

**Syracuse Regional Airport Authority
Regular Meeting Agenda
Friday, December 7, 2018, 11:00 a.m. – 12:30 p.m.
Syracuse Hancock International Airport
Board Room**

1. Roll Call (2 Minutes)
2. Reading and Approval of Minutes from the November 9, 2018 Regular Meeting (2 Min)
3. Executive Session (20 Minutes)
4. New Business (10 Minutes)
 - Resolution authorizing long term lease of Fixed Base Operations facility with Signature Flight Support (tentative)
 - Resolution establishing standard workdays as required by the NYS Retirement System
5. Committee Report
 - Finance Committee
6. Adjournment

The mission of the Syracuse Regional Airport Authority is to provide safe, secure, efficient and low-cost air transportation service to the 12-county region that Syracuse Hancock International Airport currently serves. The Authority seeks to stimulate air service, economic development, trade and tourism by focusing on the shared goals of its stakeholders: more service to more destinations, lower operating costs and increased non-aeronautical revenue. The Authority recognizes that the Syracuse Hancock International Airport is a gateway to the central New York region and beyond and seeks to optimize customer service and exceed customer expectations with continuous improvements to the terminal building and public-use facilities.

Minutes of the Regular Meeting of the Syracuse Regional Airport Authority

November 9, 2018

Pursuant to notice duly given and posted, the regular board meeting of the Syracuse Regional Airport Authority was called to order on Friday, November 9, 2018 at 11:11 a.m. in the Syracuse Regional Airport Authority Board Room located in the Syracuse Hancock International Airport by Chair, Mr. Patrick Mannion.

Members Present:

Mr. Patrick Mannion-Chair
Mr. Khalid Bey
Dr. Shiu-Kai Chin
Dr. Donna DeSiato
Mr. Bill Fisher
Ms. Jo Anne Gagliano
Mr. John B. Johnson Jr.
Mr. Ken Kinsey
Mr. Michael Lazar
Mr. Mark Nicotra
Mr. Michael Quill

Members Absent:

N/A

Also Present:

Ms. Christina Callahan
Mr. Trent Amond
Mr. John Carni
Ms. Joanne Clancy
Ms. Cheryl Herzog
Ms. Linda Ryan
Ms. Jennifer Sweetland
Mr. John Herne
Mr. R. John Clark
Mr. Tom Horth
Mr. Mike LaMontagne

Roll Call

As noted, all Board members were present.

Mr. Patrick Mannion, Chair

Chair Mannion started by welcoming everyone to the regular scheduled Regular Meeting of the Board at 11:11 a.m. and noted to the group that this date marks the 100th Anniversary of the end of World War I. Chair Mannion thanked everyone for their hard work and participation in the recent events with the Thank you Lunch for staff, the Governor's event and the Customer Appreciation Day.

Executive Session

No Executive session was held.

Reading and Approval of the Minutes

A motion was made by Dr. Chin and seconded by Mr. Kinsey and was unanimously approved to accept the minutes from the September 7, 2018 Regular board meeting.

The motion was approved: 11 ayes, 0 nays, 0 abstain

New Business

Resolution Amending the 2018-2019 Capital Budget for The Syracuse Regional Airport Authority

Mr. Trent Amond reviewed the amended changes to the revised version of the Capital Budget. Chair Mannion explained what "Hot Spots" mean on the runways. Mr. Fisher inquired on justification of costs and Executive Director Callahan explained the FAA has placed this as a high safety priority to prevent runway incursions and that this is not specific to Syracuse, but to all airports. Mr. R. John Clark noted that he will be revising the wording of this resolution and send update around to the board members via email the next week.

There was no further discussion regarding the resolution.

A motion was made by Dr. Chin and seconded by Dr. DeSiato to approve this resolution.

The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Resolution Authorizing Long Term Lease of Fixed Base Operations Facility with Signature Flight Support

This resolution was tabled for future discussion.

