October 21, 2021
Regular Meeting

The meeting was called to order by Chair Lenhard at 8:33 a.m. in the Council Chambers at City Hall.

A. ROLL CALL

Present were Chair Lenhard, Vice Chair Dustin, Commissioner Rideoutte, Commissioner Messer and Commissioner Ruppert.

Staff and Authority Counsel present were Mr. Rozansky, Mr. Owens, Ms. Cooper, Mr. Lobb, Mr. Keith, Mr. Warriner, Ms. Bendle, Ms. LeDuc, Mr. Burch, Ms. Mahoney and Ms. Menard.

B. PLEDGE OF ALLEGIANCE

Vice Chair Dustin led the Pledge of Allegiance.

C. AGENDA

Mr. Rozansky noted the following two corrections to the agenda:

- Under Minutes, Item 2, the Consultant Selection Committee meeting date was incorrectly noted on the agenda as September 29, 2021. The agenda has been revised with the correct date of September 28, 2021.

- On page 5 of the Financial Summary in the report "Cash and Investments", the formula in the far-right column (Year-to-Date Earnings), for Valley Bank and Northern Trust was switched in error. Total Cash remained the same in the amount of $178,933.

Printed copies of the revisions were distributed to the Board of Commissioners at the meeting.

Mr. Owens stated that at the request of Chair Lenhard, Vice Chair Dustin will serve as Chair Pro-Tem for today's meeting.

D. MINUTES

1. September 16, 2021 Regular Meeting Minutes

Commissioner Ruppert moved approval of the September 16th Regular Meeting minutes. Chair Lenhard seconded. Motion passed unanimously 5-0.

2. September 28, 2021 Consultant Selection Committee Minutes

Commissioner Messer moved approval of the September 28th Consultant Selection Committee Meeting minutes. Commissioner Ruppert seconded. Motion passed unanimously 5-0.

E. PRESENTATIONS AND TIME CERTAIN ITEMS

1. Employee of the Quarter

Chair Pro-Tem Dustin recognized Ms. Lesley Mahoney as Employee of the Quarter. He stated that Ms. Mahoney joined the Human Resources team as a temporary employee in August of 2020 and two months later was hired as Human Resources Generalist. Ms. Mahoney has shown a passion for the NAA Purpose, Vision and Values and takes ownership of helping all employees understand their importance within the organization. Chair Pro-Tem Dustin noted her tremendous achievements in planning recognition events, answering benefits questions, conducting new hire orientations and assisting hiring managers by conducting over 100 reference checks to fill open positions.

F. PUBLIC COMMENTS

There were no public comments.

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

1. Purchase of Aircraft Rescue and Fire Fighting (ARFF) Vehicle in an amount not to exceed $583,280

Mr. Lobb requested Board authorization for the Executive Director to execute a purchase agreement with Rosenbauer Minnesota, LLC for one Class 3 ARFF vehicle in the amount of $555,505 plus a 5% contingency of $27,775 for a total not to exceed cost of $583,280. He showed a side-by-side comparison of the existing and proposed vehicles and stated that staff worked closely with the Authority's on-call consultant, Hanson Professional Services, and the City of Naples Fire Department to develop specifications for the replacement of the current 2008 Class 1 ARFF "Ford Rapid Intervention Vehicle" which has reached the end of its useful life. He reviewed the benefits of this Class 3 truck which exceeds ARFF Index A standards.

Mr. Lobb reviewed the bid process that was issued on September 15th. He stated that one bid was received from Rosenbauer Minnesota, LLC in the base amount of $459,709 plus additive alternates of $95,796, for a total of $555,505. He noted that staff was requesting a 5% contingency that may or may not be needed as a result of a pre-build meeting to be held the following week. Once an Equipment Purchase Agreement is executed, Mr. Lobb said that the vehicle would be delivered within 425 days.

Mr. Lobb noted that Mr. Mike Harris from Hanson Professional Services is here today to answer any questions.

A question-and-answer period followed.

Commissioner Ruppert moved Board approval for the Executive Director to execute a purchase agreement with Rosenbauer Minnesota, LLC for one Class 3 ARFF vehicle for $555,505 plus contingency of 5% for a total not to exceed $583,280. Commissioner Rideoutte seconded. Motion passed unanimously 5-0.

