

On **WEDNESDAY, JUNE 15, 2016**, the **GREATER ORLANDO AVIATION AUTHORITY** met in regular session in the Carl T. Langford Board Room of the Aviation Authority offices in the main terminal building at the Orlando International Airport (OIA), One Jeff Fuqua Boulevard, Orlando, Florida. Chairman Frank Kruppenbacher called the meeting to order at 2:04 p.m. The meeting was posted in accordance with Florida Statutes and a quorum was present. *[Live Streaming from Orlando, FL]*

Authority members present,

Frank Kruppenbacher, Chairman

Dean Asher, Vice Chairman (via phone)

Domingo Sanchez, Treasurer

Ed Fouche

Jim Palmer

Also present,

Phillip N. Brown, Executive Director and Secretary

Dayci S. Burnette-Snyder, Director of Board Services and Assistant Secretary

Marcos Marchena, General Counsel

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

Moment of silence was observed in light of the recent tragic events taking place. Invocation was offered by Mr. Marchena.

#### **MINUTES**

1. Upon motion by Mr. Palmer, second by Mr. Sanchez, vote carried to accept the April 20, 2016, minutes as written.

#### **RECOGNITION OF EDDIE OLIVEROS, AREA PORT DIRECTOR, U.S. CUSTOMS AND BORDER PROTECTION, FIELD OPERATIONS, ORLANDO**

2. Mr. Brown along with the Board recognized Mr. Eddie Oliveros for his service to Customs and Border Protection and the Orlando International Airport for the past 10 years.

Consensus of the Board members to present the Resolution to Mr. Olivero as follows **[FILED DOCUMENTARY NO. 9343]**:

WHEREAS, Eduardo "Eddie" Oliveros has fostered a culture of safety and security at Central Florida's seven ports of entry since 2006 as Area Port Director for U.S. Customs and Border Protection (CBP), and WHEREAS, Mr. Oliveros manages a combined workforce of 300 employees and oversees CBP operations at Orlando International Airport, the nation's 14<sup>th</sup> busiest airport; Orlando Executive Airport; Port Canaveral, the second largest cruise ship port in the U.S.; and airports in Daytona, Melbourne, Sanford, and Leesburg, and WHEREAS, during his tenure, Orlando International Airport has experienced record growth in international traffic and Officer Oliveros played an integral role at Central Florida's premier global gateway in facilitating the secure and efficient processing of passengers as they arrive in the United States, and WHEREAS, Eddie Oliveros, who has demonstrated the highest level of professionalism in various roles throughout his 32 years of public service, including airport ambassador and protector of national security, shall be formally recognized for all his career accomplishments on the occasion of his retirement. NOW THEREFORE be it resolved that this Resolution be presented to Eduardo Oliveros in appreciation of his distinguished service, and that a copy of this Resolution be retained permanently in the records of the Greater Orlando Aviation Authority as recognition of his commitment to excellence.

Mr. Olivero thanked Mr. Brown and the Board for the recognition and even though he considered Miami his home 10 years ago, he will now call Orlando home.

**UPDATE ON THE SOUTH TERMINAL C – PHASE 1**

3. Mr. Brown mentioned that this was a follow-up to previous presentations on this subject matter. Since the opening of this facility, we have grown to the point that we cannot continue to grow this facility. He mentioned that we surpassed 40 million passengers in April for the rolling twelve month period. Mr. Brown stated that he expects that we will surpass the threshold as set by the Board in August. With the Board's authorization, we began the design process. We are virtually complete with the schematic process. Today the Board will be presented staff's and the consultant's thoughts as to concepts. He asked that the Board not take the illustrations literally. The concepts go back to the Aviation Authority's strategic goals. First is customer service; followed by economic development, safe and secure facilities, and fiscal responsibility. With the recent rating agency presentations, the Aviation Authority is one of the most fiscally responsible credit worthy airports in the nation. As to community outreach, Mr. Brown stated that the Aviation Authority outlined meetings with 22 community partners, having met with 19 to date.

Using visual aids, Mr. Brown talked about the Intermodal Terminal Facility (ITF) under construction and the different elements (APM station, Passenger Drop-Off Lobby, Passenger Rail Station, 2,400 car parking garage, future commuter rail station, and future light rail station). He then briefly mentioned the South Terminal Complex (STC) with Phase 1 Terminal C having 16 international/domestic swing gates. The Airside Terminal will have Multiple Aircraft Ramp Systems (MARS) gates; flexible gate configuration; larger holdrooms; lounge space available; and more post security concessions. There will be 8 aircraft parking positions for narrow body (737); 5 for jumbo (747, 340, or 787); and 3 for super jumbo (380). Mr. Brown mentioned that the Capital Program Review Panel (CPRP) is kept updated on this program and continues to watch over our progress to ensure that staff is following the direction of the Board.

