Thursday, December 14, 2023
Naples Airport Authority: Regular Meeting Minutes

The meeting was called to order by Chair Dustin at 8:34 a.m. in the Airport Office Building Conference Room at the Naples Airport.

A. ROLL CALL

1. Determine Board of Commissioners Quorum

a. In-person attendance

Attorney Morey, in Authority Counsel Owens' absence, asked Ms. Menard to take a roll call of the in-person attendees. Present were Chair Dustin, Vice Chair Ruppert, Commissioner Cuddihy and Commissioner Cavanaugh.

b. Action required by a majority of in-person members to allow virtual attendance

Attorney Morey stated that an in-person quorum was present and that the four in-person Commissioners could now determine if extraordinary circumstances existed to allow Commissioner Burns, attending via video teleconference, to participate and vote in this meeting.

Vice Chair Ruppert moved to approve Commissioner Burns to participate and vote via Zoom videoconference. Commissioner Cuddihy seconded the motion, which was approved by a unanimous vote of 4-0.

Present via Zoom was Commissioner Burns.

Staff and Authority Counsel present were Mr. Morey, Mr. Rozansky, Mr. Lobb, Mr. Warriner, Mr. Brown, Ms. Zadorecky, Mr. Gray, Ms. King, Ms. Wiggins, Mr. Burch, Mr. Gamboa, Mr. Dietrich, Mr. Marlow, Mr. Denault, Ms. Acosta and Ms. Menard.

B. PLEDGE OF ALLEGIANCE

Chair Dustin led the Pledge of Allegiance.

C. AGENDA

Mr. Rozansky stated the following revisions:

- Under Roll Call, Item 1, Determine Board of Commissioners Quorum; Item 1a. In person attendance; and Item 2b. Action required by a majority of in-person members to allow virtual attendance was added.

- Under Minutes, Item 1, November 16, 2023, Regular Meeting Minutes, on page 8 in the second to last paragraph under Action Item 1, Task Order with Michael Baker International Inc. for Observation Deck and Playground Revitalization Design, Permitting and Bidding

Phase Services Not to Exceed $221,549, the words, "have applicable" were deleted and replaced with the words, "provide information on exhaust conditions."

- Under Noise, Item 2, Noise Report – The following changes were made to the report.
  - On page 4 and 5, the legend labels (Reason for Curfew Violations) were reordered from highest to lowest, and the % after each category was added.
  - On page 6, phone numbers for Le Loop LLC and Clover Management Systems were added.
  - On page 7, phone number for Le Loop LLC was added.

- Under Action Item 1, Conceptual Feasibility Study with Hughes Aerospace Corp. for Flight Procedures in an Amount Not to Exceed $470,250, a letter from DVAC dated November 21, 2023, was provided for presentation during the comments portion of this item.

- Under Action Item 2, First Addendum to the South Quadrant Hangar Development – Design, Permitting, Bidding Professional Services Contract with Hanson Professional Services, Not to Exceed $1,380,352.60 – In the PowerPoint presentation, the columns, Option 1 and Option 2, were reversed and corrected on Slide 5.

- Under New Business 2, Inlet Quay Development at The Commons – Professional Park (750 Goodlette Road) – The agenda item has been updated to read, "Avigation Easement for the Inlet Quay Development at The Commons – Professional Park (750 Goodlette Road)."

- Under Correspondence/Commissioner Comments & Requests/Meetings, Item 2., Engage Diverse Vector Aviation Consulting for Request for Proposal (RFP) #23-5537, Full-Service Airspace Procedure Design, in an Amount Not to Exceed $2,392,155 plus a 10 percent contingency, as it was recommended by the Consultant Selection Committee on October 30, 2023 was added. An email from Commissioner Burns was provided for the Board's review.

Printed copies of the revisions were distributed at the dais and will be included in the final packet.

D. MINUTES

1. November 16, 2023, Regular Meeting Minutes

Vice Chair Ruppert moved to approve the November 16, 2023, Regular Meeting minutes as amended. Commissioner Cuddihy seconded. The motion passed unanimously, 5-0.

2. November 16, 2023, Audit Committee Meeting Minutes

Vice Chair Ruppert moved to approve the November 16, 2023, Audit Committee Meeting minutes. Commissioner Cuddihy seconded. The motion passed unanimously, 5-0.

E. PRESENTATIONS AND TIME CERTAIN ITEMS

1. Employee of the Year

Chair Dustin recognized Mr. Dennis Denault as Employee of the Year. Over the past four years, Mr. Denault has set the standard for a positive, can-do attitude while being eager to assist anyone at any time. Mr. Denault was critical in the response and recovery following Hurricane Ian and played a tremendous role in repairing the runway lighting system to reopen the airport for recovery efforts. Earning the respect of others in his department, Mr. Denault played a key role in helping to centralize inventory and taking the lead on the airfield lighting maintenance program. He also received the prestigious ACE Certification from the American Association of Airport Executives.

On behalf of the NAA, Chair Dustin congratulated Mr. Denault.

Mr. Denault thanked Chair Dustin and Commissioners for the recognition. He recognized Mr. Rozansky for being an exceptional leader and inspiring all employees to do their best. Mr. Denault thanked the Naples Airport employees and said without question, it is a team effort. He added special thanks to his department for lending support to each other and said he looks forward to continuing to make Naples Airport an exceptional experience for everyone.

2. Airfield Lighting Rehabilitation Update by AVCON Inc.

Mr. Lobb introduced Mr. Mark Goodacre, Airfield Lighting Design Project Manager from AVCON Inc. (AVCON) who provided an update on the design and associated costs for the Airfield Lighting Rehabilitation project following the damage from Hurricane Ian. Mr. Lobb said that this week, we received the 60 percent design submittal for the lighting and are soon expecting the 30 percent design package for the airfield lighting vault.

Mr. Goodacre said Hurricane Ian had a devastating effect on the Naples Airport, and airport staff did an excellent job restoring airport operations. AVCON proposed a project that is even more maintainable, resilient and more reliable. He provided a project overview for the replacement of lighting and infrastructure on Runways 5-23 and 14-32, Taxiways A, B, C, D, and connectors, replacement of the airfield lighting vault and an airfield lighting control and monitoring system. He said the airfield lighting vault -- the airfield's main power source -- controls all the airfield's lighting. The vault came within six inches of flooding during Hurricane Ian, so AVCON is suggesting mitigation as part of this project.

