

On **WEDNESDAY, MAY 19, 2021**, 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 p.m. 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  
Mayor Jerry Demings, Treasurer  
Mayor Buddy Dyer  
Craig Mateer  
Dr. John L. Evans, Jr.  
Tim Weisheyer

Also present,

Phillip N. Brown, Chief Executive Officer and  
Secretary  
Kathleen Sharman, Chief Financial Officer  
Yovannie Rodriguez, Chief Administrative Officer  
Thomas W. Draper, Chief of Operations  
Carolyn Fennell, Senior Director of Public  
Affairs  
Davin Ruohomaki, Senior Director of Construction  
and Engineering  
Bradley Friel, Director of Planning and  
Commercial Development  
David M. Patterson, Director of Construction  
Dan Gerber, Interim General Counsel  
Larissa Bou, Manager of Board Services and  
Assistant 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.*

#### **CHAIRMAN'S OPENING REMARKS**

Chairman Good stated that due to the COVID-19 pandemic, and our ongoing focus on safety, the Greater Orlando Aviation Authority (Aviation Authority) will be following the Centers for Disease Control (CDC) guidelines regarding events and gatherings. Seating will be limited to the seats available, and attendance is on a first-come, first-served basis. Face coverings are required and temperature checks will be conducted before entering the Aviation Authority Offices.

Individuals who wish to speak at the Board meeting on an item being considered on the agenda will be asked to fill out a speaker request card. Speakers that do not have inside seating will be asked to wait outside the Aviation Authority offices until their name is called. Once done with their comments, they must promptly leave the Board Room.

Before proceeding with business, Mr. Gerber asked the Board to report any conflicts of interest or violations of the Aviation Authority's Code of Ethics and Business Conduct; lobbying activities policy; or the Florida Sunshine Law with regard to any agenda item. None were expressed by any Board member.

#### **WELCOME**

Chairman Good welcomed and introduced Mr. Tim Weisheyer, newly appointed member of the Greater Orlando Aviation Authority Board. Mr. Weisheyer has been a Central Florida resident for more than 30 years. He is the President of Dream Builders Realty and former President of the Florida School Boards Association and of the Osceola County Association of Realtors. Additionally, he served as an elected official on the Osceola School Board for 8 years. Welcome, Mr. Weisheyer!

Mr. Weisheyer expressed his excitement to be part of the Aviation Authority Board.

**WELCOME – (con't)**

Chairman Good stated that Mr. Weisheyer now assumes the seat held by Mr. Ralph Martinez, the board's former Vice Chairman, who he thanked for his dedicated involvement, hard work, and diligence while serving this board.

**ELECTION OF VICE CHAIRMAN**

1. Chairman Good opened the floor for nominations for Vice Chairman.

Mr. Mateer made the motion to nominate Mayor Dyer, Vice Chairman. Mayor Demings seconded the motion. Floor was closed for nominations. Vote Carried.

Chairman Good congratulated the Mayor Dyer on his appointment.

**APPROVAL OF MINUTES**

2. Upon motion by Mayor Dyer, second by Mayor Demings, vote carried to accept the minutes from March 17, 2021, minutes as written.

**RECOGNIZING YEARS OF SERVICE**

3. Mr. Brown recognized Mr. Jorge Llinas, Supervisor of Emergency Communications, for 20 years of service. He also recognized Jane Shelton-Browne, GL Financial Analyst who retired last week and served the Aviation Authority for 25 years. Mr. Brown thanked both of them for their hard work and dedication to make the Aviation Authority what it is today.

**CONCESSIONS PROGRAM**

4. Ms. Rodriguez, Chief Administrative Officer, presented an overview of the Aviation Authority's Concession Program. Information provided included program goals, operating revenues, policies, processes, types of concessions managed, and the Airport Concession Disadvantaged Business Enterprise (ACDBE) Program.

Using visual aids (copy on file), Ms. Rodriguez guided the Board through all concessions current and/or proposed locations, including those that will be located in the South Terminal Complex. She provided a list of currently opened and closed food and beverage, and retail concessions.

Moving on, she discussed the Rental Automobile Concessions (RAC) companies that provide services on-site. She briefly explained the RAC fees types and fees paid to the Aviation Authority.

Lastly, she briefly discussed the Concessionaire relief packages and indicated that approximately \$85 million relief has been provided to date to Concessions and RAC. Additionally, there is future relief that has been authorized by the American Rescue Plan Act (ARPA); however, we are awaiting guidance from the FAA on how relief is to be allocated. Ms. Rodriguez communicated that yesterday, the Aviation Authority hosted a job fair in which 55 companies were represented, and 320 individuals participated.