Part of the process for this project was defining a world-class airport. Mr. Brown stated that we are defining it as follows: A World-Class Airport provides a seamless arrival and departure experience that exceeds the needs of the traveler. This experience instills a memorable imprint of the culture and environment of the region.

What makes this a world-class airport? Seven key elements have emerged for consideration as the ingredients. (1) Sense of place in keeping with The Orlando Experience®; (2) Seamless transportation connectivity; (3) Enhanced customer experience (comfort, ease, and speed); (4) Increased customer service; (5) Airport infrastructure adaptable to technology and growth; (6) Safe and secure facilities; and (7) Sustainability. Project advancements include swing gates (international and domestic); Multiple Aircraft Ramp System (MARS) gates; holdroom capacity has been master planned to meet current industry level of service standards and respond to larger aircraft trend in fleet mix; Baggage Handling System (BHS); ticketing; Customs and Border Protection (CBP) with bags first customer processing; and enhanced post security concessions.

*Mr. Sanchez left the room at 2:37 p.m.; returning at 2:38 p.m.*

Mr. Brown then introduced Mr. Curt Fentress of Fentress and Associates. Using visual aids (copy on file), Mr. Fentress talked through several different concepts explaining to the Board and audience the civic areas connected by "The Boulevard", imaginative multi-media experience; state-of-the-art Baggage Handling System; security checkpoint; dynamic concessions; distinctive international arrival experience; and the unique customer arrival experience. Using video he showed an animation of the South Airport Complex.

Mr. Sanchez mentioned the importance of employee engagement (cafeteria). He then asked if we are addressing the issue of being "the lighting capital of the world" and baggage delays on the ramp due to lightning activity. Mentioning the employee dining facility, Mr. Fentress stated that it's approximately 2,000 square feet in the landside building, presecurity, and would have a view into the landscape. The plan is to balance that area with the concessions space since there is a possibility that a concessionaire will manage that operation. In terms of the lightning issue, he is not equipped to answer the question. Mr. Sanchez said that this issue (lightning) will impact the customer experience. He encourages our team to continue to address and solve this mammoth problem. Mr. Fentress stated that he lives in Denver and that airport also closes when there is lightning. Orlando is not the only city with this issue. It is complex and it takes a lot of work to solve it.

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**UPDATE ON THE SOUTH TERMINAL C – PHASE 1 (cont)**

In response to Mr. Palmer's question, yes, Phase 1 has the capacity of 10 million. He asked about the capacity for Phase 1 and how long it will take us into or through to the next phase. Mr. Brown responded that the plan is to move 6.5 million passengers out of the north terminal. If we continue to go at the current rate, we will be at 42 million passengers or higher in 2019. That would give us more capacity in the North. Once we hit the 50 million passenger mark, we will have to be underway with the second phase. It is not tied to a date, but passenger activity. What we learned in this process is that things happen quickly and technology is constantly changing.

In response to the Chair, Mr. Brown stated that total buildout is 120 gates.

Mr. Fentress stated that they will continue to work through the schematics and return to the Board with an update. Chairman Kruppenbacher thanked Mr. Fentress and the teams working on this project.

Mr. Joseph Robinson, representing RHC and Associates, Inc. appeared before the Board as a follow-up to his appearance on May 18, 2016 (refer to minutes). Mr. Robinson provided the same handout as in May (copy on file). Chairman Kruppenbacher asked Mr. Robinson to stay to the topic of the agenda. Following discussion, the Chairman suggested that Mr. Robinson speak to general counsel about his concerns.

**UPDATE ON TSA SERVICES**

4. Mr. Brown stated that this is an update from the April 15, 2015, Board meeting. He introduced Federal Security Director Jerry Henderson. The presentation today will include discussion on the security checkpoint processing times; customer service satisfaction standards; and quarterly review by Staff and TSA.

Using visual aids (copy on file), Mr. Brown talked about wait times for the East and West checkpoints. In response to Chairman Kruppenbacher's question, Mr. Brown confirmed that in that period he referenced there was a 21 minute wait. He then mentioned the overall outbound traffic and stated that we are exceeding the prior year's traffic. Discussing collaborative solutions, Mr. Brown explained how the Aviation Authority configured the areas in front of the checkpoints to organize entry to screening checkpoint. We have actively managed the queues in front of both checkpoints with Ambassadors. In addition, GOAA personnel, including contract Ambassadors, are active in the checkpoint to perform non-security functions such as divestiture and moving bins. We have also added contract personnel and canine teams in the baggage search rooms to assist TSA in peak periods. These solutions comes at a cost of \$4,442,367 per year to the Aviation Authority. Mr. Brown mentioned that we just received our latest survey on TSA. Since April 2015, there has been improvement in the satisfaction of customers. He then talked about the recent changes in congress. In May of this year, Congress approved Department of Homeland Security (DHS) request to shift \$34 million towards TSA in order to hire 768 additional officers and more overtime pay. In June, Congress approved DHS request for reprogramming of an additional \$28 million in order to hire 600 additional officers and convert a further 2,784 part time positions to full time. Also in June, MCO was added to the national TSA wait time mitigation conference calls that occur on a daily basis.

