

Regular Meeting Agenda

March 13, 2023

Call to Order – 4:00pm

- Call to Order
- Pledge of Allegiance
- Meeting Minutes
- Agenda Approval
- Staff Report
- Business Partner Updates
- Old Business Items
 - Air Service Development Update
 - Executive Director Position
- New Business
 - Annual Audit Presentation
 - Safety Risk Management Committee Scope
 - Audit, Finance & Operations Committee Scope
 - Community Engagement Committee Scope
 - Master Plan Committee Scope
 - Policy Committee Scope
 - Staff Impacts of Additional Committees
 - Proposed Airport Committee Formation Resolution 2023-02
- Public Comment – General
- Member Comments and Reports
- Adjournment



Staff Reports – Items of Interest & Update of Projects

TPC Tournament – March 5th – 12th

Taxiway “B” Center – Final Striping, Markings & 13/31 Threshold Relocation to Continue After TPC.

T-hangar Development Design Update – Passero to Present Update at the March 27th Board Meeting.



Meeting Details

BUSINESS PARTNER UPDATES –

Mr. Henry Dean, St. Johns County Commissioner

Mr. Vinny Beyers, Atlantic Aviation

Mr. Jose Riera / Mr. Jaime Topp, SAAPA Liaison

Mr. Nate McKendrick, NGC

Mr. Courtney Pittman, ATC

Staff Reports – Operations

February

Air Traffic Volume -

	2023	<u>(2022)</u>
○ <i>Month:</i>	8,875	(8,667)
○ <i>YTD:</i>	17,170	(17,771)

Fuel Volumes – Gallons

FBO -	2023	<u>(2022)</u>
Jet A -		
▪ <i>Month:</i>	139,248	(175,530)
▪ <i>YTD:</i>	305,136	(315,772)
100LL -		
▪ <i>Month:</i>	8,148	(7,953)
▪ <i>YTD:</i>	16,322	(16,164)
Self Serve - 100LL		
▪ <i>Month:</i>	14,946	(11,664)
▪ <i>YTD:</i>	33,798	(25,096)

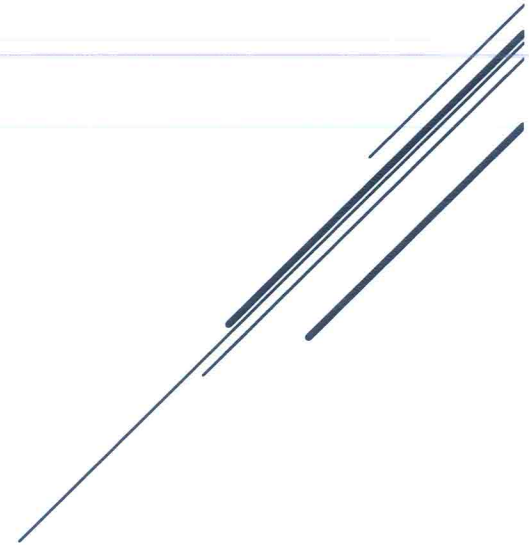
Meeting Details

OLD BUSINESS ITEM

Air Service Development Update

Mr. Chad Roberts & Mr. Dennis Clarke

Board Discussion
Public Comment
Motion



OLD BUSINESS ITEM

Executive Director Update – Jennifer Liotta

Kevin Harvey's Salary – New Base Salary Until?