Mr. Goodacre reviewed the preliminary phase work that has been completed or is underway. He said the project has been divided into two design phases: Schedule A for airfield lighting replacement and Schedule B for the airfield lighting vault replacement. He presented an overview, an aerial of the vault sites, estimated costs broken down by Schedules A and B, as well as the timelines for design submittals and bidding.

A question-and-answer period followed regarding the two schedules and use of the existing vault until the new vault can be tied in, the FAA's requirements for certification of airfield lighting and inspection of signs, the improvement of lighting technology over the years, the cost of hardening the asset and the cost of using galvanized materials in AVCON's design.

There was discussion regarding conducting soil investigations along the edges of runways and taxiways for the presence of lead. Mr. Rozansky stated that this was not in the scope, but staff planned to engage a separate firm for that. Mr. Rozansky referred to an email he sent to the Board regarding his discussions with Judy Hushon, and he stated that she was not confident that we would find much lead in the soil based on her research but was more interested in conducting air quality testing. Since one of the firms mentioned soil testing during the Consultant Selection Committee's interview process for this project, Commissioner Burns requested consideration for soil testing in likely areas where there could be exposure to lead. He expressed concern for the safety of workers during construction if lead was present. Mr. Rozansky stated that staff could engage a testing firm separate from this engineering contract.

Commissioner Cavanaugh said everyone involved would be focused on employee safety and liability. He suggested staff determine whether an industry standard exists to test soil for contaminants prior to, or during, major construction events. Mr. Rozansky didn't believe there was a standard except in cases where there was an underground or above-ground fuel storage facility or at a previous military facility. He was familiar with a California airport that conducted a soil study but did not find any evidence of lead in the soil. He said over the past few years, there has been an increased awareness and concern about this and would research any industry practices.

Mr. Goodacre then explained the project costs in more detail. He said at last count, there were 1,055 light fixtures and about 150-180 signs to be replaced as well as junctions, cabling, cams, and removing manholes as part of the mitigation efforts.

Mr. Goodacre also explained the phasing schedule for runway closures during construction, the reason for replacing the current airfield lighting vault, and why the lighting replacement and vault have been separated into two sections.

F. PUBLIC COMMENTS

There were no public comments.

G. NOISE

1. Noise Compatibility Committee Update

Commissioner Cuddihy reported that the Noise Compatibility Committee (NCC) last met on October 26, 2023, at the Airport Office Building and reported on that meeting at the November Regular Meeting. She said that the next NCC Meeting is scheduled for February 29, 2024, in the Airport Office Building.

Public outreach and engagement are critical to the NAA's efforts to engage with the community. Robin King, Director of Community Relations and Communications, will be working with the Board, NCC members, and other community leaders to schedule meetings and presentations with key stakeholders. Anyone interested in scheduling a meeting, presentation or airport tour should contact her at 239-643-0733 or rking@flynaples.com, or visit the NAA website at www.flynaples.com, to join the subscriber list for airport updates.

2. Noise Report

Ms. King reported that her department is developing materials to share with various flight schools locally and throughout the state. As soon as the materials are finalized, the Noise Abatement Specialist plans to visit these schools in person to discuss our Fly Safe Fly Quiet initiatives with the objective of having the same success experienced with our on-airport flight schools. She said our Communications Manager and Noise Abatement Specialist have been meeting with tenants to discuss the enhanced program being rolled out. She added the new program is being received positively by those individuals. On page 8 of our noise report, she was happy to point out that RexAir had only one violation during the quiet hours during the previous month, a 90 percent reduction in curfew violations. Regarding the comments data on page 14, she said that 66 percent of the comments came from one individual.

Commissioner Cuddihy said that RexAir's reduction in curfew violations is amazing. She also recognized Elite Jets and the Global Pilots School, as noted on the bottom of page 3, for their efforts in reducing their curfew operations.

Commissioner Cavanaugh suggested the Chair write a letter to RexAir informing them that they were recognized at this meeting for doing a nice job and their support and continued efforts are appreciated. Chair Dustin concurred it was a good suggestion and would be happy to do that.

Regarding year-to-date violators, Commissioner Cavanaugh asked what the response has been over the months with the unwillingness of the two local individuals/businesses, Oakes Farm Food and Distribution and Le Loop, LLC, who have been consistently on this report. Ms. King stated that staff has communicated with them, and their response has been that they do not see much value in complying with the curfew compared with their needs to fly during those hours.

Commissioner Burns asked where the noise monitors were generally located in the community. Ms. King said the two monitors are mobile devices that can be transported easily and are either securely set on the ground or on top of something. Currently, they are at ground level with one located in the southwest quadrant (downtown Naples) and the other in the northeast area about three miles from the airport and not far from the 5/23 flight path.

Regarding the Noise Specialist's participation in a meeting with other noise sensitive airports to share best practices, Commissioner Burns asked for a report on what some of the findings were from those airports including the names and locations of the airports who participated. Ms. King confirmed staff will prepare a report and highlight these at the next Regular Meeting.

As a follow-up to Commissioner Cavanaugh's question regarding the two local individuals/ businesses who are consistently on the curfew violations report, Vice Chair Ruppert said he was perplexed by Oakes Farms' response as a citizen who benefits from his relationship with the City of Naples and Collier County community. He expressed his willingness to meet with Mr. Oakes to find a more practical solution. Chair Dustin said that this behavior is similar to the individual who made more than 60 noise complaints during the past month. He was not defending Mr. Oakes' actions but wanted to be realistic and point out that some behaviors are difficult to change. Commissioner Cavanaugh commented he would hope with Mr. Oakes' life experiences and perspectives that he would have a little more self-awareness and self-discipline. Vice Chair Ruppert shared both Chair Dustin's and Commissioner Cavanaugh's viewpoints and said there

may be intrinsic value in talking to him in a collegial way. Mr. Rozansky said that he could offer Mr. Oakes an opportunity for a meeting. Vice Chair Ruppert offered his assistance in any way possible to any of our neighbors. Regarding the other violator, Ms. King explained that the operator's contact information was recently received by staff for follow up.

Chair Dustin complimented Ms. King for positive comments he received by City Councilor Perry for her presentation at the recent Aqualane Shores meeting.

H. CONSENT AGENDA

Chair Dustin stated that there were no Consent Agenda items.