Chairman Good asked if Concessionaires are communicating that they are still having difficulties hiring employees. Ms. Rodriguez responded in the affirmative. Chairman Good asked if Concessionaires had look into hiring students coming out of college and if Concessionaires have policies as it relates to hiring ex-felons. Ms. Rodriguez indicated that she does not have that information at the time. Mr. Brown stated that the Aviation Authority must adhere to Transportation Security Administration regulations, which indicates that individuals working in sterile and secured areas must pass a background check. Furthermore, Mr. Brown indicated that the Aviation Authority has not done a polling of the individual policies of the Concessionaires with regard to hiring. Discussion ensued regarding staffing issues. Chairman Good asked to check into these policies as this issue disproportionately affects minorities. Ms. Rodriguez communicated that she would collaborate with the Director of Small Business Development and with Chairman Good on this matter.

Dr. Evans thanked Ms. Rodriguez for a great presentation and expressed his interested in the concessions teams and the quality of their service, training and engagement with guests. He inquired about the training that is provided for these employees. Ms. Rodriguez indicated that the Concessions teams works closely with the Customer Experience team to ensure that trainings are cohesive. Additionally there are quarterly and yearly meetings with the Concessionaires. The Aviation Authority monitors all of the feedback, and engages directly with the Concessionaires to ensure that the first and last impressions are bright and memorable.

**CONCESSIONS PROGRAM – (con't)**

Mr. Brown communicated that Mr. Brian Engle, Director of Customer Experience, and his team regularly engage with stakeholders of the airport, most that already have customer service programs established. He indicated that the main focus is to ensure that all airport employees (including concessions employees) are fully aware of the guests and provide assistance when needed. This was a challenge during COVID-19 because of reduced personnel; however, all employees have been informed to return to the airport or office in June 1, 2021, which will help us to re-engage with the public.

In response to Mayor Demings's questions about pay rates being a factor for the lack of hiring, Mr. Brown confirmed that this is a definite factor, together with the availability of childcare. This will have an impact on individuals coming back to work. Discussion ensued regarding the availability and/or the possibility of providing childcare. Mayor Dyer suggested we do a survey to have a better understanding of the needs of airport employees.

**CONSENT AGENDA**

5. 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: April 1, 2021, Capital Management Committee; April 4, October 6, October 13, and October 27, 2020, January 5, January 12, March 30, April 6, April 13 and April 20, 2021, Construction Committee; March 23, 2021, Design Review Committee; December 2, 2020, March 23, April 1, April 6, and April 20, 2021, Professional Services Committee; April 5, 2021, Concessions/Procurement Committee; March 4 and April 6, 2021, Construction Finance Oversight Committee;

B. accept the recommendation of the Construction Committee to: (1) approve Amendment No. 3 to Addendum No. 26 to the Construction Management at Risk (CM@R) Entity Services for South Terminal C, Phase 1, Agreement with Turner-Kiewit Joint Venture, for BP No. S00149, South Terminal C, Phase 1, Ground Transportation Facility (GTF) - FDOT (GMP No. 8-S), for a total negotiated deductive GMP Amendment amount of (\$525,078), which includes a deductive amount of (\$500,000) for CM@R Contingency, a deductive amount of (\$3,860) for Performance and Payment Bonds, and a deductive amount of (\$21,218) for CM@R Fee (4.211%), resulting in a revised GMP amount of \$25,297,937, with funding credited to FDOT Grants to the extent eligible and Customer Facility Charges and (2) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101071**];

C. accept the recommendation of the Construction Committee to: (1) approve Amendment No. 3 to Addendum No. 7 to the Construction Management at Risk (CM@R) Entity Services for the South Terminal C, Phase 1, Agreement with Turner-Kiewit Joint Venture, for BP No. S00150, South Terminal C, Phase 1, Parking Facility (GMP No. 9-S), for a total negotiated deductive GMP Amendment amount of (\$764,898.17), which includes a deductive amount of (\$50,000) for Allowances, a deductive amount of (\$678,554.10) for Owner Contingency, a deductive amount of (\$5,436.37) for Performance and Payment Bonds, and a deductive amount of (\$30,907.70) for CM@R Fee (4.211%), resulting in a revised GMP amount of \$45,687,725.83, with funding credited to Customer Facility Charges and General Airport Revenue Bonds and (2) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101072**];

