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ST. JOHNS AIRPORT AUTHORITY

Workshop

held in The Conference Center, Meeting Room B

4730 Casa Cola Way

St. Augustine, Florida

on Monday, January 22, 2024

from 4:00 p.m. to 5:43 p.m.

* * * * *

BOARD MEMBERS PRESENT:

- DENNIS CLARKE, Chairman
- ROBERT OLSON
- JENNIFER LIOTTA
- MICHELLE CASH-CHAPMAN
- REBA LUDLOW

* * * * *

ALSO PRESENT:

JEREMIAH R. BLOCKER, ESQUIRE, Douglas Law Firm,
100 Southpark Boulevard, Suite 414, St. Augustine,
Florida, 32086, General Counsel for Airport
Authority.

CHAD S. ROBERTS, ESQUIRE, The Roberts Firm, PLLC,
1633 Challen Avenue, Jacksonville, Florida, 32205,
Aviation Counsel for Airport Authority.

JAIME TOPP, Interim Executive Director.

COURTNEY PITTMAN, Director of Operations.

* * * * *

MELISSA SCHROEDER, RPR
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1 CHAIRMAN CLARKE: It's 4:00. Call the meeting
2 to order. Should we say the Pledge of Allegiance?

3 MR. TOPP: Yep.

4 MS. CASH-CHAPMAN: Absolutely.

5 (Pledge of Allegiance.)

6 CHAIRMAN CLARKE: Thank you for coming.

7 For the record, this is a workshop meeting of
8 the St. Johns County Airport Authority Board.

9 Should we do a roll call for the record?

10 MR. TOPP: Sure.

11 CHAIRMAN CLARKE: Ms. Cash-Chapman?

12 MS. CASH-CHAPMAN: Here.

13 CHAIRMAN CLARKE: Mr. Clarke? I'm here,
14 present.

15 Ms. Liotta?

16 MS. LIOTTA: Here.

17 CHAIRMAN CLARKE: Ms. Ludlow?

18 MS. LUDLOW: Here.

19 CHAIRMAN CLARKE: Mr. Olson?

20 MR. OLSON: Here.

21 CHAIRMAN CLARKE: And with us from management,
22 Mr. Topp, Executive Director; Mr. Pittman, Director
23 of Operations; Mr. Blocker, General Counsel;
24 Mr. Roberts, Aviation Attorney; Court Reporter --

25 COURT REPORTER: Melissa Schroeder.

1 CHAIRMAN CLARKE: -- Melissa, is here.

2 All right. Thank you. I assume everyone has
3 the agenda. And, Mr. Topp, the room is yours.

4 COMPASS POINT PROGRESS

5 MR. TOPP: All right. Well, the Compass Point
6 progress, I guess, have we gotten any further with
7 going over a lease with them? Did they bring you
8 anything?

9 MR. ROBERTS: They have -- they have put us in
10 touch with their legal team, and they're still
11 doing a lot of work on their own. And on a
12 parallel track, they've opened a dialogue with the
13 airport's legal team. And it's moving along.

14 MR. TOPP: Great. And then for Mr. Gorman,
15 who's not here, they're doing a -- and I didn't
16 know this, but I guess most developers do a tree
17 overlay. You probably have heard that before,
18 right? Just where the trees are right now and
19 where we're going to put the -- the site plan for
20 the trees and blah, blah, blah. So we'll have that
21 here sometime this week. And they're getting that
22 done.

23 MS. LIOTTA: I guess I have a question. Like,
24 you know, sounds like they're doing development
25 work, like, you know, engineering, tree overlays,

1 things like that. Does that mean that the business
2 terms have already been decided, like, you know,
3 what --

4 MR. TOPP: No.

5 MS. LIOTTA: So they're spending all this
6 money on engineering things when --

7 MR. TOPP: The tree overlay is -- the only
8 thing they're doing engineering-wise, Ms. Liotta,
9 is the -- Mr. Gorman has been pounding on me about
10 the trees. So they're doing me a favor of doing a
11 tree overlay.

12 MS. LUDLOW: Gorman.

13 MR. TOPP: Gorman, Mr. Gorman.

14 MS. LUDLOW: He's a tree hugger.

15 MR. TOPP: Yes.

16 MR. OLSON: I have, also, a couple of
17 questions. Why isn't the airport initiating the
18 lease?

19 MR. ROBERTS: The lease itself?

20 MR. OLSON: Yes.

21 MR. ROBERTS: They're -- we will drive the
22 lease. We will drive the lease.

23 MR. OLSON: Okay. And I guess the other thing
24 is -- two things: I think this board should be
25 able to see and talk with counsel about business

1 terms --

2 MR. ROBERTS: Absolutely.

3 MR. OLSON: -- before we see a full agreement
4 and -- and that be done in a way that we can
5 discuss the business terms with you.

6 MR. ROBERTS: Yes.

7 MR. OLSON: And, you know, you could get
8 concurrence about the Authority's position on the
9 business terms.

10 MR. BLOCKER: Absolutely. And if I could just
11 answer that, Mr. Olson. I think you're 100 percent
12 right. One of things that we're going to do kind
13 of going forward is -- you know, the board has a
14 very -- y'all have a very important role as the
15 trustees in overseeing this process, so -- and
16 y'all have a finite resource here, which is land.
17 So we're going to make sure as we go through -- so
18 this deal's not finalized. You know, the developer
19 can do what they want to do, but -- you know,
20 whatever expenditures they want to make, but this
21 has not received a final approval from y'all of the
22 board. The only people that can approve this are
23 y'all.

24 So we're going to continue to work. And I'll
25 let -- Mrs. Liotta -- Board Member Liotta is going

1 to address this later, but we're going to look at
2 our policies of how we're doing this and making
3 sure that we're protecting the airport's resources,
4 so we're not just agreeing to everything.

5 So we have a lot of work to do on this
6 project. We appreciate that there are developers
7 that are interested and working with us and
8 partnering with us, but this is far from a done
9 deal. We need a lot of input from y'all as board
10 members in going through this. So we're going to
11 make sure that kind of going forward we have a
12 fully developed and really have outlined the roles
13 and responsibilities for the staff as well and to
14 make sure -- you know, this is a board-driven
15 responsibility. Y'all are the elected officials
16 elected by the public.

17 So we'll absolutely work on that and -- and I
18 only mention this because, you know, again,
19 Mrs. Liotta and I were talking from the policy
20 standpoint, we're going to bring -- you know, and
21 y'all have directed us to kind of look at our land
22 lease policy and develop a better policy and really
23 kind of outline what role and responsibility the
24 staff has.

25 You know, as you think about it, y'all really,

1 as we stand now, do not have, you know, clear
2 guidance for Mr. Topp as executive director. You
3 know, there's no clear job description, outline of
4 what his roles and responsibilities are. And he's
5 doing a great job, he's stepping into a difficult
6 role, but we're going to define that a little bit
7 better.

8 And, you know, in the interest of trying to
9 move things forward, you know, we've kind of jumped
10 at opportunities, but we're going to slow the role
11 a little bit. We're going to make sure we go
12 through the process correctly. We want the board
13 members involved. We want y'all asking questions.
14 There's no rush here. When you have a developer
15 telling you they need to rush, they're -- they're
16 not looking out for your interest. So I -- I
17 assure you of that.

18 So we're going to work -- Mr. Topp and I have
19 talked about this. We're going to slow this down.
20 We're going to make sure we have legal counsel that
21 are present. We do need Mr. Roberts involved, and
22 I've asked him to be involved, because there's
23 always an aviation component to all of this, you
24 know, because y'all are the airport. If this was
25 any other government entity, it would be a pure

1 real estate discussion. But because it's -- FAA,
2 you know, has oversight. So I only say this and
3 take the time to say this, and I'm glad this is the
4 first thing on the agenda, because we do need to
5 vet this more and we need to go through it. And I
6 think it's great they're doing a tree survey, but
7 we're not paying for that. They want to spend the
8 money to do that, that's on them.

9 But we do need y'all's input as board members.
10 And you all are going to be involved in this
11 process to a point. So I want to assure you of
12 that.

13 Are there any questions on that from anybody?

14 CHAIRMAN CLARKE: No.

15 MR. OLSON: No. I just have one more
16 information thing. Board members received a -- I
17 don't know if you've had a chance to -- anyone else
18 had a chance to look at it, but there's a group
19 interested in adopting the two historic buildings
20 on the site. It's the nonprofit that has -- is
21 implementing a main street program, which is a
22 statewide program from main street revivals of
23 small towns and in Hastings. And so they're very
24 interested in adopting and preserving the two
25 historic railway buildings that sit on the

1 10 acres.

2 So they've submitted -- they sent a letter
3 to -- I suggested -- I was approached, because I
4 also sit on the Cultural Resources Review Board for
5 the county. I suggested they send a letter just
6 expressing their interest to the board -- to the
7 full board. And so that's another thing that could
8 be an opportunity because we wouldn't know where
9 that stuff would go. Presumably, it would be the
10 responsibility of the developer to make those
11 arrangements with them. But, anyway, I just point
12 that out.

13 MR. BLOCKER: Mr. Olson, if you would --
14 Mr. Chair, if we could, since this is more of a
15 workshop and things are a little bit more informal,
16 I appreciate y'all being willing to kind of go with
17 this process so we can -- you know, part of the
18 goal is, in this workshop, to bring up things that
19 y'all are interested in discussing in February.

20 So, Mr. Olson, what we could do is, if
21 there -- Mr. Chair, if you'll allow me to kind of
22 take some leeway here, if this is something the
23 board believes is a worthy idea, if we could get
24 some consensus, this is something we could put on
25 the agenda in February to get board approval to

1 direct staff to look into further and see if -- is
2 this something that you'd be interested in having
3 on the agenda, Mr. Olson?

4 MR. OLSON: Well, I mean, it's a need that
5 we'll have to -- where it's facing us --

6 CHAIRMAN CLARKE: I just have one question.
7 Can I ask it?

8 MR. OLSON: Yes.

9 CHAIRMAN CLARKE: Will they -- will they
10 remove the building to -- and relocate it to
11 Hastings, or do they develop it --

12 MR. OLSON: They want to have discussions with
13 the Authority on the arrangements.

14 CHAIRMAN CLARKE: Oh.

15 MR. OLSON: So that's unclear at this point.

16 MR. TOPP: Can I say one thing? In talking to
17 the development company, they had mentioned that
18 that was something they were aware of and that
19 they're definitely interested in helping any way
20 they can.

21 Originally, they were thinking of making that
22 railway station --

23 MR. OLSON: Yeah.

24 MR. TOPP: -- or the part that goes east and
25 west into a restaurant, right? But -- and do they

1 want both buildings, or do they want the railway
2 station?

3 MR. OLSON: That's my understanding. They
4 want the freight and the passenger -- both --
5 neither building -- I mean, the two buildings are
6 about 20 years apart in their built time.

7 MR. TOPP: Yeah.

8 MR. OLSON: The one is not a Flagler or FEC
9 building. It was built in downtown. I don't think
10 it was a Flagler building with the house --

11 MR. TOPP: The one with the chimney and the
12 safe?

13 MR. OLSON: There's a passenger thing for the
14 train that went across the bay to Anastasia from
15 downtown. And it operated for only about ten years
16 until the Bridge of Lions was built. So it was
17 built around 1920.

18 MR. TOPP: Interesting.

19 MR. OLSON: But the other one is earlier. But
20 I guess I assume -- does the airport own these two
21 buildings?

22 MR. TOPP: Yeah, we own the property.

23 MR. ROBERTS: Where are they?

24 MR. OLSON: On US-1. You can't miss them.
25 You go by them every day.

1 MS. LUDLOW: The blue roof. The one that has
2 the blue tarpaulin on it coming this way.

3 MR. TOPP: The one that leaks like a sieve so
4 it's got a blue tarp on it.

5 MS. LUDLOW: It's a big, long building.

6 MR. TOPP: It's where the Civil Air Patrol is
7 right now.

8 MR. OLSON: Yeah, one of them is occupied by
9 Civil Air Patrol.

10 MS. LUDLOW: Yeah, they do have a sign there.

11 MR. OLSON: I mean, I don't know if there's an
12 obligation or a lease that has to be --

13 MS. LIOTTA: I think so.

14 MS. LUDLOW: Well, I -- we talked about that
15 when Bruce Maguire was chairman, and he was very
16 interested in trying to put that up for sale. And
17 he was hoping that the -- not the railway, the --
18 what's the big -- the thing that's going to run
19 down -- the railway and they -- you know, that
20 they --

21 CHAIRMAN CLARKE: Commuter rail?

22 MS. LUDLOW: Right.

23 MR. TOPP: Brightline? Brightline?

24 MS. LUDLOW: No. No, just the --

25 MR. OLSON: Commuter rail.

1 MS. LUDLOW: -- the rail thing. That -- you
2 know, that St. Augustine might want it so that they
3 could restore it and use it, you know. So I really
4 don't think that big building is worth moving, you
5 know, right now.

6 MR. TOPP: The one that CAP is in?

7 MS. LUDLOW: CAP is in it, and they're begging
8 for a roof. That's why they have so many -- that
9 blue tarpaulin on the top, because it leaks.

10 CHAIRMAN CLARKE: Can we find an alternative
11 space for them?

12 MS. LUDLOW: Pardon me?

13 CHAIRMAN CLARKE: How much space does CAP
14 need?

15 MS. LUDLOW: In the -- I don't know.

16 CHAIRMAN CLARKE: Why don't we find that out
17 and try to find an alternative for them so we can
18 move those buildings --

19 MS. LUDLOW: Right.

20 CHAIRMAN CLARKE: -- before they disintegrate
21 more?

22 MS. LUDLOW: Surely, Bob -- can I say Bob? --
23 they wouldn't us to gift this to them.

24 MR. OLSON: They want to have discussions
25 about how that might be. I think if they were --

1 if it were possible to -- for them to adopt the
2 buildings, they would incorporate -- my
3 understanding is they would incorporate them into
4 the downtown Hastings. There's some vacant land
5 along the main street between some of the buildings
6 that are being renovated now.

7 MS. LUDLOW: Uh-huh.

8 MR. OLSON: So -- and they also think there's
9 opportunity for state historic preservation grants
10 to help with the stabilization and leave some
11 buildings. So that's -- that's about all I know.
12 It was -- pretty much everything I know was put in
13 that letter to the board that the board has seen.

14 MS. LUDLOW: Right. Right.

15 MR. BLOCKER: So just so we can kind of guide
16 this, so when these things come up, if this is a
17 potential item that we want discussed -- because we
18 would need more approval to basically direct staff
19 to go any further. So is this something there's
20 consensus from the board to put on the agenda in
21 February? Is there a consensus?