2. **Consultant Selection Committee Ranking of Firms for General Aviation Terminal Car Rental Services and Authorization to Execute Lease and Non-Exclusive Automobile Rental Concession Agreements**

Ms. LeDuc provided a summary of the Request for Proposal (RFP) process for the General Aviation Terminal Car Rental Services that was issued on August 22, 2021. She stated that the Consultant Selection Committee met on September 28th to hear presentations and interview and rank firms. She stated that the four firms were ranked as follows:

1. Go Rentals (Gitibin & Associates, Inc.)
2. Hertz (The Hertz Corporation)
3. Avis (Avis Rent a Car System, LLC)
4. National Car Rental (Enterprise Leasing Company of Florida, LLC)

Ms. LeDuc requested Board approval of the Consultant Selection Committee rankings of firms for General Aviation Terminal Car Rental Services and authorization for the Executive Director to negotiate and execute Lease and Non-Exclusive Automobile Rental Concession Agreements with the top two (2) ranked firms.

Commissioner Rideoutte moved Board approval of the Consultant Selection Committee rankings as presented by Ms. LeDuc and moved approval for the Executive Director to negotiate and execute Lease and Non-Exclusive Automobile Rental Concession Agreements with the top two (2) ranked firms: 1) Go Rentals (Gitibin & Associates, Inc.) and 2) Hertz (The Hertz Corporation). Commissioner Ruppert seconded. Motion passed unanimously 5-0.

3. **Lease Assignment from DFA 404, LLC to Gottemoeller Investments, LLC**

Ms. LeDuc requested Board authorization for the Executive Director to execute an Assignment and Assumption of Leasehold Agreement from DFA 404, LLC ("DFA") to Gottemoeller Investments, LLC ("Gottemoeller").

Ms. LeDuc stated that DFA is the current holder of a leasehold interest for the property located in the south quadrant of the airfield at 2425 Tower Drive for private aircraft storage. She displayed an aerial showing the location of the property. DFA is now requesting the Authority's consent to assign the Lease to Gottemoeller for continued non-commercial aeronautical use subject to and contingent upon the closing of the associated real estate transaction.

A question-and-answer period followed. In response to Chair Lenhard's question regarding the remaining term of the land lease, Ms. LeDuc stated that it expires in 2044.

Commissioner Messer moved Board approval for the Executive Director to execute an Assignment and Assumption of Leasehold Agreement from DFA to Gottemoeller as presented by Ms. LeDuc. Chair Lenhard seconded. Motion passed unanimously 5-0.

4. **Lease Amendment with Marco Hangars, LLC**

Ms. LeDuc requested Board authorization for the Executive Director to execute a First Amendment of Leasehold Agreement ("Amendment") with Marco Hangars, LLC (the "Tenant"). She displayed an aerial

of the vacant land in the north quadrant of the airfield and noted that the lease commenced on June 1, 2020 for the proposed development of a commercial aeronautical facility. Due to ongoing discussions with the City of Naples regarding fire suppression requirements, the Tenant has been unable to finalize construction plans and unable to begin construction by the October 1, 2021 deadline. The fire suppression issue has since been resolved to the satisfaction of all parties, and the Tenant has requested a six-month extension of the construction commencement deadline in exchange for a one-time payment of $30,000, which is approximately one percent (1%) of the estimated development costs. This extension should provide the time needed to complete the necessary pre-construction requirements, including permitting. The deadline for completion of the development is March 1, 2023.

Commissioner Messer moved Board approval for the Executive Director to execute a First Amendment of Leasehold Agreement with Marco Hangars, LLC. Commissioner Ruppert seconded. The motion passed unanimously 5-0.

5. Reimburse the City of Naples for the abandonment and relocation of a water main in an amount not to exceed $168,000

Mr. Keith requested Board authorization for the Executive Director to reimburse the City of Naples for 50% of the cost of abandoning and relocating a 12" water main located under Runway 5-23 in an amount not to exceed $168,000. He displayed an aerial of the water main relocation project showing the existing water main location and the area where it would be relocated to.