D. accept the recommendation of the Construction Committee to: (1) approve Amendment No. 2 to Addendum No. 18 to the Construction Management at Risk (CM@R) Entity Services for South Terminal C, Phase 1, Agreement with Turner-Kiewit Joint Venture, for BP No. S00151, South Terminal C, Phase 1, Parking Facility - Phase 2 (GMP No. 9-S.1), for a total deductive negotiated GMP Amendment amount of (\$6,284.27), which includes a deductive amount of (\$2,800.00) for CM@R Contingency, a deductive amount of (\$3,232.00) for Owner Contingency, \$1.38 for Performance and Payment Bonds, and a deductive amount of (\$253.65) for CM@R Fee (4.211%), resulting in a revised GMP amount of \$12,006,595.73, with funding credited to Customer Facility Charges and General Airport Revenue Bonds and (2) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel. [**FILED DOCUMENTARY NO. 101073**];

E. accept the recommendation of the Construction Committee to: (1) approve a No-Cost Addendum to the Continuing MEP Engineering Consulting Services Agreement with C&S Engineers, Inc. to exercise the second and final one-year renewal option and extend the Agreement to September 19, 2022; (2) approve a No-Cost Addendum to the Continuing MEP Engineering Consulting Services Agreement with Graef-USA, Inc. to exercise the second and final one-year renewal option and extend the Agreement to September 19, 2022; (3) approve a No-Cost Addendum to the Continuing MEP Engineering Consulting Services Agreement with

**CONSENT AGENDA – (con't)**

Matern Professional Engineering, Inc. to exercise the second and final one-year renewal option and extend the Agreement to September 8, 2022; (4) approve a No-Cost Addendum to the Continuing MEP Engineering Consulting Services Agreement with RTM Engineering Consultants, LLC to exercise the second and final one-year renewal option and extend the Agreement to October 19, 2022; (5) approve a No-Cost Addendum to the Continuing MEP Engineering Consulting Services Agreement with SGM Engineering, Inc. to exercise the second and final one-year renewal option and extend the Agreement to September 19, 2022; and, (6) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101074-101078**];

F. accept the recommendation of the Construction Committee to: (1) approve a No-Cost Addendum to the Continuing Electrical Construction Services Agreement with BergElectric Corp. dba BergElectric Corp. Contractors and Engineers to exercise the first one-year renewal option and extend the Agreement to September 10, 2022; (2) approve a No-Cost Addendum to the Continuing Electrical Construction Services Agreement with Electric Services, Inc. to exercise the first one-year renewal option and extend the Agreement to September 10, 2022; (3) approve a No-Cost Addendum to the Continuing Electrical Construction Services Agreement with H. L. Pruitt Corporation to exercise the first one-year renewal option and extend the Agreement to September 10, 2022; (4) approve a No-Cost Addendum to the Continuing Electrical Construction Services Agreement with M&M Electric of Central Florida, Inc. to exercise the first one-year renewal option and extend the Agreement to September 10, 2022; (5) approve a No-Cost Addendum to the Continuing Electrical Construction Services Agreement with Power Engineering Group, Inc. to exercise the first one-year renewal option and extend the Agreement to September 24, 2022; (6) approve a No-Cost Addendum to the Continuing Electrical Construction Services Agreement with Stryker Electrical Contracting, Inc. to exercise the first one-year renewal option and extend the Agreement to August 29, 2022; (7) approve a No-Cost Addendum to the Continuing Electrical Construction Services Agreement with Transportation Systems, Inc. to exercise the first one-year renewal option and extend the Agreement to September 10, 2022; and (8) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101079-101085**];

G. accept the recommendation to ratify the Resolution accepting PTGA FM 438486-2-94-01, and authorize the Chief Executive Officer and the Assistant Secretary to execute the necessary documents [**FILED DOCUMENTARY NO. 101086**];

H. accept the recommendation to ratify the Resolution accepting PTGA FM 449111-1-94-01, and authorize the Chief Executive Officer and the Assistant Secretary to execute the necessary documents [**FILED DOCUMENTARY NO. 101087**];