Resolution Amending Ethics Policy for The Syracuse Regional Airport Authority

Ms. Debi Marshall, Human Resources Manager explained the recommendation to amend two revisions in the Code of Ethics policy for employees. Article I sections 5 and 6 – Definitions of a "Relative" and a "Vendor" and Article III, section c. revising the process of employment, recruitment, hiring, promotion and discipline to avoid any conflict of interests, along with addressing secondary employment with any "vendor" for Authority Employees while employed by the Authority. The process of adding language to include a process to review exceptions for some independent contractors was discussed and decided that this resolution is fully approved with that additional wording added to the policy. There was no further discussion regarding the resolution.

A motion was made by Mr. Quill and seconded by Dr. DeSiato to approve this resolution. The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Resolution Adopting Policies Procedures and Complaint Forms for the Americans With Disabilities Act and Title VI of the Civil Rights Act for the Syracuse Regional Airport Authority

Ms. Debi Marshall, Human Resources Manager explained the basis for creating these policies, procedures and complaint forms. The FAA has a civil right program for all airports that includes anti-discrimination for Americans with Disabilities Act and Title VI which is anti-discrimination for all protected classes. The FAA suggested a procedure and complaint form be put into place and publicized. The FAA requires that we report all Title VI complaints directly to them, where the ADA requires us to keep the records on file. There was no further discussion regarding the resolution. The policy and forms will be on the website along with Ms. Marshall's contact information as the ADA and Title VI Coordinator.

A motion was made by Dr. Chin and seconded by Dr. DeSiato to approve this resolution. The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Resolution Adopting the 2019 Regular Meeting Schedule for the Syracuse Regional Airport Authority

There was no further discussion regarding the resolution. A motion was made by Mr. Lazar and seconded by Mr. Kinsey to approve this resolution. The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Resolution Authorizing the creation of the position of Marketing and Communications Specialist for the Syracuse Regional Airport Authority

Executive Director Callahan explained that this new position would report to the Director of Marketing, Communications and Air Service Development and is being driven by our plan to bring airport advertising in-house and taking it outside of a third-party vendor as well as support other responsibilities such as social media accounts, website maintenance, daily activities. The revenue that this new advertising program will generate will fund this position as well as other future program, equipment and advertising improvements. There was no further discussion regarding the resolution. A motion was made by Mr. Lazar and seconded by Dr. DeSiato to approve this resolution. The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Resolution Authorizing the creation of the position of Airport Fleet Manager for the Syracuse Regional Airport Authority

Executive Director Callahan explained that this new position would result in a net-zero add to roster as this position is currently being done by a city employee. When the Airport Authority assumed the airport operation, we also assumed ownership of all of the equipment and vehicles in the Airport Authority portfolio. This is an extensive fleet to schedule maintenance, planning, acquisition of equipment and similar with our Director

of Airfield Maintenance. There was no further discussion regarding the resolution. A motion was made by Mr. Lazar and seconded by Mr. Bey to approve this resolution. The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Resolution Authorizing the creation of the position of Payroll Assistant for the Syracuse Regional Airport Authority

Executive Director Callahan explained past and current payroll management practices. Currently, our Human Resources Manager manages this process. With the growth of the organization, and migrating City Employees to the Authority, a dedicated Payroll Assistant is needed to manage the activities and processing with both the City of Syracuse and the Authority employees and reviewing future payroll systems and contracts. There was no further discussion regarding the resolution. A motion was made by Mr. Lazar and seconded by Mr. Bey to approve this resolution. The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Resolution Authorizing the creation of the position of Airport Welcoming Officer for the Syracuse Regional Airport Authority

Executive Director Callahan explained the philosophy of creating this position and explained what type of airport SYR wants to be. It was determined that we want to be interacting with our customers and creating a welcoming, interactive experience. It is noted that our Security Office, which is accessible to the public is open 24/7 and we also have our new Ambassador program who are providing pre and post security assistance to our passengers. There was no further discussion regarding the resolution. A motion was made by Mr. Lazar and seconded by Dr. DeSiato to approve this resolution. The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Resolution Approving selection of Financial Consultant and Authorizing Negotiation and Execution of Definitive Agreement To Provide Financial Consulting Services

Dr. Chin, Finance Committee Chair, described the review of the selection process with the Authorities RFP Committee. Mr. Trent Amond, CFO additionally explained the thorough review process conducted including interviews and the RFP Committee wholeheartedly endorsed Landrum & Brown. A discussion ensued regarding the scope of services. There was no further discussion regarding the resolution. A motion was made by Mr. Lazar and seconded by Dr. Chin to approve this resolution. The resolution was adopted: 11 ayes, 0 nays, 0 abstain

Committee Reports

No other committee reports were given.

