not-to-exceed reimbursable expenses amount of \$5,000, with funding from previously-approved Discretionary Funds; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

T. accept the recommendation of the Professional Services Committee and (1) approve Addendum No. 7 to the Consulting Services Agreement with Dykes Everett & Company, LLC for Fiscal Year (FY) 2017 land development consulting services for Mud Lake and other MCO Properties at Orlando International Airport for a not-to-exceed fee amount \$150,000, with funding from previously-approved Discretionary Funds; (2) approve Addendum No. 8 to the Consulting Services Agreement with Dykes Everett & Company, LLC for land management consulting services for Mud Lake and other MCO Properties at Orlando International Airport for a lump sum fee amount \$184,455, with funding from Improvement and Development funds and previously-approved Discretionary Funds; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

U. accept the recommendation of the Professional Services Committee and (1) approve an Amendment to Purchasing Agreement PS-406, Risk Management and Insurance Consulting Services with E.W. Siver and Associates, Inc. d/b/a Siver Insurance Consultants (Siver) for an Increase in Value to Purchasing Agreement PS-406 at the Orlando International Airport and Orlando Executive Airport, in the total not-to-exceed amount of \$100,000, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Revenue Bonds, Passenger Facility Charges, Aviation Authority Funds and FDOT Grants to the extent eligible; and, (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary contract documents following satisfactory review by legal counsel;

V. adopt a Resolution accepting Joint Participation Agreement FM 435311-1-94-01/435312-1-94-01 in the amount of \$15,100,000, and authorize the Executive Director and the Assistant Secretary to execute the necessary documents following satisfactory review by legal counsel;

W. accept the recommendation of the Construction Committee and (1) approve Amendment No. 5 to Addendum No. 4 to the Construction Management at Risk Services Agreement with Turner-Kiewit Joint Venture for BP No. S121, South ITF - Core Staff and General Conditions (GMP No. 16) at the Orlando International Airport, for a no cost change to revise the Substantial Completion date to August 25, 2017, and the Final Completion date to December 23, 2017,; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

X. accept the recommendation of the Construction Committee and (1) approve an Amendment to Addendum No. 199 to the Continuing Program and Project Management Services Agreement with Geotech Consultants International, Inc. dba GCI, Inc. for additional construction phase OAR services for BP No. 447, Ticket Lobby Program - Main Ticket Lobby Modifications, at the Orlando International Airport, for a total amount of \$291,674, which includes a not-to-exceed fee amount of \$285,174 and a not-to-exceed reimbursable expense amount of \$6,500, with funding from Aviation Authority Funds, 1997 Bonds, 2010A Bonds, 2015A Bonds, Passenger Facility Charges and FDOT grants to the extent eligible; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

Y. accept the recommendation of the Construction Committee and (1) authorize the procurement of 110 low profile baggage scales from Kennedy Electronics, Inc. for Project BP-447, Ticket Lobby Program - Main Ticket Lobby Modifications, at the Orlando International Airport, for the total not-to-exceed amount of \$137,390, with funding from Capital Expenditure Funds, Improvement and Development Funds, General Airport Revenue Bonds, Passenger Facility Charges, and FDOT grants to the extent eligible; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

Z. accept the recommendation of the Construction Committee and (1) approve an amendment to Addendum No. 1 to the Program and Project Management Services Agreement for South Terminal C, Phase 1 with Kraus-Manning, Inc. dba KMI International for Additional Cost Estimating Services for WS111, South Terminal C, Phase 1, Program and Project Management Services at the Orlando International Airport, for a total amount of \$461,568, which includes a not-to-exceed fee amount of \$456,568 and not-to-exceed reimbursable expenses amount of \$5,000, with funding from the Aviation Authority's Line of Credit to be reimbursed by Passenger Facility Charges, Revenue Bonds and Aviation Authority Funds; (2) approve an addendum to the Program and Project Management Services Agreement for South Terminal C, Phase 1 with Kraus-Manning, Inc. dba KMI International for Construction Management Support Services and Conceptual Estimating for WS111, South Terminal C, Phase 1, Program and Project Management Services at the Orlando International Airport, for a total not-to-exceed fee amount of \$295,138, with funding from the Aviation Authority's Line of Credit to be reimbursed by Passenger Facility Charges, Revenue Bonds and Aviation Authority Funds; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

AA. accept the recommendation of the Construction Committee and (1) approve an Amendment to Addendum No. 1 to the Program and Project Management Agreement for South Terminal C, Phase 1 with Cost Management, Inc. dba CMI for Additional Design Phase Technology Support Services for WS111, South Terminal C, Phase 1, at the Orlando International Airport for a total not-to-exceed fee amount of \$887,344, with funding from interim funding from previously-approved Aviation Authority's Line of Credit with permanent funding from Aviation Authority Funds, future Revenue Bonds, and Passenger Facility Charges (PFC) backed Bonds to the extent eligible; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

BB. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Continuing Electrical Construction Services Agreement with Electric Services, Inc. for the award of Project E-00188, Replace Switchboard NMSB2 in West Main Electrical Room No. NTLSZCWW014901, at the Orlando International Airport, to Electric Services, Inc. for the total bid amount of \$1,062,900, with funding from FDOT grants to the extent eligible, Passenger Facility Charges, Capital Expenditure Funds, and Operations and Maintenance Funds; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