I. accept the recommendation of the Professional Services Committee to: (1) approve Amendment No. 1 to Addendum No. 10 to the IT Consulting Services Agreement with Faith Group Consulting, LLC, for a No-Cost Amendment for Revised Digital Signage Content Creation Services for W-S00140, South Terminal C, Phase 1, Digital Signage Ecosystem Extension; (2) approve Amendment No. 1 to Addendum No. 22 to the IT Consulting Services Agreement with Faith Group Consulting, LLC, for Additional C-Cure 9000 Version 2.8 Software Upgrade at the Orlando International Airport, for the total amount of \$23,326, which includes the not-to-exceed fee amount of \$3,886 and the not-to-exceed reimbursable expense amount of \$19,440, with funding from previously-approved Operations and Maintenance Fund; and (3) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101088-101089**];

J. accept the recommendation of the Professional Services Committee to: (1) approve the ranking of the firms for Continuing Transportation Planning Services at the Orlando International Airport, Orlando Executive Airport, and Other Facilities operated by the Aviation Authority, as follows: First - HDR Engineering, Inc.; and, Second - HNTB Corporation; (2) authorize hourly rate negotiations with both firms in accordance with the Aviation Authority's policy; (3) subject to successful negotiations with the firms, approve a No-Cost Continuing Transportation Planning Services Agreement with each firm for its negotiated hourly rates; and, (4) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary contract documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101090-101091**];

K. accept the recommendation to: (1) approve an amendment to the Lease Agreement, at Colonial Promenade, Orlando Executive Airport, with DMANSR Enterprises Inc., to extend the length of the Lease Agreement for 12 months, through May 31, 2022, for 1,271 square feet, at the annual rental rate of \$13 per square feet and (2) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101092**];

L. accept the recommendation of the Concessions/Procurement Committee to: (1) approve Amendment No. 3 for an Increase-in-Value for Purchasing Agreement PS-542,

**CONSENT AGENDA – (con't)**

Financial Consulting Services, with Linda George, CPA beginning on or about May 20, 2021, through January 1, 2022; (2) authorize funding from the Operations and Maintenance Fund in a not-to-exceed amount of \$123,660; and (3) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101093**];

M. accept the recommendation to: (1) approve the modification to the premises for the STC Food & Beverages Package 3 Concession; and (2) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel [**FILED DOCUMENTARY NO. 101094**];

N. accept the recommendation of the Capital Management Committee to: (1) expand the scope of the Health and Safety Renovations program to include the Virtual Ramp Control and Self-Bag Drop projects and incorporate these projects into the next Capital Improvement Plan update; (2) authorize the reallocation of the Self-Bag Drop scope from the South Terminal Complex (STC) programs to the CIP Health and Safety Program at the Orlando International Airport returning the STC-P1 budget of \$3,093,594 to STC-P1 program contingency and the STC-P1X budget of \$714,394.66 to STC-P1X program contingency and increase the overall project budget to \$5,000,000 to be funded from General Airport Revenue Bonds; (3) authorize the reallocation of the Virtual Ramp Control project scope (as one project) to the Health and Safety Renovations program from the STC-P1X program transferring the budget of \$6,000,000 to STC-P1 program contingency and increase the budget to \$8,000,000 to be funded with General Airport Revenue Bonds; and (4) transfer \$1,500,000 of capital expenditure funds to fund balance;

O. accept the recommendation to: (1) approve the reappointment of William H. Prather, Jr. in the Osceola County/Non-Aviation representative category with a term expiring on April 4, 2025 and (2) approve the reappointment of Gerald B. Lane in the Citizen/Member, City of Orlando representative category with a term expiring on April 4, 2025; and

P. accept the recommendation to approve an exception to Organizational Policy 120-15 - Art Program Administration to allow the expenditure of up to \$300,000 from previously-budgeted Aviation Authority Discretionary and Capital Expenditure Funds to acquire and install art pieces for the South Terminal Complex.

**PROCUREMENTS**

6. Mr. Brown indicated there is only one procurement item. This item is for information only and there is no action needed. He asked if any of the Board members had questions regarding any of the items. No questions were posed.

**CHIEF EXECUTIVE OFFICER'S (CEO) REPORT**

7. Mr. Brown indicated that a copy of the report was sent to each board member prior the meeting with a copy on file.

Mr. Brown provided some highlights of the report beginning with passenger traffic, which shows that traffic is steadily increasing. For the month of April, MCO was at 76% from where it was in 2019. The measurement used is the passengers screened through the TSA checkpoint. Even though MCO is not at the levels it was pre-pandemic, it is definitely approaching those numbers steadily, specifically on domestic flights.