Board Discussion
Public Comment
Motion

BUSINESS ITEM – ANNUAL AUDIT PRESENTATION

Cherry Bekaert CPAs & Advisors

Presentation By – Ron Conrad & Bryan Harman

Board Discussion
Public Comment
Motion

Meeting Details

BUSINESS ITEM – Airport Committee Formation

Safety Risk Management Committee Scope – Reba Ludlow

Board Discussion
Public Comment
Motion

Meeting Details

BUSINESS ITEM – Airport Committee Formation

Audit, Finance & Operations Committee Scope – Dennis Clarke

Board Discussion
Public Comment
Motion

Meeting Details

BUSINESS ITEM – Airport Committee Formation

Community Engagement Committee Scope – Michelle Chapman

Board Discussion

Public Comment

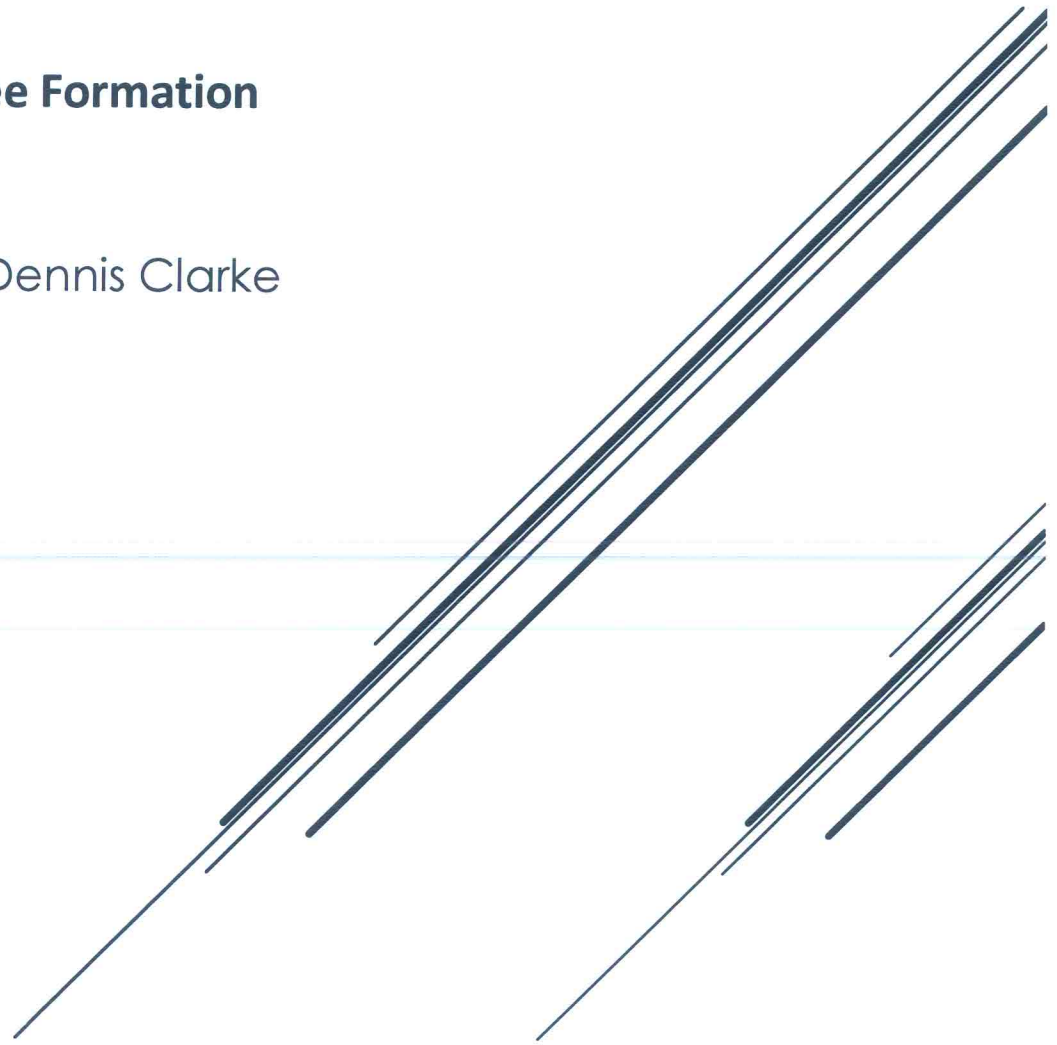
Motion

Meeting Details

BUSINESS ITEM – Airport Committee Formation

Master Plan Committee Scope – Dennis Clarke

Board Discussion
Public Comment
Motion



Meeting Details

BUSINESS ITEM – Airport Committee Formation

Policy Committee Scope – Jennifer Liotta

Board Discussion
Public Comment
Motion



Meeting Details

BUSINESS ITEM – Staff Impacts of Additional Committees

- Background
- Legal Requirements
- Process
- Budget Impact

Board Discussion
Public Comment
Motion



Meeting Details

BUSINESS ITEM – Airport Committee Formation & Resolution 2023-02

- Airport Committee Formation – Resolution 2023-02

Board Discussion
Public Comment
Motion

Public Comments

General

- Three (3) Minutes per Speaker
- Address Matters that Reasonably May Need Attention of the Authority

RULES OF DECORUM

- May Not Disrupt the Meeting with Personal, Impertinent or Slandorous Remarks or Boisterous Behavior
- Please Address the Authority as a Whole, Not Any Individual Member or Staff
- Please Refrain From Making any Demand for an Immediate Response From the Authority

