On **WEDNESDAY, MARCH 27, 2024,** 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 Good called the meeting to order at 2:00 pm. The meeting was posted in accordance with Florida Statutes and a quorum was present. *[Live Streaming from Orlando, FL]*

Authority members present,	M. Carson Good, Chairman Dr. John Evans, Vice Chairman Mayor Jerry Demings Mayor Buddy Dyer Belinda Kirkegard Tim Weisheyer (telephonically at 2:01pm) Craig Mateer
Also present,	Kevin J. Thibault, Chief Executive Officer Yovannie Rodriguez, Chief Administrator Officer Richard Clarke, Chief Creative Officer Kenyatta Lee, Chief of External Affairs Anthony Davit, Chief Operating Officer Vicki Jaramillo, Chief Development Officer Kathleen Sharman, Chief Financial Officer Tianna Dumond, Senior Vice President, Internal Audit Brad Friel, Senior Vice President, Multi-Modal Planning & Environmental Dan Gerber, General Counsel Aracelis Mercado, Assistant to Chief Executive Officer Anna Farmer, Manager, Board Services and Recording Secretary

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. 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. 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. 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 Chief Administrative Officer with questions at (407) 825-7105.

Before the meeting began, Chairman Good asked Senior Pastor Trevonte T. Peterson Senior from Washington Shores Church of Christ to bring the invocation.

Next, Mr. Gerber read the Conflict of Interest Statement; there were no affirmative responses from the Board members.

APPROVAL OF MINUTES

1. Upon motion by Mayor Demings, second by Mayor Dyer, vote carried to accept the meeting minutes of February 21, 2024 as written.

CONSENT AGENDA

2. Mr. Thibault requested Consent Agenda Item O be pulled from the agenda. Upon motion by Dr. Evans, second by Mayor Demings, vote carried to adopt a resolution as follows: It is hereby resolved by the Greater Orlando Aviation Authority Board 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 Chief Executive Officer:

A. accept for filing the following minutes: February 27, 2024 Ad-Hoc Committee (RFP 24-111); November 14, December 5, December 19, 2023, January 2, and January 9, 2024 Construction Committee; February 6, 2024 Construction Finance Oversight Committee; January 17, 2024 Finance Committee; January 17 (WS149 Shortlisting), May 31 (BPS198 Interviews – Ranking), November 7, November 21, December 19, 2023, January 2, January 9, January 23, January 30, and February 6, 2024 (24-203 IFB Award) Procurement Committee; February 29, 2024 TEFRA Hearing;

B. accept the recommendation to: (1) find the property listed in this memorandum no longer necessary, useful, or profitable in the operation of the Airport System; (2) request Orlando City Council concurrence and resolution of this finding; and (3) authorize staff to dispose of this property in accordance with the Aviation Authority's Policies and Procedures;

C. accept the recommendation of the Procurement Committee to: (1) extend Single Source Contract 23-457-SGS00222 with Oceaneering International, Inc. for mobility vehicles at Terminal C for a period up to nine months; (2) authorize funding from the Operations and Maintenance Fund in the not-to-exceed amount of $301,500; and (3) authorize an Aviation Authority officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel;

D. accept the recommendation to ratify the Resolution amending: (1) PTGA FM 438486-2; and (2) authorize the Chief Executive Officer and the Assistant Secretary to execute the necessary documents;

E. accept the recommendation to ratify the Resolution accepting: (1) PTGA FM 454478-1; and (2) authorize the Chief Executive Officer and the Assistant Secretary to execute the necessary documents;

F. accept the recommendation of the Construction Committee and approve an Addendum to the Design Services for Taxiways G and H Rehabilitation, Phases 1 and 2, Agreement with AECOM Technical Services, Inc. for Bid and Award Phase Services for BP No. 00498, Taxiways G and H Rehabilitation – Phase 2, at MCO, for the total amount of $28,661, which includes the not-to-exceed fees amount of $28,361 and the not-to-exceed reimbursable expenses amount of $300, with funding from previously-approved Capital Expenditure Funds to be reimbursed by FAA and FDOT Grants to the eligible; and, authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel;