Mr. Brown then talked about pending legislation that includes HR 636 FAA Reauthorization Act of 2016; HR 5338 Checkpoint Optimization and Efficiency Act of 2016; and HR 5340 Funding for Aviation Screeners and Threat Elimination Restoration Act.

Chairman Kruppenbacher asked that Mr. Brown and Mr. Marchena look into how we perform the background check on employees who can access secure areas to ensure that we are doing all we can to ensure safety.

Mr. Brown then discussed the Screening Partnership Program (SPP) which allows passenger and baggage screening to be performed by a private contractor under the supervision and regulation of the TSA. An airport may submit their application to participate in the program at any time; the application period is open with no defined end date; TSA has 120 calendar days to approve or deny an application; and TSA has 12 months from the receipt of an SPP application to award a contract to a qualified vendor. As to the selection process, Mr. Brown stated that the Office of Management and Budget provided guidelines indicating the selection process is to be

**UPDATE ON TSA SERVICES (cont)**

done by the TSA; the airport cannot participate as a voting member in the source selection; and the FAA Modernization and Reform Act of 2012 requires TSA to give the airport authority the opportunity to recommend a vendor on the application itself. However, Federal Acquisition Regulations and DHS/TSA regulations regulate the actual evaluation of the proposal and contract awards with no consideration to any vendor recommendations by the airport.

Following discussion on the application process, Mr. Sanchez mentioned that the Aviation Authority could be co-applicants. Mr. Marchena recommended against that.

In response to Mr. Fouche's question about vendors available to perform this task, Mr. Brown responded that there are a number of approved vendors. The vendors go through a procurement process with the TSA to be placed on the list.

In response to Mr. Palmer's question, Mr. Brown stated that the TSA approves and denies the application. Mr. Brown stated that all applications submitted have been approved. The most recent is Orlando-Sanford International. The smaller airports tend to opt-out.

Federal Security Director Henderson appeared before the Board. He began his presentation by stating that TSA's mission is driven by the global threats around the country - Deter, Detect, Mitigate. With the new leadership in Washington, TSA has made adjustments to the risk based security strategy and how much risk will be taken. There have been changes to screening which resulted in savings to the TSA. In August of last year, FSD Henderson and Mr. Brown met to discuss staffing and wait times. As highlighted by Mr. Brown, TSA appreciates the collaborative steps taken to address these issues. FSD Henderson then talked about the security customer service initiatives that include TSA Pre-Check; passenger screening canines; TSA Cares/Passenger Support Specialists; Wounded Warrior; Honor Flights; daily operational planning briefings; daily meetings with the Aviation Authority to review peak hours and staffing; and collaboration to redesign checkpoint signage. He then talked about TSA's community outreach with local theme parks, colleges, and different foundations and events (Special Olympics and Invictus Games). As to data, FSD Henderson talked about its customer service survey validated by Valencia College. TSA Orlando received the 2015 Customer Service Excellence Award. As to next steps, he mentioned 1+1 carry-on requirement implemented by all carriers which increases throughput and results in reduction of bag searches and recompose times; continue passenger engagement through media and [www.TSA.gov](http://www.TSA.gov); direct access point for airport employees; and continue stakeholder support during peak hours.

Discussion ensued between Mr. Fouche and FSD Henderson about the TSA Pre-Check program and how participation is less than expected. Talked about adding additional marketing money to market the program. FSD Henderson mentioned that in December there is to be a Request for Proposal released for a third party vendor to manage the program.

In response to Mr. Palmer's question about staffing for employee screening, FSD Henderson responded that TSA does not require employees to be screened through the checkpoint. In 2007, MCO was concerned about insider threat and began screening all employees. He believes it is the right thing to do. Mr. Brown added that beginning in August there will be a separate induction point for employees in the passenger checkpoints to screen those personnel. As to the "known crew member" those are personnel that are part of an airline crew. Chairman Kruppenbacher noticed in previous travels the people's reaction when crew members cut in line for screening. FSD Henderson responded that international crew members mingle with passengers. There is a separate lane for the known crew member. Mr. Sanchez stated that it's all perception as well.

Discussion ensued back to the action of the Aviation Authority in 2007 for screening of employees. Mr. Sanchez stated that he did have a briefing by FSD Henderson and his team. He does not think there is a better partner than FSD Henderson. FSD Henderson is extremely flexible and he is always a phone call away.

