

**ADDENDUM NO. 57
TO THE AGREEMENT DATED SEPTEMBER 21, 2016
BETWEEN THE GREATER ORLANDO AVIATION AUTHORITY
AND ANSER ADVISORY CONSULTING, LLC**

Project: Chief Executive Officer Advisory Services, Orlando International Airport

THIS ADDENDUM is effective this 4th day of January, 2022, by and between the **GREATER ORLANDO AVIATION AUTHORITY** ("Authority"), and **ANSER ADVISORY CONSULTING, LLC** ("Consultant").

WITNESSETH:

WHEREAS, by Agreement dated September 21, 2016 Authority and Consultant entered into an agreement for Consultant to provide Construction, Engineering and Financial consulting services; and

WHEREAS, under the Agreement, Consultant agreed to perform such additional services for the Authority as are contained in any additional scope of work established by the Authority in any addendum to the Agreement and accepted in writing by the Consultant; and

WHEREAS, the Authority and the Consultant desire to enter into this Addendum to the Agreement to provide for additional services to be rendered by the Consultant under the terms of said Agreement.

NOW, THEREFORE, in consideration of the premises and the mutual covenants herein contained, the Authority and the Consultant do hereby agree as follows:

1. Consultant shall perform additional services in accordance with the terms of the Agreement and the attached Exhibit "A." Consultant shall be paid for such additional services according to the payment terms set forth in the Agreement.
2. Consultant shall be compensated for such additional services in the **NOT TO EXCEED** amount of **TWO HUNDRED TWENTY-EIGHT THOUSAND EIGHT HUNDRED AND NO/100 DOLLARS (\$228,800.00)**, broken down as follows:

Professional Fees:	NTE:	\$228,800.00
Professional Fees:	LS:	\$0.00
Reimbursable Expenses:	NTE:	<u>\$0.00</u>
Total:		\$228,800.00

3. A. Consultant hereby certifies that it is not on the Scrutinized Companies that Boycott Israel List and is not engaged in a boycott of Israel, as defined in Florida Statutes § 287.135, as amended;

AND

- B. (applicable to agreements that may be \$1,000,000 or more) - Consultant hereby certifies that it is: (1) not on the Scrutinized Companies with Activities in Sudan List or the

Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List as defined in Florida Statutes § 287.135; and (2) not engaged in business operations in Cuba or Syria, as defined in Florida Statutes § 287.135, as amended.

4. Authority may terminate the Agreement for cause and without the opportunity to cure if the Consultant is found to have submitted a false certification or has been placed on the Scrutinized Companies that Boycott Israel List or is engaged in a boycott of Israel.

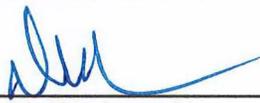
In the event the Agreement is for One Million Dollars (\$1,000,000.00) or more, Authority may terminate this Agreement for cause and without the opportunity to cure if the Consultant is found to have submitted a false certification or has been placed on the Scrutinized Companies with Activities in Sudan List or the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List or is engaged in business operations in Cuba or Syria.

5. Except as expressly modified in this Addendum, the Agreement dated September 21, 2016 and all prior addenda will remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto by their duly authorized representatives, have executed this Addendum this 8th day of March, 2022.

GREATER ORLANDO AVIATION AUTHORITY

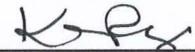
By:



Davin D. Ruohomaki
Sr. Director Engineering & Construction

**Approved as to Form and Legality
(for the benefit of GOAA only)**

this 8 day of March, 2022

By: 

NELSON MULLINS BROAD AND
CASSEL, Legal Counsel
Greater Orlando Aviation Authority

ANSER ADVISORY CONSULTING, LLC

By:



Signature (Duly Authorized Rep.)
Robert Brancheau

Printed Name

Executive Vice President

Title



Information Item
Original CCM
1/4/2022
Item 36
Revised Memo & New
Backup

Memorandum

To: Members of the Construction Committee
From: Davin Ruohomaki, Senior Director of Planning, Engineering & Construction
(As prepared by Karen Ryan)
Date: January 4, 2022
Re: Request for Approval of an Addendum to the Construction-Engineering-Financial Consulting Services with Anser Advisory Consulting, LLC for Chief Executive Officer Advisory Services at the Orlando International Airport

The Authority's Chief Executive Officer is requesting that Anser Advisory provide advisory and oversight recommendation services, including, but not limited to, a review and assessment of operational readiness program, review of the South Terminal C, Phase 1, (STC) construction schedule issues, review of STC design and construction challenges, pending and potential claims, project closeout and enhanced commissioning, review of post-completion issues, including future expansion programs, review of North Terminal operational issues and review of airline relocations to the South Terminal C.

Services will be effective the date of Construction Committee approval.

