On **Tuesday, April 26, 2016** the **CONSTRUCTION FINANCE OVERSIGHT COMMITTEE** of the Greater Orlando Aviation Authority met in Conference Room "Apollo/Gemini/Taurus", at 5855 Cargo Road, Orlando, FL 32827. The meeting, having been posted in accordance with Florida Statutes, was called to order by Chairperson Churchill, at 9:45 a.m. with a quorum present.

Committee Members Present:

Jacki Churchill, CFO and Chair
Stan Thornton, Chief Operating Officer
Ron Lewis, Deputy Executive Director of Airport Operations
Davin Ruohomaki, Senior Director, Planning/Engineering & Construction

Staff Present:

Kathleen Sharman, Director of Finance
Pam L'Heureux, Assistant Director Construction Finance
Alan Jones, Construction Finance
Cheryl McConnell, Construction Finance
Tracy Goff, Construction Finance
Vikki McCay, Construction Finance
Violet Fermin, Construction Finance
Mike Patterson, Construction
John Carlson, Construction
Mark Birkebak, Engineering
Tuan Nguyen, Engineering
John Newsome, Information Technology
Gary Hunt, Director of Maintenance
Jeff Daniels, Maintenance
Tony McClendon, Maintenance
Tom Draper, Director of Operations
Brad Friel, Director of Planning
Cheri Baxter, Project Controls
Debbie McKeown, Project Controls
Alex Sorondo, HNTB
John Guirges, GCI
Ksenia Merck, Kmerck
Linda George, Linda George, CPA
Ben Brown, Parsons Brinckerhoff
Roy Block, R.W. Block Consulting, Inc.
Dean Fojo, R.W. Block Consulting, Inc.
David Benouaich, R.W. Block Consulting, Inc.
Robert Alfert, Legal Counsel
Jihyun Park, Operations, Recording Secretary

LOBBYIST DISCLOSURE

For individuals who conduct lobbying activities with Aviation Authority employees or Board members, registration with the Aviation Authority is required each year prior to conducting any lobbying activities. A statement of expenditures incurred in connection with those lobbying instances should also be filed prior to April 1 of each year for the preceding year. As of January 16, 2013, lobbying any Aviation Authority Staff who are members of any committee responsible for ranking Proposals, Letters of Interest, Statements of Qualifications or Bids and thereafter forwarding those recommendations to the Board and/or Board Members is prohibited from the time that a Request for Proposals, Request for Letters of Interests, Request for Qualifications or Request for Bids is released to the time that the Board makes an award. As adopted by the Board on September 19, 2012, lobbyists are now required to sign-in at the Aviation Authority offices prior to any meetings with Staff or Board members. In the event a lobbyist meets with or otherwise communicates with Staff or a Board member at a location other than the Aviation Authority offices, the lobbyist shall file a Notice of Lobbying (Form 4) detailing each instance of lobbying to the Aviation Authority within 7 calendar days of such lobbying. As of January 16, 2013, lobbyists will also provide a notice to the Aviation Authority when meeting with the Mayor of the City of Orlando or the Mayor of Orange County at their offices. The policy, forms, and instructions are available in the Aviation Authority's offices and the web site. Please contact the Director of Board Services with questions at (407) 825-2032.

ACTION ITEMS

1. **Meeting Minutes - March 22, 2016.**

With no changes or comments made the Committee consensed to approve the minutes of March 22, 2016.

2. **South Fuqua Boulevard Bridge Approach Repairs**

Mr. McClendon presented the memorandum, dated April 26, 2016, requesting approval to fund South Fuqua Boulevard Bridge Approach Repairs. This project provides bridge joint repairs on southbound Fuqua Boulevard over the North Bypass canal. This project is an urgent repair where a steel armor joint has become disconnected from the approach slab. This work must be accomplished before any subsequent failure or damage to the bridge joints.

Chairperson Churchill asked about funding availability and Ms. L'Heureux confirmed that funding is available for the project.

The Committee consensed to approve the use of funds in the amount of $105,000.00 from the remaining Capital Expenditure Funds from BP-450.

3. **COOP Funding - Train Reprogramming Costs**

Mr. Sorondo presented the memorandum, dated April 26, 2016, requesting approval of funds from COOP project contingency for Train Reprogramming Costs. During the 2300 train replacement, the programing of the 2400 train door sequence will need to be reprogramed to ensure unscreened passengers do not enter the secured area in order to efficiently shuttle for domestic and unscreened international passengers to/from the landside terminal. These changes will modify the APM door programming so that the alighting and boarding doors are never open at the same time, eliminating the possibility of mixing outbound screened and inbound unscreened passengers.