Chairman Kruppenbacher asked FSD Henderson if their goal as to processing times is the same as the Aviation Authority's. FSD Henderson responded in the positive. Chairman Kruppenbacher requested that signage be placed at the security checkpoints that state something to the effect of "we sincerely appreciate your patience while we work to ensure your safety". FSD Henderson was in agreement.

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**UPDATE ON TSA SERVICES (cont)**

Chairman Kruppenbacher thanked TSA along with Mr. Draper for his work in this partnership. FSD Henderson also thanked Mr. Brown, Mr. Draper, and the rest of the team for its cooperation and assistance.

**CONSENT AGENDA**

5. Item FF was revised to reflect the current City Council meeting date and Item GG was added. Upon motion by Mr. Fouche, second by Mr. Sanchez, vote carried to adopt a resolution as follows: It is hereby resolved by the Greater Orlando Aviation Authority that the following Consent Agenda items are approved, accepted, and adopted and execution of all necessary documents is authorized by the Aviation Authority's Officers or Executive Director:

A. accept the following minutes -- (1) March 8, March 22, March 29, April 5, and April 12, 2016, Construction Committee; (2) January 11, January 25, March 28, April 25, and May 9, 2016, Concessions/Procurement Committee; (3) March 30, 2016, Design Review Committee; (4) March 29, April 5, April 12, April 14, May 3, May 11, and May 24, 2016, Professional Services Committee;

B. find the property listed in the memorandum (copy on file) no longer necessary, useful, or profitable in the operation of the Airport System; request Orlando City Council concurrence and resolution of this finding; and authorize staff to dispose of this property in accordance with the Aviation Authority's Policies and Procedures;

C. accept the recommendation of the Concessions/Procurement Committee to (1) award Purchasing Contract 12- 16, USDA Regulated Garbage Disposal Services to Stericycle, Inc., as the low responsible and responsive bidder; (2) authorize funding from the Operation and Maintenance Fund in the not- to-exceed amount of \$1,753,700; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal Counsel [**FILED DOCUMENTARY NO. 9344**];

D. accept the recommendation of the Concession/Procurement Committee and (1) approve the contract adjustment to Contract 09-04 with Bombardier Transportation (Holdings) USA Inc.; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$550,000; and (3) authorize an Aviation Authority Officer or the Executive Director to execute an amendment following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9345**];

E. accept the recommendation of the Concessions/Procurement Committee and (1) exercise the second and final renewal option and increase the contract value of Purchasing Contract 12-12, Cut and Loop Carpet Procurement with Bloomsburg Carpet Industries, Inc.; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$545,300 and additional funding of \$301,173.18 from BP-447 Owner Furnished Materials funded by 2015A General Airport Revenue Funds.; and (3) authorize an Aviation Authority Officer or the Executive Director to execute an amendment following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9346**];

F. accept the recommendation of the Concessions/Procurement Committee and (1) exercise the second and final renewal option of Purchasing Contract 13-12, Roadway Landscape Maintenance and Irrigation Services, with Riccy's Landscaping Service, Inc.; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$384,100; and (3) authorize an Aviation Authority Officer or the Executive Director to execute an amendment following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9347**];

G. accept the recommendation of the Concessions/Procurement Committee and (1) exercise the first renewal option of Purchasing Contract 20-13, Landscape Maintenance of Parking Lots with Ground Effects Landscape Maintenance, Inc., for a new expiration date of October 14, 2017; (2) authorize funding from the Operation and Maintenance Fund in the not-to-exceed amount of \$260,040.00; and (3) authorize an Aviation Authority Officer or the Executive Director to execute an amendment following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9348**];

H. accept the recommendation of the Concessions/Procurement Committee to (1) accept staff's recommendation for the increase in value and contract adjustment to Purchasing Contract 02-11, Common Use Passenger Processing System Operations and Maintenance Services, with SITA Information Networking Computing USA, Inc.; (2) authorize funding from the Operation and Maintenance Fund and 2015A Revenue Bonds in the not-to-exceed amount of \$1,299,891.20; and (3) authorize an Authority officer or the Executive Director to execute an Amendment following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9349**];

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**CONSENT AGENDA (cont)**

I. accept the recommendation of the Concessions/Procurement Committee to (1) increase the value of Contract 16-15, Security Area Monitor Guard Services, with HSS, Inc., (2) authorize funding from the Airside 1 & 3 Program Funds, Discretionary Funds, and Operations and Maintenance Fund in the not-to-exceed amount of \$585,369.60; and (3) authorize an Aviation Authority officer or Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9350**];

J. accept the recommendation of the Concessions/Procurement Committee to (1) renew and amend Contract 22-13, Personnel Screening Services with Covenant Aviation Services, LLC; (2) authorize funding from the Operations and Maintenance Fund in the not-to-exceed amount of \$4,166,868.88; and (4) authorize an Aviation Authority officer or Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9351**];