Management Report - *(Refer to power point presentation in packet)*

Executive Director Callahan provided an update on all activities since our last Regular Board meeting. Ms. Callahan thanked Mr. Lazar and Mr. Dorman for all of their efforts put forth during this project that was completed on-time. Other highlights and dramatic images of the transformation of the outside and insides of the terminal and OHA Aviation history museum projects were shown. Additionally, Executive Director Callahan brought the board up to speed regarding the contents of the management report for Projects & Operations, Security, ARFF, Finance, IT, contracts, HR, marketing, PR, events and air service developments.

Our operations department is getting ready for our snow removal season and de-icing season highlighting the importance of our de-icing project along with the many safety and maintenance aspects of airport operations.

Security has a major TSA inspection, follow-up and close-out work and have been very busy with badging contractors. Continual audits, inspections and compliance with all TSA requirements on a daily basis. The recent increase in SIDA applications and badges will be decreasing now that the terminal improvement project is complete and our seasonal snow removal badges have been issued.

ARFF has been a major part of our terminal improvement upgrades for safety codes, safety compliance, construction meeting attendance and first response.

The Authority Finance and Accounting division has processed invoices and managed all of our purchases, procurements and payments that the city historically processed, the airport authority now does in-house. Current major projects are a cost allocation study for 2015/16 and annual operating, single audit (FAA and NYS Grant Funds) and PFC audit with an anticipated completion of 12/2018. An Audit Committee meeting will be scheduled after the first of the year. Air Canada has ceased operations in Syracuse, Rochester and other smaller airports due to elimination of the aircraft served by those airports with direct service to Toronto. The international airport designation remains due to having customs on-site and international General Aviation traffic. Our passenger traffic continues to see double digit growth, month over month. Surprisingly the month of September had a 13% increase when historically it is the slowest month of the year in terms of air travel. With the addition of Frontier, the new markets that Allegiant has introduced, we are on trend to have a record year for 2018. Concession sales, parking revenue, car rentals and ground transportation revenues have all risen as well.

IT Department highlights include completing issues with Spectrum on the Wi-Fi splash page, meeting with PCC regarding updating AV equipment in conference rooms and completion of the secured Wi-Fi installation in the SRAA Board Room.

Continuation of work on the ACDBE and MWBE requirements. Two bids were conducted, one for financial consulting services and the other was an RFQ for trash and recycling services at the airport.

Our Human Resources Department has been busy with several programs including the official launch of our SYR Fly Guide Program in November. Training sessions were conducted with our

initial 7 volunteers focusing on terminal and concourse tours, expected conduct, have been given Authority apparel and iPad/Airport resources training. Working with management on continuing an internship program for summer, 2019. In terms of personnel and recruitment, several changes and additions have been made: Director of Airfield Maintenance; Ground Transportation Officer; and an Airport Operations Specialist were all hired during the month of October. Recruitment is in process for Director of Terminal/Landside Operations and 2 Terminal Crew Leader positions. These are all Authority positions.

For our marketing efforts, we are preparing to celebrate the Frontier inaugural flights to Ft. Myers (RSW) and Tampa (TPA), FL along with Allegiant's new Punta Gorda (PDG) non-stop service on November 15, 2018. Digital Hyve and our graphic designer are working on a February Break digital marketing 8-week campaign with a focus on families and teachers. This campaign will target individuals in Ithaca, Elmira, Watertown, Binghamton, Kingston and Canandaigua. The new Terminal Advertising Program has mock-ups created and the agreement for the now in-house program was executed on 10/31/18. Letters of transition have been sent to existing clients, tours and meeting with existing and new clients are being held and quotes and coordination of old hardware and equipment replacement are being conducted. The Director of Marketing, Communications and Air Service Development will update the Board further at our next meeting regarding this new revenue generating program. Our TSA Pre-check program continues to be very successful with 21,194 enrollments since the November 9, 2015 inception.