Chairperson Churchill reviewed the Airside 1 & 3 APM budget worksheet with the Committee. Chairperson Churchill stated that contingency items for Bus cameras in the amount of $72,000.00 and Miscellaneous in the amount of $212,000.00 are currently pending. Train reprogramming costs amount of $72,545.00 will come out of CIP Unallocated Funds.

The Committee consensed to approve the release of CIP Unallocated Funds in the amount of $72,545.00 (2015A Bonds) for Train Reprogramming Costs.

4. **Airside 4 Program Budget / EAC Update**

Ms. Merck updated the Committee on current Airside 4 Program Budget / EAC Update as follows:

BP-441, Restroom Renovations: The project is in the closeout phase.

BP-442, New Central Energy Plant: The EAC remains unchanged; however, there is not enough fungible funding to cover the additional cost to complete. The following actions were recommended:

- Transferring $800,000 of GARBS from ZC-213 into the BP-442 project contingency to cover the projected funding shortfall and
- Transferring $800,000 of PFC funding from the BP-442 project contingency into ZC-213

BP-443, FIS and Gates: The EAC has been revised to match the current available budget.

V-780, Airside 4 Temporary Passenger Lounge: No changes at this time.

V-781, Airside 4 Passenger Reflection Room: No changes at this time.

Chairperson Churchill asked about an increase amount of $15 million of the Airside 4 Improvement Program Budget. Mr. Thornton answered that, since the inception of these programs, the Aviation Authority has experienced significant cost escalation on bids received including the Airside 4 Improvement Program. Given this condition, additional funds amount of $15 million will be needed to complete the scope of work. He further stated that staff reviewed de-scoping the project to remain within the original budget; however, such alternative will not address existing and forecasted congestion of the Airside Terminal. Chairperson Churchill noted that the fiscal impact of this action will increase the program budget utilizing Passenger Facility Charges on a pay-as-you-go basis (PAYG). Mr. Thornton stated that an increase amount of $15 million for the program needs to be recommended at Capital Management Committee (CMC) for approval.

The Committee reached a consensus to approve the changes indicated above for Airside 4 Program Budget / EAC Update and present the item to the CMC.

5. **Ticket Lobby Program Budget / EAC Update**

Ms. Merck updated the Committee on current Ticket Lobby Program budget as follows:

BP-440, Communications Rooms and Infrastructure: The contingency within this project has been reduced to account for the following items:

- Move $75,000.00 from project contingency to IT budget line item.
- Move $300,000.00 from project contingency for future change orders.

Based on preliminary eligibility review, additional fungible money is required. It was recommended transferring $103,671 of GARBS from the BP-447 project contingency into the BP-440 project. Besides this, there is no additional forecasted cost expected on this project and as such the EAC is being reduced by $549,667. The available FDOT funding remaining in the amount of $653,338 was recommended to be transferred to the BP-447 project contingency.

BP-446, Oversize Baggage: No changes at this time.

BP-447, Main Ticket Lobby Project: The EAC has been increased by $549,667.00 in accordance with the changes made in the BP-440 project and the following funding adjustment has been made within the project:

- Revert the IT budget for scope elements in the amount of $6,717,000.00 that will be competitively procured back to 50% PFC and 50% FDOT versus 100% PFC and fund the two items that will be single source procurement: Outdoor monitors and video wall brackets with 100% PFC funding.
- Note: the content management IT related scope is not a part of the IT budget for the project, but will be handled by O&M Funds.

V758, Counters and Backwall Mock-up: No changes at this time.

Mr. Thornton asked about future change order items on BP-443. Ms. Merck answered that future change order items involves various items including owner requested changes for Comm. Room configuration and Unit price changes.

The Committee reached a consensus to approve the changes indicated above for Ticket Lobby Program Budget / EAC Updates.