K. accept the recommendation of the Concessions/Procurement Committee to (1) approve an adjustment to Purchasing Contract 01-16, Federal Inspection Stations Customer Service and Support Staff Services with Baggage Airline Guest Services, Inc.; (2) authorize funding from the following - \$1,184,124.88 from Airside 1 & 3 Program and Authority Funds; \$700,794.24 from Airside 4 Renovation Program and Authority Funds; and \$197,372.16 from the Ticket Lobby Program and Authority Funds; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9352**];

L. accept the recommendation of the Concessions/Procurement Committee to (1) approve an adjustment to Purchasing Contract 07-15, Customer Service Ambassador Services with RealTime Services, LLC d/b/a TopTalent; (2) authorize funding from Capital Expenditure Fund, Ticket Lobby Program Funds, Aviation Authority Funds and Operation and Maintenance Fund in the not-to-exceed amount of \$709,397.76; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents, following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9353**];

M. approve the changes to the Space Use Agreement form to be signed by Universal for space to provide transportation services, and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9354**];

N. authorize the Chief Financial Officer to approve budget transfers in excess of \$250,000 until September 30, 2016;

O. approve Amendment No. 1 to Preferential Use Lease Agreement with SORT, LLC; request Orlando City Council approval as a lease with a term in excess of ten years including option periods; and authorize an Aviation Authority Officer or the Executive Director to execute the Amendment following satisfactory review by Legal Counsel [**FILED DOCUMENTARY NO. 9355**];

P. approve Amendment No. 2 with Host International; request concurrence by City Council; and authorize an Aviation Authority Officer or the Executive Director to execute the Amendment following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9356**];

Q. approve an amendment to the Aviation Authority's Policy for Awarding and Operating Concession and Consumer Service Privileges in the Terminal Complex at OIA, specifically allowing for the direct negotiations for brand specific specialty retail concession agreements; authorize staff to directly negotiate the Airsides 1 & 3 Brand Specific Specialty Retail Concession Agreement; and authorize an Aviation Authority officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9357**];

R. accept the recommendation of the Construction Finance Oversight Committee and approve the reallocation of previously-approved Capital Expenditure Funds in the amount of \$210,000 from the Taxiway A-2 Airfield Pavement Rehabilitation Project to the Mill and Pave Tug Roads for Airsides 1 & 3 Project;

S. accept the recommendation of the Construction Committee and (a) deem the quotes from Florida Industrial Scale Co. and Rice Lake Weighing Systems as non-responsive, and (b) authorize the procurement of low profile baggage scales from Kennedy Electronics, Inc. for Project BP-447, Ticket Lobby Program - Main Ticket Lobby Modifications, at the Orlando International Airport, for the total not-to-exceed amount of \$289,768, with funding from Aviation Authority Funds, 1997 Bonds, 2002 Bonds, 2010A Bonds, 2015A Bonds, Passenger Facility Charges and FDOT grants to the extent eligible; and (2) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9358**];

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**CONSENT AGENDA (cont)**

T. accept the recommendation of the Construction Committee to approve Change Order No. BP-S100-10 in the amount of \$768,375; approve Change Order No. V792-03 for a no cost administrative change with funding as outlined in Attachment A; and authorize an Aviation Authority Officer or the Executive Director to execute the change order(s) following satisfactory review by legal counsel;

U. accept the recommendation of the Construction Committee and approve an Addendum to the Continuing Program and Project Management Agreement with Geotech Consultants International, Inc. dba GCI, Inc. for Construction Phase OAR Services for Bid Package (BP) No. 443, Airside 4 Improvements Program Federal Inspection Station (FIS) / Customs and Border Protection (CBP) Renovation and Wing Expansion, for a total amount of \$5,605,453, which includes a not-to-exceed fee amount of \$4,929,753, and a not-to-exceed reimbursable expenses amount of \$675,700, with interim funding from previously approved Aviation Authority's Line of Credit with permanent funding from Aviation Authority Funds, 2015A Bonds, Passenger Facility Charges and FDOT grants to the extent eligible; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9359**];

V. accept the recommendation of the Construction Committee and approve Amendment No. 4 to Addendum No. 3 to the Construction Management at Risk Services Agreement with Hensel Phelps Construction Co. for BP No. S101, South Airport Automated People Mover (APM) Complex - Initial Sitework (GMP No. 1A) at the Orlando International Airport, for a total negotiated GMP Amendment credit amount of (\$611,936.15), which includes a credit of amount (\$12,747.68) for direct cost of the work, a credit amount of (\$130,696.00) for the CM@R's Contingency, a credit amount of (\$394,196.63) for the Owner's Contingency, a credit amount of (\$28,334.21) to the CM@R's fee amount (5.27% of actual direct cost), and a credit amount of (\$45,971.63) for General Conditions, resulting in a revised GMP amount of \$9,926,703.85, with funding credited to the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, future Revenue Bonds, and Aviation Authority funds for the APM-related scope, and with funding credited to the Aviation Authority's Line of Credit to be reimbursed by Facility Improvement Funds, future Revenue Bonds, and Aviation Authority funds for the garage-related scope; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9360**];