22 MS. CASH-CHAPMAN: (Nods head.)

23 MS. LIOTTA: Yeah.

24 CHAIRMAN CLARKE: I think so.

25 MR. BLOCKER: So, Mr. Chair, we would just

1 direct you -- so we can develop some muscle memory
2 here, we would just direct -- you would just direct
3 Mr. Topp to go ahead and put this on the agenda,
4 there's consensus --

5 CHAIRMAN CLARKE: Okay.

6 MR. BLOCKER: -- for the agenda in February.

7 CHAIRMAN CLARKE: Maybe we could hear from a
8 representative. Could they attend the meeting and
9 give us a --

10 MR. OLSON: I'm sure they would be happy to
11 have a representative here at the meeting.

12 CHAIRMAN CLARKE: Okay.

13 MR. TOPP: Did they copy me on that letter?

14 MS. CASH-CHAPMAN: Yeah, did you get that
15 e-mail, or do you want one of us to send it to you?

16 MS. LUDLOW: It's right here. I was passing
17 it around.

18 MR. TOPP: See if I was copied on it, would
19 you?

20 MR. OLSON: Their executive director is
21 Sallie O'Hara from that group.

22 MS. CASH-CHAPMAN: I can forward it to you
23 right now.

24 MR. TOPP: Thank you.

25 MS. LIOTTA: It's not that hard.

1 CHAIRMAN CLARKE: Yeah, let's put it on the
2 agenda. The sooner we can decide what to do with
3 it, the better, I think.

4 MR. TOPP: All right. And then the other --
5 the only last thing I have on that is -- or do you
6 think that there's something that the board will
7 need to address as far as the business terms and
8 things like that with Compass Point by then -- by
9 February?

10 MR. BLOCKER: So let's -- so we can -- we
11 can -- what we could do is put it on the agenda if
12 the board -- we can put it as just a -- just an
13 update to the board of what our status is. We can
14 do that --

15 MR. TOPP: Okay.

16 MR. BLOCKER: -- since this is a large
17 project.

18 What I would recommend is just putting it as
19 an update. We can circle up with them, see
20 their -- this is going -- if the board moves
21 forward long -- this is going to be a long-term
22 project, so we'll need probably monthly updates.
23 So I would recommend, if the Chairman agrees and
24 the board, is just putting this as just a status
25 update where you, as executive director, would

1 update. And obviously we'll get together with you
2 beforehand.

3 MR. TOPP: Sure.

4 MR. BLOCKER: But I think we're a while -- I
5 don't want to say way off. I think we're a little
6 bit off from a finalized agreement. I think they
7 still have to do some -- they're in a due diligence
8 period with investors as well. So we have some
9 time. But we can build in an update as well.

10 Does that work, Mr. Chairman?

11 CHAIRMAN CLARKE: Yeah. I believe so, yep.

12 MR. OLSON: Do we have an appraisal on the
13 site? That's something that we need to do, right?
14 Do we have an appraisal on the 10 acres?

15 MR. BLOCKER: I have not seen an appraisal.

16 MR. TOPP: I have not seen an appraisal since
17 I've been here. I can get back and talk to
18 Pacetti.

19 MR. OLSON: I mean, I believe an appraisal is
20 necessary for us to be able to be confident that
21 we're at least, at the minimum, going into the deal
22 at fair market value.

23 MS. LUDLOW: I think --

24 MR. BLOCKER: Well, we can ask them for -- we
25 can --

1 MS. LUDLOW: They're supposed --

2 MR. BLOCKER: We can ask them to do an
3 appraisal or, you know -- in other words, we can --
4 you know, we want them to pay for it as opposed
5 to -- you know, I'm -- it's up to the board, but my
6 recommendation would be to put some of these
7 requirements on them so they are --

8 MR. OLSON: Well, the requirements -- I mean,
9 it could be part of the transaction costs, but I'm
10 uncomfortable with the proponent going out and
11 hiring an appraiser.

12 MR. BLOCKER: Well, we can hire the -- we can
13 identify the appraiser, then have them pay for it,
14 essentially.

15 MR. OLSON: Okay. And it would be an MAI
16 appraiser?

17 MR. BLOCKER: Correct. Yes, sir. So they
18 would pay for the cost of the basic appraisal.

19 MR. OLSON: Sounds good. Okay.

20 MR. BLOCKER: So we can coordinate that and
21 work that out with them. That's a reasonable due
22 diligence, because we're still doing our due
23 diligence as well.

24 MS. LIOTTA: Now, typically with these sorts
25 of deals -- I'm just, you know -- if we do, you

1 know -- I'm very supportive of having the proposed
2 tenant take on these initial costs and if we end up
3 not coming to terms because they -- they won't
4 agree to something that's market, they just -- you
5 know, they're out that.

6 If they -- we are able to come to terms,
7 typically is the expectation going to be that those
8 forward paid costs then get sort of -- they get
9 rent abatement or something like so that if we --
10 if they do a deal? Or is it just like a sunk cost?

11 MR. BLOCKER: I would frame it as that these
12 are costs that they just -- is a part of doing
13 business -- you know, this is part of cost of doing
14 business.

15 We can -- if the board is interested in
16 framing it a certain way where we incentivize them,
17 but, you know, my thoughts on this as your
18 counsel -- and Mr. Roberts may disagree, but I
19 think we're in agreement on this -- they're coming
20 to the Airport Authority seeking to develop this.

21 MS. LIOTTA: Right.

22 MR. BLOCKER: They're going to be -- if it's a
23 successful plan, they're going to make a lot of
24 money off this. That's great. We want them to be
25 successful. We want our tenants to be successful.

1 But they're not constrained by the same restraints
2 that we are with government. So some of this --
3 you know, these are reasonable due diligences.
4 They're doing their due diligence; we're doing our
5 due diligence. So I think these are reasonable
6 costs that I would hope they would not expect any
7 type of whatever.

8 But we can approach them. I'll get with
9 Mr. Topp and we could ask them as part of it to do
10 an appraisal. And that's a fairly reasonable --
11 it's not expensive. And we can select -- there are
12 a number of appraisers that we can select that work
13 in government that we can recommend and just ask
14 them to pay for that service, so --

15 Jaime, does that make sense?

16 MR. TOPP: Huh?

17 MR. BLOCKER: Chad, do you agree?

18 MS. LUDLOW: And that will be our time
19 guideline too.

20 MR. ROBERTS: Yeah. You're talking about
21 Compass Point or this --

22 MR. BLOCKER: Talking about Compass Point.

23 MR. TOPP: Yeah, I agree.

24 MR. BLOCKER: Okay. Perfect. So we'll work
25 on that. So maybe that can be the update in

1 February, Jaime, is just kind of where we are with
2 the appraisal.

3 MR. TOPP: Yep.

4 MR. BLOCKER: And also kind of maybe get -- we
5 can get a list from them of kind of what their --
6 what their due diligence -- where they're at in
7 their due diligence process and where we are in our
8 due diligence process. So...

9 MS. LIOTTA: Is there -- another question, I
10 guess. In previous meetings, there's been a lot of
11 mention from -- from Jaime, you mentioned like
12 they -- the Florida Airport Association --

13 MR. TOPP: Florida Airport Council?

14 MS. LIOTTA: Right.

15 MR. TOPP: Yeah.

16 MS. LIOTTA: I was just wondering if there's a
17 resource such as that, if they do any kind of
18 benchmarking. Because we want to make sure that
19 we're getting market rates on -- I don't know if
20 "concession" is the right word --

21 MR. TOPP: Good point. Yeah.

22 MS. LIOTTA: -- but whatever the actual
23 commercial terms are -- you know, we don't do this
24 every day.

25 MR. BLOCKER: Absolutely.

1 MS. LIOTTA: So like what is the market right
2 now for these kind of deals.

3 MR. TOPP: I know that the Jax Airport has
4 built a bunch of hotels and things like that around
5 it.

6 MR. BLOCKER: For sure.

7 MR. TOPP: So we could probably get an --

8 MS. LIOTTA: Get some comps.

9 MR. BLOCKER: For sure.

10 MR. TOPP: I mean, I've talked with the -- my
11 counterpart at Jax. So...

12 MR. BLOCKER: And we can kind of vet. And I
13 think Compass -- the developers from Compass Point
14 have done some stuff at some other -- so we can
15 reach out and make sure of the terms. But
16 there's -- you know, this -- the good thing about
17 this project is this is not outside the norm. This
18 is fairly, you know -- so we can make sure that
19 we're following the right terms and everything.
20 And, you know, one of the good things about this
21 industry is we're able to look at other examples
22 and to offer them that. So we'll work -- and I
23 know Jaime's been leaning forward on that and has
24 already reached out to them on that. So we'll keep
25 doing that. So...

1 MR. OLSON: Jaime, Boca Airport gets most of
2 its revenue from strip commercial land also along a
3 busy road.

4 MR. TOPP: Jax, Boca.

5 MR. ROBERTS: Boca Raton?

6 MR. OLSON: Yeah. They live off of that.

7 MR. BLOCKER: And I would encourage y'all,
8 too, as board members to reach out to y'all's
9 counterparts, if you think it's worth it, you know,
10 on some of these other -- and maybe ask -- is y'all
11 do your own -- y'all as a board vet individually,
12 you know, reach out to counterparts on some of
13 these different boards and ask them some of their
14 experiences.

15 MS. LIOTTA: Can we get a list of the -- as
16 you said, the Compass -- that this group has done?

17 MR. BLOCKER: Absolutely. They mentioned in
18 their presentation they had done some other
19 aviation. We can ask them for that.

20 MR. TOPP: Sure.

21 MR. BLOCKER: I don't know where -- I don't --

22 MS. LIOTTA: Because it might be good to just
23 call up the --

24 MR. BLOCKER: Sure. Absolutely.

25 MS. LIOTTA: -- the airport -- those airports,

1 see how it's gone with those relationships.

2 MR. TOPP: Yeah, it's Joyce -- Compass is the
3 name of this project. So it's Joyce Development.

4 MS. LIOTTA: Joyce. Right, right.

5 MR. OLSON: Yeah, I couldn't -- I went online
6 and I couldn't find any airport-related. They're
7 opening a -- sort of a boutique-looking hotel in --
8 somewhere in the Jacksonville area. That's about
9 to open, I think.

10 MS. LUDLOW: So I --

11 MR. TOPP: I'll find out.

12 MR. BLOCKER: Even if it's not aviation, maybe
13 we could get a list of the regional impacts, and it
14 will give the board members --

15 MR. TOPP: Absolutely.

16 MR. BLOCKER: -- an opportunity --

17 MS. LUDLOW: So you are tasked with getting in
18 touch with them and having them do a presentation
19 or whatever that they want to do first.

20 MR. TOPP: Having Joyce do a presentation
21 again?

22 MS. LUDLOW: Uh-huh.

23 MR. TOPP: Okay.

24 CHAIRMAN CLARKE: Just one comment on the
25 historic building. Make sure that we approach

1 Civil Air Patrol and get their requirements --

2 MR. TOPP: Yeah.

3 CHAIRMAN CLARKE: -- so that we can find an
4 alternative for them.

5 MS. LUDLOW: They are looking. I mean, they
6 have gone to everybody looking for a place. They
7 wanted us to have our board meeting over there just
8 so the board members could see what shape the
9 building was in, you know, because it's going to
10 fall down and they don't have a place to have their
11 meetings.

12 MR. OLSON: Is it in really bad shape? I was
13 in it two years ago. It seemed to be fine.

14 MR. TOPP: It's bad. It's leaking.

15 MS. LUDLOW: Bad shape.

16 MR. OLSON: Oh, the roof? Well, yeah, roofs
17 always need to have repairs.

18 MS. LUDLOW: Uh-huh.

19 MR. TOPP: But, you know, when it leaks, then
20 you've got some -- a breakdown. It's a wood
21 structure, so eventually it's going to rot out.
22 Maybe the termites are just holding hands and it's
23 holding it together.

24 MS. LUDLOW: Right. Uh-huh.

25 MR. OLSON: It's held up pretty well, because

1 I think it dates back to around 1900.

2 MR. TOPP: Wow.

3 MS. LUDLOW: I didn't know that was part of --
4 I knew the depot was, but I didn't know the long
5 building was part of it.

6 MR. OLSON: The depot is newer --

7 MS. LUDLOW: Yes.

8 MR. OLSON: -- and had a different purpose and
9 a different -- than the freight building. The
10 freight building is standard FEC detailing that
11 they put on all their train depots up and down the
12 East Coast of Florida. There's one virtually
13 identical to it that's not standing anymore that
14 was at New Smyrna Beach. And I'm not sure where
15 this one came from.

16 MS. LUDLOW: I agree. Then we'll find out.

17 MR. TOPP: That's right.

18 MS. LUDLOW: Uh-huh.

19 SOLANO HANGAR PROJECT

20 CHAIRMAN CLARKE: Solano Hangar Project.

21 MR. TOPP: Solano is really not anything
22 further than we're following up on that. We --
23 Courtney and I met with some of the folks -- the
24 engineering group that have been talking to us.

25 A funny side note, that the engineering

1 company -- I took it out of my pocket -- is -- it's
2 on my desk -- Matthews. I met the gentleman that
3 is Matthews last Monday morning --

4 MR. OLSON: Yeah.

5 MR. TOPP: -- or last Wednesday morning, a
6 nice gentleman, and just as a by-product when I was
7 flying out of here Wednesday. But basically we're
8 just making sure that we get an elevation from them
9 so that we can see what the front's going to look
10 like and make sure that it meets our requirements
11 to match what's there. And then as -- I mentioned
12 the last time I was here when we talked about this
13 was we're still telling them "Before we can approve
14 anything, you've got to go and take it to the St.
15 Johns County Permit Department and make sure that
16 they're okay with it. And the fire and all the
17 things that they have to do, they're good with it."

18 The one thing I was told the other day was
19 they did figure out that it wasn't a good idea to
20 have the hangar open on to Taxiway Foxtrot because
21 then what's going to happen when the Cirrus jets
22 are coming out or Cirruses come out or, you know,
23 fliers, you know, that kind of thing? So I guess
24 there's going to be a side, the way it's going to
25 be, or a U-shaped thing. We'll see shortly. So

1 that's -- that's really the only update there.