The MWBE/LDB participation will be reviewed by the Office of Small Business Development. Given the specialty nature of the professional services, no MWBE/LDB participation has been identified at this time.

Funding is, from Operations & Maintenance Funds from 301.006.170.5310009.000.000000. Funding source verified by Andrea Harper of Construction Finance on 12 / 30 / 21 as correct and available.

It is respectfully requested that the Construction Committee approve an Addendum to the Construction-Engineering-Financial Consulting Services with Anser Advisory Consulting, LLC at the Orlando International Airport, in the not to exceed amount of **\$228,800**.

Not to Exceed Fees	\$228,800
Lump Sum Fees	\$0
Lump Sum Expenses (subs)	\$0
Total	\$228,800

Req 90565

AAC Compliance Review Date	
AAC Funding Eligibility Review Date	

December 29, 2021

Mr. Phillip N. Brown, A.A.E.
Chief Executive Officer
Greater Orlando Aviation Authority
One Jeff Fuqua Boulevard
Orlando FL 32827

Re: STC Steering Group Services

Dear Mr. Brown:

In response to your Memorandum dated December 16, 2021 regarding the formation and function of a South Terminal Complex Steering Group, we submit this fee proposal to cover the services of Roy Block who will serve as one of three individuals in the group. The duration of the services will be an estimated 12-18 months. For the purposes of this NTE fee proposal, the basis of the estimate is 12 months.

The initial scope of the STC Steering Group includes the following initial review and advisory goals.

- Review and assessment of the existing Commissioning and Operational Readiness Program for the STC Complex, including any modifications proposed by the General Consultant.
- Evaluation of current STC Complex program schedule for completion and operations, including integration with Brightline higher-speed rail, and evaluation of any program schedule challenges and schedule recovery efforts.
- Review and evaluation of any pending design and construction challenges, modifications, and initiatives, including any necessary value engineering efforts and expansion projects, such as move-add-change components that may follow completion of the STC Complex Program
- Review and evaluation of any pending and potential claim issues and provide advisory on strategy and resolution
- Review and evaluation of any modifications or updates to the Capital Improvement Program as it relates to the STC Complex program or other STC-related programs; review and evaluation of GMP Amendments and Consultant contract amendments
- Review and evaluation of terminal optimization diagnostic review reports and findings from the General Consultant, attend briefings and workshops, and provide independent advisory on findings and implementation of any recommendations
- Review and evaluation of program close-out issues, including commissioning, close-out and warranty inspections

- Review and evaluation of post-completion operational transition and issues, including operational readiness at STC Complex and effects on North terminal, airline relocations, concessions programs and interface with higher-speed rail.

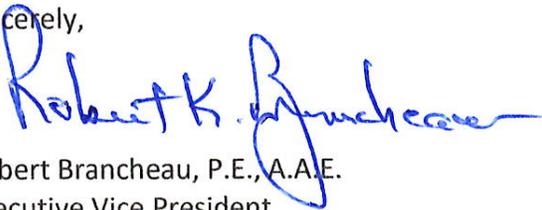
The proposed Not-to-Exceed fees for these services is based on the following assumptions:

Rate: Roy Block – STC Steering Group Advisor	\$275/hour
Average estimated hours per week	16 hours/week
<u>Duration</u>	<u>52 weeks</u>
Total NTE Fee	\$228,800.00

Based on the specialized nature of these services specifically for Mr. Block, there is no MWBE participation proposed for this assignment.

Thank you for the opportunity to continue to serve the Greater Orlando Aviation Authority on this capital program that will be the culmination of decades of vision and work.

Sincerely,



Robert Brancheau, P.E., A.A.E.
Executive Vice President
Anser Advisory LLC

cc: Roy Block, David Benouaich



GREATER ORLANDO AVIATION AUTHORITY

Orlando International Airport
One Jeff Fuqua Boulevard
Orlando, Florida 32827

MEMORANDUM

TO: Davin Ruohomaki, Senior Director of Engineering and Construction

FROM: Phillip N. Brown, Chief Executive Officer

cc: Kathleen Sharman, Tom Draper, Yovannie Rodriguez, Jackie Chin, Mark Birkebak, Karen Ryan, John Guirges, Roy W. Block, Dan Gerber, Carson Good

DATE: December 16, 2021

RE: South Terminal Complex Phase 1 Terminal C

In anticipation of my retirement in January 2022, and transition to new leadership during this significant period of growth and change, I am empaneling a steering group to provide advisory and oversight recommendations to the Chief Executive Officer (“CEO”) on the South Terminal Complex Phase 1 and Phase 1 Expansion Terminal C (hereinafter “STC Complex”).