W. accept the recommendation of the Construction Committee and approve Amendment No. 4 to Addendum No. 7 to the Construction Management at Risk Services Agreement with Hensel Phelps Construction Co. for BP No. S105, South Airport Automated People Mover (APM) Complex - Sitework and Utilities (GMP No. 1B) at the Orlando International Airport, for a total negotiated GMP Amendment amount of \$1,500,000, which includes \$1,424,907 for the Owner's Contingency and \$75,093 for the CM@R's fee amount (5.27% of actual direct cost), resulting in a revised GMP amount of \$30,641,367, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, future Revenue Bonds, and Aviation Authority funds for the APM-related scope, and with funding from the Aviation Authority's Line of Credit to be reimbursed by Facility Improvement Funds, future Revenue Bonds, and Aviation Authority funds for the garage-related scope; approve Amendment No. 5 to Addendum No. 7 to the Construction Management at Risk Services Agreement with Hensel Phelps Construction Co. for BP No. S105, South Airport Automated People Mover (APM) Complex - Sitework and Utilities (GMP No. 1B) at the Orlando International Airport, for a total negotiated GMP Amendment amount of \$850,000, which includes \$807,448 for Allowances (direct cost of work) and \$42,552 for the CM@R's fee amount (5.27% of actual direct cost), resulting in a revised GMP amount of \$31,491,367, with funding from the Aviation Authority's Line of Credit to be reimbursed by future Passenger Facility Charges, future Revenue Bonds, and Aviation Authority funds for the APM-related scope, and with funding from the Aviation Authority's Line of Credit to be reimbursed by Facility Improvement Funds, future Revenue Bonds, and Aviation Authority funds for the garage-related scope; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9361**];

X. accept the recommendation of the Construction Committee and approve an Addendum to the Continuing Electrical Construction Services Agreement with H.L. Pruitt Corp. for the award of Project H274, OEA Airfield Miscellaneous Improvements, at the Orlando Executive Airport, for the total bid amount of \$292,977 (base bid plus Add Alternates 1 and 2), with funding from OEA Revenue Funds, OEA Funds from Disposal of Property, and FDOT grants to the extent eligible; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9362**];

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**CONSENT AGENDA (cont)**

Y. adopt a Resolution accepting Joint Participation Agreement FM No. 439461 in the amount of \$2,787,130; adopt a Resolution accepting Supplemental to Joint Participation Agreement FM No. 427878 amending the description to include additional scope; and authorize the Executive Director and the Assistant Secretary to execute the necessary documents;

Z. accept the recommendation of the Professional Services Committee and (1) approve the ranking of the firms for Continuing Transportation Planning Services at the Orlando International Airport and Orlando Executive Airport as follows: First - HDR Engineering, Inc.; Second - HNTB Corporation; and, Third - The Corradino Group; (2) authorize hourly rate negotiations with both the first and second-ranked firms in accordance with the Aviation Authority's policy; and (3) subject to successful negotiations with both ranked firms: (a) approve a no cost Continuing Transportation Planning Services Agreement to each of the two top ranked firms for its negotiated hourly rates; and, (b) authorize an Aviation Authority Officer or the Executive Director to execute the necessary contract documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9363-9364**];

AA. accept the recommendation of the Professional Services Committee and (1) approve the ranking of the firms for Concessions Planning Services at the Orlando International Airport and Orlando Executive Airport as follows: First - ICF SH&E, Inc.; Second - AirProjects, Inc. (VA); and, Third - Unison Consulting, Inc.; (2) authorize hourly rate negotiations with the first- and second-ranked firms in accordance with the Aviation Authority's policy; and (3) subject to successful negotiations with the first- and second-ranked firms: (a) approve a no cost Concessions Planning Services Agreement to the first- and second-ranked firms for its negotiated hourly rates; and, (b) authorize an Aviation Authority Officer or the Executive Director to execute the necessary contract documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9365-9366**];

BB. accept the recommendation of the Construction Committee and approve an addendum to the professional services agreement with American Infrastructure Development, Inc. for design, bid and award phase A/E services for BP No. 470, South Cell Lot and Utilities, for a total amount of \$588,266, which includes a not-to-exceed fee amount of \$169,662, a lump sum fee amount of \$400,351, and a not-to-exceed reimbursable expenses amount of \$18,253, with funding from Capital Expenditure Funds; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9367**];