I. ACTION ITEMS (Public comments accepted for each item; 5-minute limit)

1. Conceptual Feasibility Study with Hughes Aerospace Corp. for Flight Procedures in an Amount Not to Exceed $470,250

Mr. Rozansky said that at last month's Regular Meeting, there was Board consensus to engage both top-ranked firms for flight procedure design. He said this item should have been described as feasibility and conceptual design for a task not to exceed $470,250 because it is for the development of all related conceptual designs. He said that this study is a portion of the total proposal of $718,000 and includes slightly more than half of the total amount if there is a decision to move forward with them. He said a summary of their proposed work has been provided. Mr. Rozansky said that there will be some environmental work required by the FAA even though it may seem redundant to the work conducted during our Noise Study. He said staff would likely engage one of our on-call consultants to conduct the environmental work. He introduced Ms. Alyce Shingler from Hughes Aerospace Corp. who was joining via Zoom.

Ms. Shingler introduced herself as the Director of Operations for Hughes. She is responsible for day-to-day project management and daily interface with the FAA for procedure development. She asked Mr. Rozansky if he would like her to address specific topics. Mr. Rozansky suggested she confirm that this proposal is for all procedures included in the RFP. Ms. Shingler said their firm surmised that there would be 10 procedures. They would review the Part 150 flight procedure recommendations, ensuring they meet criteria, as well as work with noise abatement and air traffic control. She stated feasibility and conceptual design are the focus during the first half of their work in every project. Options would be presented to the Board, and then if chosen, Hughes could directly publish the procedures without having to submit them to the FAA, which is the unique advantage of working with Hughes compared to other firms.

Mr. Rozansky stated that the work would take about six months, which is included in the two-year schedule that was previously presented. Mr. Rozansky said that Ms. Shingler would be able to give an interim update on their work in March.

Vice Chair Ruppert said he was interested in expediency on this project as well as the effectiveness of getting the right things done. Regarding his question on how Hughes would proceed on meeting with the Air Traffic Control (ATC), Ms. Shingler said there are multiple layers in ATC; and after they research who to work with, they would begin by bringing together the airspace and procedure design specialist at TRACON as well as local towers via videoconference to present their ideas

with regular email follow up thereafter. She said they have successfully used this process in major projects, including Tampa, New York, and Chicago. She explained that TARGETS is a well-known design software tool used by the FAA, many air traffic controllers and Hughes. Regarding the forms and documentation of procedures, Hughes submits those directly to the FAA for publication. Ms. Shingler said they follow a very specific process via the flight standards and airspace group, who then sends it to the Aeronautical Information System group (AIS), a division of the FAA. She said they have published almost 400 special procedures within the U.S. of which a good portion are helicopter procedures for air ambulance, medivac, etc. She estimated that Hughes has published upwards of 50 Part 97 public procedures, and three more next month will be published for Eagle, Colorado, in time for their winter operations. She provided an update on Lakeland's environmental review and their recent community engagement meeting, and she anticipated they will be able to publish their procedures during the first half of 2024. The total time frame with Lakeland has been two years to date.

Mr. Rozansky said our No. 1 priority is to increase the 2,000-foot jet hold. He asked Ms. Shingler to outline their strategy if a flight procedure may not be published. Ms. Shingler said that she would need one of her technical people to explain it better but the potential procedure would go to Air Traffic, and Hughes would try to work with them and see what their reasoning is for those hold-downs and whether there was a way traffic could be cleared to 3,000 or 4,000.

In response to Commissioner Cavanaugh's comment about the well-published staffing shortage at the FAA and their ability to fully engage with us, Ms. Shingler agreed that some of the FAA offices are not well staffed, which requires Hughes to be more involved. The have been successful by being patient and persistent. Mr. Rozansky responded to Commissioner Cavanaugh's question regarding Jacksonville Center being part of this project, stating there are multiple levels of air traffic to work with including our tower, TRACON at RSW, and the Miami Center.

Commissioner Cuddihy commented that changes to flight procedures involve a lot of input from a lot of people. She said one of Hughes' competitors said that their greatest successes come from not only getting procedures approved but in getting people to use them. Using the 2,000-foot hold as an example, she asked what Hughes does to help air traffic and operators use the procedures consistently. Ms. Shingler said it is about communication, getting Air Traffic to be excited about the procedures because it will benefit them and about educating the operators to know that these procedures are now available. Ms. Shingler added that because Hughes is involved in the maintenance of the procedures long after they are published, they receive tremendous feedback after the procedures are in effect.

Commissioner Burns provided several comments. He noted that he did not rank Hughes as the No. 1 firm and suggested Ms. Shingler view the video following the meeting to reflect on his comments and questions today. He said the community of Naples has been quite involved in this from the perspective of jet noise, leading NAA to hire a consultant. Commissioner Burns opined that Mr. Baur, the CEO of Hughes, didn't know much about the situation in Naples from his interview at the Consultant Selection Committee meeting on October 30th, and today, noted that Ms. Shingler referred to it as environmental issues. He noted that it is the key to this whole study. He added that the jet noise is primarily objectionable on departures. He recommended Ms. Shingler and her staff read the extensive Part 150 Noise Study documents on the flynaples.com website that were developed over the past three years in order to determine where the community is in the process. He said we are looking for quality, not speed. He said there are many complex issues between

neighborhoods – Old Naples, Port Royal, Royal Harbor, the County, North Gulf Shore, and the neighbors within those areas close to the airport. He stated that the Board voted unanimously last month to hire two firms to do this study simultaneously – Hughes and DVAC, and he expects cooperation between the two firms. Commissioner Burns shared his perception that Mr. Baur's response during the interview sounded as if he was adamantly not interested in any opinions because Hughes was the only firm that could do this project. Commissioner Burns also stated that Mr. Baur made several comments that implied he didn't understand what was going on in the community. Commissioner Burns offered to share these comments with Ms. Shingler at any time if she so wishes.

Commissioner Burns went on to say he was surprised when he received the meeting agenda because in November, the Board unanimously voted to engage both DVAC and Hughes, yet today only the Hughes proposal was being considered. He said he asked staff to put DVAC on the agenda at the end of the meeting but noted that the request wasn't acted upon because proper public notice wasn't given for that item. With respect to the Hughes proposal, Commissioner Burns asked Ms. Shingler to address why the feasibility pricing of $470,000 is so close to the $500,000 estimate provided by Mr. Baur at the CSC meeting for completion of the entire project.