Other recent highlights include the Million Air FBO grand opening event on September 22, 2018; the Grand Terminal Re-Opening & Airport Community Appreciation Event was held on November 2, 2018. Brian Dorman, Aviation Project Officer was awarded the CNY Business Journal 40 Under 40 Award on November 7, 2018. Brian was also selected as 40 Under 40 award by Airport Business, which is an industry organization. The Authority is co-hosting a gala with the Onondaga Historical Association (OHA) to celebrate the opening of the Aviation History Museum on November 10, 2018.

Adjournment

On further topic was brought up by Dr. DeSiato. Dr. DeSiato shared with the board information regarding "Cool Schools", which is an Aviation Course brought to East Syracuse-Minoa High School (ESM) by the National Pilots Association who sought out a high school in New York State for career awareness of the aviation industry. Dr. DeSiato invited the Executive Director and pilots, such as SRAA Board member, Michael Lazar, to come in to meet with the teachers and students in the class held at ESM High School. A grant was submitted to American Airlines and was awarded. The classroom includes in-class simulators and career exploration. Future courses are being created for upcoming years. This program is the first and only of its kind in New York State. Having no other topics brought to the board, a motion was made by Mr. Nicotra and seconded by Dr. DeSiato to adjourn the meeting.

The motion was approved: 11 ayes, 0 nays, 0 abstain

The meeting was adjourned at 12:02 p.m.

**RESOLUTION AUTHORIZING LONG TERM LEASE OF FIXED BASE
OPERATIONS FACILITY WITH SIGNATURE FLIGHT SUPPORT**

WHEREAS, the Syracuse Regional Airport Authority (the “Authority”) is a public benefit corporation, formed and operating pursuant to Chapter 463 of the Laws of New York 2011 (the “Enabling Act”) and Article 8, Title 34 of the New York Public Authorities Law, as amended;

WHEREAS, the Authority is the operator of the Syracuse Hancock International Airport (“Airport”) and the Enabling Act further provides that the purposes of the Authority include the construction, development, improvement, maintenance and operation of aviation and related facilities within central New York;

WHEREAS, prior to the Authority’s taking over operations at the Airport from the City of Syracuse, the City entered into various separate lease agreements with Landmark Aviation for the operation of a fixed base operations facility at the Airport (the “Prior Leases”);

WHEREAS, the assets of Landmark Aviation, including the Prior Leases, were thereafter acquired by Piedmont Hawthorne Aviation, LLC, a Delaware limited liability company doing business as Signature Flight Support (“Signature”);

WHEREAS, the terms of the Prior Leases matured on or about December 31, 2016 however the Prior Leases have continued on a month to month basis since that time;

WHEREAS, the Authority and Signature have negotiated the terms of a new lease which consolidates the multiple Prior Leases into a single agreement with a term commencing effective October 1, 2018 and a base term of 20 years with the ability to extend the term of the lease for an additional five (5) to (7) years (the “Signature Lease”)

WHEREAS, the Signature Lease has been reviewed and discussed by the members of the Finance Committee at its regularly scheduled meeting on November 9, 2018 and the members of the Finance Committee voted to recommend to the full Board, that the Authority enter into the Signature Lease and which recommendation was made to the Board at its regular meeting held on December 7, 2018.

NOW, THEREFORE, after due deliberation having been had thereon, it is hereby **RESOLVED**, by the Board of the Syracuse Regional Airport Authority that the Signature Lease as recommended by the Finance Committee is hereby approved; and it is further

RESOLVED, that the Executive Director is hereby authorized to execute the Signature Lease on behalf of the Authority.

Resolution Adopted Date: December __, 2018

Vote: ____ **Nays:** ____ **Abstentions:** ____

Signed: _____
Secretary

RESOLUTION ESTABLISHING STANDARD WORK DAYS

WHEREAS, the Syracuse Regional Airport Authority (the “Authority”) is a public benefit corporation, formed and operating pursuant to Chapter 463 of the Laws of New York 2011 (the “Enabling Act”) and Article 8, Title 34 of the New York Public Authorities Law, as amended; and

WHEREAS, the New York State and Local Retirement System (the “NYSLRS”) requires that the Authority establish standard work days for each employee title to be reported to the NYSLRS based on the time keeping system or records of activities maintained by the Authority; and

WHEREAS, at its regular meeting held on December 7, 2018, the Board fully discussed the annexed listing of standard work days by employee title based upon the time keeping system or records of activities maintained by the Authority,

NOW, THEREFORE, after due deliberation having been had thereon, it is hereby

RESOLVED, by the Board of the Syracuse Regional Airport Authority that it hereby establishes standard work days for each employee title as set forth in the listing annexed to this Resolution.