G. accept the recommendation of the Construction Committee and approve an Addendum to the Continuing Bridge Inspection Services Agreement with Kisinger Campo & Associates, Inc. for FY 2024 Bridge Inspections for W-00348, Inspection of Bridge and Roadway Sign Structures, at MCO, for the total amount of $351,178.64, which includes the not-to-exceed fees amount of $274,110 and the not-to-exceed reimbursable expenses amount of $77,068.64, with funding from previously-approved Operations and Maintenance Funds; and, authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel;

H. accept the recommendation of the Construction Committee and approve an Addendum to the Continuing Civil Engineering Services Agreement with Kimley-Horn and Associates, Inc. for Stormwater Management Program Development for W-00507, Stormwater Maintenance and Program Development, at MCO, for the total not-to-exceed fees amount of $621,366, with funding from Operations and Maintenance Funds; and, authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel;

I. accept the recommendation of the Construction Committee and approve an Addendum to the Continuing Architectural Services Agreement with MLM-Martin Architects, Inc. for Architectural, Engineering and Cost Estimating Services for V-01020, Airside 4 Additional TSA Screening Lanes, at MCO, for the total not-to-exceed fees amount of $303,275 , with funding from General Airport Revenue Bonds; and, authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel;

J. accept the recommendation of the Construction Committee to: (1) approve Change Order No. Bid Package (BP) S00195-28 for $875,000 and no time extension, with funding as outlined in Attachment A; (2) approve Change Order No. BP S00195-29 for $280,624 and no time extension, with funding as outlined in Attachment A; (3) approve Change Order No. BP S00195-30 for $350,000 and no time extension, with funding as outlined in Attachment A; (4) approve Change Order No. V-S00033-11 for $467,307.16 and a 339 calendar day time extension to Substantial Completion, with funding as outlined in Attachment A; (5) approve Change Order No. V-S00033-12 for $319,048.02 and no time extension, with funding as outlined in Attachment A; and (6) authorize an Aviation Authority Officer of the Chief Executive Officer to execute the change orders following satisfactory review by legal counsel;

K. accept the recommendation of the Finance Committee to: (1) approve the contract value increase for Purchasing Agreement PS-608 Airport Consulting Services with Leigh Fisher, Inc. for services in connection with the Report of Airport Consultant in the not-to-exceed amount of $250,000 to be allocated from discretionary funds and paid from the proceeds of the bond transaction; and (2) authorize staff to take any and all actions and execute any and all documents deemed necessary to amend PS-608 Airport Consulting Services with LeighFisher, Inc., subject to satisfactory legal review;

L. accept the recommendation to: (1) adopt the attached Resolution approving a plan of finance and the potential issuance of not-to-exceed $550,000,000 in aggregate par amount of debt (in addition to prior approvals) to fund a portion of the costs related to projects in the Capital Improvement Program; (2) express the Aviation Authority's official intent to reimburse expenditures from proceeds of such debt; and (3) request the Orlando City Council to approve the Resolution;

M. accept the recommendation to: (1) approve the Foreign-Trade Zone Operator Agreement with Aircraft Service Inc.; and (2) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the appropriate documents following satisfactory review by legal counsel;

N. accept the recommendation to: (1) approve the Amendment No. 4 to Lease Agreement for Fire Station No. 6 at Orlando Executive Airport; (2) seek approval from the City of Orlando; and (3) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the appropriate documents following satisfactory review by legal counsel;

O. item was pulled from the agenda;

P. accept the recommendation to confirm the Chairman’s re-appointment of Simon Snyder as Chairman of the Aviation Noise Abatement Committee for a one-year term effective April 4, 2024;