After years of strategic planning, the Orlando International Airport broke ground on the STC Complex, an approximate \$3.1 billion, 16-gate international terminal comprised of over 2.3 million square feet of building spanning 300 acres. Subsequently, a Phase 1 Expansion (P1X) was added to address anticipated growth by JetBlue and other air carriers. In May 2020, in anticipation of a shortfall in Customer Facility Charges (CFCs) and Passenger Facility Charges (PFCs) portions of P1X, Phase 1 ground transportation facility (GTF) and the rental automobile concession quick turnaround area (QTA) were deferred resulting in a project consisting of 15 boarding piers and 20 narrow body parking positions.

The STC Complex is a leading-edge facility designed for the next generation of aviation, including the incorporation of narrow-body and super-jumbo aircraft. The STC Complex connects to the existing terminal building with a new automated people mover system, which is currently operational and connected to new parking garage facility, and integrating

higher-speed rail connectivity to Miami, Florida, through the Brightline system. The current plan is to commence flight operations in July 2022. This plan is a work in progress based upon information known at this time and is subject to change if the underlying assumptions change. Brightline Intercity rail service from Miami, Ft. Lauderdale and West Palm Beach is anticipated to begin operating in 2023.

The STC Complex has progressed efficiently in accordance with all Key Performance Indicators (KPI), including during the very challenging 2-year period where the Covid-19 pandemic had a dramatic impact on our world community, with cascading impacts to the aviation transportation sector, followed by significant periods of economic uncertainty, supply-chain delivery issues and inflation in the construction sector. The sophisticated delivery methodology on the STC Complex, with two construction management at risk contractors and a design, build, operate and maintain (DBOM) baggage system, all using a fast-tracked multi-GMP structure, allowed Greater Orlando Aviation Authority to adapt to impacts and make modifications to scope and budget in the midst of ongoing construction, without any material, concomitant impacts on the anticipated opening in mid-summer 2022.

Given the significant construction and operational activities occurring over the next seven months, during this period of leadership change, my intent is to form an advisory group of individuals with institutional knowledge of the STC Complex program, coupled with their expertise in the necessary disciplines involved in this effort, and strategic thinking, to assist and guide the new CEO in the stewardship of the program.

STC STEERING GROUP

Mission

The mission of the STC Steering Group is to provide advisory recommendations and oversight review of the STC Complex through the period of program delivery and into operational activities. The mission shall specifically include review and assessment of operational readiness, design and construction issues, project closeout and commissioning, and any future expansion programs. The Group will similarly review and provide advice on related North Terminal operational issues, including airline relocations to the STC Complex.

Composition

The STC Steering Group shall be composed of the following individuals:

Roy W. Block

Karen Ryan, Nelson Mullins

John Guirges, GCI

These individuals have deep institutional knowledge of the STC Complex program and have both the capacity and strategic thinking necessary to serve in this important role. All individuals are employed by firms currently under contract to the Authority (or will be shortly) and are available to commence work immediately.

Additionally, in addition to you, other key staff including Chief of Operations, Tom Draper, Chief Financial Officer, Kathleen Sharman and Chief Administrative Officer, Yovannie Rodriguez will be engaged to provide information and insight to the STC Steering Group.

Operational

The STC Steering Group will meet with regularity at intervals that they establish, and which are commensurate with the needs of the program. After an initial period of intense review of the program, the Group shall establish its own informal protocols and operational goals. At a minimum, the Group shall possess the authority to review any documents and program materials related to the STC Complex; meet with and interview airport staff that are involved on the program; meet with and interview consultants and contractors involved on the program; interface with the General Consultants; and work with and advise the CEO and other leadership of the Greater Orlando Aviation Authority. The STC Steering Group shall not possess any decision-making power or authority. The Group may not bind the Greater Orlando Aviation Authority, and may not direct the airport's consultants and contractors to act or refrain from acting in accordance with their contractual work scope. The mission of this Group is advisory only.

Initial Review and Advisory Goals

The role of the STC Steering Group shall remain flexible in order to address new challenges or evolving events, but the initial issues for review and evaluation shall at a minimum include:

- Review and assessment of the existing Commissioning and Operational Readiness Program for the STC Complex, including any modifications proposed by the General Consultant
- Evaluation of current STC Complex program schedule for completion and operations, including integration with Brightline higher-speed rail, and evaluation of any program schedule challenges and schedule recovery efforts
- Review and evaluation of any pending design and construction challenges, modifications, and initiatives, including any necessary value engineering efforts and expansion projects, such as move-add-change components that may follow completion of the STC Complex Program

- Review and evaluation of any pending and potential claim issues and provide advisory on strategy and resolution
- Review and evaluation of any modifications or updates to the Capital Improvement Program as it relates to the STC Complex program or other STC-related programs; review and evaluation of GMP Amendments and Consultant contract amendments
- Review and evaluation of terminal optimization diagnostic review reports and findings from the General Consultant, attend briefings and workshops, and provide independent advisory on findings and implementation of any recommendations
- Review and evaluation of program close-out issues, including commissioning, close-out and warranty inspections
- Review and evaluation of post-completion operational transition and issues, including operational readiness at STC Complex and effects on North terminal, airline relocations, concessions programs and interface with higher-speed rail

The STC Steering Group shall provide advisory recommendations to the CEO and leadership on these core issues, and any additional issues identified by the Group and the CEO as requiring review and evaluation.