Resolution Adopted Date: December __, 2018

Vote: Ayes _____ Nays: _____ Abstentions: _____

**Signed: _____
Christina R. Callahan**

Syracuse Regional Airport Authority
NYSLRS Standard Work Day
(as of 11/9/2018)

| Title | Standard Work Day (Hrs/Day) |
|--|------------------------------------|
| Airfield Maintenance Crew Leader | 8.0 |
| Airport Fleet Manager | 8.0 |
| Airport Operations Officer | 7.25 |
| Airport Operations Specialist | 8.0 |
| Airport Security Coordinator | 7.25 |
| Airport Welcoming Officer | 7.25 |
| Asst. Airport Security Coordinator | 7.25 |
| Asst. Aviation Project Officer | 6.0 |
| Asst. Director of Terminal/Landside Operations | 7.25 |
| Aviation Contracting Officer | 7.25 |
| Aviation Project Officer | 7.25 |
| Chief Financial Officer | 7.25 |
| Director of Airfield Maintenance | 7.25 |
| Director of Airport Operations | 7.25 |
| Director Airport Security | 7.25 |
| Director of Business Development | 7.25 |
| Director of Marketing, Communications, and Air Service Development | 7.25 |
| Director of Terminal/Landside Operations | 7.25 |
| Executive Assistant | 7.25 |
| Executive Director | 7.25 |
| Fiscal Officer | 7.25 |
| General Counsel | 7.25 |
| Ground Transportation Officer | 7.25 |
| Heavy Equipment Mechanic Crew Leader | 8.0 |
| Human Resources Manager | 7.25 |
| Information Technology Services Administrator | 7.25 |
| Management Assistant | 7.25 |
| Marketing and Communications Specialist | 7.25 |
| Payroll Assistant | 7.25 |
| Personnel Administrator | 7.25 |
| Terminal Crew Leader | 8.0 |

Finance Committee Meeting Minutes
November 9, 2018

These minutes reflect the activities of the Syracuse Regional Airport Authority Finance Committee during the meeting held at Syracuse Hancock International Airport in the SRAA Board Room on Friday, November 9, 2018.

The Meeting was called to order by Dr. Chin at 10:01am.

I. Roll Call:

In attendance: Dr. Shiu-Kai Chin, Mr. John B. Johnson, Mr. William P. Fisher, Mr. Patrick Mannion, Mr. Mike Lazar, Mr. John Clark, Ms. Christina Callahan, Mr. Trent Amond, Mr. Bill Ryan and Ms. Linda Ryan

II. Approval of Minutes from the Previous Meeting:

Mr. Fisher made a motion to accept the minutes from the previous meeting and Mr. Mannion seconded that motion. The minutes were unanimously accepted by the Committee without any changes or modifications.

III. New Business:

A. Signature and Niagara Mohawk Leases:

Mr. Amond explained that with the onset of the Million Air Lease that our practice has been to set our rates based on the square footage of land but we have not charged for the buildings on the Land. The Buildings are built by the occupants and they are fully maintained by the occupants. We do insure the Million Air Building as it is on our property, but we bill them back for the insurance. This was the approach the Authority took when constructing the Signature and National Grid Contracts. When we sent the National Grid around to the Finance Committee as a "Best Interest Exception" (due to the dollar value of the Revenue Contract), the question was raised as to whether or not it is appropriate to not charge an additional fee for the square footage for the building that is on the land. Dr. Chin asked that we come up with a consistent practice. Mr. Lazar asked the term of the Million Air Lease. Ms. Callahan mentioned it was consistent with our lease with the City which is 34 years. Mr. Lazar believes the Authority should go out on the market and ask what this Building/hangar would be worth on the open market. Mr. Lazar recommends that we ask the Financial Consultant we are hiring to evaluate this issue. A conversation ensued about the current rate structure within the Authority. Dr. Chin asked what the ramifications would be of conducting a study. A conversation continued about the ramifications of conducting a study and continuing with the Leases on a Month to Month Basis. Mr. Amond mentioned that Signature and Niagara Mohawk tenancies would not terminate immediately as their leases would continue on a month to month basis until the study was complete. Mr. Lazar made a comment to the effect that it might not be a problem if National Grid