He indicated that he saw a report in which the European Union (EU) officials have relaxed their rules on travel to and from the EU. This gives hope that some of the scheduled international flights are able to meet those schedules, including the Emirates flights from Dubai. Unfortunately, Brazil flights have not come back and it may be some time because of the health challenges they are currently facing. Overall, there is potential for MCO to start seeing international traffic starting to return this year.

Discussion ensued regarding possible measures that can be taken to assist rejuvenate international traffic.

Proceeding with the order of the meeting, Chairman Good asked Mr. Brown to continue with the New Business Items. Mr. Brown indicated that there are 5 New Business Items on the agenda.

Mr. Brown then introduced Mr. Mike Patterson, Director of Construction, who presented New Business Items A. He reminded the Board that each item must be considered and voted on separately.

**RECOMMENDATION OF THE CONSTRUCTION COMMITTEE TO APPROVE AMENDMENT NO. 11 TO ADDENDUM NO. 16 TO THE CONSTRUCTION MANAGEMENT AT RISK (CM@R) ENTITY SERVICES FOR SOUTH TERMINAL C, PHASE 1, AGREEMENT WITH HENSEL PHELPS CONSTRUCTION, FOR PROJECT BID PACKAGE (BP) NO. S00168, SOUTH TERMINAL C, PHASE 1, AIRSIDE TERMINAL INTERIORS, FINISHES AND SPECIALTIES (GUARANTEED MAXIMUM PRICE (GMP) NO. 6-S.4) AT THE ORLANDO INTERNATIONAL AIRPORT (NEW BUSINESS ITEM A)**

8. Mr. Patterson presented the item. Using visual aids (copy on file), he began by showing a site plan of the STC-P1 project location and a slide with Board's past actions on GMP No. 6-S.4, with Hensel Phelps Construction, which covers the Airside terminal interiors, finishes and specialties.

He indicated that the work on this GMP is about 75% complete and this propose amendment adds funding to the Owners Contingency to pay for upcoming changes that are currently being priced.

The proposed GMP Amendment to BP No. S00168 does not have any impact on the small business participation.

Fiscal impact is \$1,067,352 with funding from Passenger Facility Charges to the extent eligible and General Airport Revenue Bonds.

It was respectfully requested that the Aviation Authority Board resolve to accept the recommendation of the Construction Committee to: (1) approve Amendment No. 11 to Addendum No. 16 to the Construction Management at Risk (CM@R) Entity Services for South Terminal C, Phase 1, Agreement with Hensel Phelps Construction, for BP No. S00168, South Terminal C, Phase 1, Airside Terminal Interiors, Finishes and Specialties (GMP No. 6-S.4) at the Orlando International Airport, for a total negotiated GMP Amendment amount of \$1,067,352, which includes \$1,000,000 for Owner Contingency, \$7,042 for Performance and Payment Bond, and \$60,310 for the CM@R's Fee (6.031%), resulting in a revised GMP amount of \$63,232,891, with funding from Passenger Facility Charges to the extent eligible and General Airport Revenue Bonds and (2) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel.

Chairman Good asked if there were any comments or questions regarding any of the items. There was no response to his inquiry.

Upon motion by Mayor Dyer, second by Mayor Demings, vote carried to approve the recommendation for New Business Item A, as presented [**FILED DOCUMENTARY NO. 101093**].

Mr. Brown introduced Mr. Brad Friel, Chairman of the Concessions/Procurement Committee who presented New Business Items B and C.

**RECOMMENDATION OF THE CONCESSIONS/PROCUREMENT COMMITTEE TO AWARD PURCHASING INVITATION FOR BIDS (IFB) 93174-21, LOCK SHOP SUPPLIES TO ACCREDITED LOCK SUPPLY CO. (NEW BUSINESS ITEM B)**

9. Mr. Friel indicated that on March 30, 2021, Purchasing Invitation for Bids (IFB) was released for various Lock Shop Supplies (Supplies) for utilization by the Access Control Department for the repair, replacement and upgrades to the door lock systems for the Aviation Authority's facilities. The IFB included a total of 56 items consisting of door locks, lever handsets, key blanks, lock cores, lock trim, panic hardware and padlocks.

The award of IFB 93174-21 will result in a Blanket Purchase Agreement (BPA) for a 12-month period effective June 1, 2021 through May 31, 2022, and will replace prior BPA No. 92357, which expired on April 30, 2021.