Duration of Advisory Services

The STC Steering Group is empaneled for an anticipated duration of approximately 12-18 months, with the end date established at the discretion of the CEO.

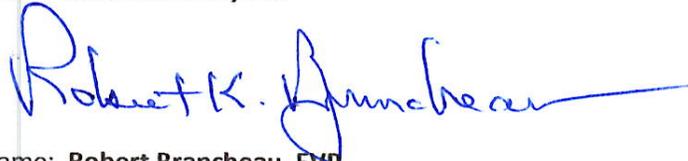
TRUTH IN NEGOTIATION CERTIFICATION

The Consultant hereby certifies, covenants, and warrants that wage rates and other factual unit costs supporting the compensation for this project's agreement are accurate, complete, and current at the time of contracting.

The Consultant further agrees that the original agreement price and any additions thereto shall be adjusted to exclude any significant sums by which the Aviation Authority determines the agreement price was increased due to inaccurate, incomplete, or noncurrent wage rates and other factual unit costs. All such agreement adjustments shall be made within (1) year following the end of the contract. For purposes of this certificate, the end of the agreement shall be deemed to be the date of final billing or acceptance of the work by the Aviation Authority, whichever is later.

Consultant: **Anser Advisory LLC**

By:



Print Name: **Robert Brancheau, EVP**

Date: **12/30/2021**



Information Item
Original CCM
1/4/2022
Item 36
New OSBD

MEMORANDUM

To: Members of the Construction Committee

From: Edelis Molina, Sr. Small Business Administrator

Date: January 04, 2022

Re: Request for Approval of an Addendum to the Construction-Engineering-Financial Consulting Services with Anser Advisory Consulting, LLC for Chief Executive Officer Advisory Services at the Orlando International Airport

The Small Business Development Department has reviewed the qualifications of the subject contract's MWBE/LDB/VBE specifications and determined that, due to the specialized nature of the services to be provided, Anser Advisory Consulting, LLC does not propose any MWBE/LDB/VBE participation on this Addendum.

NEW ITEMS

REQUEST FOR APPROVAL OF AN ADDENDUM TO THE CONSTRUCTION-ENGINEERING-FINANCIAL CONSULTING SERVICES WITH ANSER ADVISORY CONSULTING, LLC FOR CHIEF EXECUTIVE OFFICER ADVISORY SERVICES, AT THE ORLANDO INTERNATIONAL AIRPORT.

36. Legal Counsel, Ms. Ryan, presented the memorandum, dated January 4, 2022. Agenda Item Nos. 36 and 37 were considered in one motion. Discussion ensued.

Upon motion of Mr. Hunt, second by Mr. Pelletier, vote carried to approve an Addendum to the Construction-Engineering-Financial Consulting Services with Anser Advisory Consulting, LLC for Chief Executive Officer Advisory Services, for the total not-to-exceed fee amount of \$228,800.00, with funding from CIR00089. ✓

[Subsequent to the meeting, a revised Memorandum and new backup documentation, and an Office of Small Business Development Memorandum were submitted as Information Items 5-J and 5-K on the January 11, 2022, Construction Committee Agenda.]

REQUEST FOR APPROVAL OF AN ADDENDUM TO THE PROGRAM AND PROJECT MANAGEMENT SERVICES FOR THE SOUTH TERMINAL C, PHASE 1 AGREEMENT WITH GCI, INC. FOR CHIEF EXECUTIVE OFFICER ADVISORY SERVICES, AT THE ORLANDO INTERNATIONAL AIRPORT.

37. Legal Counsel, Ms. Ryan, presented the memorandum, dated January 4, 2022. Agenda Item Nos. 36 and 37 were considered in one motion. Discussion ensued.

Upon motion of Mr. Hunt, second by Mr. Pelletier, vote carried to approve an Addendum to the Program and Project Management Services for the South Terminal C, Phase 1 Agreement with GCI, Inc. for Chief Executive Officer Advisory Services, for the total not-to-exceed fee amount of \$198,720.00, with funding from CIR00089.

[Subsequent to the meeting, a revised Memorandum and new backup documentation, and an Office of Small Business Development Memorandum were submitted as Information Items 5-L and 5-M on the January 11, 2022, Construction Committee Agenda.]

ADJOURNMENT

38. No public comments were made during the meeting. There being no further business for discussion, the meeting was adjourned at 9:53 a.m.

Davin D. Ruohomaki, Chairman
Construction Committee
Senior Director of Engineering and Construction