2 MR. OLSON: Jaime, do we know how much of that
3 hangar space is going to be needed to be -- is
4 going to be taken up by Solano and how much would
5 be -- you know, we're hangar deficient --

6 MR. TOPP: Uh-huh.

7 MR. OLSON: -- would be able to be promoted as
8 available to, I don't know, people that
9 generally --

10 MS. LIOTTA: If it's a land lease, it will be
11 his hangar. He'll get to decide who's in there.

12 MR. OLSON: Yes, but --

13 MR. TOPP: His jet is going to take up a good
14 bit of it and then I would imagine a couple of
15 his --

16 MS. LUDLOW: All of his planes.

17 MR. OLSON: So he's not going to be
18 offering --

19 MR. TOPP: No.

20 MR. OLSON: -- hangar space to anyone other
21 than --

22 MS. LIOTTA: Yeah, I think it's going to be
23 private corporate, right?

24 MR. TOPP: Yeah, it's corporate. But I think
25 what's going to end up happening, and I need to get

1 a reading from him on this, is he going to vacate
2 some of his other --

3 MS. LIOTTA: I thought we were making that a
4 requirement until we --

5 MR. TOPP: Right.

6 MS. LIOTTA: Yeah.

7 MR. TOPP: So he's vacating where some of his
8 other --

9 MR. OLSON: So it's got that secondary
10 benefit, but there's nothing that we can --

11 MR. TOPP: No.

12 MR. OLSON: -- say is increased?

13 MR. TOPP: He's going to fill it up with his
14 toys.

15 MR. OLSON: Okay.

16 CHAIRMAN CLARKE: Maybe we can move the CAP
17 into one of his vacated hangars.

18 MR. TOPP: Or maybe that office that he's in.

19 CHAIRMAN CLARKE: Yep.

20 MR. ROBERTS: And the only thing I would add
21 to that is that on a parallel track, while they're
22 working all these plan details, his counsel
23 essentially is going to get the Volato contract
24 minus a lot of terms that were unique to the Volato
25 thing. So we were going to make that -- that a

1 template -- we're going to try to make the template
2 for land lease development agreements going
3 forward. So that's --

4 MR. OLSON: Not the Volato lease.

5 MR. ROBERTS: Not specifically the Volato
6 lease, because there are a lot of things in that
7 lease that were unique to that.

8 MR. OLSON: Yes, very much so.

9 MR. ROBERTS: But most of the boilerplate
10 general relationship language --

11 MR. OLSON: Well, we have a lease with Solano,
12 don't we?

13 MR. ROBERTS: We do not. Well, he might have
14 T-hangar lease or things like that, but --

15 MR. OLSON: So we have not -- this has not
16 been put into a lease either; is that right?

17 MR. ROBERTS: That has not been put into a
18 lease --

19 MR. TOPP: No.

20 MR. ROBERTS: -- because this is a -- that's
21 a -- that's a development lease. So it's -- right
22 now it's dirt. So there's an agreement about how
23 they're going to transition from dirt to structure
24 and then the rest of the term on that as well.

25 MR. OLSON: So we don't have business -- we

1 don't have all of the business terms solidified?

2 MR. TOPP: No. He's agreed to the --
3 remember, we did an appraisal on it, and he's
4 agreed to the cost per square foot for the dirt.

5 MR. OLSON: Yeah, but -- given that you -- the
6 Volato lease was mentioned, there's a lot in that
7 that is beyond --

8 MR. TOPP: Yeah, I don't think the -- some of
9 the terms that are in the Volato lease will have
10 anything to do with this.

11 MR. ROBERTS: My point is I want you to see it
12 in plenty of time for you to comment about it.

13 MR. BLOCKER: Well, and just -- if I can just
14 weigh in here as well, so we're going to be
15 bringing a new lease and a new policy -- a land
16 lease policy to the board for approval. So
17 Mrs. Liotta will be talking about that, but we're
18 going to be providing y'all with kind of some
19 updated language and approval. That way y'all as
20 the custodians and the trustees can have, you know,
21 more input and all that.

22 So I don't want to steal your -- I don't know
23 if you want to go ahead and address that now or --

24 MS. LIOTTA: Well, yeah, I mean, there's not
25 like a lot of detail to talk about, but I think the

1 idea when I was talking with Mr. Blocker was just
2 start fresh essentially, not, like, try to worry
3 about redline what's there, but -- and we'll
4 reference some other -- look at some other
5 airports, you know, kind of -- but the idea
6 basically being the -- I think the system that we
7 have now -- and it's not bad in that conceptionally
8 the idea being for a lease to first come to the
9 board for like, hey, does this meet a threshold?
10 And then if it does, it goes to staff.

11 Because what I don't want to see happen, like
12 I -- I feel that as a board member I want to
13 zealously protect and guard the time of our staff.
14 I don't -- you know, they've got to worry about
15 operations and safety and dealing with the tenants
16 that we have. You know, having them be inundated
17 with developers who want to talk about, Well, what
18 about this 5 acres or what about that 1,000 acres
19 or whatever it may be is a massive distraction.

20 I think that the way to do it is basically
21 what we have now but make it much more clearer, you
22 know: Bring your proposals for board
23 consideration, have a little bit more policy
24 statement in that policy about what those
25 thresholds should take into account, you know, at a

1 high enough level, like just give some guidance,
2 like, you know, we care about is it consistent with
3 our master plan? Is it -- you know, so when
4 someone wants to bring a proposal, they've got some
5 guidance when they look at that, that if you're
6 going to -- if you want to come to the board and
7 have something looked at, you know, here's the
8 things that you're going to get graded on high
9 level. And then if you meet that, then, you know,
10 you can have some of staff's time.

11 So that's kind of the approach. And then, you
12 know, the -- that, you know, is thinking about,
13 and then of course the actual language of that
14 would come to this board for further review,
15 discussion, and ultimate approval.

16 MR. OLSON: Okay. So you're taking that task
17 up as part of -- as the --

18 MS. LIOTTA: Yeah.

19 MR. OLSON: -- the policy --

20 MS. LIOTTA: Yeah.

21 MR. OLSON: Great. I just want to make sure
22 you give attention to Priority 3 under "Strategic
23 Action." In our approved strategic plan, it
24 call -- the plan is to competitively bid new
25 leases.

1 MS. LIOTTA: Well, that may be something where
2 we -- it's going to be a little bit different.
3 We've got -- a lease is not like something that's
4 going to be necessarily an apples-to-apples thing.
5 You might have -- and that might be something where
6 we want to discuss, Hey, do we only review these on
7 like, say, a quarterly basis? So you can get --
8 like, you know, if you've got like -- it's hard to
9 compete when you get one person who has an idea,
10 right? So -- and then if he's like, Oh, well, you
11 came up with an idea, now we're going to have to
12 stop you and then -- then go bid it out. And
13 maybe -- maybe what --

14 MR. OLSON: But doesn't it start with land
15 that's declared by the airport to be available?
16 Doesn't it start with that? I mean, a site is
17 identified such as --

18 MS. LIOTTA: Well, we may run into FAA
19 problems if we say that our land is just not
20 available.

21 MR. OLSON: No, no. No, we -- we need to.

22 MS. LIOTTA: So isn't it, in some sense, all
23 available all the time? We just have to have a
24 policy --

25 MR. OLSON: Not necessarily run into problems

1 with FAA. We don't know that. Because some land
2 that we have made available is clearly not
3 development ready yet. And FAA, they understand
4 that. They provide grants to help with that.

5 I don't want to belabor this. I respect the
6 board's decision. I mean, I understand the board
7 decided at our last meeting to not competitively
8 bid the commercial frontage on the airport. I just
9 say that this plan, two components of it emphasized
10 going forward for financial strength of the airport
11 to competitively bid leases. That's all I'm going
12 to say.

13 MR. BLOCKER: If I could just briefly, and I
14 appreciate you bringing that up, Mr. Olson, just to
15 kind of highlight something. So the current
16 policy, I think everyone agrees, has to be updated.
17 We have to update it. We have to make some
18 changes. And some of the things that we went
19 over -- because the current, you know, really --
20 really to identify a broad -- and this is just a
21 discussion right now. We don't have a final
22 product to bring. And y'all are going to have to
23 approve it. And we need y'all's input. This is
24 important. But really have a broad policy
25 statement that can talk about, A, what y'all are

1 looking for as the trustees of the airport that the
2 voters have entrusted y'all with, with the mission
3 of guarding the resources is, you know, identify,
4 you know, is there a highest and best use? Is it
5 in the public interest? Does it reconcile with the
6 strategic plan, you know, this proposal? Is it
7 consistent with the development plan? Is it a
8 hodgepodge development or is it -- that way, there
9 will be different measures that will be in a broad
10 kind of policy statement. So when y'all sit back
11 when these leases or these opportunities come,
12 y'all will evaluate as a board through those lens,
13 you know: Is it the highest and best use for the
14 particular parcel? Is it consistent with the
15 strategic plan? Is it -- you know, is the
16 development -- you know, are we just developing all
17 the frontage and then, you know, the land --

18 MS. LIOTTA: All the interior is wasted.

19 MR. BLOCKER: -- interior is wasted?

20 So we can craft something that's easier for
21 y'all to work with. And this is where we need
22 Mister, you know, Roberts' guidance. Because you
23 all have the extra layer of the FAA. You know,
24 this is not a normal government entity where we can
25 just, you know, enter into these agreements. We've

1 got a federal entity that oversees, you know, what
2 we do and can overrule it to a point. So I
3 think -- I think we can really craft something
4 that's good.

5 Also, you know, if -- Ms. Liotta, is it okay
6 if I mention some of the other, you know --

7 MS. LIOTTA: Yeah. Go ahead.

8 MR. BLOCKER: One of the other things, too,
9 Mr. Chair, you know, we want to identify -- you
10 know, kind of streamline the process a little bit
11 so the board has a clear understanding of your role
12 as to what's coming here. And, you know, this
13 can -- this can bleed into other resources as well,
14 you know, what we're putting into this -- we're
15 90 days before the expiration of these leases or
16 agreements that, you know, a trigger or something
17 where it comes before the board where the board can
18 look at it and review it.

19 What I've seen is the best practice that works
20 the best is you have one person on staff that
21 reviews these, these potential, that vets them,
22 then it goes to the legal team to kind of do some
23 vetting, then it goes to the executive director.
24 That way his time is not being tied up with every
25 time there's an opportunity, let me call the

1 executive director, run ideas by him. That way
2 there's a little bit of a vetting process that goes
3 in with these before it even reaches the board.
4 That way, when it comes to y'all, you know, we've
5 kind of already done, you know, is it the highest
6 and best use? Does it meet with our strategic
7 plan?

8 Some of this is subjective. I mean, at the
9 end of the day, it's going to come to y'all as a
10 board. But, again, we can craft something that
11 works with y'all and you all can adopt it and
12 really kind of put your own flavor on it.

13 Does that make sense?

14 CHAIRMAN CLARKE: Perfect.

15 MR. TOPP: Love it.

16 MS. LIOTTA: And I don't think that has to be
17 exclusionary of competitive bidding. So, I mean, I
18 don't think it's an either/or.

19 CHAIRMAN CLARKE: All right. Is there any --
20 any more discussion on the Solano hangar project?

21 MR. TOPP: No.

22 T-HANGAR UPDATE

23 CHAIRMAN CLARKE: How about the T-hangar --

24 MR. TOPP: T-hangar update, there's really
25 nothing that's changed. I just wanted to let you

1 know that it's in -- you know, it's in process,
2 that the engineering, you know, the final --
3 80 percent finished right now and the balance
4 should be done in March as far as the -- what you
5 always talk about, the engineering --

6 MR. OLSON: The bidding date is in March. How
7 long will the bids be out?

8 MR. TOPP: How long -- I'm sorry?

9 MR. OLSON: We're calling for bids in March.
10 How long --

11 MR. TOPP: That's my understanding, sometime
12 in March.

13 MR. OLSON: When will we -- when will the
14 opening be?

15 MR. TOPP: In March.

16 MR. OLSON: In March also?

17 MR. TOPP: They should be in March. Unless
18 something weird happens, that should be --

19 MR. OLSON: Oh.

20 MR. TOPP: Because they're at 80 percent right
21 now and they'll finish it up here --

22 MR. OLSON: Usually there's a period of
23 time -- there's an official bid announcement.
24 There's a pre-bid conference where all the bidders
25 come in.

1 MR. TOPP: What I understand is that we're at
2 80 percent complete to where they need to be to get
3 to the point of starting to put together whatever
4 the next step is.

5 MR. ROBERTS: It's steps, I think.

6 MR. TOPP: Yeah, it's steps.

7 MR. ROBERTS: But I think you're right. I
8 think the target they're marching towards is the
9 publication of the bid specs that triggers that --

10 MR. OLSON: Okay. And then when the bids come
11 in, this board has to make some decisions because
12 of the alternates --

13 MR. TOPP: It's going to be a lot of work.
14 And we've got the money. And I'm getting pounding
15 on by the FAA "When are you going to start
16 building?"

17 In fact, by the way, I didn't put this in
18 here, but --

19 MR. OLSON: The decisions about alternates
20 have financial implications to the Authority.

21 MR. TOPP: Right. The FAA will be here
22 tomorrow.

23 What time was it? 10:00?

24 MR. PITTMAN: 10:00.

25 MR. TOPP: 10:00. It's just -- I've never met

1 Kyle in person. So he's coming down from
2 Jacksonville. And he's the fellow that sends us
3 all the grants. And he's just going to go look at
4 the fence project and whatever else, just "Hi,
5 how's everything going?" And that's it.

6 MR. ROBERTS: Is he DOT or FAA?

7 MR. TOPP: Say again?

8 MR. ROBERTS: Is he DOT or FAA?

9 MR. TOPP: No, he's FAA.

10 MR. ROBERTS: FAA. Okay.

11 MR. BLOCKER: And just to clarify, Jaime, so
12 Mr. Pittman's going to be the compliance officer
13 with FAA going -- is that correct?

14 MR. TOPP: Yes.

15 MR. BLOCKER: Is that your --

16 MR. TOPP: Yes.

17 MR. BLOCKER: Okay. Good.

18 Not to spring that on you.

19 MR. PITTMAN: No, you're good.

20 MR. BLOCKER: But, again, it's important to
21 get some of this, so you can focus on the executive
22 director issues.

23 MR. TOPP: Yep.

24 MR. PITTMAN: Yes, sir.

25 MR. TOPP: He'll be driving around with him.

1 MR. BLOCKER: Okay. Good deal. Good deal.
2 Thank you.

3 MR. TOPP: And -- so I can -- by February, I
4 should have a better update for you, but I just
5 wanted to give you that. I just thought about this
6 off the top of my head, so if anything came up for
7 February, we would have talked about it.