Authority Members

Comments and Reports

Ms. Michelle Cash-Chapman

- Aerospace Academy

Mr. Dennis Clarke

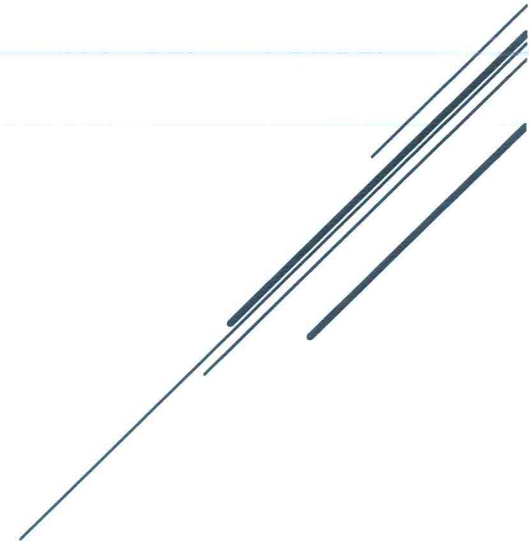
Ms. Jennifer Liotta

Ms. Reba Ludlow

- TPO

Mr. Robert Olson

- EDC



PROPOSED MEETING DATES

Regular Meetings – 2nd & 4th Monday

- March 27th
- April 10th
- April 24th

- **All Meetings Begin at 4pm Except as Otherwise Noted*

ADJOURNMENT



Impact of Adding Standing Board Committees

St. Johns County Airport Authority

February 1, 2023

From: Edward R. Wuellner, AAE
Executive Director

Background –

Following Airport Authority discussion and continuing interest in the formation of a number of new Standing Committees, decision making will need to consider the legal and financial implications associated with implementation. As presently being discussed, no less than five (5) committees are being considered, this perhaps could swell to eight (8) should the “subcommittees” included in one of the proposed charters be approved.

As the Authority has been advised by its counsel, there are legal requirements associated with the establishment of committees and subcommittee and its associated membership, highly summarized as follows:

- **Florida Open Government Laws** - Commonly known as “Florida Sunshine Law” would be compulsory. In a highly summarized interpretation, the minimum level of compliance will require that the general public be afforded
- **Proper Notice of All Meetings and the Proposed Agenda** – Typically this is accomplished using legal notices in a publication of area-wide circulation and on the Authority’s website
- **Record of Proceedings** (minutes and Agenda-related materials, member attendance, voting, etc) must be facilitated, preserved and made available to the public (also available on Authority’s website).
- **Florida Public Records Law** compliance would also be required. This would mean that all committee and subcommittee members would be required to preserve all records pertaining to their service and make them available to anyone making such a request.

Financial implications are rooted in the significant staff time that will be required to meet all of the legal requirements of committee formation. It is imperative that the Authority understand that the existing staff cannot absorb even a small portion of this additional workload within their existing day-to-day responsibilities. In our best estimation, we will require the addition of one full-time staff position to assure even a baseline adherence to the requirements of Florida Law. This determination has been made using the following basic process model:

Process –

- Legal “Notice of Meeting” Advertisement placed in Local Newspaper.
- Website Notice of Meeting placed on Authority Website Calendar.

- Agenda Developed and Posted on Authority Website.
- Agenda Backup Material Obtained and Transmitted to Membership.
- Meeting Room and Recording Equipment Setup Prior to Meeting
- Attendance and Notetaking at Meetings to Assure Complete Record Obtained
- Transcription of Audio Recordings into “summary minutes” (excluding Authority Meetings where Court Reporter is used for verbatim minutes).
- Transmittal of Minutes to all Members in ‘draft’ form.
- Scanning and Filing of Minutes and all Meeting Materials as Official Public Records.
- Posting of Website copies of previous meeting materials.
- Management of committee and intra-committee and Authority meeting-related communications.

It should be noted that this process will need to be utilized for EVERY meeting of the Authority, its committees, and sub-committees to remain compliant. Since there is a current likelihood of between 5-10 meetings a month, a full-time position will be required.

Budget Impact –

To get the skill set required, we are anticipating that an hourly wage rate of between \$22 and \$30 per hour will be required along with normal benefits package given to all Authority staff. This would equate to an annual impact (fully burdened) in a range of \$58,000 - \$75,000. A per meeting miscellaneous expense should be accommodated at about \$100. This expense would cover the current charge of \$50 per legal advertisement, copies, mailing, etc. this would make that annual estimate for these charges in the range of \$6,000-\$12,000.

RESOLUTION 2023-02

"THIS RESOLUTION OF THE ST. JOHNS COUNTY AIRPORT AUTHORITY ESTABLISHES NEW COMMITTEES FOR SUPPORT OF, AND COMMUNITY INVOLVEMENT IN, THE REVIEW AND RECOMMENDATION OF THE AFFAIRS OF THE AIRPORT AUTHORITY IN KEY AREAS OF GOVERNANCE AND OPERATIONS."