CC. accept the recommendation of the Construction Committee and (1) approve Amendment No. 5 to Addendum No. 11 to the Construction Management at Risk Services Agreement with Hensel Phelps Construction Co. for BP No. S104, South Airport Automated People Mover (APM) Complex – APM Parking Garage (GMP No. 5) at the Orlando International Airport, for a total negotiated GMP Amendment credit amount of (\$64,998), which includes a credit of amount of (\$61,744) for the CM@R's Contingency and a credit amount of (\$3,254) to the CM@R's fee amount, resulting in a revised GMP amount of \$49,780,208, with funding credited to the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges (PFC), future Revenue Bonds, and Aviation Authority Funds for the APM-related scope, and funding credited to the Facility Improvement Funds and Aviation Authority funds for the garage-related scope; and, (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

DD. accept the recommendation of the Construction Committee and (1) accept the recommendation of the Construction Committee and approve an Amendment to Addendum No. 4 to the General Consulting Services Agreement with Schenkel & Shultz, Inc. for the continuation of general consulting services for planning oversight for the South Airport APM/ITF Complex Program at the Orlando International Airport for a total amount of \$303,976, which includes a not-to-exceed fee amount of \$300,976, and a not-to-exceed reimbursable expenses amount of \$3,000, with funding from General Airport Revenue Bonds, Passenger Facility Charges, Aviation Authority Funds and FDOT grants to the extent eligible.; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

EE. approve the First Amendment to the Escrow Extension Agreement, and the Fourth Amendment to the Rail Line Easement Agreement; seek City Council approval of the First Amendment to the Escrow Extension Agreement and the Fourth Amendment to the Rail Line Easement Agreement; and authorize the Executive Director or his designee to execute all documents related to the above agreements subject to satisfactory review by legal counsel;

FF. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Construction-Engineering-Financial Consulting Services Agreement with R. W. Block Consulting, Inc. for Staff Extension Support Services to the Finance Department at the Orlando International Airport for a not-to-exceed fee amount of \$570,000, with funding from Operations and Maintenance funds, General Airport Revenue Bonds, and Passenger Facility Charges to the extent eligible; and, (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

GG. resolve to (1) adopt the Authorizing Resolution for the issuance of \$75,000,000 Airport Facilities Taxable Refunding Bonds, Series 2016D to BankUnited, N.A., approving all of the financing documents referred to in the Resolution; (2) approve the cost of issuance not to exceed \$90,000 to be funded from Bond Proceeds; (3) ratify the request for Orlando City Council approval of these documents and actions; and (4) 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,

execute and deliver the final form of all documents required in connection with the issuance of such bonds, subject to satisfactory review by legal counsel, and to take other such actions as may be necessary or helpful for the issuance of such bonds;

HH. resolve to (1) approve the proposed amendment to the Concession Agreement with McDonald's Corporation allowing McDonald's to extend the Term of the Concession Agreement for five years, upon payment of the extension fee; (2) request Orlando City Council concurrence for a lease with a term in excess of ten years; and (3) authorize an Aviation Authority officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

II. resolve to (1) approve of the proposed amendment to the Concession Agreement allowing Mail Safe to extend the Term of the Concession Agreement for 5 years, upon payment of the extension fee; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

JJ. resolve to (1) approve the proposed amendment to the Concession Agreement allowing SSP to extend the Term of the Concession Agreement for 3 years, upon payment of the extension fee; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

KK. resolve to (1) approve of the proposed amendment to the Concession Agreement allowing Interchange US, LLC to extend the Term of the Concession Agreement for 5 years, upon payment of the extension fee, and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

LL. resolve to (1) approve the proposed amendment to the Concession Agreement allowing New Look Shine to extend the Term of the Concession Agreement for 5 years, upon payment of the extension fee, and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

MM. resolve to (1) approve the proposed amendments to the Concession Agreements allowing XpresSpa to extend the Terms of the Concession Agreements for 5 years, upon payment of the extension fees; (2) request Orlando City Council concurrence for both Agreements, each with a term in excess of ten years; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

NN. resolve to (1) approve the Real Estate Purchase, Land Development, and Management Agreement; (2) submit the Agreement to the City of Orlando for review and approval; (3) seek to obtain an FAA deed and letter of release for the Residential Property; and (4) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel;

OO. resolve to (1) approve the Real Estate Purchase Agreement between the Greater Orlando Aviation Authority, the City of Orlando, and Tavistock Development Company; (2) submit the Agreement to the City of Orlando for review and approval; (3) seek to obtain an FAA deed and letter of release for the Park; and (4) authorize an

Aviation Authority Officer or the Executive Director to execute all necessary documents following satisfactory review by legal counsel; and

PP. resolve to adopt the Resolution (copy on file) stating its intent to initiate the conflict resolution procedures provided by the Florida Governmental Conflict Resolution Act with the Melbourne Airport Authority and the City of Melbourne; authorize and direct the Executive Director and general counsel to adhere to the procedural options and remedies as outlined in the Florida Governmental Conflict Resolution Act; and authorize legal counsel to initiate litigation if the conflict resolution procedures are unsuccessful.