8 The next thing I have in there, unless
9 somebody has anything else on the T-hangars --

10 MS. LIOTTA: No. I mean, I have thoughts on
11 the T-hangar wait list policy, but it's -- you
12 know, I think that because these new-coming hangars
13 is going to spur more interest in the wait list
14 policy and I think right now it's got some
15 problems, but I don't want to drive us off course
16 if we've got other things to talk about.

17 MR. TOPP: Okay. Well, we can talk -- Dennis
18 and I have worked on that quite a bit, so we can
19 talk about that offline of this if you'd like.

20 MS. LIOTTA: Well, I'd be curious about the
21 thoughts that, you know, other members have as
22 well.

23 MR. OLSON: Yeah, I would too. So could you
24 put that on the agenda --

25 MR. TOPP: Sure.

1 MR. OLSON: -- for February?

2 MS. LUDLOW: Also, I thought --

3 MR. TOPP: The waiting list policy?

4 MR. OLSON: Yeah.

5 MR. TOPP: Sure. Absolutely.

6 MS. LUDLOW: Also, I thought we were
7 getting -- we had set up to get a wait list at
8 every meeting.

9 MR. OLSON: You mean an updated wait list?

10 MS. LUDLOW: An updated wait list.

11 MR. OLSON: I assume the office just keeps
12 that updated all the time. If someone gets on --

13 MS. LUDLOW: But it could be supplied at our
14 meeting, yes.

15 MR. OLSON: Oh.

16 MS. LUDLOW: Yes. Like along --

17 MR. TOPP: So you want us to start supplying
18 it? We can do that.

19 MS. LIOTTA: I think the bigger problem is
20 that there's probably a lot of junk in that list
21 and it's a matter of cleaning it up.

22 MR. TOPP: Can we talk about one little quick
23 thing about that? In a conversation, I'm trying to
24 remember where I heard it from -- was it you,
25 Dennis, or --

1 CHAIRMAN CLARKE: About taking deposits?

2 MR. TOPP: About the lady over in Lakeland
3 that you talked to and that when they went out and
4 said -- yeah, about taking deposits. They had like
5 250 people on the waiting list. And they said,
6 "All right. Well, we want one month's deposit."
7 And they ended up with ten.

8 MS. LIOTTA: Well, exactly.

9 MR. OLSON: Yeah.

10 MS. LIOTTA: I think that that's the exact
11 issue that I have with the wait list, is that it's
12 zero skin in the game for someone to just put their
13 name on there and walk away. Maybe they've moved
14 to Minnesota. I don't know. I mean, who knows
15 what's on that list.

16 MR. TOPP: Maybe they don't even have an
17 airplane yet, which I get it. They can't fly an
18 airplane until they --

19 MS. LIOTTA: I mean, if they -- as long as
20 they show up on their date, I mean, I don't think
21 they -- that requirement, I'm not too interested --
22 you know, don't care so much about. But the fact
23 that people can just put their name on the list and
24 then forget it, I think it sends -- it's less
25 useful for the airport and it discourages people

1 who might actually be real bona fide users of the
2 airport --

3 MR. TOPP: I agree.

4 MS. LIOTTA: -- that they're ready, willing,
5 and able to take that hangar because they're
6 five years away and there -- who knows if any of
7 that's real.

8 MR. TOPP: And how many other airports have
9 they put their name on the list on.

10 MS. CASH-CHAPMAN: Or how many other lists at
11 our airport have they put their name on. Because
12 remember last year, I was going through and meeting
13 with a lot of people that were on our corporate
14 hangar list, and they were all -- they were on all
15 of our lists because they said, "I want anything.
16 I'll take anything," whatever that means.

17 MR. TOPP: We got that cleaned up because
18 actually Mr. Clarke actually called everybody on
19 the list and got almost everybody.

20 MS. CASH-CHAPMAN: Right, but that's what I'm
21 saying. So there -- there's a lot of things that
22 have kind of been stagnant for so long.

23 MS. LIOTTA: Yeah, but someone shouldn't be on
24 the corporate list if they're not a bona fide
25 corporate user.

1 MR. TOPP: All right. I think we might want
2 to work on getting a little policy about a deposit.
3 Is a month right or is it 50 percent?

4 CHAIRMAN CLARKE: We're not ready for that.

5 MS. LIOTTA: I just think there needs to be
6 some -- something.

7 CHAIRMAN CLARKE: Let me tell you what some of
8 the others -- I guess we might as well talk about
9 some of the other things that we found having
10 worked. First thing we need to do is get the
11 T-hangar leases standardized. You know, that is a
12 problem right now. We have different versions of
13 them. They start at different times. The CPI
14 adjustment is -- I don't believe it's being
15 properly administered. And so we need to get that
16 fixed first.

17 The idea about collecting a deposit, I agree
18 with that 100 percent, but until we fix the front
19 end, what happens when we collect a deposit? That
20 becomes a liability of the airport. It's going to
21 earn interest. It's going to sit in a bank
22 account.

23 MS. LIOTTA: You don't have to give people
24 interest. You can say no interest bearing. We do
25 it all the time.

1 CHAIRMAN CLARKE: Okay. Well, then that would
2 be another research. But I was under the
3 impression it would have to be -- it would have to
4 be providing interest. And it gets deposited into
5 a bank, and then the bank becomes the trustee of
6 the -- every individual that has \$200 on deposit is
7 a beneficiary.

8 MS. LIOTTA: If you just collect it as a fee,
9 I don't know that you have to put it -- if you call
10 it a fee to get on the waiting list and then just
11 have another policy that says you'll get a credit
12 equal to the fee when you sign a lease --

13 CHAIRMAN CLARKE: There you go.

14 MS. LIOTTA: -- right, you don't have to --
15 you don't have to keep it as deposit money.

16 CHAIRMAN CLARKE: So then it becomes revenue?
17 So it doesn't --

18 MR. ROBERTS: It becomes revenue.

19 CHAIRMAN CLARKE: Okay. So it becomes revenue
20 instead of a liability. That's another research
21 that we would have to clarify.

22 MS. LIOTTA: Right. And then they just have a
23 contract, right, that if they do take the hangar,
24 then they get it back in the form of a --

25 CHAIRMAN CLARKE: Okay.

1 MS. LIOTTA: -- of a credit.

2 CHAIRMAN CLARKE: Well, that makes sense.

3 MR. OLSON: Sounds good. And these are --

4 CHAIRMAN CLARKE: But we still -- we still
5 need to fix the T-hangar leases we're talking --

6 MR. OLSON: These are all one-year leases,
7 correct?

8 MR. ROBERTS: Generally, yes.

9 CHAIRMAN CLARKE: Yeah, generally. Yeah,
10 generally.

11 MR. OLSON: So it ought to be easy to cycle
12 into a standardized lease.

13 CHAIRMAN CLARKE: Well, you would think so and
14 we're working on that, but, you know, it's going to
15 take another couple of months to do that because of
16 there -- there's some underlying administrative
17 problems with the way it's handled in the
18 bookkeeping system, so -- it's nothing that's
19 fatal, it can be fixed, and -- but it's just going
20 to take, you know, a few months.

21 MR. ROBERTS: It might take one annual cycle
22 to get them all triggered, right?

23 MS. LIOTTA: Right. Bring them all up to the
24 current terms.

25 MS. LUDLOW: Anyway, I would like to have a

1 list at each meeting so that we at least can see --
2 well, we're not going to bleed blood because we
3 have three on corporate and four on this. We just
4 need a "keep it honest" list to be distributed.

5 MR. BLOCKER: Ms. Ludlow, may I make a
6 suggestion with that? What may be helpful is,
7 unless y'all are taking action on these lists, I
8 think what you're discussing is kind of more of a
9 review so the board has oversights. What may be
10 helpful is I'm going to work with Jaime on coming
11 up -- we need to have a policy on this. Most
12 boards have consent agendas where there's simply a
13 review. So we can -- that's usually ministerial
14 things y'all are not really discussing, you're not
15 really talking about. It's just review. It's a
16 consent agenda. There may be 10, 15 items on
17 there. Generally, the idea is that these things
18 have been vetted.

19 So what we can do is we can maybe add that to
20 a consent agenda that y'all approve where really
21 all y'all are approving is you're just verifying,
22 you know, that list every month at every --

23 MS. LUDLOW: That we received the information.

24 MR. BLOCKER: Right, received the information.

25 MS. LUDLOW: It doesn't mean anything, right.

1 MR. BLOCKER: How does that sound to the
2 board? Does that make sense?

3 MS. CASH-CHAPMAN: Yeah, I think I just want
4 to know are we 250 this month or are we at 167?

5 MS. LUDLOW: Exactly.

6 MS. CASH-CHAPMAN: Has something changed?
7 It'd be nice --

8 MS. LUDLOW: Just information for the board.

9 MS. CASH-CHAPMAN: -- so we don't sound
10 stupid.

11 MR. BLOCKER: Or we could make a requirement
12 for -- you know, Jaime, that could be part of your
13 reporting, is to report each month --

14 MS. LUDLOW: We thought it was.

15 MR. BLOCKER: -- at each voting board meeting,
16 "Hey, this is where we are." Just make that a part
17 of your reporting requirement.

18 MR. TOPP: Okay.

19 MR. BLOCKER: Whatever the board's pleasure
20 is. How would y'all like the information?
21 Because --

22 MS. CASH-CHAPMAN: I mean, I don't need to
23 know every person's name on the list all the time.
24 I'm sure we could request it if we need to. But I
25 would be happy just saying like "We have X amount

1 of people on each of these lists right now."

2 MS. LUDLOW: I think that's harder for them to
3 print out than just to print the list.

4 MS. CASH-CHAPMAN: Oh, I didn't -- I didn't
5 need it printed. I just meant if they could just
6 report like --

7 MS. LUDLOW: For them to give us something at
8 our board meetings?

9 MR. BLOCKER: So, Ms. Ludlow, why don't we
10 have -- Jaime, why don't you print the list for all
11 the board members that want it and then also you
12 just add that as part of your briefing. We'll
13 start that in February.

14 MR. TOPP: 223 on the hangar list --

15 MS. LUDLOW: Right.

16 MR. TOPP: -- and 40 on the commercial list?

17 MS. LUDLOW: Just the same as our operations.

18 MR. BLOCKER: Just add that into your
19 operations briefing or have -- I'll have
20 Mr. Pittman brief it, and then just have it as a
21 handout -- as part of the board's handout.

22 MS. LIOTTA: Right.

23 MR. BLOCKER: That way the board has
24 oversight.

25 MS. LIOTTA: And I think that our wait list

1 policy definitely needs some updating because my
2 understanding is we have lists that aren't even
3 disclosed in the policy. Like, what are these
4 different lists? Who's supposed to go on which
5 one? Like, what is that? Like, you know -- right?
6 And someone who's got a private use should not be
7 swapping for something that's for commercial
8 because that's limiting public use of the airport.
9 We do not want that. We could have a bona fide
10 user who's going to offer services on the field.
11 That's what the commercial space is for.

12 MS. CASH-CHAPMAN: Right.

13 MS. LUDLOW: But we knew for a long time that
14 the hangar policy needed to be updated.

15 MS. LIOTTA: Right. I mean, just like that --
16 I think that when -- my personal preference would
17 be, you know, focus on fixing the policy and
18 cleaning up the list because I think that the
19 current list is not as helpful right now because,
20 you know, there's probably people on there that
21 shouldn't be on some of those lists. And once we
22 get the policy cleaned up, we can say, "Well,
23 you're on the commercial wait list. Are you
24 planning on having a public use of that space?"

25 "No?"

1 "Okay. Well, we're going to be taking you off
2 this list now."

3 MS. CASH-CHAPMAN: Right. "Here's the list
4 you actually belong on."

5 MS. LIOTTA: But, you know, it's like -- I'm
6 not blaming the people on the list if they had --
7 there was no policy, no guidance, and they could
8 just put their name on it. Why not, you know?
9 So...

10 MS. CASH-CHAPMAN: Absolutely.

11 CHAIRMAN CLARKE: That's true.

12 MR. TOPP: Mr. Chairman, would you like to
13 tell them how you divided it up?

14 Because he kind of took a side thing and did
15 that about three months ago.

16 CHAIRMAN CLARKE: The analysis I --

17 MR. TOPP: The lists. The two lists.

18 CHAIRMAN CLARKE: Well, I did it for -- I
19 pulled all the lists and I divided it into T-hangar
20 lists and commercial and corporate together. And I
21 contacted them -- almost every one. I was able to
22 get probably ahold of 90 percent of the applicants.
23 And they were -- for the large part, they were
24 interested in staying on that list. And I tried to
25 determine whether or not they were -- there were

1 some that really wanted T-hangars. So we
2 identified them. And, as I recall, we moved them
3 off of that list to the T-hangar list based on the
4 date.

5 That was another thing, that they weren't --
6 there was problems with people who had applied for
7 a hangar at a certain period in the -- you know, in
8 the past and they weren't ready to take it, so they
9 were moved to the bottom. Fortunately for us, they
10 retained the original date that they applied for
11 the hangar. So that's something we have to
12 consider, if you -- do you move down one or do you
13 move to the bottom?

14 MS. LUDLOW: Right.

15 MS. LIOTTA: Well, I --

16 CHAIRMAN CLARKE: It's not something for us to
17 decide right now, but --

18 MS. LIOTTA: Right. I think there's --

19 MS. LUDLOW: A lot needs to be decided.

20 CHAIRMAN CLARKE: Yeah.

21 MS. LUDLOW: We'd just like to have a list for
22 the board.

23 CHAIRMAN CLARKE: When I was done with the
24 corporate list, there were 60 -- 223, I believe,
25 and 60, 223 on the T-hangar list and 60 on the

1 corporate and commercial list. And I didn't really
2 distinguish between corporate and commercial. You
3 know, that -- I didn't touch that at this point.
4 So there's a lot of problems.

5 MS. LIOTTA: Yeah. I think there's -- yeah.
6 Personally, I think we should be prioritizing the
7 commercial use because that's actually going to be
8 providing public services on the field as opposed
9 to, you know, private hangar.

10 CHAIRMAN CLARKE: Right.

11 MS. LUDLOW: Well, I certainly don't think
12 that.

13 CHAIRMAN CLARKE: Right. Well, I'd like to
14 see us accommodate everybody that's on the list. I
15 would like, you know, to reach the point where we
16 don't even have a waiting list, but that's a, you
17 know, future -- somewhere in the future.