CC. accept the recommendation of the Construction Committee and deem the response from Protect Video, Inc. as non-responsive; authorize the procurement of the Seneca video servers and media players from Whitlock for Project BP-447, Ticket Lobby Program - Main Ticket Lobby Modifications, at the Orlando International Airport, for the total not-to-exceed amount of \$999,015.60, with funding from Aviation Authority Funds, 1997 Bonds, 2002 Bonds, 2010A Bonds, 2015A Bonds, Passenger Facility Charges and FDOT grants to the extent eligible; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9368**];

DD. accept the recommendation of the Construction Committee and approve Amendment 9 to Addendum No. 3 to the Professional Services Agreement for the Prime Design Consulting Services for Airside 4 Improvements with MLM-Martin Architects, Inc. for additional design phase services for Bid Package (BP) No. 443, Airside 4 Improvements Program Federal Inspection Station (FIS) / Customs and Border Protection (CBP) Renovation and Wing Expansion, for a total amount of \$399,565, which includes a lump sum fee amount of \$370,015, and a not-to-exceed reimbursable expenses amount of \$29,550, with interim funding from previously-approved Aviation Authority's Line of Credit with permanent funding from Aviation Authority Funds, 2015A Bonds, Passenger Facility Charges and FDOT grants to the extent eligible; and authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9369**];

EE. accept the recommendation of the Construction Committee and (1) approve an Addendum to the Professional Services Agreement for the Prime Design Consulting Services for Airside 4 Improvements with MLM-Martin Architects, Inc. for the construction administration A/E services for Bid Package (BP) No. 443, Airside 4 Improvements Program Federal Inspection Station (FIS) / Customs and Border Protection (CBP) Renovation and Wing Expansion, for a total amount of \$804,162, which includes a not-to-exceed fee amount of \$789,110, and a not-to-exceed reimbursable expenses amount of \$15,052, with interim funding from previously-

MINUTES OF THE JUNE 15, 2016, MEETING OF THE GREATER ORLANDO AVIATION AUTHORITY

**CONSENT AGENDA (cont)**

approved Aviation Authority's Line of Credit with permanent funding from Aviation Authority Funds, 2015A Bonds, Passenger Facility Charges and FDOT grants to the extent eligible; (2) approve an Addendum to the Professional Services Agreement for the Prime Design Consulting Services for Airside 4 Improvements for the FIS/CBP Improvement and Expansion with KBJ Architects, Inc. for the construction administration A/E services for BP No. 443, Airside 4 Improvements Program FIS/CBP Renovation and Wing Expansion, for a total amount of \$853,184, which includes a not-to-exceed fee amount of \$847,334, and a not-to-exceed reimbursable expenses amount of \$5,850, with interim funding from previously-approved Aviation Authority's Line of Credit with permanent funding from Aviation Authority Funds, 2015A Bonds, Passenger Facility Charges and FDOT grants to the extent eligible; and (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 93701**];

FF. resolve to (1) adopt the attached Authorizing Resolution to (a) approve the Amended and Restated Master Subordinated Indenture of Trust; (b) approve the delivery of a First Supplemental Subordinated Indenture of Trust; (c) approve the overall Plan of Finance and (d) authorize the issuance of Not to Exceed \$100,000,000 of Priority Subordinated Airport Facilities Revenue Refunding Bonds, Series 2016 (AMT); (2) approve the execution and delivery of all of the financing documents referred to in the Resolution; (3) approve the cost of issuance not to exceed \$700,000 to be funded from bond proceeds; (4) authorize the use of Not to Exceed \$10,000,000 of Discretionary Funds as a partial funding source for the transaction; (5) ratify the request for Orlando City Council approval of these documents and actions; and (6) authorize the Chairman, Vice Chairman or other Authorized Authority Representative and the Secretary or Assistant Secretary of the Authority to approve, execute and deliver the final form of these documents, subject to satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9371**]; and

GG. accept the recommendation of the Professional Services Committee and (1) approve the award of BP No. 443, Airside 4 Improvements Program - FIS/CBP Renovation and Wing Expansion, at the Orlando International Airport, to Hensel Phelps Construction Co. for the best and final negotiated price proposal amount of \$69,692,000, and a Contract Duration of 486 calendar days, with interim funding from previously-approved Aviation Authority's Line of Credit with permanent funding from Aviation Authority Funds, 2015A Bonds, Passenger Facility Charges and FDOT grants to the extent eligible; (2) authorize the flexibility of the use of previously-approved budgeted items' funding sources; and, (3) authorize an Aviation Authority Officer or the Executive Director to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 9372**].