He reviewed the City's bid process based on their established procurement process and added that contracts were entered into with the two low bidders. One contract with Kyle Construction in the amount of $191,248.00 was for the work on Corporate Flight Drive and the other was with Quality Enterprises in the amount of $144,141.35 for the work on Radio Road. The total cost for the two projects is $335,389.35, and the City is requesting that we share the cost equally. Mr. Keith explained the importance of safely abandoning the line that runs under Runway 5-23.

A question-and-answer period followed.

Commissioner Rideoutte moved Board approval for the Executive Director to reimburse the City of Naples 50% of the cost to abandon and relocated a 12" water main located under Runway 5-23 in an amount not to exceed $168,000. Commissioner Ruppert seconded. Motion passed unanimously 5-0.

Mr. Rozansky requested that Action Item 7 be presented next since the artist who will be presenting Action Item 6 had not yet arrived. Chair Pro-Tem Dustin granted the request and asked Mr. Keith to present Action Item 7.

7. Amend General Aviation Terminal Improvements Project Contingency Budget

Mr. Keith requested Board authorization to increase the contingency budget for the General Aviation Terminal (GAT) Improvements project by $150,000, for a new total not to exceed cost of $7,831,097. Mr. Keith stated that remodeling a 20-year-old building, that has previously been remodeled, has resulted in a number of hidden items, technology revisions, unforeseen HVAC issues, code requirements and supply chain constraints that have added unexpected challenges. He added that due to the condition of the existing pavement in the short-term parking lot, staff is recommending a complete mill and overlay of the asphalt, which was not included in the original scope. He displayed a site plan of the GAT project area showing the original contracted paving scope which only included the drive lane directly in front of the GAT from the

main airside gate to the intersection with Radio Road, as well as the recommended additional scope of paving which includes the entire short term parking lot to give the lot a uniform appearance.

A question-and-answer period followed.

Commissioner Ruppert moved Board approval to increase the contingency budget for the General Aviation Terminal improvements project by $150,000, for a new total not to exceed cost of $7,831,097. Commissioner Messer seconded. Motion passed unanimously 5-0.

Following this item, Chair Pro-Tem Dustin requested that Old Business Item 1 be presented (See below under H. Old Business).

6. General Aviation Terminal artwork in an amount not to exceed $75,000

Mr. Lobb requested Board authorization for the Executive Director to execute a purchase agreement with Alexis Art Productions, LLC for custom artwork in the GAT in an amount not to exceed $75,000. He noted that the artwork would be exhibited in the lobby and second floor reception area of the renovated GAT and would compliment the "coastal modern" theme. He provided a summary of the Request for Proposal process that was issued on September 24, 2021. He stated that one proposal was received by Alexis Art Productions, LLC.

Ms. Alexis Martinez Peleio of Alexis Art Productions, LLC, an artist based in Naples and who specializes in coastal aerial resin art, presented an overview of her artwork and a price breakdown for each of the proposed sizes. She brought several samples of her resin artwork for viewing.

Chair Lenhard moved Board approval for the Executive Director to execute a purchase agreement with Alexis Art Productions, LLC for custom artwork in the GAT in an amount not to exceed $75,000. Commissioner Messer seconded. The motion passed unanimously 5-0.

G. NEW BUSINESS

There was no new business.

H. OLD BUSINESS

1. Lease Term Buy-Back Program Update

Ms. LeDuc provided an update on the 2020 – 2021 Lease Term Buy-Back program (LTBB). She stated that the LTBB program was authorized by the Board on May 21, 2020. The LTBB allows eligible long term land lease tenants, who met certain qualifying criteria, to extend their current leases with the Authority in exchange for a one-time payment of a buy-back fee, as determined by an independent appraiser. She noted that 17 tenants were eligible for the 2020-2021 program, and eight tenants opted to participate. She stated that five of the transactions have closed, and the other three are scheduled to close before the end of the calendar year, resulting in nearly $9.2 million in fees to be paid to the Authority. The two LTBB programs that were previously offered by the Authority in 2015-2016 and 2017-2018 resulted in nine participants and fees of approximately $4.9 million.