18 MS. LIOTTA: I don't think that will ever
19 happen.

20 CHAIRMAN CLARKE: No, probably not, but, you
21 know, it's a noble goal anyway, but --

22 MS. LUDLOW: But so far, we know it needs
23 looked at and changed and everything, right?

24 CHAIRMAN CLARKE: The policy needs to be
25 updated, the terms.

1 MS. LUDLOW: Right. But we could still have a
2 list at the meeting and you can give a synopsis
3 report?

4 CHAIRMAN CLARKE: Yeah.

5 MR. BLOCKER: Absolutely.

6 Jaime, are you going to have the -- are we
7 going to have an operational briefing like every --
8 as part of --

9 MR. TOPP: Most likely, yes.

10 MR. BLOCKER: Okay. So why don't -- again,
11 why don't we just have those available to the board
12 members who want them.

13 Mr. Pittman, you can brief that.

14 MR. PITTMAN: Okay.

15 MR. BLOCKER: And then the board will direct
16 in the workshops if we want more information, we
17 want refined ideas as we get to the actual board
18 meeting where we're voting where there's more --
19 it's more formal. It's more point forward.

20 And just to reiterate, every policy that y'all
21 have needs to be updated. You know, most of these
22 have been, you know, recycled.

23 Mr. Topp and I were looking at a policy
24 that -- that was labeled a policy, said it was a
25 policy, but went on to say, well, this is not

1 really a policy or a guide; it's just kind of a
2 helpful suggestion.

3 MR. TOPP: Right.

4 MR. BLOCKER: And then you're alternating
5 between -- this is -- so, you know, we've seen a
6 lot of that. So we'll work on -- we're going to
7 have a lot of work and invest a lot of capital and
8 energy into updating policies, but we want to get
9 these briefings just right.

10 So, Mr. Pittman, if you've got some feedback
11 here -- I mean, obviously, Mr. Topp will direct,
12 but let's -- let's get some good talking points
13 together so the board can feel like they have a
14 good grasp for this.

15 MR. PITTMAN: Understood.

16 MR. BLOCKER: Thank you, sir.

17 MR. TOPP: All right. Are we good?

18 CHAIRMAN CLARKE: Yep. Northeast.

19 NORTHEAST AIRPORT AREA VISION AND PROGRESS

20 MR. TOPP: The next one, Northeast Airport
21 Area Vision and Progress. We already did the
22 Volato lease. What I see, and this is kind of one
23 of my projects that I'd like to leave before I
24 leave down the road, and I'm in no hurry to leave,
25 is we've started -- I mentioned this last week,

1 that Passero was nice enough to start working on
2 what's it going to take dollar-wise to finish out
3 the whole northeast to get it ready to be --
4 somebody to just walk in and build a building or
5 for us to build a building and lease it out and
6 that kind of thing, including -- you know, we have
7 the money to buy the Gun Club. We're working on
8 that. Mr. Roberts and Mr. Blocker can give us an
9 update on that.

10 We have the money to build the road all the
11 way over to the Hush House, if you will, but we
12 don't have the money to go underneath the road. So
13 how much is that going to be, more or less?

14 MR. OLSON: Underneath? You mean the
15 utilities that go with the road?

16 MR. TOPP: Yeah, the utilities and sewer.
17 Right.

18 And then how much for any kind of mitigation?
19 We did find something that was interesting. I'm
20 not going to get into it now, but I'll share that
21 document with you and why it didn't happen. So
22 that -- I just want to get that done.

23 And then as a second phase -- well, that's the
24 northeast. So we'll talk about the west at another
25 time. I don't want to tie up a lot of time on

1 that. I think, you know, to everybody's who's been
2 talking about we have X amount of land on the
3 north -- east side of the airport. So we need to
4 use it wisely. So, anyway, that's -- that's just
5 kind of my big project.

6 MS. LIOTTA: I've got to say that I think that
7 staff's time spent on the undeveloped land on the
8 other side of the highway should not be priority.
9 I mean, we've got lots of stuff happening right
10 here --

11 MR. TOPP: Yeah.

12 MR. OLSON: Yeah.

13 MS. LIOTTA: -- active projects here. And,
14 you know, that's going to -- I really feel strongly
15 that that should be the priority. I mean, from
16 meeting with counsel today, there's stuff that, you
17 know, urgently needs to be addressed, and, you
18 know, worrying about the undeveloped land on the
19 other side of the highway is not the top priority.

20 MR. TOPP: Okay.

21 MR. OLSON: I agree. And the land holding
22 costs for what was just referred to on the other
23 side of the highway is very low, as I understand.

24 MR. TOPP: Very what?

25 MR. OLSON: Very low. We don't have big land

1 holding costs --

2 MR. TOPP: No.

3 MR. OLSON: -- which would, you know, put it
4 in a higher priority necessarily. So I agree that
5 there are, you know -- we've got more than we can
6 probably manage on our plate on this side of US-1.

7 MR. TOPP: Yeah.

8 MR. OLSON: I was going to ask about, in the
9 northeast, a couple of things. One is, since I'm
10 asking about these lease agreements, do we have an
11 executed agreement with Volato at this point?

12 MR. ROBERTS: We do.

13 MR. OLSON: A fully executed --

14 MR. ROBERTS: With Volato, yes.

15 MR. OLSON: Okay. The proposal from Titan
16 that came in, and the reason I'm interested in the
17 Titan proposal or I'm asking about it is that
18 they're the proposal that was going to build a huge
19 amount of commercial hangar space for people that
20 might want to house their business or aircraft here
21 at this airport. I understand there's pent-up
22 demand --

23 MR. TOPP: Huge demand, yes.

24 MR. OLSON: -- for that.

25 So where we are with the Titan list?

1 MR. TOPP: Titan?

2 MR. ROBERTS: Yeah. Can I speak to that?

3 MR. TOPP: Yeah. Go ahead.

4 MR. OLSON: Mr. Bach.

5 MS. LUDLOW: Allen Bach.

6 MR. OLSON: Right, Mr. Bach.

7 MR. TOPP: Oh, Allen Bach. Okay.

8 MR. OLSON: Because he is -- you know, he
9 seemed very interested in wanting to, you know,
10 maximize hangars on that property.

11 MR. TOPP: Yes, we can -- yeah. I've been
12 talking to him quite a bit, yeah.

13 MR. ROBERTS: So the bottom line is his side
14 of that project is not aggressively moving forward,
15 at least in terms of us, because he has some -- I
16 believe some related dealings that he's trying to
17 put together such that his development makes sense
18 for him. So that would include his relationship
19 with the existing business over there. So it's a
20 little pause right now.

21 MR. OLSON: Okay.

22 MR. ROBERTS: But -- but -- but while I've
23 interrupted this part of the conversation, if I
24 could throw in another way of looking at this whole
25 northeast area, and it's related to what Mr. Bach

1 was proposing, which is we clearly have this plan
2 for the things we're doing over there. We're
3 making the land acquisition. We're preloading the
4 permitting. We're getting an idea of the scope of
5 what it would be to be shovel-ready. If you think
6 of that as a spectrum of getting the land from its
7 present state to some operating facility, at any
8 point, someone can walk up to the Airport Authority
9 and say, "I'm good with what you -- I'm good. I'll
10 take it over from here. I'll write a check. All
11 these things you're worried about, I'll write a
12 check. I'll just do it."

13 That can happen. We make, I believe, more
14 money when we are the landlord of facilities as
15 opposed to being the landlord of just dirt. So I
16 think we would have more cash flow every month, the
17 same way we have a lot of great cash flow with
18 T-hangars because we -- we built the T-hangars and
19 now we lease T-hangars and we don't lease dirt.

20 So I would just throw out there that now's
21 kind of the time to have a vision -- an area vision
22 of the northeast where if we build -- if we commit
23 to building the facilities, it's probably going to
24 go a little slower because we've got to get the
25 capital, and we get it -- grants, bonds, whatever.

1 Goes a little slower than a developer coming in and
2 just writing a check. But we wind up owning the
3 facilities and, I believe, make more money as -- as
4 renting out big hangars than we -- than we're just
5 leasing the dirt to a developer. And so I think
6 that would be desirable for the airport in the big
7 scheme of things.

8 If we sort of commit to that, we can tell
9 those people that come up to us and say "Stop what
10 you're doing. I'm ready to develop the whole
11 parcel," we can say, "No. We have a policy. We're
12 going to do that." And the FAA will support that.

13 The FAA will support us saying "We're going to
14 be the facility developer. We're not going to
15 necessarily let a third party come in and develop
16 it because we're committed to doing it."

17 So that is kind of a thing that would be a
18 good policy to nail down. We've got a master
19 layout plan, but it doesn't speak to whether we're
20 the facility developer or we're just -- we're just
21 going to allow someone else to develop the
22 facility. So I would just add that to the list of
23 things to maybe announce a public commitment to as
24 to which way you want to go.

25 Do we want to just continue to move it along

1 on the spectrum to where it hits the tipping point
2 for a developer to come in and say, "I'll take it
3 from here"? Or do we want to say, when that day
4 comes, "We want Jaime to be able say, 'Thanks for
5 your interest, but the board has made a decision.
6 We're going to develop that ourselves.'"

7 I think that's -- the earlier we can pick that
8 fork in the road, less misunderstandings or
9 unexpected -- you know, or expectations will be
10 consistent with all the people that knock on our
11 door.

12 So I just throw that out for -- am I making
13 sense?

14 MR. OLSON: I'm hearing you, but my thought or
15 my hearing you is that I -- we don't have the
16 capacity to act in that way now. I mean, I don't
17 think we have administrative capacity.

18 MR. ROBERTS: To...

19 MR. OLSON: And perhaps not the financial.
20 But that's just, you know -- that's worthy of
21 discussion.

22 MS. LIOTTA: Yeah, I would think if we were
23 going to commit to developing that whole section
24 with all the water and the sewer and the roads and
25 all the stuff that that needs, it's way more than

1 just the buildings, we'd also have to be committing
2 to taking down some pretty significant debt.

3 MR. ROBERTS: Indeed.

4 MS. LUDLOW: I thought we decided to wait on
5 that anyway.

6 MR. ROBERTS: But there's higher return,
7 right? There's much higher return. That's the
8 choice.

9 MS. LIOTTA: No, I'm not saying it's a bad
10 thing or the wrong decision. I'm just saying I
11 don't see how you commit to doing a massive
12 development like that unless you've got the
13 funding --

14 MR. ROBERTS: The only thing that people --

15 MS. LIOTTA: -- unless -- people don't want to
16 get taxed by the airport.

17 MR. ROBERTS: I get it.

18 MS. LIOTTA: So I don't think that that's
19 viable --

20 MR. ROBERTS: I get it. The only thing -- the
21 only wild card people have suggested is for us to
22 think bigger with Tallahassee. That's one option.
23 You know, some folks have suggested we need to just
24 think bigger and talk bigger with Tallahassee and
25 say, "We've got a big, clean need out there. It's

1 going to get leased. It's going to provide
2 economic benefit. We're going to get a good return
3 on it. We know that. We're just kind of jammed up
4 for these little nickel-and-dime grants you guys
5 are feeding us out of Tallahassee. If you can just
6 move us -- " you know, every year somebody kind of
7 wins the lottery on the Florida grant list. You
8 know, Miami gets a new parking garage, a big-ticket
9 item, right? Orlando gets something, big-ticket
10 item. If we could just make that big-ticket item
11 one year, we could get a grant to turn that into
12 shovel-ready.

13 MR. BLOCKER: Well -- and I'll tell you, if
14 I -- not to interrupt you, I'll tell you -- I'll
15 tell you how you do that, and this is going to take
16 the board, you know, coming together, but having a
17 legislative day here where you invite the
18 legislative delegation where y'all roll out, you
19 know, a catered event, have a reception at the
20 airport, invite the legislative delegation, invite
21 the house speaker -- we can't do it when they're in
22 session -- and, you know, showcase the great
23 airport we have here.

24 I love the idea and I love the vision. And
25 that is where we're going to have to lean on it.

1 So, you know, we can certainly work on that. I
2 mean, we have a board here that's vested in
3 highlighting the Airport Authority. And, I mean,
4 I -- I do -- I do think that that's something that,
5 if y'all want, it can -- I mean, you all got a
6 great staff here that can plan it, but, you know, a
7 lot of airports do that. You know, we have not
8 done that here, and part of it is because you've
9 had the first order, second order, third order.
10 You know, y'all have been dealing with those
11 first-order problems for a long time where you had
12 staff walk out, so you had to jump in and do it.
13 But now that we have some stability, maybe we pick
14 a date in the summer and invite our legislative
15 delegation to come here, and y'all as board
16 members, you know, give them a presentation on just
17 the airport, you know, and vision and turn it into
18 a reception. And there's some opportunities there.

19 MR. TOPP: And I didn't get a -- yeah, I agree
20 with you a thousand percent, because I didn't get a
21 chance to finish that, is that that's exactly my
22 vision. And I've had people telling me that if I
23 have that number, whatever it takes, 25 million,
24 \$30 million, to get it ready before the buildings
25 are built, that they'll take us with a small

1 PowerPoint to the governor because -- what's the
2 number on their excess budget?

3 CHAIRMAN CLARKE: The Department of
4 Transportation's budget is over \$2 billion. That's
5 everything. But the aeronautical capital budget is
6 364 million. That's for the next fiscal year that
7 begins in July.

8 MS. LIOTTA: The State of Florida spends a lot
9 of money on its airports.

10 CHAIRMAN CLARKE: Yes, they do. And, you
11 know, we're in a position where we have a
12 remarkable resource. We have an 8,000-foot runway
13 for a general aviation airport. That has to be the
14 envy of most general aviation airports. And we
15 have an opportunity to -- we have raw land. We can
16 develop it and maximize the use and get the most,
17 best use out of it, but -- and we can lead the way,
18 you know, in the state. It's a matter of --

19 MR. TOPP: A lot of corporate aviation wants
20 to come in here and put airplanes here.

21 CHAIRMAN CLARKE: Yeah.

22 MR. OLSON: If we do such a thing, we have to
23 make sure that -- I would say Tallahassee would be
24 very interested in the relationship of
25 Northrop Grumman here with the State of Florida and

1 the fact that we're housing this big industry here.
2 I mean, that's -- that's probably a strong --

3 MR. TOPP: Absolutely.

4 MR. OLSON: -- strong hook for -- and, you
5 know, I don't know, maybe -- Jaime, you say you're
6 having direct regular communication with
7 Northrop Grumman. Are they in any way intimating
8 that they're looking at adding other missions to
9 our site? Because Northrop Grumman is growing
10 rapidly.