were to leave because he would commit to rent the hanger for \$28,000. Mr. Johnson noted that if Mr. Lazar's comment were to be taken literally, it would be inappropriate for a member of the Authority Board to engage in such an activity. Mr. Amond continued to discuss what the ramifications would be for Signature if we continued on a month to month basis. Signature would like to tear down and rebuild their main hanger and lounge facility to compete with Million Air. They are not going to do this until we have a new lease in place. This study will delay whatever plans they have to improve their facility Ms. Callahan mentioned we have an obligation according to our Grant Assurances to maximize our revenue opportunities at the Airport. In conducting a study, we have to remember there are several types of buildings on premises. Ms. Callahan thinks we need to look at the General Aviation practice as a whole.

Dr. Chin asked that we decide the sequence of events given that the Leases are up and if we are undertaking a study, we should develop a plan on how to proceed. We have to treat similar contracts the same way. A conversation ensued about the rate structure. The Chair of the Board, Mr. Mannion, asked that the minutes show that Mr. Mike Lazar is currently a tenant of Signature and should recuse himself from the vote. Dr. Chin mentioned that the consensus is that management move forward and embark on a study. Mr. Johnson mentioned that it is important to get a deadline date from the Financial Consultant to complete the study on how long it will take to conduct the study.

Dr. Chin summarized the comments as follows. He mentioned that the Committee has questions regarding the status of the buildings that are included in Signature's proposed lease. The Authority is interested in continuing with the Lease once we have answers to our questions regarding the Buildings life expectancies. The Committee is not comfortable with signing a lease of this length without additional knowledge. Ms. Callahan mentioned that we can delay the signing and go through the lease again and would like to table this conversation until December. We are scheduling a Finance Committee Meeting before the December Board Meeting.

B. The Airport Hotel:

Mr. Ryan discussed the plan for the Airport Hotel. The existing hotel lease expires in 2032. The current owners will not be investing any more money into this hotel and would like to sell it. Mr. Ryan would like to develop a subcommittee to discuss all of these issues. We would like to look at options such as do we need a new hotel or do we need a hotel at all. He asked if Mike Lazar and Mike Quill could be on the subcommittee. Mr. Fisher volunteered for the subcommittee as well. Ms. Callahan asked that we are looking for concurrence from the Finance Committee to approve a hotel subcommittee which would report their findings and recommendations to the Board in June.

C. Financial Consulting Services RFP:

Dr. Chin discussed the Financial Consultant RFP review process. There were two candidates, Landrum & Brown and Unison. The Committee recommended Landrum and Brown based on their previous history and their good working relationship with management and their competence. Both Firms were competent but in the end we had a higher degree of confidence with Landrum

& Brown. We would like to recommend to the Board that we hire Landrum & Brown. Mr. Lazar made a motion to recommend this and Mr. Mannion seconded that motion.

D. Revised Capital Improvement Budget:

Mr. Amond discussed the Capital Improvement Plan. There were two projects, the Lagoon Deicing Facilities and the Taxiway Hotspots on the CIP that both came in significantly above our original estimates. They exceeded the 20 percent limit and now require the Board's approval so we are have updated the dollar values of these projects and are putting this in front of the Board. The Deicing project has been fully funded by the FAA so we are moving forward with this. The Taxiway project was not fully funded by the FAA but we are applying for supplemental funding which may allow us to still proceed with this. Mr. Lazar made a motion to recommend this to the Board and Mr. Mannion seconded the motion.

Dr. Chin motioned to adjourn the meeting. Mr. Mannion seconded the motion. The meeting ended at 11:00.