At the conclusion of Ms. LeDuc's update, Chair Pro-Tem Dustin noted that the artist had arrived and requested that Action Item 6 be presented at this time. (See Action Item 6 above).

2. General Aviation Terminal Improvement Project Update

Mr. Keith provided an update of the GAT improvement project. He said that an updated schedule was presented to staff on October 13th with an anticipated date of November 12th for a Temporary Certificate of Occupancy. He added that staff anticipates FBO operations relocating on November 16th with Administration staff expected to occupy the second floor sometime in early December. Due to steel supply chain issues, Mr. Keith noted that the wave canopy and high clearance portion of the canopy between the AOB and GAT will not be completed until after operations resume at the GAT. Mr. Keith invited each of the Commissioners to the airport to see the progress of the GAT improvements.

A question-and-answer period followed.

3. Airport Office Building Renovation Design Review

Mr. Lobb requested Board review and discussion regarding the Airport Office Building (AOB) improvement project. He noted that the AOB renovation was separated from the previously combined GAT/AOB renovation project and was deferred to the winter of 2021/2022 following the completion of the GAT remodel project. Mr. Lobb noted that in looking at Authority needs, staff identified an opportunity to expand the existing AOB conference room into a much larger Boardroom and to subdivide the large office spaces that exist there today into smaller offices for the Finance and Administration Department.

He introduced Mr. Craig Hanson of SchenkelShultz Architecture who presented an overview of the scope, cost, and schedule for the AOB improvements on the first and second floors. First floor improvements included renovating the common areas, elevator cab and restrooms. Second floor improvements included renovating the elevator and restrooms, the reconfiguration of the Boardroom and office space for staff, reception desk, break area and open concept area. He showed the proposed colors and finishes.

He added that SchenkelShultz and BOS, the furniture supplier, have been working through various Boardroom options which includes a modular system that can be reconfigured into different functional layouts. There was discussion about the proposed Boardroom layouts.

Mr. Hanson provided a rough construction cost estimate and explained the FEMA limits which allow construction costs up to 50% of the structure's appraised value. He said that furniture, fixtures, and equipment are excluded from the FEMA limits.

Mr. Hanson reviewed the construction schedule which would begin on December 10th with construction completed by July 7, 2022.

A question-and-answer period followed.

4. Noise Compatibility Committee (NCC) Update

Commissioner Messer noted that the NCC last met on May 4th, and she reported on that meeting at the May 20th Regular Meeting. She announced that the next NCC meeting is scheduled for November 4th.

She noted that public outreach and community engagement are critical to the NAA's efforts to engage the community and encouraged the public to contact Mr. Burch at zburch@flynaples.com or at 239-643-0733 to scheduled community meetings or presentations.

5. Technical Advisory Committee (TAC) Update

Commissioner Messer stated that on October 5th, the Technical Advisory Committee held its fifth meeting related to the ongoing Part 150 Noise Study and provided a report on that meeting. She said that the next step in the study is the final FAA acceptance of the Noise Exposure Map Report which will be followed by virtual and in-person public open houses in January to kick off the Noise Compatibility Program. She announced that the next TAC meeting is scheduled for December 14th.

She noted that public outreach and community engagement are critical to the NAA's efforts to engage the community and encouraged the public to contact Mr. Burch at zburch@flynaples.com or at 239-643-0733 to schedule community meetings or presentations.

I. LEADERSHIP TEAM REPORT

1. Leadership Team Report

As noted on page 4, Commissioner Ruppert congratulated the Human Resources Department in the tremendous efforts in hiring 25 new employees since July with 12 additional offers pending.

Also noted on page 4, Commissioner Ruppert asked Mr. Lobb if the two virtual town hall meetings were well attended by staff and if there were any consistent questions or themes. Mr. Lobb said that in the first session, there were about 30 attendees and in the second session, there were about 20 attendees, a substantial percentage of the operations and facilities employees. He said that there have been numerous questions as we begin the process of splitting the Operations group from the FBO staff. He added that the town halls have been a great forum to answer questions and solicit feedback on where staff would like to see the department go, with many of the staff's suggestions being implemented.