11 MR. TOPP: Yes.

12 MR. OLSON: I mean, the defense business is
13 very strong right now. Let me just say it that
14 way.

15 MR. TOPP: The answer to that is yes. That's
16 why they're rebuilding the North 40 hangar, because
17 the new contract that they have. They won't tell
18 me what it is. I kind of know what it is, but
19 winky, winky, we don't know what it is.

20 (Simultaneous speaking.)

21 MR. OLSON: Yeah. So --

22 MR. ROBERTS: -- which is largely high and
23 dry.

24 MR. OLSON: Yeah. Any way we -- any way such
25 a concept can be -- or idea or event can be tied in

1 with making sure we're -- we're emphasizing --
2 because that, again, if they're looking at a way --
3 you know, we're probably not going to be the only
4 airport that's out there, you know, with a hand
5 out. So that distinguishes us because they can say
6 this airport is housing one of the most important
7 industries in our state, noncyclical, high wage.

8 MR. BLOCKER: Absolutely.

9 MR. ROBERTS: I'm sorry. Can I just have one
10 little --

11 CHAIRMAN CLARKE: Sure. Yeah.

12 MR. ROBERTS: -- punctuation point on it?

13 If you look at having like three legs of a
14 stool of stability, like we've got
15 Northrop Grumman. They're an anchor tenant. We've
16 got T-hangars and we've got fuel sales, right? If
17 you look at our strategic sources of revenue --
18 there was a time when this airport was literally
19 the national aerobatic center of the universe.
20 Every aerobatic barnstorming pilot in pretty
21 much -- you know, Patty Wagstaff is about the last
22 of them, but they all lived here. The Moser family
23 made this renowned nationally for that reason.

24 What I think we're becoming, if you have your
25 ear to the street, is we're the place where

1 corporate aviation departments want to come because
2 they don't have to taxi with 737s at Atlanta or
3 someplace. They have an 8,000-foot runway. They
4 have an enormous tax incentive to be just over the
5 Georgia border. So you have all the folks of
6 Florida, all the folks in Atlanta. In the
7 southeast region, the tax incentives alone almost
8 will tip the balance of deadheading your Gulfstream
9 650 or whatever it is up to your mission, right,
10 you know, whatever the mission is. And so if you
11 talk to the folks here, they're -- there's a
12 waiting list not only of our little waiting list,
13 but there's corporate aviation department waiting
14 list, the Coca-Colas of the world, the -- who did
15 we have? Bed Bath & Beyond? Who are the folks
16 that we have here?

17 MS. LIOTTA: Rooms To Go.

18 MS. CASH-CHAPMAN: Rooms To Go.

19 MR. ROBERTS: Rooms To Go.

20 MR. OLSON: Rooms To Go.

21 CHAIRMAN CLARKE: The PGA Tour.

22 MR. ROBERTS: Yes. So we could -- I think we
23 have an open lane to being the corporate aviation
24 department airport of choice. And I could see that
25 whole northeast corner catering to -- gosh, if we

1 had eight Coca-Colas with their corporate jets
2 parked here, the fuel sales would be enormous. It
3 would be another great leg of the stool for us to
4 rely on for future growth.

5 MS. LIOTTA: Yeah, those high-end corporate
6 flight departments want high-end hangars.

7 MR. ROBERTS: Yes.

8 MR. TOPP: Yes.

9 MS. LIOTTA: So that's going to be a bigger
10 spend to put up.

11 MR. ROBERTS: It would. And one of the things
12 from Mr. Solano's experience is the sticker shock
13 of how much a big corporate hangar costs. It's
14 mind-boggling. I don't know why. They're --

15 MS. LIOTTA: They're not AC.

16 MR. TOPP: Right.

17 MR. ROBERTS: They're largely empty buildings,
18 but I've come to believe that they are indeed
19 enormously expensive. But I just -- that -- you
20 know, I just throw that out there as the vision
21 thing.

22 MR. TOPP: Yeah.

23 MR. ROBERTS: We've got -- Northrop Grumman is
24 a good anchor tenant. We could also become the
25 regional corporate aviation department of choice.

1 MR. TOPP: Kind of like PDK --

2 MR. ROBERTS: Yes.

3 MR. TOPP: -- yeah, in Atlanta.

4 MR. ROBERTS: But they're out of dirt up
5 there.

6 MR. TOPP: Totally.

7 MS. LIOTTA: Oh, yeah.

8 MR. ROBERTS: Yeah. So, anyway, I just throw
9 that out there.

10 All right. That's part of the pitch to the
11 legislature --

12 MR. TOPP: Yes, sir.

13 MR. ROBERTS: -- is to say we have an
14 opportunity here we want to capture before somebody
15 else does.

16 MR. BLOCKER: So just before we move on, is
17 the board interested in having the executive
18 director maybe planning something for the summer?
19 This would not be for just the northeast. This
20 would be more just to educate them on the airport
21 in general. Is there interest in doing that?

22 MR. OLSON: How many are involved in typically
23 those kinds of events? Is it the delegation that
24 represents this area?

25 MR. BLOCKER: Yes, sir.

1 MR. OLSON: So that would be what? Four?
2 Five?

3 MR. BLOCKER: It would be four. And you have
4 three state representatives, one state senator.
5 You could -- the house speaker has the southern
6 end. So I would invite him as well -- well,
7 actually, I guess he's in Flagler as well, Paul
8 Renner. So I would invite the speaker, the senate
9 president. They're not all going to come, but I
10 think the local delegation will come and support
11 it. So...

12 CHAIRMAN CLARKE: The governor has more time
13 on his hands now. We could invite him.

14 MR. OLSON: Yeah.

15 MR. BLOCKER: That's true.

16 CHAIRMAN CLARKE: He lives in Ponte Vedra,
17 right? We could invite him.

18 MR. TOPP: He's got more time now.

19 MS. LIOTTA: He lives in St. Johns. Is it
20 Ponte Vedra?

21 MR. BLOCKER: He lives in St. Johns.

22 But is that something that the board's
23 interested in?

24 MR. OLSON: It is --

25 CHAIRMAN CLARKE: Absolutely.

1 MR. OLSON: It's a briefing and I've seen --

2 MR. BLOCKER: We can do it -- well, I've seen
3 it done two ways: One where there's like a
4 reception and then there will be some food and
5 alcohol, and then the board -- there could be a
6 mingling and a short presentation or it could be
7 more of a formal. I think you'd probably get more
8 people if it's a reception than just a formal
9 briefing.

10 MR. OLSON: Right. And then we would engage
11 some of the local leadership, county commissioners
12 here and --

13 MR. BLOCKER: I would encourage you to. Yes,
14 absolutely.

15 CHAIRMAN CLARKE: That sounds like a great
16 plan.

17 MS. CASH-CHAPMAN: I think it would be foolish
18 not to try to put that together.

19 MR. BLOCKER: Absolutely.

20 MS. CASH-CHAPMAN: I mean, go big or go home,
21 right?

22 MR. BLOCKER: And we can find out with the
23 executive director how his party planning skills
24 are. So I guess we can --

25 MR. TOPP: Yeah, party down.

1 MS. CASH-CHAPMAN: My party planning skills
2 have been good, so --

3 MR. TOPP: I'll be calling my wife. She's the
4 party planner.

5 MR. BLOCKER: Are you?

6 MS. CASH-CHAPMAN: (Nods head.)

7 CHAIRMAN CLARKE: Mrs. Topp will assist in
8 that, correct, Mr. Executive Director?

9 MR. OLSON: For such a thing, we might want to
10 have someone outside assisting, putting --

11 MS. CASH-CHAPMAN: You know how I feel about
12 outside things. But I will tell you I have planned
13 many galas in this county and elsewhere that have
14 raised over \$100,000 for the county. So we can
15 figure it out.

16 MR. OLSON: Okay. Good.

17 CHAIRMAN CLARKE: Put some zeros in there.

18 MR. BLOCKER: So are we fine with putting this
19 on the agenda for February and have some initial --
20 then at that point, we could --

21 MR. TOPP: Right.

22 MR. BLOCKER: -- the board could vote to maybe
23 delegate one of the board members as liaison to
24 help coordinate and go from there? So -- does that
25 make sense?

1 MR. OLSON: Yeah.

2 MS. LIOTTA: (Nods head.)

3 MR. OLSON: And what month would be --

4 MR. BLOCKER: It would be up to the board. My
5 suggestion -- session runs through, I believe,
6 April. So I would do it after session when they're
7 not in Tallahassee.

8 MR. OLSON: Okay.

9 MR. ROBERTS: And then another traditional
10 relationship of boards is their relationships with
11 other rich people, so -- as connections. And so
12 one of that function is you sort of map
13 relationships, like, you know, you go, I need to
14 get to this person, and you pool your resources.
15 There are a lot of folks that have airplanes here
16 that have a lot of relationships.

17 MR. TOPP: Oh, yeah.

18 MR. ROBERTS: And you sort of map your
19 5 degrees of relationship between you and the
20 person you're trying to get to. And that would be
21 a good undertaking as well, to know who we -- to
22 know who we know, right? Who do we know --

23 MR. TOPP: That's right.

24 MR. ROBERTS: -- that could help us get an
25 audience.

1 MR. TOPP: Right. That would be great. The
2 list is long and distinguished.

3 CHAIRMAN CLARKE: Okay.

4 MR. TOPP: Anything else on that?

5 CHAIRMAN CLARKE: I don't think so.

6 MR. TOPP: That was interesting. That was
7 great. I'm excited.

8 DISCUSSION ON ITEMS IN THE AIRPORT BUSINESS PLAN

9 MR. TOPP: I don't know if we want to go
10 through the next item on this particular time. I
11 know there are some of us that want to, but it's
12 going to be a long discussion and I haven't
13 finished the report that -- what I've been working
14 on is a report on taking this business plan and
15 where are we today, where are we going to be
16 tomorrow, and how are we going to get to accomplish
17 this.

18 We can talk about it a little bit, but I'm not
19 ready to give you my side of it.

20 MR. BLOCKER: Mr. Chair, can I make a
21 suggestion?

22 CHAIRMAN CLARKE: Yes.

23 MR. BLOCKER: So, Mr. Topp, one of the things
24 with these workshops is to kind of really for the
25 board to decide -- for y'all to decide what y'all

1 want to hear in the future at a future meeting. So
2 this could be an opportunity, if Mr. Topp is
3 preparing a presentation -- sounds like you're not
4 ready yet. If this is something that y'all want to
5 say "We'd like to hear that in February" or maybe
6 push that to a later workshop to --

7 CHAIRMAN CLARKE: Personally, I'd like to see
8 this in conjunction with the work product coming
9 from Passero for the northeast --

10 MR. TOPP: Okay.

11 CHAIRMAN CLARKE: -- because they're --

12 MR. TOPP: I think that will be good.

13 CHAIRMAN CLARKE: -- they're tied together,
14 without a doubt. So...

15 MS. LIOTTA: I guess I have a question. When
16 we're talking about developing this whole northeast
17 side, was any work done to get more than one
18 proposal idea from any of our other engineering
19 firms?

20 MR. TOPP: The way I approached that was I
21 want to get just very simple how much is the
22 overall, and then we will list -- then we will take
23 that to the engineering -- all the engineering
24 firms, say, "What are you good at?"

25 MS. LIOTTA: Well, just for an example, Volato

1 is, like, doing --

2 MR. TOPP: We're not paying for this.

3 MS. LIOTTA: -- you know, has their 21 acres.

4 MR. TOPP: With Haskell.

5 MS. LIOTTA: They're still picking their
6 engineering firm. No, they're still picking their
7 engineering firm. And they're getting proposals
8 from multiple at the same time. And sometimes the
9 engineering firms have different approaches to
10 things. So that was the whole reason why I wanted
11 us to have more than one engineering firm, was
12 so -- because you -- you know, you bid out what
13 something's going to cost, you're making
14 assumptions on what you're doing. So already,
15 you're sort of, you know --

16 MR. TOPP: Can I stop you for a second?

17 I understand your desire and I took that into
18 consideration. This was a voluntary thing from
19 Passero, not charging us a dime.

20 MS. LIOTTA: Well, they should all be
21 voluntary. Volato is not paying any of those
22 engineering firms to do that.

23 MR. TOPP: I asked all of them, and this is
24 the first one that came in and said this. And this
25 is a very high level. Very, very high. It's like

1 seven items. What does it cost to -- what is your
2 estimate on what it's going to cost to do it, then
3 to take it to the engineering firms to give us the
4 real numbers.

5 MS. LIOTTA: Well, I guess I don't understand
6 because it seems like if it's something so high
7 level, why couldn't all three of our engineering
8 firms have done something so high level?

9 CHAIRMAN CLARKE: You'll have to ask them why
10 they didn't propose, because Jaime asked them to.

11 MR. TOPP: I've talked to them.

12 MR. OLSON: You asked all three to give ideas
13 and only one came forward?

14 MR. TOPP: Well, I asked Passero. And I've
15 asked the other two, and I'm still waiting to hear
16 back from them.

17 MS. CASH-CHAPMAN: When did you ask them?

18 MR. TOPP: About a month and a half ago.

19 MR. OLSON: Because it's common in many of
20 these situations for a firm to, when up front, just
21 sharing ideas because it's a foot in the door, a
22 strong foot in the door for contract work. So, I
23 mean, I can imagine that a number -- I mean, any
24 firm that --

25 MR. TOPP: I'll revisit them, if that's the

1 way you want to do it. I just wanted to get -- I
2 wanted a back-of-the-napkin type of an idea.
3 That's all I was looking for. There was nothing
4 formal. When we get ready to do something formal,
5 of course we're going to follow the three people
6 that we have.

7 MR. OLSON: And it's always easy to -- I mean,
8 I can understand that it's always more convenient
9 and easy and less orientation time to be talking to
10 a firm that's, you know, intimately familiar with
11 the ins and outs of our airport already. I mean, I
12 guess you probably sense that, too, in your
13 interviews, is that some know the airport better
14 than others that you're talking to.

15 MS. LIOTTA: Well, yes, but the northeast
16 section is fresh dirt, right?

17 MR. OLSON: Yeah.

18 MS. LIOTTA: There's nothing -- there's no
19 incumbency there.

20 MR. OLSON: Yeah. Yeah.

21 MS. CASH-CHAPMAN: I would definitely like to
22 see us reach out to them again --

23 MR. TOPP: Okay.

24 MS. CASH-CHAPMAN: -- and see because I think
25 Jennifer's right that someone else might come in

1 with something that none of us have ever thought of
2 because we are too close to it.