Q. accept the recommendation to: (1) approve the License Agreement (Substation 32 West Duct Bank) at Orlando International Airport; (2) seek approval from the City of Orlando; and (3) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the appropriate documents following satisfactory review by legal counsel;

R. accept the recommendation from the Procurement Committee to: (1) award Single Source SG-00235 to Move Agency Amsterdam B.V. for the implementation of the Digital Airport Platform and upgrade of the Orlando Airports and MCO Cares websites in the not-to-exceed amount of $346,731.84; (2) authorize funding from the Capital Improvement Funds; and (3) authorize the Chief Executive Officer or designee to execute the necessary documents, following satisfactory review by legal counsel;

S. accept the recommendation to approve the statewide mutual aid agreement and authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel;

T. accept the recommendation to amend Organizational Policy 110.01 as presented.

PROCUREMENTS

3. Mr. Thibault mentioned these items are for notifying the Board of Procurements that will soon be advertised.

A. Invitation for Bid, Aquatic Weed Control

B. Invitation for Bid, Landscape Maintenance and Irrigation Services

C. Request for Proposals, Insurance Broker & Consulting Services for Risk Management Program and Construction Projects

D. Upcoming Construction Projects can be found at 2024-03 March – Construction Update (orlandoairports.net)

CHIEF EXECUTIVE OFFICER REPORT

4. Mr. Thibault’s report included the following:

- **i.** Carl T. Langford Board Room technology updates
- **ii.** Thanking the Board for their attendance and discussion at the Workshop
- **iii.** First non-stop flight from Bermuda with BermudAir
- **iv.** Passenger numbers and the evolving changes to accommodate traffic

NEW BUSINESS ITEMS

5. Using visual aids (copies on file); Staff presented the following new business items.

A. New Business Item A is a Recommendation to Approve the Second Amendment to Lease for Real Property with Aero Orlando, LLC, for 8,431 Square Feet in Building 402 and subsequent no cost sublease to U.S. Customs and Border Protection (CBP), at Orlando International Airport

Upon motion by Mr. Mateer, second by Mayor Dyer, vote carried to accept the recommendation to: (1) approve the Second Amendment to Lease for Real Property with Aero Orlando, LLC, to extend the term through August 27, 2032; (2) approve the no cost sublease agreement between the Aviation Authority and CBP; (3) authorize funding from the Operations and Maintenance Fund in the amount not-to- exceed $2,582,262; and (4) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the lease amendment, sublease agreement, and any necessary related documents, following satisfactory review by legal counsel.

B. New Business Item B is a Recommendation to approve the Access and Due Diligence Agreement (Access Agreement) and Fixed Base Operator Lease Agreement (Lease) with SHOLA, LLC at Orlando Executive Airport

Mrs. Kirkegard questioned how many employees will be on site. Mr. Jay Cassens, Vice President of Real Estate, answered by stating 60 people of various positions.

Mr. Weisheyer stated that he was in full support of this agreement and commented that the minimum standards were changed to create the opportunity for a new FBO.

Mr. Cassens commended the GOAA team and the professionalism of Sky Harbour during this settlement.

Upon motion by Mr. Weisheyer, second by Mrs. Kirkegard, vote carried to accept the recommendation to: (1) approve the Access and Due Diligence Agreement and Fixed Base Operator Lease Agreement with SHOLA, LLC at Orlando Executive Airport; (2) seek concurrence from the City of Orlando as to the Lease; and (3) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the appropriate documents following satisfactory review by legal counsel.

C. New Business Item C is a Recommendation of the Construction Committee to Approve the Award of a Single Source Agreement (SG-00251) with COBUS, LLC, for Project W-00509, Automated People Mover (APM) Continuity of Operations Plan (COOP) Bus Owner-Direct Purchase of Airport Apron Buses in support of Project Bid Package (BP) No. 00477, Airsides 2 and 4 Automated People Movers (APM) Improvements, at the Orlando International Airport (MCO)

Upon motion by Mrs. Kirkegard, second by Dr. Evans, vote carried to accept the recommendation of the Construction Committee and award the Single Source Agreement (SG-00251) with COBUS, LLC for the Purchase of Airport Apron Buses in support of BP No. 00477, Airsides 2 and 4 APM Improvements at MCO, for the total amount of $5,510,000, with funding from General Airport Revenue Bonds; and authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel.