6. **BP-466, Landside AHU HVAC NTC Various Levels (Updated Start-Up)**

Ms. Merck presented the memorandum, dated April 26, 2016, for requesting approval of the adjusted start-up package for BP-466, Landside AHU NTC Various Levels. The designer's estimate for the project was $6,500,000.00. On March 8, 2016, one bid was received at $9,985,600.00 from PCL Construction Services,

Inc. On March 17, 2016, the Construction Committee approved Direct Negotiation with PCL Construction Services, Inc. The results included: (a) Base in the amount of $6,983,590.00; Alternate No. 1 in the amount of $636,195.00; and Alternate No. 2 in the amount of $2,345,815.00. The scope approved at the Construction Committee, subject to CFOC approval, includes: (a) Construction = Base plus Alternate No. 1 in the amount of $7,619,785.00; (b) A/E Construction Admin. Fee = $144,725.00; and (c) OAR Construction Admin. Fee = $233,301.00. The start-up package has been updated with above items as below.

Description	Current Budget	Change	Proposed Budget
A/E Fees (Design)	$37,225.00	-	$37,225.00
A/E Fees (Const.)	$18,000.00	126,725.00	$144,725.00
Construction	$6,500,000.00	$1,119,785.00	$7,619,785.00
OAR Fees (Design)	$35,000.00	-	$35,000.00
OAR Fees (Const.)	$35,000.00	$198,301.00	$233,301.00
Miscellaneous	$86,000.00	$114,000.00	$200,000.00
Contingency	$392,390.00	$303,529.00	$695,919.00
Total	**$7,103,615.00**	**$1,862,340.00**	**$8,965,955.00**

The Committee reached a consensus to approve the start-up changes indicated above for BP-466, Landside AHU HVAC NTC Various Levels.

7. **V-750, ACS at Ticket Counters**
This item was deferred.

BUDGET STATUS WORKSHEETS

8. **Airside 1 & 3 APM Guideways/Structure.**
Chairperson Churchill reviewed this item with the Committee.

9. **Airside 4 Renovations**
Chairperson Churchill reviewed this item with the Committee. Mr. Thornton discussed the potential A380 gate modifications which may require additional funding; however, no budget impact for the program is anticipated.

10. **Ticket Lobby Improvements**
Chairperson Churchill reviewed this item with the Committee, including two (2) items presented at Concession Procurement Committee (CPC) for approval. These items includes as follows:

(1) Single Source Procurement for the ticket lobby video wall: Ms. L'Heureux discussed about a request for approval of a single source procurement in the amount of $1.5 million for the ticket lobby video wall. Mr. Thornton requested staff conduct a coordination meeting to discuss various items including: (1) identify the single source scope; (2) identify funding eligibility; (3) prepare an analysis with Construction Finance Consultants; (4) and identify funding sources. Chairperson Churchill stated that additional CFOC will be held next Tuesday, May 3, 2016 for further discussion on this matter.

(2) Carpet Contract Renewal: Chairperson Churchill inquired about potential budget increase for carpets due to new construction. Ms. Merck stated that the carpets are considered as Owner Purchased Items under BP-447, Main Ticket Lobby Project and should have enough funding allocated for carpets in the bid package. Ms. Merck stated that this item has two components to consider including: (1) The use of Capital Expenditure Funds for regular on-going items; and (2) Bid package for the project Owner Purchase Items.

Mr. Thornton suggested all project-related funding items to be reviewed at CFOC prior to recommendation to CPC, and Chairperson Churchill confirmed to discuss with CPC members.

11. **Baggage System - Additional Projects**
Chairperson Churchill reviewed this item with the Committee.

12. **South Airport APM Complex**
Chairperson Churchill reviewed this item with the Committee. Chairperson Churchill stated that, at the Construction Committee, it was determined to revise EAC amount for GMP 06A, North Terminal APM Station - Hensel Phelps from $1,498,568.00 to $1,392,764.00.

Chairperson Churchill also discussed Progress Report for HP Self-Performed and Direct Negotiated Work with the Committee. She stated that, under HP Direct Negotiated Work, Page One Consultants holds 45% of the total amount of $1,858,807.86. Mr. Thornton requested staff to conduct the financial projection for self-performed work and direct negotiated work, and Mr. Ruohomaki confirmed.

13. **ITF Station**
Chairperson Churchill reviewed this item with the Committee. Mr. Ruohomaki stated the limit of TK self-performed construction services was increased from 20% to 23% by action of the Construction Committee on January 5, 2016.

14. **South Terminal Phase C**
Chairperson Churchill reviewed this item with the Committee.

The Committee consensed to approve all of the above reviewed Budget Status Worksheets.

ADJOURNMENT

Having no further business to conduct, the meeting was adjourned at 10:35 a.m.

J Churchill

Jacki Churchill, Chairperson
Construction Finance Oversight Committee
Chief Financial Officer