Commissioner Burns expressed concern about Mr. Baur's misunderstanding of the 2,000-foot hold issue and the Down the Bay and again stressed the importance of getting up to speed on the Part 150 Noise Study report. In conclusion, Commissioner Burns welcomed Ms. Shingler and the Hughes team. He said that the flight procedures will involve multiple airports including Fort Myers, Marco Island, the Everglades Airport, Miami, and the "flyways" in the sky from the north. He also relayed the impressive work done by Mr. Walter White when working with the FAA in southern California, solving a problem with complex airspace issues.

Regarding Commissioner Burns' question about pricing, Ms. Shingler said they wanted to provide an all-inclusive price on what the procedures would need to be. She said they didn't know if we would want 5, 10, or 15 procedures and there is a lot of vagueness in what exactly we are looking to put in for the jet traffic. She explained that they need to figure out what they will be able to design within the criteria and air traffic boundaries. She said it all needs to work together which is the reason for the collaboration. She said Hughes wanted to give an all-inclusive price because they were informed that that is the pricing structure the NAA preferred. Hughes divided the total cost for the 10 procedures and took the first half of what that would be. She said the procedures will be conceptual designs that will meet both criteria and air traffic. She advised against putting out procedures to the community that may not be possible and cautioned that if we do that, it will take a lot more time to explain why something may not be feasible while trying to shift their attention to something that can work. She expressed their understanding and importance of community engagement but reiterated the importance of developing them first before having those conversations. It was Hughes' objective to ensure the procedures are possible.

Commissioner Cuddihy thanked Commissioner Burns and Ms. Shingler for their comments. She said that every Commissioner is passionate about this project and each Commissioner has spent a lot of time on it. She said different people express their views in different ways. She asked Ms. Shingler to not take anything that a single Commissioner says as being the Board's direction on this project. She encouraged Ms. Shingler to work through Mr. Rozansky to make sure Hughes is working in the direction that the Board is collectively moving in. She made this statement because of a Commissioner's comment that we were interested in quality, not speed. She clarified that we

are interested in both. She said that the community has been dealing with this for a very long time and we have tried our best to say it is going to take longer than any of us would like it to take. The sooner we can get this done appropriately and in a way it can be implemented and approved, the better. Secondly, in response to Commissioner Burns' statement that it is the takeoffs that are the biggest issue, she said that is true for a certain part of the community, however she explained, for the people who are affected by the landings, the noise is as loud as the people who have issues with takeoffs. She said it is important to look at all concepts that were developed for takeoffs and landings. She said it was important for Hughes to have a broader perspective when looking at these issues.

Chair Dustin commented that without the emphasis on the higher, faster procedures, many of the other procedures are somewhat meaningless.

Vice Chair Ruppert moved approval for the Executive Director to execute an agreement with Hughes Aerospace Corporation to conduct a conceptual feasibility study for flight procedure design in the amount of $427,500 plus 10 percent contingency for a total not to exceed cost of $470,250. Commissioner Cuddihy seconded. The motion passed unanimously, 5-0.

Mr. Rozansky thanked Ms. Shingler for joining us this morning and said he would follow up with her this afternoon.

Chair Dustin called for a 10-minute recess.

Chair Dustin called the meeting back to order. He said during the last discussion, he felt the need to bring a matter to the attention of the Board regarding interpretation of governance. His perception of the last conversation was that Commissioner Burns had a view that the consultants report to him individually or that he had a management role with the consultants. Chair Dustin said that tone was also present at the beginning of the relocation study when Commissioner Burns presented an alternative site to the Board, when, in fact, that should have been presented to management who would then present it to the consultants. He said there may be a misconception on the scope of a Commissioners' role. Chair Dustin clarified that the Board's role is not to micromanage any of the consultants nor to communicate directly with them during their work. Commissioners should work through Mr. Rozansky and his staff. He opened this up for discussion to ensure Board members have a clear understanding that a Commissioner's basic role is to hire and fire management, to set policy, and to approve budgets and contracts. It is management's job to manage; and if they don't manage it well, then the Board may elect to replace them. He added that it is not our job to micromanage any consultants or contractors that work for us. He said we have an extraordinarily good staff and leadership, principally because Mr. Rozansky has cultivated it. It was the Chair's opinion that this has been reaffirmed to him at virtually every meeting and every interaction with staff. He stated that if the Board ever started to micromanage, it would destroy this team and he wanted this behavior to stop immediately. He asked if he was being clear and if Commissioners had a different opinion.

Vice Chair Ruppert said Chair Dustin's statements were very clear and that he did not have a different opinion. He added that this doesn't impede individual perspectives or even our rights as citizens, and Commissioners can speak freely even if contrary to the majority; however, while in his fourth year on the Board, he reiterated that his responsibilities are for policy, financial approval, and making sure the Executive Director is the right person in the job.

Commissioner Cuddihy said she was in complete agreement and the only additional responsibility of the Board was for the Authority Counsel, who reports directly to the Board. Ensuring that the right people are in those two roles is most important, and it's also important that consultants know that they are working through Mr. Rozansky or his designee. She stated Commissioners are free to say anything in these meetings or to Mr. Rozansky directly. If a Commissioner feels that they need to talk with a consultant, she suggested that Mr. Rozansky be a part of that discussion, unless he disagrees. She said she had no intention of speaking to a consultant outside of the Board meetings because she felt it would create confusion. If there were any questions or concerns, she would direct her communications directly to Mr. Rozansky.

Commissioner Cavanaugh agreed 100 percent with Chair Dustin's comments. He said that the Authority and staff do a great job of ongoing education and suggested that the Board take the lead from them. He suggested an educational workshop be created with a third party to gain a better understanding of the Board's roles and responsibilities, currently and going forward, and continue to conduct these sessions. He also suggested that online refreshers would be effective to emphasize and confirm good governance practices. Vice Chair Ruppert said this was a good idea and suggested tying in Sunshine law training for any new Commissioners.

Chair Dustin commented that Mr. Owens would probably be the best person to conduct a workshop.