D. New Business Item D is a Recommendation of the Construction Committee to Approve the Owner-Furnished Furniture, Fixtures and Equipment (FF&E) and Information Technology (IT) Estimate, Procurement Plan and Process for Updating the Construction Committee and the Aviation Authority Board for W-S00150, Owner-Procured FF&E and IT Items for Project Bid Package (BP) No. S00195, Terminal C Phase 1 Expansion (P1X) Airside Concourse (Gates C250-C253), at the Orlando International Airport (MCO)

Upon motion by Mayor Dyer, second by Mayor Demings, vote carried to accept the recommendation of the Construction Committee to: (1) approve the Owner-Procured detailed line item FF&E and IT Estimate for

W-S00150, Owner-Procured FF&E and IT Items for BP No. S00195, Terminal C Airside Concourse (Gates C250-C253), at MCO, for the total not-to-exceed amount of $9,501,304.71, with funding from previously-approved Capital Expenditure Funds to the extent eligible and General Airport Revenue Bonds; (2) approve the FF&E and IT Procurement Plan; (3) approve the Process for Updating the Construction Committee and the Aviation Authority Board regarding W-S00150, Owner-Procured FF&E and IT Items Procurement Plan; and (4) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel.

E. New Business Item E is a Recommendation of the Procurement Committee to Terminate Purchasing Contract 23-364-IFB, Landscape Maintenance of Parking Lots with Brightview Landscape Services, Inc. (Brightview) and enter into direct negotiations with Helping Hand Lawn Care, LLC (Helping Hand)

Upon motion by Mr. Mateer, second by Mayor Demings, vote carried to accept the recommendation of the Procurement Committee to: (1) terminate Purchasing Contract 23-364-IFB, Landscape Maintenance of Parking Lots, with Brightview Landscape Services Inc.; (2) Request award to Helping Hand Lawn Care, LLC; for the total not-exceed amount of $1,470,722; (3) authorize funding from the Operations and Maintenance Fund; and (4) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel.

F. New Business Item F is a Recommendation to Award Request for Proposal 23-380-RFP Terminals A and B Janitorial Maintenance as follows: Location 1: LGC Global Energy FM, Locations 2 & 3: Sunshine Cleaning System

Upon motion by Mayor Demings, second by Dr. Evans, vote carried to accept the recommendation of the Chief Executive Officer to: (1) approve the award of Purchasing Request for Proposal 23-380-RFP Terminals A and B Janitorial Maintenance Services as follows: Location 1: LGC Global Energy FM, Locations 2 and 3: Sunshine Cleaning System; (2) concur with the recommendation of the Procurement Committee to deem 24 Hours Inc. and Tryfacta Inc. non-responsive; (3) authorize funding in a not-to-exceed amount of $157,064,133 from the Operations and Maintenance Fund; and (4) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel.

G. New Business Item G is a Recommendation of the Finance Committee to Approve an Amendment to a $275 Million Line of Credit Facility with Bank of America, N.A.

Mrs. Kirkegard questioned what the odds were that the Lines of Credit wouldn’t be used. Ms. Sharman responded by explaining how they will be used.