On April 15, 2021, the following bids were received and reviewed:

<u>Company Name</u>	<u>Total Twelve (12) Month Bid Price</u>
Accredited Lock Supply Co.	\$423,317.75
Southern Lock & Supply	\$433,720.50
DH Pace Company, Inc.	\$451,811.45

Based thereon, all three bidders were determined to be responsible and responsive. On May 3, 2021, the Concessions/Procurement Committee recommended award of Purchasing Invitation for Bids 93174-21 to Accredited Lock Supply Co. as the low, responsible and responsive bidder.

**RECOMMENDATION OF THE CONCESSIONS/PROCUREMENT COMMITTEE TO AWARD PURCHASING INVITATION FOR BIDS (IFB) 93174-21, LOCK SHOP SUPPLIES TO ACCREDITED LOCK SUPPLY CO. (NEW BUSINESS ITEM B) – (CON'T)**

The Small Business Development Department has reviewed the requirements for this IFB and has determined that it does not lend itself to Minority and Women Business Enterprise (MWBE), Local Developing Business (LDB), and/or Veteran Business Enterprise (VBE) participation.

The 12-month value for IFB 93174-21 is for the not-to-exceed amount of \$423,317.75. Funding required in current and subsequent fiscal years will be allocated from the Operations and Maintenance Fund.

It is respectfully requested that the Aviation Authority Board resolve to accept the recommendation of the Concessions/Procurement Committee to: (1) award Purchasing Invitation for Bid 93174-21, Lock Shop Supplies, to Accredited Lock Supply Co. as the low, responsible and responsive Bidder; (2) authorize funding from the Operations and Maintenance Fund in the not-to-exceed amount of \$423,317.75; and (3) authorize the Purchasing Department to issue the necessary documents, following satisfactory review by legal counsel.

Chairman Good asked if there were any comments or questions regarding this item. There was no response to his inquiry.

Upon motion by Mr. Mateer, second by Mayor Dyer, vote carried to approve the recommendation for New Business Item B, as presented [**FILED DOCUMENTARY NO. 101094**].

**RECOMMENDATION OF THE CONCESSIONS/PROCUREMENT COMMITTEE TO APPROVE AMENDMENT NO. 1, FIRST RENEWAL OPTION FOR PURCHASING CONTRACT 18-18, VEHICLE AND EQUIPMENT MAINTENANCE SERVICES WITH FIRST VEHICLE SERVICES, INC. (FVS) (NEW BUSINESS ITEM C)**

10. Moving on, Mr. Friel stated that Purchasing Contract 18-18, Vehicle and Equipment Maintenance Services with First Vehicle Services, Inc. requires that FVS furnish all labor, supervision, materials and supplies, equipment, uniforms and all other items necessary or proper for, or incidental to, performing vehicle and equipment maintenance services at the Orlando International Airport and Orlando Executive Airport.

The initial term of this Purchasing Contract term was for 36 months, which commenced on September 1, 2018, with the Aviation Authority having options to renew the contract for one additional period of three years. The Initial Term is due to expire on August 31, 2021.

The First Renewal Option is from September 1, 2021 through August 31, 2024. Based on the information known at this time, FVS has performed satisfactorily during the initial term.

On May 3, 2021, the Concessions/Procurement Committee approved Staff's recommendation to approve Amendment No. 1, First Renewal Option, to the Purchasing Contract with FVS through August 31, 2024. The three-year value, for the First Renewal Option, is a total not-to-exceed amount of \$10,020,851.16. A Consumer Price Index (CPI) increase of 1.6%, based on CPI-W published index and the Contract documents, is included for the second and third year of the three-year renewal term.

The actual amount paid to the contractor is based on actual work requested, performed, and approved by the Aviation Authority.

This Contract includes a Minority and Women Business Enterprise (MWBE) and a Local Developing Business (LDB) participation goal of 13% for MWBE and 15% for LDB. The Small Business Development Department certifies that the Contract is in good standing as it relates to MWBE/LDB participation.

The three-year fiscal impact of the proposed First Renewal Option is not-to-exceed \$10,020,851.16. Funding will be allocated from the Operations and Maintenance Fund.

It was respectfully requested that the Aviation Authority Board resolve to approve the Concessions/Procurement Committee's recommendation to: (1) approve Amendment No. 1, First Renewal Option for Purchasing Contract 18-18, Vehicle and Equipment Maintenance Services with First Vehicle Services, Inc.; (2) authorize funding from the Operations and Maintenance Fund in the not-to-exceed amount of \$10,020,851.16; and (3) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel.