Commissioner Burns expressed appreciation for the comments and said that these meetings are the only time when Commissioners may speak with each other. He will certainly consider their comments. He added that he doesn't always agree with the Executive Director's decisions or procedures, and this is the only time he is able to speak about it. When theis discussion began, he first thought it was not an agenda item and at best, it should have been added to the Correspondence portion of the agenda at the end of the meeting. He suggested scheduling a time when this is on the agenda to be discussed at a future meeting or to schedule a workshop. Chair Dustin asked Commissioner Burns if it was clear to him that Commissioners should not engage in any private conversations with DVAC or Hughes. Commissioner Burns reiterated that this item is not on the agenda, but he did state that he was invited by the Executive Director in the past to contact other consultants; however, has not acted on that. If this is a misconception that he has, he said he will correct that as of today. He added that he was not planning to reach out to DVAC or Hughes and only offered the opportunity to Ms. Shingler. Mr. Rozansky said that he did not recall inviting Commissioner Burns to speak with any other consultants. Commissioner Burns explained that it was to Mr. Arnold during the Noise Study. Mr. Rozansky said that he is always available to each Commissioner inside of meetings and individually outside of meetings. Commissioner Burns said that even with Mr. Rozansky's invitation, he would never contact a consultant without having Mr. Rozansky on the phone or in person with him. He mentioned that the Chair went with Mr. Rozansky to visit a City Council member and the City Manager but didn't see that as a violation of any kind of code of ethics. Commissioner Burns said that he is only trying to be helpful in resolving some of these issues. Chair Dustin commented that his visit with Mr. Rozansky and the City was part of his role as Chair.

Commissioner Cuddihy expressed that the difference to her was that she felt Commissioner Burns was giving direction to the consultant. Commissioner Cavanaugh commented to Commissioner Burns that he has often recommended that others watch the meeting videos, and suggested that

Commissioner Burns relook at the video to better understand the other Board members' perspective to see if there is something to learn.

Chair Dustin clarified that this discussion is on the agenda because it occurred during this meeting, and it needed to be resolved.

Vice Chair Ruppert stated that as an example, he spoke with Ms. King during the break earlier about addressing curfew violators; and in some cases, curfew violators are our tenants. He said he offered to meet with tenants about their operations, as he has done in the past, but under no circumstances would he ever want, nor have an interest in, providing direction to a tenant or a consultant. That would imply consequences if they don't do what a Commissioner is asking. Vice Chair Ruppert shared that he seeks a spirit of cooperation among people who might do things differently than we might want; and when he visits any tenants on the airport, it isn't to talk about rights or laws, but more about finding an opportunity to make something better. If one is identified, the tenant is asked to take that opportunity. He reinforced the idea of seeking common ground, whether it is with a tenant or a consultant, rather than a Commissioner communicating directly to a tenant or consultant.

2. **First Addendum to the South Quadrant Hangar Development - Design, Permitting, and Bidding Professional Services Contract with Hanson Professional Services, Not to Exceed $1,380,352.60**

Mr. Lobb requested authorization for the Executive Director to execute an addendum with Hanson Professional Services for the design and bidding of hangars for the South Quadrant t-hangars in a total amount not to exceed $1,380,352.60. He said that Hanson provided an update on the results of the discovery phase services to the Board in September 2023. He said staff heard the Board's concern about the significant cost estimates related to the development as proposed. He provided an overview of the originally proposed project, scope and site plan with estimated costs of approximately $22 million (Option 1). Mr. Lobb presented an alternative plan for consideration (Option 2) with the same loss of 33 tiedowns and maintaining the Pilot's Lounge, self-fueler, and some of the taxiway connectors to the existing airfield infrastructure. Option 2 would not change the architectural embellishments of the box hangars which are front-facing along North Road but would add landscaping enhancements to provide a nice presentation to passersby. Mr. Lobb reviewed the financial analysis of both options with a total of 60 hangars in the original proposal vs. 42 hangars in the alternative plan with a cost savings of approximately $5.5 million. Mr. Lobb noted that in both options, FDOT would provide a grant of $7.5 million.

Chair Dustin asked for management's preference. Mr. Rozansky stated that return on investment is not the most significant factor but is a consideration. He said we have a significant wait list. Among that wait list, 44 of those tenants are existing on the field. It is not an apples-to-apples comparison because we would be losing 33 tiedowns. For the $5.5 million difference in Options 1 and 2, Mr. Rozansky said it doesn't seem to be worth the extra investment of NAA funds for those 18 additional units.

Vice Chair Ruppert concurred with Mr. Rozansky's assessment of the financial impact and additional investment. He opined that the City Council and many citizens have the perception we are increasing capacity for aircraft, with some requesting a reduction of capacity and to make the

airport less desirable. He said for these reasons, he was against supporting the additional space as proposed in Option 1.

Commissioner Cavanaugh supported the option that management suggested. He added that these are typically local residents who are using the airport now, and this provides them with a safer environment for their aircraft, especially if a major storm comes through.

Commissioner Cuddihy concurred with the option that management suggested.

Commissioner Burns asked if the number of hangars would be an exact trade-off to the tiedowns. Mr. Rozansky explained that it would either be a wash or a slight reduction in parking capacity. He said there are 44 tenants already on the airport, and there would be 42 new hangars. Commissioner Burns commented that we could save $5.5 million by not approving this project. In view of the airport relocation study, he said he was opposed to continuing with this project until the Board decides what to do with relocating the airport and dealing with the existing lease.

Chair Dustin expressed his view about the length of time the relocation study would take; and if a possible site is identified, it would be another 30 years before the airport could ever move. He said the end of the lease is around 2068, we need to make good business decisions about maintaining a first-class airport, and tiedowns are not good for our tenants. He added that satisfying 42 customers is a good use of our money and intended to vote his approval for the project.

Mr. Lobb added that the request is to complete the design and bidding, not a commitment to go to construction. He said this project should take about six to eight months of design, at which time the relocation exploratory study will be further along.

Commissioner Burns said that in 2018, he advocated publicly for a relocation study and he had to wait, so he didn't think it was any different for anyone else.

Vice Chair Ruppert moved approval for the Executive Director to execute an addendum with Hanson Professional Services for the South Quadrant hangar development, design, and bidding phase not to exceed $1,380,352.60 to include the negotiated amount of $1,254,866 with a 10 percent contingency. Commissioner Cavanaugh seconded. After a roll call vote, the motion passed 4-1 with Commissioner Burns opposed.