**RECOMMENDATION TO OFFER EXTENSIONS OF TERM TO CONCESSIONS IN THE NORTH TERMINAL COMPLEX**

6. Chairman Kruppenbacher thanked Mr. Brown and Mr. Marchena for working on this issue. Mr. Brown stated that, as previously mentioned in this meeting, in April 2016 the MCO passenger traffic exceeded 40 million annual passengers. Based on airline schedules and average load factors, traffic will surpass 41 million annual passengers by the end of calendar 2016 and likely surpass 42 million annual passengers by the close of 2017. Over the next five years from 2017 through 2022, Orlando International Airport (MCO) will be undergoing major construction in the North Terminal Complex (NTC) including a major ticket lobby modification, the replacement of the Automated People Movers (APMs) on Airsides 1 and 3 and the expansion of the Airside 4 Federal Inspection Station (FIS). In addition, construction of the South Terminal Complex (STC) is targeted to be completed during that period, requiring the relocation of a number of airlines and their passengers. The combination of growth, construction, and relocation will challenge our ability to maintain our priority of a high level of customer service.

*Chairman Kruppenbacher left the room at 3:41 p.m.; returning at 3:44 p.m.*

During this same five-year period, approximately 25 or more concessions including food and beverage, news/sundries/gifts/specialty retail and specialty service privileges including duty free/duty paid will expire requiring temporary closures, construction and/or reconfiguration of the concession spaces. This will further exacerbate the challenge of maintaining our priority of high customer service as well as disrupt the flow of revenue to the Aviation Authority. To help alleviate the potential adverse impact on passengers from the transitioning of concessions during

**RECOMMENDATION TO OFFER EXTENSIONS OF TERM TO CONCESSIONS IN THE NORTH TERMINAL COMPLEX (cont)**

the period of highest passenger concentration in the North Terminal Complex, staff proposes to offer extensions to food and beverage, news/sundries/gifts/specalty retail and specialty service privileges including duty free/duty paid that would otherwise expire between January 1, 2017 and December 31, 2022.

An extension would be offered to the identified concessions types with expirations during the applicable period under the following terms: (a) Concessionaire must be current under all material terms of its existing concession agreement and (b) Concessionaire must notify the Authority of concessionaire's decision to accept the offer of an extension with sixty (60) days of receipt of the Authority's offer.

Each concessionaire will be offered a choice of two extension options and may only select one and may not subsequently modify its selection: Option One - A term extension of 3 years for a lump sum payment of an amount equal to 25% of the applicable concession's current Minimum Annual Concession Fee and Option Two - A term extension of 5 years for a lump sum payment of an amount equal to 50% of the applicable concession's current Minimum Annual concession Fee.

Any concessionaire opting to extend will be subject to a review by the Executive Director for a required refurbishment, re-branding requirement or change in concept. Any concession that elects an extension beginning on or after January 1, 2019 will be subject to an additional review by the Executive Director for a refurbishment, re-branding or change in concept. Concessions that are deemed to require refurbishment, re-branding or a change in concept by the Executive Director during this calendar year, should complete that process no later than July 1, 2017. The work will be staggered to minimize impact on customer service.

As part of the Authority's overall effort to maintain high morale among airport employees, staff has been considering an increase in the food and beverage discount to badged employees from 10% to 20%. In response to Chairman Kruppenbacher's question about what amount the 10% generates, Mr. Brown mentioned that he would have to provide the answer at a later date.

Any food and beverage concessions opting for an extended term will increase the discount to badged airport employees from 10% to 20%. In recognition of the cost impact to these concessionaires, the percentage of gross receipts payable to the Authority from employee sales will be reduced from 10% to 5%. The FAA Office of Civil Rights has reviewed the proposal to offer extensions to the two concessions deemed long term and exclusive and has approved the potential extended terms.

It was respectfully recommended that the Board resolve to (1) authorize the Executive Director to offer optional extensions to the concessions listed under the terms listed above; (2) request Orlando City Council approval of any concession agreements to be extended if such extension will increase the overall term to over 10 years; and (3) authorize the Executive Director or an Aviation Authority Officer to sign the necessary amendment documents following satisfactory review by legal counsel.

Motion was made by Mr. Fouche, second by Mr. Sanchez to consider the recommended action. Chairman Kruppenbacher stated that the 10% discount to employees generates approximately \$476,000. Following discussion and upon motion by Mr. Fouche, second by Mr. Sanchez vote carried to approve the recommendation and authorize the Executive Director to negotiate up to a 25% discount for employees.

In response to Mr. Palmer's question about the monetary effect of these extensions to concessionaires, Mr. Brown responded that historically we have not offered extensions to concessionaires and when we did there was an increase to their Minimum Annual Concession Fee (MACF). Discussion ensued as to the magnitude of the construction projects.

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**ADJOURNMENT**

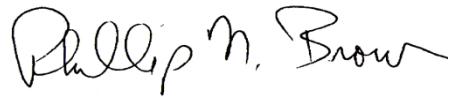
7. There being no further business to be considered, Chairman Kruppenbacher adjourned the meeting - 4:05 p.m.

(Digitally signed on September 22, 2016)



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Dayci S. Burnette-Snyder  
Director of Board Services



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Phillip N. Brown, A.A.E.  
Executive Director