3 MR. TOPP: Yeah.

4 MS. CASH-CHAPMAN: And so to kind of see what
5 else that would take would be the purpose of us
6 having --

7 MS. LIOTTA: Yeah, when my husband and I built
8 a house a while back, like years and years ago, you
9 know, we went to three different architecture firms
10 like to give them the -- like, here's the dirt.
11 You know, here's what the plat looks like. Here's
12 the number of bedrooms we need to have. What's
13 your idea? And they came back with completely
14 different homes. And then we picked the one that
15 worked the best. So I'm a big proponent of letting
16 -- letting different visions come through.

17 MR. OLSON: Sounds good.

18 MR. TOPP: Sure. We will do that.

19 MR. BLOCKER: Jaime, did you receive any
20 responses from the other two?

21 MR. TOPP: No, but I'll go back to them.

22 MR. BLOCKER: And it might be something worth,
23 you know, letting them understand that, hey, you
24 know, we're interested and, you know, it's not a
25 foregone conclusion.

1 MR. TOPP: Well, what's interesting is that I
2 got a response from a different one of the -- not
3 of the three, for the idea of having a developer do
4 the west side that they're working on and they said
5 they'd do it for nothing. So I'll revisit the
6 other two.

7 Sir?

8 MR. OLSON: I really do hope that this board
9 will have an opportunity to have a detailed review
10 and discussion of how we're proceeding with the
11 strategic business plan. I don't think -- you
12 know, I -- the -- probably the biggest theme in it
13 is the airport's financial picture and its
14 capacity -- financial capacity. So that's a big
15 thing. That's a big picture thing. And I believe
16 that deserves a full workshop, which I have been
17 urging for months here. And so I just make that
18 observation.

19 But one of the top priorities that we have not
20 discussed to my knowledge since we actually put
21 this to bed is Item 6 on the priority list, and
22 that's air service for the community. And, you
23 know, we should be talking about that. It's --
24 it's a -- it's in here because the community wants
25 it.

1 MS. LIOTTA: Well, I think that the -- this
2 business plan was seriously flawed on that item
3 because --

4 MR. OLSON: Well --

5 MS. LIOTTA: Let me finish. -- because I
6 think the question is not detailed enough. So the
7 community wants service, but what does that mean?
8 Does that mean that they want to be able to drive
9 here to go places themselves or do they want
10 service here to bring in tourism? Those are
11 completely -- what that looks like for scheduled
12 service is completely different. And I -- you
13 know, we've got a very uphill battle if it's -- you
14 know, if it's that first category of can someone
15 drive here instead of Jax to, you know, go to
16 Detroit? I don't see that happening, frankly,
17 because, you know, all the carriers, if they're
18 going to Detroit, they already have that route set
19 up out of Jacksonville, Orlando, or Daytona.
20 They're not going to come here for that.

21 MR. OLSON: Their -- the carrier that --

22 MR. TOPP: I agree.

23 MR. OLSON: -- this board rejected last, I
24 guess, February or March --

25 MS. LIOTTA: Did not have hub service.

1 MR. OLSON: -- they are in eight cities in
2 Florida now. They've just initiated service in
3 Lakeland and they're expanding rapidly.

4 MS. LUDLOW: They rejected us.

5 MS. CASH-CHAPMAN: And I'm very happy for them
6 that they're succeeding so well, but as I recall
7 when we read that with the, what, 20 hours' notice
8 we had to read that before voting on it, I recall
9 seeing things like "We're not paying for anything,
10 but you guys can and whoever purchases a ticket
11 can." And I'm pretty sure that was a big red flag
12 for me, because when I was running for this
13 position, what I heard the public tell me they
14 wanted was flights to a hub that they could go
15 somewhere else or flights to places that are too
16 far to drive to but still here: Key West, Tampa,
17 places like that, the Bahamas, that it makes sense
18 for us to go to.

19 And I'm pretty sure none of us are
20 wholeheartedly against commercial. I think what
21 the issue was with them specifically, and probably
22 most of the ones before us, is that they didn't
23 make sense or work for us or for our community, the
24 people that put us here. They were flying to
25 obscure places that one person, maybe two, booked a

1 flight for and then no one else did, so they
2 cancelled it, and then they had to book a flight
3 somewhere else anyway.

4 But I do recall, I know a few of us have
5 brought it up, was talking to someone like a
6 Cape Air, Jet Blue, things like that, and I'm
7 pretty sure Jaime had reached out to them.

8 MR. TOPP: I talked to Cape Air. And I have a
9 proposal from them on what they would do. It's
10 interesting. They looked up and found out that I
11 was -- I had flown for them. And they said, "Well,
12 why don't we just send you some airplanes, you get
13 the pilots, decide on something within 250 miles,
14 and we'll set it up."

15 MS. LIOTTA: For us to run an airline?

16 MR. TOPP: Yeah. Or for us to find the
17 pilots. You know, we've got people -- that's their
18 proposal. They can't find pilots. There's no
19 pilots.

20 MS. CASH-CHAPMAN: I don't think anyone can
21 find a pilot right now.

22 MS. LIOTTA: Well, that is why like the
23 American's of the world are actually reducing
24 tertiary market routes.

25 MR. OLSON: Exactly.

1 MS. LIOTTA: They're not opening them up
2 because they don't have the pilots to staff them
3 anyway.

4 MR. TOPP: Yeah. I still get letters from
5 airlines --

6 MS. LIOTTA: So that's another reason why good
7 luck getting service here.

8 MR. TOPP: -- "Hey, you want to come to work
9 for me?"

10 I said, "Well, get Congress to change it from
11 65 to 85, and I'm there."

12 MR. OLSON: I'm not sure that we have paid
13 enough attention to this because, you know, Avelo
14 wanted to be -- they are in the same business as
15 Breeze. It's not everybody's cup of tea. I mean,
16 it's a low-frill's carrier. But they wanted to
17 establish service here to --

18 MS. LIOTTA: That was subsidized.

19 MR. OLSON: -- to serve -- to serve the
20 northeast Florida/metro area, Jacksonville.

21 MS. CASH-CHAPMAN: But they wanted us to pay
22 for it.

23 MS. LIOTTA: Yes.

24 MR. OLSON: And they wanted us to provide the
25 ground support and which --

1 MS. CASH-CHAPMAN: And cover all their fees.

2 MS. LIOTTA: Unlimited.

3 MR. OLSON: But there were great opportunities
4 for car rental and parking, plus a FAA grant that
5 goes to a million dollars if we have 10,000
6 boardings, which is about the first -- for nine
7 flights going to three different cities a week, you
8 can get to that -- calculates out within a year.
9 But I hear a lot of sort of immediate skepticism
10 here.

11 MS. LIOTTA: Well, because this issue and that
12 particular deal was discussed ad nauseam --

13 MS. LUDLOW: Thank you.

14 MS. LIOTTA: -- at prior meetings.

15 MS. LUDLOW: Thank you.

16 MS. LIOTTA: And I think we all came to the
17 conclusion that it was not something that was
18 signable at the time. And when we tried -- when
19 our attorneys tried to engage them to talk about it
20 further, they did not respond, and they ended up
21 going to Daytona where they got a million-dollar
22 guarantee. This airport is not going to give a
23 carrier a million-dollar guarantee.

24 MS. LUDLOW: Taxpayers -- they charge the
25 taxpayers.

1 MR. OLSON: We were not asked to give a
2 million-dollar guarantee.

3 MS. LIOTTA: No, I'm saying that was their
4 alternative --

5 MR. OLSON: That was not --

6 MS. LIOTTA: -- was they did not discuss with
7 us, and the next thing we heard was that they did a
8 deal in Daytona, and Daytona gave them a
9 million-dollar guarantee.

10 MR. OLSON: Okay.

11 MS. LIOTTA: So they were looking for
12 subsidies, and they got one. And good for them.

13 MS. CASH-CHAPMAN: I'm very happy for them. I
14 just don't think they were the right airline for
15 us. And, again, I don't think anyone on this board
16 is against commercial airline.

17 MR. OLSON: Good, because it's in our
18 strategic plan.

19 MS. CASH-CHAPMAN: And what we want --
20 fantastic. And what we want is an airline that
21 works for the people that put us in this seat. I
22 don't care about that airline. I don't care that
23 they wanted us to pay for it. I care about the
24 people that would have to pay for it.

25 MR. OLSON: Yes. So --

1 MS. CASH-CHAPMAN: They put me here. And I'm
2 not going to say, "You know what? Thanks for
3 putting me here. Now we're going to charge you
4 more if you want to use our services." Absolutely
5 not.

6 MR. OLSON: So we have this -- a priority --
7 one of our top priorities in our plan is air
8 service.

9 MS. LUDLOW: Is this an agenda item?

10 MR. OLSON: So that goes beyond what we're
11 talking about now.

12 MS. LIOTTA: This board cannot change the
13 realities of the market. They are what they are.
14 There's a pilot shortage. There are no airlines
15 like the American's that are going to come here to
16 open a hub service route. All of them are -- that
17 are in these region already have hub service
18 routes.

19 MR. OLSON: There's a lot of communities our
20 size that are doing flights into hubs. And I agree
21 that that would have been -- that would be --

22 MS. LIOTTA: Communities our size -- like,
23 look, apples to apples, we are surrounded by three
24 international airports that have services that
25 already have established routes to other hubs.

1 American's not going to come here when they've got
2 a hub in Orlando or Jacksonville or Daytona or all
3 three.

4 MR. OLSON: I know you're in the private
5 flight business, but there's a whole segment of the
6 population, the largest segment, that is not at the
7 economic level to do private flying, and they're
8 the ones that have to look at I-95 and --

9 MS. LIOTTA: I'm not talking about private
10 flights. I'm talking about the realities you can't
11 get an airline to come here and --

12 MS. CASH-CHAPMAN: They can't staff it.

13 MS. LIOTTA: They can't staff it and they
14 would be cannibalizing their own existing business,
15 which they will not do.

16 MR. OLSON: You think that we're that
17 unique --

18 MR. TOPP: Can I say something?

19 All right. I mean, I've been in this business
20 for a long, long, long, long time, the airline
21 business. Okay? We've done -- and I'll try to get
22 ahold of that individual and bring you the study so
23 that you can look at it. The only way an airline
24 with a 737, maybe, you know, RJ whatever that
25 carries 30 seats or 18 seats or 20 seats could make

1 it, but anybody that has a real airliner jet from a
2 737 up, even if we paid for their gas up -- you
3 know, they just paid the basic cost of fuel --
4 you're turning your head, Mr. Roberts, but I'm just
5 telling you this is the reality. Okay?

6 MR. OLSON: Mr. Roberts?

7 MR. TOPP: I'm sorry. Mr. Olson.

8 MR. ROBERTS: Mr. Olson.

9 MR. OLSON: That's Mr. Roberts.

10 MR. TOPP: Right. I'm sorry. Bob. All
11 right.

12 -- turning your head, the fuel -- we weren't
13 allowed to charge them a fuel surcharge. So we're
14 going to give them the fuel for our costs, one.
15 Two, we were going to supply our own baggage
16 handlers for them. We were going to do what's
17 called the over and under wing, which means we're
18 going to pump out the toilets and do those things.
19 We're going to supply our own ticket agent. We're
20 going to give them the terminal for their use and
21 all those expenses. And even with that, with a
22 737, unless you filled every seat every day, unless
23 somebody gave them the airplane for free, they
24 can't make money.

25 MR. OLSON: We get the million dollars from

1 FAA --

2 MR. TOPP: I don't care what you get, you
3 can't get --

4 MR. ROBERTS: Hold on. Let him finish. I'm
5 sorry. Let him finish.

6 MR. OLSON: -- a million dollars from the FAA
7 and the calculated revenues from parking. When we
8 had Frontier here for 18 months, look at the
9 revenue from the rental cars and the parking.

10 MR. TOPP: Mr. Clarke, you want to speak to
11 that?

12 MR. OLSON: Well --

13 MR. TOPP: Did we make money?

14 CHAIRMAN CLARKE: I never got the updated
15 information, what was it.

16 MR. OLSON: I agree we spent ad nauseam
17 hearing the costs of how much our paper towels will
18 cost and the terminal if we have people using it
19 and all of that, I remember that. Okay. Okay.

20 MR. TOPP: It doesn't work.

21 MR. OLSON: We can go on -- we can go on to
22 the next topic.

23 MS. CASH-CHAPMAN: Just real quick, though,
24 just so we can like wrap this up, none of us are
25 against it. We're open to it. It doesn't exist

1 right now. So if something comes up and it can
2 exist, we'll revisit it.

3 Can we agree on that and move on?

4 MR. OLSON: Well, I'm not sure if we can go --
5 I mean, my --

6 MS. LIOTTA: I'm not supportive of chasing
7 airlines --

8 MS. CASH-CHAPMAN: Absolutely not.

9 MS. LIOTTA: -- and who I don't believe have
10 the pilots to even come here if they wanted to.

11 MR. TOPP: Or the mechanics to work on the
12 airplanes.

13 MR. BLOCKER: So just so we can make sure, do
14 we want to make sure going -- so I think that --

15 MS. LIOTTA: If they come here and they don't
16 ask for a ton of subsidies, I'm all for it.

17 MS. CASH-CHAPMAN: Let's take a look.

18 MR. BLOCKER: So do we want to ask Mr. Topp to
19 schedule a time to discuss sort of the big picture
20 business plan, you know, like at a future meeting?
21 Is that something the board would want to hear from
22 Mr. Topp at a future meeting? Do we want to do
23 that in February or --

24 MR. TOPP: Well, I guess my question further
25 on that is, is that I get it that you spent a lot

1 of money on this business plan.

2 MR. OLSON: \$240,000.

3 MR. TOPP: Yeah. And you're going to spend a
4 whole lot more money --

5 MR. OLSON: Half of it was FDOT. Half of it
6 was FDOT.

7 MS. CASH-CHAPMAN: Just watched my brain
8 explode.

9 MR. TOPP: And you're going to spend a whole
10 lot more money with Item 6. So I don't know that
11 it really belongs on here right now for this
12 particular facility.

13 MS. LIOTTA: And I don't think that Item 6
14 gives us very good guidance because, again, I don't
15 believe that it tells us what kind of service the
16 community is even looking for.

17 MR. TOPP: Right.

18 MR. OLSON: I hear the way the wind's blowing
19 here, so we don't need to have to talk about
20 this.

21 MR. TOPP: Okay.

22 MR. OLSON: I get more today --

23 MS. LUDLOW: I know. Could we move on from
24 this?

25 MR. BLOCKER: Well, and just to clarify, do we

1 want to -- is there board consensus on -- not maybe
2 Item 6, but in general the airport business plan,
3 hearing this from Mr. Topp?