**RECOMMENDATION OF THE CONCESSIONS/PROCUREMENT COMMITTEE TO APPROVE AMENDMENT NO. 1, FIRST RENEWAL OPTION FOR PURCHASING CONTRACT 18-18, VEHICLE AND EQUIPMENT MAINTENANCE SERVICES WITH FIRST VEHICLE SERVICES, INC. (NEW BUSINESS ITEM C) – (CON'T)**

Upon motion by Mayor Demings, second by Mayor Dyer, vote carried to approve the recommendation for New Business Item C, as presented [**FILED DOCUMENTARY NO. 101095**].

Mr. Brown then introduced Ms. Kathleen Sharman, Chief Financial Officer, who presented New Business Item D.

**RECOMMENDATION TO APPROVE THE AMENDED AND RESTATED GLOBAL AGREEMENT, THE CHILLED WATER SERVICE AGREEMENT, THE BACK-UP GENERATION FACILITY SERVICE AGREEMENT, THE ACCESS AND USE LICENSE AGREEMENT AND THAT CERTAIN ANCILLARY SERVICES AGREEMENT ALL BY AND BETWEEN THE GREATER ORLANDO AVIATION AUTHORITY (AVIATION AUTHORITY) AND THE ORLANDO UTILITIES COMMISSION (OUC) (NEW BUSINESS ITEM D)**

11. In summary, using visual aids (copy on file) Ms. Sharman recounted that the South Terminal Airport Complex (STC) at Orlando International Airport provides for a world-class aviation facility supported by state-of-the-art utility infrastructure.

The Aviation Authority has engaged with OUC in order to explore the opportunity for developing a partnership that capitalizes on their expertise in delivering and managing these essential utility services.

On September 22, 2017, the Aviation Authority and the OUC entered into an Interlocal Agreement (Agreement). The Agreement recognized the strengths of both parties and outlines the structure to capitalize on the partnership.

On October 10, 2018, the Aviation Authority Board approved a Letter of Intent (LOI) between the Aviation Authority and OUC to negotiate a series of agreements. On June 19, 2019, the Authority Board approved the Global Agreement which contains the terms and conditions of the associated agreements and on August 16, 2019, the Global Agreement was fully executed.

Ms. Sharman listed associated new agreements, which include the Chilled Water Service Agreement for the Central Energy Plant (CEP); Back-up Generation Facility Service Agreement for the Emergency Power Generator Plant; Access and Use License Agreement; Ancillary Services Agreement; and Amended and Restated Global Agreement. She provided pertinent information regarding each of the agreements.

Continuing, Ms. Sharman indicated that the original fiscal impact analysis to the Aviation Authority was performed in 2019 dollars, did not include escalation assumptions and considered the four primary Project operations: the Central Energy Plant, the Emergency Power Generator plant, the Solar Array, and the Electric Vehicle Charging stations:

- OUC Owned and Operated one year premium in 2019 dollars = \$295,000
- OUC Owned and Operated 20 year premium in 2019 dollars = \$5,900,000

The new proposed agreements remove Electric Vehicle Charging Stations because GOAA can procure, install, and operate electrical vehicle charging stations at a more economical cost. The Solar Array is already completed on time and on budget.

The two remaining Projects considered for further fiscal impact analysis were:

1. STC Central Energy Plant (CEP)
2. STC Emergency Power Generator Plant (EPG)

These facilities generate estimated costs over the 20-year term of the agreement as follows (Assuming CPI of 2% annually):

- GOAA owned and operated - \$216,661,904
- OUC owned and operated - \$219,425,299

The estimated difference in cost of \$2,763,395 is the risk premium over the term of the agreement.

Ms. Sharman then addressed the "why" and stated that this agreement shifts the risk of operating these facilities from the Aviation Authority to OUC, providing substantial benefits to GOAA including:

- Expertise in the operation and maintenance of complex and high voltage utility systems;
- An OUC 24/7 operational staff presence at the Airport site;



**RECOMMENDATION TO APPROVE THE AMENDED AND RESTATED GLOBAL AGREEMENT, THE CHILLED WATER SERVICE AGREEMENT, THE BACK-UP GENERATION FACILITY SERVICE AGREEMENT, THE ACCESS AND USE LICENSE AGREEMENT AND THAT CERTAIN ANCILLARY SERVICES AGREEMENT ALL BY AND BETWEEN THE GREATER ORLANDO AVIATION AUTHORITY (AVIATION AUTHORITY) AND THE ORLANDO UTILITIES COMMISSION (OUC) (NEW BUSINESS ITEM D) – CON'T**

- Equipment maintenance costs;
- Reduced financial risk consideration to GOAA through liquidated damages in the event of a performance shortfall from these essential utilities; and
- Payments to OUC subordinate to all other obligations of the Aviation Authority.