Upon motion by Mrs. Kirkegard, second by Dr. Evans, vote carried to accept the recommendation of the Finance Committee to: (1) amend a revolving line of credit facility with Bank of America, NA in the amount of $275,000,000 beginning on or about August 1, 2024, and expiring on July 31, 2026, with the Aviation Authority having an option to renew the facility for an additional period of up to 24 months, subject to mutual agreement; (2) authorize funding of unutilized fees from the Operations and Maintenance Fund, funding of principal and interest on variable rate facility draw amounts from the proceeds of the permanent financing source, funding of principal and interest on the fixed rate facility from the Revenue Fund, and the funding of closing costs in an estimated not-to-exceed amount of $82,500 from the Operations and Maintenance Fund; and (3) authorize staff to take any and all actions necessary to negotiate, execute, and enter into any and all agreements, certificates, and other documents necessary in their reasonable discretion to effect the foregoing, subject to satisfactory review by legal counsel, following consent of the Orlando City Council.

H. New Business Item H is a Recommendation of the Finance Committee to Approve a $275 Million Line of Credit Facility with Wells Fargo Bank, N.A.

Upon motion by Mayor Dyer, second by Mr. Mateer, vote carried to accept the recommendation of the Finance Committee to: (1) award a revolving line of credit facility with Wells Fargo Bank, N.A. that replaces the current Wells Fargo line of credit, with the new facility being in the amount of $275,000,000, beginning on or about April 1, 2024, and expiring on March 31, 2026, with the Aviation Authority having an option to renew the facility for an additional period of up to 24 months, subject to mutual agreement; (2) authorize funding of unutilized fees from the Operations and Maintenance Fund, funding of principal and interest on variable rate facility draw amounts from the proceeds of the permanent financing source, funding of principal and interest on the fixed rate facility from the Revenue Fund, and the funding of closing costs in an estimated not-to-exceed amount of $82,500 from the Operations and Maintenance Fund; and (3) authorize staff to take any and all actions necessary to negotiate, execute, and enter into any and all agreements, certificates, and other documents necessary in their reasonable discretion to effect the foregoing, subject to satisfactory review by legal counsel, following consent of the Orlando City Council.

I. New Business Item I is a Recommendation of the Finance Committee to Amend the Fiscal Year 2024 budget and Approve the Authorizing Resolution to Utilize the Line of Credit Facility to Facilitate a Taxable Advance Refunding for Certain Outstanding Series 2016A and 2016B Bonds

Upon motion by Dr. Evans, second by Mayor Dyer, vote carried to accept the recommendation of the Finance Committee to: (1) adopt the Authorizing Resolution authorizing the taxable advance refunding of Series 2016A and 2016B GARB bonds funded by a portion of the Line of Credit Facility, along with other available eligible funds as identified; (2) authorize amendments to the FY24 Debt Service Budget to reflect an amount equal to the additional FY24 debt service payments required to be paid under the terms of the Line of Credit Facility, currently estimated to be $31.6 million but, in any event, not exceed $40 million; (3) approve the costs related to the execution of the transactions not to exceed $125,000 to be funded from the Operations and Maintenance Fund; (4) authorize the Chairman, Vice Chairman or other Authorized Officer of the Aviation Authority and the Secretary or Assistant Secretary of the Aviation Authority to approve, modify, execute and deliver the final form of all documents required in connection with the refunding of such bonds, subject to satisfactory review by legal counsel, and to take other such actions as may be necessary or helpful for the redemption; and (5) request City Council approval, as required, of these actions.

J. New Business Item J is a Recommendation to Accept the Aviation Authority's Annual Comprehensive Financial Report (Draft Copy) for the Year Ended September 30, 2023

Mr. Weisheyer (telephonically) left at 2:39 p.m.

Mrs. Kirkegard and Dr. Evans commended Ms. Sharman for her work.

Upon motion by Dr. Evans, second by Mrs. Kirkegard, vote carried to accept the Annual Comprehensive Financial Report of the Greater Orlando Aviation Authority for the year ending September 30, 2023.

ADJOURNMENT

6. There being no further business to be considered, Chairman Good adjourned the meeting at 2:46 p.m.

(Digitally signed on April 24, 2024)

Anna Farmer
Manager, Board Services and Recording Secretary

Kevin J. Thibault
Chief Executive Officer