J. NEW BUSINESS

1. Update on Collaboration with the City of Naples

Mr. Rozansky stated that a report was provided about the meeting with City officials (City Manager Boodheshwar, Council Member Petrunoff, Mr. Brookes and Mr. Barr) and NAA officials (Chair Dustin, Mr. Rozansky, Mr. Owens, and Mr. Peter Kirsch) on November 9th to discuss current noise mitigation measures, as well as measures that should be considered in our ongoing effort to reduce aircraft noise impacts. He said the meeting was mostly productive, but there were some areas with differences of opinion. He added that it is the City's position, particularly with the acceptance of grants, to send a strong message to the FAA that we are serious about local control by not accepting them. Mr. Rozansky said that there were other federal regulations including the Airport Noise and Capacity Act of 1990 (ANCA), that make it very difficult in the current legislative and regulatory

environment to obtain local control. He noted that the City agreed to share news about the airport provided by the NAA in their newsletter going forward. He said we will be able to collect data on how many clicks we get from these communications. Mr. Rozansky stated that Council Member Petrunoff submitted her resignation from City Council, and we were planning to meet again on December 19th, so staff will determine if that meeting will take place.

Commissioner Cavanaugh requested staff confirm if the City Council has taken an official position about grants.

Regarding the City's position about not accepting FAA grants, Chair Dustin expressed concern that their counsel views this as a good way to get the FAA's attention, and he viewed it as the worst way to deal with the FAA, and it is self-serving. He predicted it will end with increased litigation. He observed we are dealing very effectively with the FAA and have accomplished a lot.

Vice Chair Ruppert expressed his appreciation to Council Member Petrunoff and for the progress we have made to identify areas of agreement. He said she has done a good job for the City, the residents and the NAA. He noted that there was discussion to schedule a Joint Meeting in April and strongly suggested that meeting happen in order to get mutual alignment, with existing and new Council members, to show the community that we are striving to work together.

There was discussion about getting more formal alignment between the City's aviation attorney and the NAA's aviation attorney. Chair Dustin said that the two aviation attorneys' positions were at opposite ends regarding the acceptance of grants. Chair Dustin stated that the issue is that Mr. Barr has a 20-hour budget with the City and has used up some time already. With a new Council being elected in March, it would be important to see if they wish to continue with his contract. Chair Dustin added if the City listens to us and understands Mr. Kirsch's legal opinion provided to them, that eliminating grants doesn't eliminate our obligations under ANCA.

Commissioner Cavanaugh suggested that the legal opinion prepared by Mr. Kirsch regarding the acceptance of grants be updated with a newer date, even if it is in the same verbiage, and be distributed to Board members as well as to the City Manager. He also stated that the relationship with the airport may come up during the campaign and suggested that the airport provide a fact sheet to incumbents and new candidates so that they can develop an informed opinion before April. Mr. Rozansky said that we offer tours to every candidate and let each know that they can call him as a resource. It was suggested that during the tours, a fact sheet with a summary of what is going on with the relocation study, the grant issue, hot button FAQs, where the noise comments are coming from, etc., be provided.

Commissioner Cuddihy thanked Council Member Petrunoff for her work with the airport, and for her service to the City, as well as for her work as a member of the NCC and TAC.

Commissioner Cuddihy asked Mr. Rozansky to speak about the group that has been organized with similar airports in resort communities who have similar issues. Mr. Rozansky stated that he organized a group of airport directors from airports in resort communities who have similar issues: Nantucket, Jackson Hole, Truckee Tahoe, Aspen, and Martha's Vineyard. He said the group plans to meet quarterly via Zoom to discuss common interest and issues. He hopes they will eventually collaborate on regulatory and legislative matters. Commissioner Cavanaugh said that he would be

more than happy to support a line item in the budget to host their visit to Naples and meet with them to provide more leadership both intellectually and financially.

Commissioner Burns asked if the actions the City Council made in the past towards the airport are still valid. Mr. Rozansky confirmed that he didn't believe the City has changed any of their positions voted on during the Noise Study.

Because the lease is on the Strategic Plan Scorecard, Commissioner Burns asked if the land lease between the NAA and City Council was discussed during the NAA/City officials meeting. Chair Dustin said it didn't come up and that the Council members will change in March. He added that until the airport relocation study can be completed, discussing the lease now would be premature. Commissioner Burns said he disagreed with Chair Dustin's opinion. Commissioner Burns suggested fellow Commissioners consider the one-year period of the Scorecard and expressed he was more of an advocate of scenario planning. Mr. Rozansky stated that following Council Member Petrunoff's report at a City Council meeting, there was discussion about the lease and amending certain provisions of the lease during the question-and-answer period. Mr. Rozansky stated that in the next NAA/City meeting, he could ask Council Member Petrunoff to clarify what she was referring to as it was based on the City's aviation attorney's ideas about the lease.

Vice Chair Ruppert stated that in his four years, City Council has never taken a vote to open up lease discussions. As a Commission, he said there is not a formal action that we need to respond to right now; and therefore, there is not an upcoming deadline to address it.

Commissioner Cavanaugh said it is important to recognize as a citizen and Commissioner, that he is sympathetic to the dilemma of the economic parity between the City and the NAA. He said it is the City's issue to come to us, and until that time, we should stop talking about this. It is good City governance to open this issue, and it is a legitimate and fair question from a financial standpoint. The consideration we would need in terms of the Board's fiduciary responsibility is a high standard. He suggested looking beyond extending the lease, that there must be other significant issues, although he struggles to see what those would be and maybe why the City is not approaching us about this. He said that the other issue is what actions the City needs to take for the Commission to feel comfortable with providing additional financial support to the City. Vice Chair Ruppert concurred with Commissioner Cavanaugh's position.

2. Avigation Easement for Inlet Quay Development at The Commons - Professional Park (750 Goodlette Road)

Mr. Rozansky was happy to report that he and Authority Counsel Owens had worked with the Inlet Quay developer and their counsel on an avigation easement, which was revised yesterday. Mr. Rozansky and Authority Counsel Owens intended to give comments at the City of Naples Planning Advisory Board Meeting and City Council meeting, but it won't be necessary because the developer provided a signed avigation easement nearly identical to the one we signed last month with the Estates at Rock Creek. The Inlet Quay development at 750 Goodlette Road at The Commons – Professional Park will consist of 37 luxury condominiums, located roughly 1,000 feet from the end of the runway and just outside the noise contour. Mr. Rozansky felt it was important that all future Inlet Quay residents know that they are going to be subject to noise of the neighboring airport.

Vice Chair Ruppert moved approval for the Executive Director to execute a Naples Municipal Airport Avigation Easement And Declaration Of Height Restrictions And Covenants with Good Naples I, LLC regarding the proposed development to be known as Inlet Quay. Commissioner Cuddihy seconded. Motion passed unanimously, 5-0.