It was respectfully requested that the Aviation Authority Board resolve to: (1) approve the Amended and Restated Global Agreement, the Chilled Water Service Agreement, the Back-Up Generation Facility Service Agreement, the Access and Use License Agreement and that certain Ancillary Services Agreement, all by and between the Greater Orlando Aviation Authority and the Orlando Utilities Commission; (2) obtain consent from the City of Orlando as to the grant of Access and Use License Agreement; (3) subject to approval by the Orlando Utilities Commission at its next available meeting; and (4) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the Amended and Restated Global Agreement, subject to final review by legal counsel.

Lastly, Ms. Sharman indicated that OUC's CEO, Clint Bullock, and members of OUC's Senior Leadership were in attendance to answer any questions.

Chairman Good asked if there were any comments or questions regarding this item. There was no response to his inquiry.

Upon motion by Mr. Mateer, second by Mayor Dyer, vote carried to approve the recommendation for New Business Item D, as presented [**FILED DOCUMENTARY NO. 101096**].

Lastly, Mr. Gerber, Interim General Counsel presented New Business Item E.

**RECOMMENDATION TO AUTHORIZE A MEDIATED RESOLUTION WITH HERTZ CORPORATION (HERTZ) SUBJECT TO COURT APPROVAL (NEW BUSINESS ITEM E)**

12. Mr. Gerber stated that soon after the COVID-19 affected Florida, Hertz filed for bankruptcy. Pending at that time was an offer of the waiver of certain fees to On-Site Rental Automobile Companies authorized by the Aviation Authority Board on May 20, 2020.

The Hertz bankruptcy has proceeded and its emergence from bankruptcy is expected in the near future. As part of its emergence from bankruptcy, Hertz is seeking bankruptcy court authority to assume both the Hertz and DTG contracts.

Mr. Gerber indicated that there is a dispute between Hertz and the Aviation Authority regarding the outstanding amount due under the contracts that must be satisfied in order to assume the contracts in bankruptcy. The key issue in this dispute is whether Hertz took the appropriate and necessary steps to avail itself of the fee waiver opportunity authorized on May 20, 2020. The dispute has been raised before the bankruptcy court and a mediation of this dispute resulted in a tentative settlement pending Aviation Authority Board approval.

The mediation session was held on May 12, 2021. Following discussions with Hertz and due diligence by staff, the amount in controversy, which the Aviation Authority has the right to claim, is approximately \$4.0 million.

The Aviation Authority and Hertz will frame the legal issues for the court as two mutually exclusive options with no middle ground.

- Either Hertz pays the Aviation Authority approximately \$4.0 million, or
- Hertz pays nothing.

Negotiations resulted in a tentative settlement of \$2.5 million. This amount is approximately 63% of the amount the Aviation Authority's claim.

After considering our legal position and managing our risk of loss, legal counsel and staff recommend Board approval of this settlement to resolve the dispute at minimal additional cost to finalize the claim.

**RECOMMENDATION TO AUTHORIZE A MEDIATED RESOLUTION WITH HERTZ CORPORATION (HERTZ)  
SUBJECT TO COURT APPROVAL (NEW BUSINESS ITEM E)**

The Aviation Authority would receive \$2.5 million; however, it would give up its right to approximately \$1.5 million subject to dispute. On the other hand, the Aviation Authority would eliminate the risk of losing its claim altogether.

It was respectfully requested that the Aviation Authority Board resolve to authorize a tentative mediation settlement of \$2.5 million subject to court approval. Staff and Counsel also request that the Aviation Authority Board authorize the Chief Executive Officer to enter into further agreements to facilitate the settlement, if approved by the court, in a form approved by counsel and the court.

In response to Chairman Good's question regarding Hertz disputing with other creditors, Mr. Gerber explained that this is a standalone claim based on a specific transaction Hertz failed to complete in a timely manner.

Upon motion by Mr. Mateer, second by Mayor Dyer, vote carried to approve the recommendation for New Business Item E, as presented [**FILED DOCUMENTARY NO. 101097**].

**ADJOURNMENT**

13. There being no further business to be considered, Chairman Good adjourned the meeting at 3:05 p.m.



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Larissa Bou  
Manager of Board Services

(Digitally signed on June 16, 2021)



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Phillip N. Brown  
Chief Executive Officer