4 MR. TOPP: On what we've accomplished on it or
5 what we're trying to accomplish on it outside of
6 the airlines.

7 MR. OLSON: The best way to deal with this
8 plan now is to focus on the financial. That's the
9 number one priority.

10 MR. TOPP: I like the idea of putting together
11 a financial seminar, you know.

12 MR. OLSON: I'm concerned about the financial
13 health of our airport going forward.

14 MR. TOPP: Okay. All right.

15 MR. OLSON: We probably can squeak through
16 this year, but we're going to get to a point where
17 we don't have the ability to pull down grants
18 because we don't have the matching money.

19 MS. LUDLOW: I don't think so.

20 MR. TOPP: It's possible. One thing to keep
21 in mind, too, which is an advantage of not having
22 the airlines, is with the FDOT we go from 50/50 to
23 80/20.

24 MR. OLSON: That's FDOT. That's not FAA.

25 MR. TOPP: Right. FAA's 10 percent.

1 MR. OLSON: We don't get the million dollars
2 from FAA. Okay. So -- I guess --

3 MR. TOPP: You got to get 10,000 butts in the
4 seats first.

5 MR. OLSON: I mean, do the math. You can --

6 MS. LIOTTA: I'm not sure we've ever had that.

7 MR. OLSON: You can get it with a reasonable
8 load factor with --

9 CHAIRMAN CLARKE: We've flown this plane to
10 the site of the crash.

11 MR. TOPP: That's right.

12 BANYAN MRO

13 CHAIRMAN CLARKE: So Banyan tomorrow? Banyan.

14 MR. TOPP: As we all know that the -- Volato
15 has a lot of jets already that they own. Banyan
16 approached us to -- they are a sublease, and then I
17 think that I need Mr. Roberts --

18 MR. ROBERTS: To be precise in the language?

19 MR. TOPP: -- to be precise in the language,
20 not -- yes.

21 MR. ROBERTS: You want me to be precise in the
22 language?

23 MR. TOPP: Yes, be precise on the language.
24 Thank you.

25 MR. ROBERTS: All right. I'll do it.

1 Modern Aero assigned, as they may do and we
2 want to encourage the assignability of leases,
3 assigned their lease to Volato so that Volato could
4 jump start the HondaJet overhaul maintenance
5 activity and not wait for all the dirt and the
6 yellow gear and the shovels and all that stuff.

7 So Banyan Air is a very strong MRO down in
8 Fort Lauderdale at Fort Lauderdale Executive. They
9 have the maintenance wherewithal to do what we call
10 A Checks and B Checks, which are milestone checks
11 on jet engines that we don't presently have here at
12 the airport. So we now -- we'll have a vendor that
13 will probably stay busy with some HondaJets, but
14 also the corporate -- the corporate jet departments
15 now know they don't have to ferry their aircraft to
16 Arkansas to get an A Check or a B Check done to
17 meet their 100-hour checks or whatever. And so
18 it's a major -- a major step-up of repair level
19 sophistication that is here.

20 CHAIRMAN CLARKE: They have the capacity to
21 handle non-Volato planes?

22 MR. TOPP: Well, the biggest thing,
23 Mr. Chairman, is that the -- right now there's
24 really not anybody on the field. I think we all
25 know about power by the hour. Mostly when you buy

1 a big jet, you buy the jet, but the engines can be
2 leased from the engine manufacturer and they commit
3 to replacing it if something happens, blows a fan,
4 you suck a bird into it or something like that.

5 MS. LIOTTA: Everybody's on programs.

6 MR. TOPP: I'm sorry?

7 MS. LIOTTA: Everybody's on the programs. You
8 pay for every hour, and then if something
9 happens --

10 MR. TOPP: So it's power by the hour. You're
11 renting the engine, basically, you know. And so if
12 that engine sucks a bird as they're coming into --
13 it does make a mess. I've seen it.

14 MS. CASH-CHAPMAN: That's what you had to
15 pick?

16 MR. TOPP: Sucks a rock. Okay?

17 MS. CASH-CHAPMAN: Thank you.

18 MR. TOPP: And it comes up and it blows out
19 the back of the airplane and all the fittings come
20 out with it, not the air -- not the bird's
21 fittings, the rocks. Okay? They'll fly in an
22 engine and have to -- and change it, but they need
23 the cranes and all the things to get it in and out
24 of the airplane. If you've got an MRO that can do
25 that today, it's just that much more attractive.

1 And it's a great -- and these folks are
2 spot-on. They've done everything. They came up
3 here on the weekend and they put in their Wi-Fi.
4 I've got a letter -- Courtney and I are getting a
5 letter to be able to do some other stuff so Comcast
6 can come in and finish it up. But they're up --
7 they're going to be up and running by the 15th.

8 So, anyway, I just want to give y'all an
9 update on that.

10 MS. LIOTTA: Yeah, I mean, Banyan is -- has
11 the territory of the southeast for HondaJets. So
12 they -- any HondaJets, not just like a Volato
13 thing. It's like they -- you know, they're the
14 approved -- you know, so they could be getting
15 other HondaJets from non-Volato sources coming here
16 to do the 300, 600 hours as well as just general
17 jet services --

18 CHAIRMAN CLARKE: Be 300 miles closer for
19 someone coming from, say, Savannah than to go to
20 Fort Lauderdale.

21 MR. OLSON: Is this something coming to the
22 February meeting then and that we have to act on
23 approving the sublease to --

24 MR. ROBERTS: This is pretty much
25 informational update.

1 MR. OLSON: Okay. So we don't have -- there's
2 no action needed?

3 MR. ROBERTS: No action necessary.

4 MR. OLSON: For a sublease for Modern Aero?

5 MR. ROBERTS: They're leasing part of their
6 premises for this commercial activity, which their
7 lease contemplated the ability to do.

8 MR. OLSON: Under the Modern Aero lease, they
9 have the ability, without board authorization, to
10 sublease to the -- to Banyan?

11 MR. ROBERTS: Yes. Yes.

12 MR. OLSON: Okay. Okay.

13 MR. ROBERTS: Most of -- like our FBO are
14 similar, right.

15 MR. OLSON: Okay. Okay.

16 CHAIRMAN CLARKE: All right. Moving on, we
17 have ground lease revamp project.

18 MR. ROBERTS: Ground leases?

19 MR. TOPP: There's one -- discuss policy and
20 other committees' implementation and also board
21 procedure guidelines. Do we want to go over that
22 today?

23 CHAIRMAN CLARKE: Oh, I'm sorry. I skipped
24 over that. I'm sorry. I apologize.

25 MR. ROBERTS: I think we pretty much -- we

1 pretty much handled that --

2 CHAIRMAN CLARKE: Yep.

3 MR. ROBERTS: -- that aspirational thing.

4 MS. LIOTTA: Yeah, I think we've jumped around
5 a bit and covered that.

6 MR. ROBERTS: I think so too.

7 CHAIRMAN CLARKE: Jennifer, our last meeting,
8 you said that you would agree to review some of --
9 can you give us an update on --

10 MS. LIOTTA: Yeah, then I moved and --

11 MS. CASH-CHAPMAN: She still has a few more
12 weeks till the next meeting, so...

13 MS. LIOTTA: Yeah. I still owe that.

14 MR. TOPP: Did you move into the house -- the
15 new house?

16 MS. LIOTTA: (Nods head.)

17 MR. TOPP: Congratulations. That's awesome.

18 CHAIRMAN CLARKE: Well, good. Well, just keep
19 us informed.

20 MR. TOPP: All right. Keep going.

21 Ground lease revamp project again would be
22 Jeremiah.

23 MR. ROBERTS: Right. That's what I was
24 saying, I think we kind of hashed around that
25 already.

1 MR. TOPP: We hashed through that? Okay.

2 That's it, unless y'all have something you
3 wanted to add. Oh, one last thing. I've gotten
4 two of -- where are they? -- these. I need the
5 other four -- other three.

6 MS. LIOTTA: Didn't I give that --

7 MR. OLSON: Yeah. Yeah.

8 CHAIRMAN CLARKE: We didn't -- are there
9 any --

10 MR. OLSON: I was going to ask, if I could,
11 and things that aren't on here, Michelle, we were
12 trying to schedule a work session on the executive
13 director recruitment next steps or what's -- what
14 the -- discussion of possible path forward, how we
15 proceed --

16 MS. CASH-CHAPMAN: Yes.

17 MR. OLSON: -- and that -- it seems that --
18 that's a meeting that never gets scheduled.

19 MS. CASH-CHAPMAN: Exactly.

20 MR. OLSON: So...

21 MS. CASH-CHAPMAN: If we have calendars now --
22 does anyone have a calendar ready to have a date
23 now?

24 MS. LIOTTA: Yes. Just do it.

25 MS. CASH-CHAPMAN: So the first meeting that

1 we need to have is -- so remember when we --

2 MS. LUDLOW: Aren't we doing this prematurely?

3 MS. LIOTTA: No.

4 MS. LUDLOW: I think so.

5 MS. CASH-CHAPMAN: No, no. So here's what
6 we're looking to do: So what we're looking to do
7 is when we posted the last time, we agreed as a
8 board to take whatever was posted previously and
9 use that. So that's what we're trying to meet --

10 MS. LUDLOW: And that, I remember.

11 MS. CASH-CHAPMAN: -- about, is to come up
12 with a job description, because it's going to take
13 time. So that's not premature, that we're going to
14 try to narrow down a job description and job
15 posting because that's -- clearly to get all of us
16 in the room together is --

17 CHAIRMAN CLARKE: Why don't you circulate your
18 proposed job descriptions to everybody so we'll
19 have a chance to take a look --

20 MS. LIOTTA: Well, it's Sunshine.

21 MS. CASH-CHAPMAN: I can't do that.

22 MS. LIOTTA: That's why we have to do a
23 meeting.

24 MR. BLOCKER: But they, you know -- but -- I
25 could not say that any better.

1 MS. LUDLOW: Blup, blup, blup, blup, blup.

2 MR. BLOCKER: So we just -- you know, and
3 that's one of the weird things about Sunshine, is
4 we can't -- we can't do that.

5 MS. CASH-CHAPMAN: Half of our meetings could
6 be --

7 MR. BLOCKER: Well, what I was going to
8 suggest, Mr. Chairman, is -- if the board would be
9 open to this, is why don't we use our February
10 workshop to, you know, do that. So, again, we'll
11 talk about future agenda items for March but also
12 go right into a period of -- you know, do y'all
13 like this format, kind of this workshop format?
14 Then we'll go right into --

15 CHAIRMAN CLARKE: I think that's a good idea
16 to use the February --

17 MS. LIOTTA: Okay.

18 MS. CASH-CHAPMAN: Sure.

19 MR. BLOCKER: And just to update the board on
20 Mr. Topp -- obviously, he's sitting right here --
21 so I have drafted some language based on y'all's
22 recommendation to extend him for six months and
23 then go to a month-to-month. His attorney is
24 reviewing --

25 MR. TOPP: Yeah. I should know by tomorrow.

1 MR. BLOCKER: I'm going to ask that this --
2 this will be an update that we'll have in February.
3 And I'll have -- obviously, you know, the update
4 will be it's been signed and agreed to, and we'll
5 go from there with y'all's, you know, approval.
6 So --

7 MR. OLSON: So what's the --

8 MS. CASH-CHAPMAN: So we're going to have --
9 our next -- what would be our normal second meeting
10 for February is going to be a workshop, and that's
11 where we're going to start to get into the
12 nitty-gritty of what we want this job description
13 to look like --

14 CHAIRMAN CLARKE: The 26th.

15 MS. CASH-CHAPMAN: -- and what we want the
16 posting to look like.

17 MR. OLSON: It's more than the job
18 description. Wouldn't it be the big picture as to
19 how we proceed and effectively manage a
20 recruitment?

21 MS. LIOTTA: Yeah, we could talk about that
22 too.

23 MS. CASH-CHAPMAN: Yeah, so the meeting itself
24 will be about the executive director position. And
25 I'm happy to put that together prior to then.

1 MR. OLSON: Is that the 19th?

2 CHAIRMAN CLARKE: 26th.

3 MS. CASH-CHAPMAN: 26th.

4 MR. OLSON: 26th.

5 MR. BLOCKER: And also, Mr. Chair, it may also
6 be about what's going to be -- so it will be two
7 parts. It will be setting the agenda for March --

8 MR. TOPP: Like we did here.

9 MS. CASH-CHAPMAN: Right.

10 MR. BLOCKER: -- like we did here, but then
11 also -- but that should -- hopefully, it will be
12 fairly straightforward and --

13 MR. TOPP: Yes. And if I could speak to that
14 a little bit, I've talked to Florida Aviation
15 Council and the AAAE, and they'll help us in
16 getting the jobs out to the right people when we
17 get out there.

18 MS. CASH-CHAPMAN: Right. So I know we talked
19 about this before that things did not go as planned
20 because there was some turnover with things and
21 some passwords were missing and we were not able to
22 access some of the areas we should have been able
23 to access. And so now that we've worked all that
24 out --

25 MR. TOPP: Right.

1 MS. CASH-CHAPMAN: -- we should see more of
2 what were looking for.

3 MR. TOPP: The one thing I would like to say
4 is I am willing to stay here for two years and
5 finish this vision. So just keep that in mind.

6 MR. OLSON: And our regular meeting in
7 February is the 12th?

8 MS. CASH-CHAPMAN: I think so.

9 MR. TOPP: Yes.

10 CHAIRMAN CLARKE: The second Monday.

11 Any members of the public like to make any
12 comments or ask any questions or -- Ms. Martin?
13 Nothing?

14 MS. MARTIN: No.

15 MS. LUDLOW: Thank you for the cookies,
16 Ms. Martin.

17 MS. LIOTTA: Delicious.

18 MR. TOPP: Yes.

19 CHAIRMAN CLARKE: Okay. No comments from the
20 public. All right. We'll -- we stand adjourned.
21 It is 5:43.

22 (Workshop was concluded.)
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CERTIFICATE OF REPORTER

STATE OF FLORIDA)
)
COUNTY OF ST. JOHNS)

I, Melissa Schroeder, Registered Professional Reporter, certify that I was authorized to and did stenographically report the foregoing proceedings; and that the transcript is a true and complete record of my stenographic notes.

I further certify that I am not a relative, employee, attorney, or counsel of any of the parties, nor am I a relative or employee of any of the parties' attorney or counsel connected with the action, nor am I financially interested in the action.

DATED this 1st day of February, 2024, in St. Johns County, Florida.

Melissa Schroeder

Melissa Schroeder,
Registered Professional Reporter

CHAIRMAN
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