The Chair called for a short recess.

K. OLD BUSINESS

There was no old business.

L. LEADERSHIP TEAM REPORT

1. Leadership Team Report

Commissioner Cuddihy congratulated the Naples Aviation team for being awarded the ARGUS Base Operations certification, the first FBO in the United States to achieve this honor. She noted the award is based on a safety culture and related procedures. Mr. Rozansky credited Mr. Lobb, Mr. Gray and the FBO team for their tremendous work in achieving this award. Mr. Gray explained that the ARGUS certification is similar to IS-BAH, focusing on the Safety Management System, safety procedures that are developed and adhered to, strong standard operating procedures with documentation, and by practicing what we preach.

Commissioner Cavanaugh requested that staff provide brief highlights of meaningful learnings after they attend events. Similarly, Chair Dustin requested additional highlights be provided from community meetings attended as well.

Commissioner Burns asked if staff could provide a summary of the FEMA Hazard Mitigation Grant Program. Mr. Lobb gave an overview of the program and said that the public assistance funding will support the airfield lighting circuits, and the hazard mitigation fund is a different program that supports hardening existing structures such as the airfield vault. He said we have applied for funding.

M. FINANCIAL REPORTS

1. Financial Summary

Mr. Warriner presented the financial summary report for the month of November. He noted it was a strong month with fuel sales up nearly 30 percent and revenues were $4 million compared to a budget of $3.2 million.

A question-and-answer period followed.

Vice Chair Ruppert moved Board approval to accept the financials for November 2023, as presented by Mr. Warriner. Commissioner Cuddihy seconded. The motion passed unanimously 5-0.

N. COUNSEL'S REPORT

1. Counsel's Report

Mr. Morey reported that there is no pending litigation or other material legal matters to discuss.

O. PUBLIC COMMENTS (5-minute limit)

There were no public comments.

P. CORRESPONDENCE/COMMISSIONER COMMENTS & REQUESTS/MEETINGS

1. January 18, 2024, Meeting Venue Change

Mr. Rozansky said the City informed us they need Council Chambers on January 18, 2024, which conflicts with our meeting date. He requested and gained consensus to have January's Regular Meeting at the Airport Office Building Conference Room.

2. Engage Diverse Vector Aviation Consulting for Request for Proposal (RFP) #23-5537, Full-Service Airspace Procedure Design, in an Amount Not to Exceed $2,392,155 plus a 10 percent contingency, as it was recommended by the Consultant Selection Committee on October 30, 2023 – Commissioner Burns

Commissioner Burns explained that he requested the contract with DVAC be added to the agenda but it was too late according to Authority Counsel Owens because it did not have adequate public notice. He explained because Hughes was put forward today, he was disturbed that the contract with DVAC was also not on the agenda. During the November Regular Meeting, he recalled the Commission voted to engage both firms for the feasibility study and flight procedure design. He thought the DVAC contract should be added to the January agenda or that the Board should consider having a special meeting so that DVAC can start work posthaste. Chair Dustin said we can have a short discussion, and that one of the things we all want is to develop the flight procedures for higher, faster because the other procedures simply don't work without that procedure. Chair Dustin felt the Commissioners should give Mr. Rozansky the latitude to work with DVAC to determine how they can begin work on higher, faster. Commissioner Burns asked where Chair Dustin came up with the opinion that the other procedures won't work without the higher, faster procedure in place. Chair Dustin explained that based on many community discussions, their support of other measures quickly waned without higher, faster.

Commissioner Cuddihy said that the procedure that doesn't work without raising the 2,000-foot hold (the higher, faster procedure) is the NBAA procedure about taking off faster. She clarified that the 2,000-foot hold is the most meaningful and will positively impact the most residents.

Commissioner Cuddihy said that Mr. Rozansky had the authority to work with both firms. She asked him if there was a reason only Hughes was on the agenda today. Mr. Rozansky said NAA is engaging both firms, and explained that the process with all consultants is to get a Professional Services Agreement (PSA) with fees provided for each individual task, in addition to the baseline PSA. He said that anything less than $100,000 is within his authority to approve. He said he has been negotiating a task with DVAC while Hughes is conducting their feasibility analysis.

Specifically, DVAC has a retired controller in Ft. Myers who can help them gain a better understanding of the day-to-day operations at RSW which is beneficial to this project. Mr. Rozansky clarified that higher faster isn't a published flight procedure, but a change could result in changes to flight procedures. He said that would require negotiating a separate proposal but could work on that for approval at the January meeting if the Board wishes.

Commissioner Cuddihy liked the idea of DVAC working with the person in Ft. Myers. Mr. Rozansky stated that this is uncharted waters for us and would have to talk to FAA management and make certain we are being reasonable because those controllers are going into high season.

Commissioner Cuddihy clarified that it was never our intent to hire both firms to do the same work on every component of this. She added that is why we needed to understand from Hughes what they could do which helps us better understand which consultant is best suited for each task.

Commissioner Burns said he didn't recall limiting what DVAC could do as their proposal was for the complete project. He added that we needed to get started with them. His desire was to move forward with DVAC and bring their contract back for action at the January Regular Meeting.

Vice Chair Ruppert agreed with the direction just discussed. When he went back to his notes from the October 30th and November 16th meetings, as the Chair and Member of the Consultant Selection Committee and Commissioner, he reflected on one and possibly two of the firms who stated that two of the procedures could not be done. In December 2022, he said Mr. Rozansky met with Kevin Karpe of DVAC and the local air traffic controller to discuss some of the ideas that were written down in April, and the feedback was that this won't work. He said he was uncomfortable engaging DVAC on anything and everything they proposed until due diligence is conducted. He said he was completely in favor of what Commissioner Burns is asking, which is proceeding with them in a practical way, to get them involved and they do have a favorable history with us. As an individual, however, he had a reasonable doubt about the timing and cost from their proposal. He would like to find out what can be done to get started but is not in favor of bringing consultants strictly for the purpose of showing the public we are taking action. Once we identify what is possible and how long it will take to implement it, the work would be much more substantive. He added that he was not in favor of having this item on the agenda as it appears (See Correspondence Item 2 topic name). He said he would be in favor of Mr. Rozansky coming back, as directed at the November 16th meeting, to engage both firms with their ideas on how they would approach this. He said at this time he has reasonable doubt that some of the procedures can be designed.

