

On **WEDNESDAY, FEBRUARY 17, 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. *[Live Streaming from Orlando, FL]*

Authority members present,

M. Carson Good, Chairman  
Ralph Martinez, Vice Chairman  
Mayor Jerry Demings, Treasurer

Also present,

Phillip N. Brown, Chief Executive Officer and Secretary  
Kathleen Sharman, Chief Financial Officer  
Yovannie Rodriguez, Chief Administrative Officer  
Carolyn Fennell, Senior Director of Public Affairs  
Thomas Draper, Senior Director of Operations  
Larissa Bou, Manager of Board Services and Assistant Secretary  
Dan Gerber, Interim General Counsel  
Jo Thacker, Legal Counsel, Nelson Mullins  
Karen Ryan, Legal Counsel, Nelson Mullins

*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.*

#### **ROLL CALL**

A quorum was not present and therefore no actions were taken at this meeting.

#### **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.

Mr. Brown stated that we have a number of presenters today, which will discuss Sunshine and Public Records Law, Procurements of Goods and Services, Lobbyists Registration and Policies, and Construction Procurements. Mr. Brown made a point to mention that the Sunshine and Public Records Law presentation is a requirement for non-elected members.

Due to time constraints, agenda item IX - Concessions, would be presented at a later meeting. *(A copy of the combined presentation is on file).*

#### **SUNSHINE AND PUBLIC RECORDS LAW**

1. Mr. Gerber presented information regarding the Sunshine Law, such as basic requirements, acceptable methods of communication and specific circumstances to avoid when communicating, public meetings, and agendas.

He proceeded to present the scope of the Public Records Act, examples of potential public records, and compliance of the Aviation Authority with the Public Records Law.

**PROCUREMENTS**

2. Ms. Thacker then presented information with regard to Procurement Policies on Goods and Services. She provided an overview on ethics, transparency, Aviation Authority's Purchasing Policy and Procurement Policies, updates on policies, internal processes, approval authorities, types of competitive procurements, and contract documentation retained by the Purchasing Department.

Referring to slides nos. 29 and 31 of the presentation, Mayor Demings noted that there was a different amount referenced for Board approval. Slide no. 29 indicated that "Aviation Authority Board must individually approve any award greater than \$325,000" and slide no. 31 read "Procurements exceeding \$250,000 are approved by the Aviation Authority Board". He asked what is the distinction between the two. Ms. Thacker explained that any item over \$250,000 must be approved by the Board; however, if an item is over \$325,000, it must be included on the agenda as a separate line item and considered individually. Mr. Brown added that this is a result of a legislation that took effect on October 1, 2020, which specified certain requirements implemented for the four large hub airports in the state.

Vice Chair Martinez thanked Ms. Thacker for her thorough presentation and asked if there is a compliance department that ensures that all departments are "in sync". Ms. Thacker indicated that the Aviation Authority has an Internal Audit Department, which ensures that the Aviation Authority is in compliance. The Internal Audit Department not only performs random and scheduled audits, but they also present a yearly compliance report. Mr. Brown elaborated by stating that at the last Finance Committee meeting, MSL, an external audit company, presented a report of our procurement policies going back to 2018. The report concluded that the Aviation Authority is in compliance with all policies.

**LOBBYISTS REGISTRATION AND POLICIES**

3. Moving on, Mr. Gerber briefed the Board on the Aviation Authority's Lobbying Policies, which were recently amended. He also discussed requirements, external accountability, the no-lobbying period, and provided a Lobbyist Contact Summary, which the Board members could use as a guide when meeting with lobbyists.

**CONSTRUCTION PROCUREMENTS**

4. Lastly, Ms. Ryan presented information regarding professional and construction services procurements, in which she spoke about corporate governance and how the various Aviation Authority committees work to approve construction and professional agreements.

*The Chairman called a recessed at 2:00 p.m.; reconvened the meeting at 2:07 p.m.*

Continuing, Ms. Ryan explained the various categories of professional services for construction projects, the entire procurement process, and the various methods of procurement for construction services.

In response to Chairman Good's question regarding GMP contingencies being rebalanced, Ms. Ryan responded that when a GMP is closed, if the contingency is not spent, the item comes to the Board as a decrease in the GMP. That money then comes back to the Aviation Authority and could be used to increase contingency of another GMP to the level that it needs to be.

Mr. Brown communicated that Mr. Ruohomaki, Senior Director of Construction and Engineering, is preparing a presentation for the April Board meeting, which will provide an update on the South Terminal Complex project.

Chairman Good asked if the South Terminal Complex project is fully designed. Mr. Brown responded in the affirmative and added that even the redesign of "tie-in" components needed after the reduction of Phase 1X is completed. However, Mr. Brown emphasized that just because the project is fully designed it does not mean that there would not be issues that could come up in the field, for which we will need contingency.

Discussion ensued regarding how the Aviation Authority will work and coordinate with federal agencies as it pertains to possible changes, since at this point any change has significant ramifications.

**ADJOURNMENT**

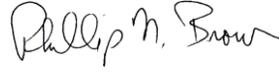
5. There being no further business to be considered, Chairman Good adjourned the meeting at 3:22 p.m.

(Digitally signed on March 18, 2021)



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Larissa Bou  
Manager of Board Services



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Phillip N. Brown  
Chief Executive Officer