J. FINANCIAL REPORTS

1. Financial Summary

Mr. Warriner presented the financial results for the month of September and stated that the year-to-date change in net position before capital contributions was favorable to budget by $10,733,825.

A question-and-answer period followed.

He noted that the auditors are on site this week to finish their field work, and we hope to get the year-end financials within the next month and will bring them before the Board in January or February.

Mr. Warriner provided an update of the investments. Treasury rates have increased significantly, and the Authority has purchased $2 million this month while looking to invest more in order to receive a higher yield.

Commissioner Ruppert asked if many employees have taken advantage of the COVID-19 incentive program. Mr. Rozansky stated that the program will be offered until November 30th but after the program was announced, about five to seven additional staff members got vaccinated. He added that new employees are also eligible to participate in the program.

There was discussion about the financial impacts of a future recession and whether we ever perform analysis based on past experiences. There was also discussion how a recession may impact noise sensitivity with the predicted volume of activity.

Commissioner Ruppert moved acceptance of the September Financial Summary. Commissioner Messer seconded. Motion passed unanimously 5-0.

K. COUNSEL'S REPORT

1. Counsel's Report

Mr. Owens stated that since his last report on October 5th regarding the lawsuit that was filed by a former employee of the Authority, the Court granted, in part, the Authority's second motion to dismiss the Complaint and nine days later the plaintiff filed a second amended Complaint which excluded two claims that were previously asserted against the Authority. He reiterated that our insurance carrier, subject to any deductible and reservation of rights, continues to pay for panel counsel to represent the Authority in defending this lawsuit.

A question-and-answer period followed.

He reported that there were no other material or legal matters to discuss.

L. PUBLIC COMMENTS (5-minute limit)

There were none.

M. CORRESPONDENCE/COMMISSIONER COMMENTS & REQUESTS/MEETINGS

There were no other comments.

N. ADJOURN

With no further business, the meeting adjourned at 10:20 a.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

City Hall Council Chambers
735 Eighth Street South
Naples, FL 34102

Thursday, October 21, 2021
8:30 a.m.

Commissioner Michael Lenhard – Chair and Consultant Selection Committee Member
Commissioner Kerry C. Dustin – Vice Chair and Audit Committee Chair
Commissioner Donna M. Messer – NCC Liaison
Commissioner James Rideoutte – Audit Committee Member
Commissioner Rick Ruppert – Consultant Selection 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

B. PLEDGE OF ALLEGIANCE

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

D. MINUTES

1. September 16, 2021 Regular Meeting Minutes

2. September 28, 2021 Consultant Selection Committee Minutes

E. PRESENTATIONS AND TIME CERTAIN ITEMS

1. Employee of the Quarter

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

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

1. Purchase of Aircraft Rescue and Fire Fighting (ARFF) Vehicle in an amount not to exceed $583,280

2. Consultant Selection Committee Ranking of Firms for General Aviation Terminal Car Rental Services and Authorization to Execute Lease and Non-Exclusive Automobile Rental Concession Agreements

3. Lease Assignment from DFA 404, LLC to Gottemoeller Investments, LLC

4. Lease Amendment with Marco Hangars, LLC

5. Reimburse the City of Naples for the abandonment and relocation of a water main in an amount not to exceed $168,000

6. General Aviation Terminal artwork in an amount not to exceed $75,000

7. Amend General Aviation Terminal Improvements Project Contingency Budget

H. NEW BUSINESS

I. OLD BUSINESS

1. Lease Term Buy-Back Program Update

2. General Aviation Terminal Improvement Project Update

3. Airport Office Building Renovation Design Review

4. Noise Compatibility Committee Update

5. Technical Advisory Committee Update

J. LEADERSHIP TEAM REPORT

1. Leadership Team Report

K. FINANCIAL REPORTS

1. Financial Summary

L. COUNSEL'S REPORT

1. Counsel's Report

M. PUBLIC COMMENTS (5 minute limit)

N. CORRESPONDENCE/COMMISSIONER COMMENTS & REQUESTS/MEETINGS

O. ADJOURN