Commissioner Burns responded that he proposed the full contract with DVAC after he saw the Hughes contract for $500,000. He stated that any contract can have a termination clause, but he was agreeable with doing it segmentally. He said he understands what Vice Chair Ruppert and the others said about some of DVAC's proposals, but said DVAC thinks the procedures are possible and feels it is worth our effort.

Vice Chair Ruppert said that both the FAA and other consultants that presented to us explained that some of these procedures can't or won't happen. He said he was not interested in having DVAC proving everyone right. He recalled in one of the meetings, Commissioner Burns stated that money doesn't matter. Vice Chair Ruppert said he wasn't trying to be confrontational, but money does matter; but just as importantly, results and timeline matter. He added that

Commissioner Cuddihy raised an important point – we want quality and speed. He said it is imprudent to start a project when there are questions about whether the items can even get an approval. We should divide and conquer and cross the finish line with high quality results.

Commissioner Cuddihy agreed with Vice Chair Ruppert's comments. She said if the Board was to follow through with DVAC's proposal as submitted, it would cause more confusion with the FAA. She wanted to be sure that fellow Commissioners were walking away with clarity of not moving ahead with the full DVAC proposal. Chair Dustin suggested allowing Mr. Rozansky the time to work on this.

In response to Commissioner Cuddihy, Commissioner Burns said that although the Board is in agreement today, the meeting agenda wasn't clear to him based on the Board's decision in November to engage both firms. He said he had a legitimate question, and it sounds like we are going to move forward in January.

Mr. Rozansky stated that Board members have his phone number and that he is usually prompt in responding to any calls. He encouraged them to call him and stated he could have done a better job communicating what we were discussing with DVAC elsewhere in the Board packet. He asked for a reasonable opportunity to discuss these things.

Commissioner Cavanaugh stated that Mr. Rozansky and his entire team are very responsive and transparent and working with them is very effective.

Commissioner Burns explained the reasons for his in-person absences from the last three meetings and wished he could be with fellow Commissioners in person. He said he looks forward to being present at the January meeting.

Q. ADJOURN

With no further business, the meeting adjourned at approximately 12:25 p.m.

Christopher A. Rozansky
Secretary

NOTE: **Printed copies of all visual presentations and handouts are on file in the Executive Assistant's Office.**

CITY OF NAPLES AIRPORT AUTHORITY (NAA)
Board of Commissioners
Notice of Regular Meeting

FINAL AGENDA

Airport Office Building, 2nd Floor
200 Aviation Drive North
Naples, FL 34104

Please click the link below to join the meeting:
https://us06web.zoom.us/j/88623298275?pwd=ji6ofvY_p5OHcW1Ifs48HHI7F5Hqdw.8hEyUhwebyfe3_Wz
Passcode: 305641

Thursday, December 14, 2023
8:30 a.m.

Commissioner Kerry C. Dustin – Chair
Commissioner Rick Ruppert – Vice Chair, Consultant Selection Committee Chair, Audit Committee Member
Commissioner Rita Cuddihy – NCC Liaison
Commissioner Robert P. Burns – Consultant Selection Committee Member, Audit Committee Member
Commissioner Terrence W. Cavanaugh – Audit Committee Chair
Executive Director: Christopher A. Rozansky
Authority Attorney: William L. Owens, Esq. of Bond, Schoeneck & King, PLLC

Welcome. If you wish to address the Board of Commissioners regarding an item listed on the Agenda, please complete a Speaker Registration form (available at the rear of the room) and hand it to the Executive Assistant prior to consideration of that item. We ask that speakers limit comments to 5 minutes and that large groups name a spokesperson whenever possible. All written, audio-visual, and other materials distributed to the Board or staff during this meeting will become the property of NAA and will be a public record. Thank you for your interest and participation.

NOTICE

Formal action may be taken on any item listed on the Agenda below, or added to the Agenda before or during the meeting, or discussed during the meeting without being added to the Agenda. Also, the sequence of items may be changed as the meeting progresses.

Any person who decides to appeal a decision of this Board with respect to any matter considered at this meeting (or hearing) will need a record of the proceeding and may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be heard.

Any person with a disability requiring auxiliary aids or services in order to participate in this proceeding for meetings at the City Council Chamber may call the City Clerk's Office at 213-1015, or for meetings at the Airport Office Building, the NAA Executive Assistant's Office at 643-0733, with requests at least two business days before the meeting.

Information on Action Items and other items which has been provided in advance of this meeting may be inspected at the office of the Executive Assistant, General Aviation Terminal Building, 2nd Floor, 160 Aviation Drive North. Minutes of this meeting will be prepared for Board approval, usually at the next Regular Meeting.

A. ROLL CALL

1. Determine Board of Commissioners Quorum
    a. In person attendance
    b. Action required by majority of in-person members to allow virtual attendance.

B. PLEDGE OF ALLEGIANCE

C. AGENDA (Add, delete or re-sequence items)

D. MINUTES

1. November 16, 2023, Regular Meeting Minutes
2. November 16, 2023, Audit Committee Meeting Minutes

E. PRESENTATIONS AND TIME CERTAIN ITEMS

1. Employee of the Year
2. Airfield Lighting Rehabilitation Update by AVCON Inc.

F. PUBLIC COMMENTS ON GENERAL TOPICS NOT ON THE CURRENT AGENDA

G. NOISE

1. Noise Compatibility Committee Update
2. Noise Report

H. CONSENT AGENDA

I. ACTION ITEMS (Public comments accepted for each item; 5-minute limit)

1. Conceptual Feasibility Study with Hughes Aerospace Corp. for Flight Procedures in an Amount Not to Exceed $470,250

2. First Addendum to the South Quadrant Hangar Development - Design, Permitting, and Bidding Professional Services Contract with Hanson Professional Services, Not to Exceed $1,380,352.60

J. NEW BUSINESS

1. Update on Collaboration with the City of Naples

2. Avigation Easement for Inlet Quay Development at The Commons - Professional Park (750 Goodlette Road)

K. OLD BUSINESS

L. LEADERSHIP TEAM REPORT

1. Leadership Team Report

M. FINANCIAL REPORTS

1. Financial Summary

N. COUNSEL'S REPORT

1. Counsel's Report

O. PUBLIC COMMENTS (5-minute limit)

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Q. ADJOURN