RECITALS

WHEREAS, the St. Johns County Airport Authority (the "Airport Authority") has determined that the public interest will be served by establishing new committees to analyze and advise the Airport Authority on the implementation, revision, and review of airport matters of governance and operations to support the airport's mission to meet the aviation needs of St. Johns County;

WHEREAS, the Airport Authority intends to improve the engagement and inclusion of the public and aviation users in providing valuable feedback and heightened transparency of airport governance and operations through the establishment and implementation of committees;

WHEREAS, on January 9, 2023, at a duly noticed meeting, the Airport Authority announced the intent to establish new committees and provide charter documents for each;

WHEREAS, through the hard work and committed efforts of Airport Authority Members, charter documents for establishing new committees, setting forth the purpose, membership, meeting, function and responsibilities of each new committee have been drafted;

WHEREAS, the Airport Authority desires to officially acknowledge the establishment of the committees;

NOW, THEREFORE, BE IT RESOLVED by the St. Johns County Airport Authority:

1. The above-stated Recitals are adopted and incorporated herein.
2. The Airport Authority hereby creates the following committees of the

Airport Authority and adopts the charter for each as approved by the
Airport Authority on March 13, 2023:

- i. Policy Committee
- ii. Audit Committee
- iii. Master Plan Committee
- iv. Risk Management Committee
- v. Community Engagement Committee

3. Any amendment, revision or other action concerning the Committee
charters shall be reserved to the Airport Authority.

PASSED AND ADOPTED by the St. Johns County Airport Authority, St. Johns
County, Florida, this 13th Day of March, 2023.

ST. JOHNS COUNTY AIRPORT AUTHORITY

ATTEST:

By: _____
Robert Olson, Chairman

Dennis Clarke
Secretary/Treasurer

Saint Johns County Airport Authority

Northeast Florida Regional Airport Policy Committee Charter

The Saint Johns County Airport Authority hereby adopts this **CHARTER OF THE POLICY COMMITTEE (“Committee”)** this ____ day of ____ 2023.

Purpose

The Airport Authority has determined that the public interest will be served by establishing a technically competent Policy Committee to, upon request by the Authority, study and advise the Authority on the implementation, revision, and review of an airport policy to support the airport’s mission to meet the aviation needs of Saint Johns County.

Membership

The Policy Committee shall consist of up to nine members, including at least one Airport Authority Member. An Airport Authority Member shall serve as the Committee Chairperson. The Committee Chairperson shall choose a Vice Chair, which shall be an Authority Member if a second Authority Member is available. Any Authority Member may participate as a member of the Policy Committee at his or her election. Other Committee members shall be selected, as needed, by the Chairperson or as otherwise established by the Airport Authority from time to time. Committee members may include, without limitation, individuals representative of the airport’s corporate tenants, t-hangar tenants, airport users and organizations of civic and governmental nature with interest in how the airport serves the community and region. All members of the Committee shall be residents of St. Johns County.

Meetings

The Committee shall conduct public meetings and undertake research, as needed, to achieve its purpose. All meetings and business of the Policy Committee shall conform with Florida state “Sunshine law” requirements, including without limitation notice, recording, and public access. Without modification to the foregoing requirements, the Chairperson shall have the discretion to establish and amend meeting conduct rules. The Authority may establish Committee meeting rules from time to time, which shall take precedence over any rules established by the Chairperson.

Saint Johns County Airport Authority

Northeast Florida Regional Airport Policy Committee Charter

Preferred Committee Member Background

Policy Committee members should have a broad understanding of the airport, its business, legal and/or corporate governance principles, FAA regulation of public-use airports, the principles of aviation safety, operations, security, risk management, the airport environment, support facilities and/or be a community stakeholder interested in how the airport might better serve the needs of the people of St. Johns County.

Functions & Responsibilities

Upon and at the request of the Airport Authority the Policy Committee shall be available to review an existing policy or proposed policy matter or question, for the purpose of making recommendations, in consultation with Authority legal counsel as requested, to support the general improvement of airport operations and in light of FAA regulatory compliance requirements and applicable state or federal law.

At the direction of the Policy Committee Chairperson, one or more members the Policy Committee may visit or otherwise communicate with other airports, if necessary, to acquire knowledge related to its mission.

The Policy Committee shall report its findings, deliberations, and recommendations within 60 days to the Airport Authority at regular or special public meetings.

Chairperson

Secretary

Saint Johns County Airport Authority

Safety Risk Management Committee Charter

THIS CHARTER OF THE SAFETY RISK MANAGEMENT COMMITTEE of the Saint Johns County Airport Authority is approved and adopted this _____ day of _____, 2023.

The Airport Authority is committed to providing an open forum for Authority employees, airport tenants, Saint Johns County first responders, air traffic controllers and members of the public (the “Stakeholders”), to provide input concerning the safety, health, environment, and security matters in relation to the operation of the airport.

Membership

The Safety Risk Management Committee (“SRM Committee”) shall consist of at least one member of the Airport Authority and up to fourteen additional members representing the Stakeholders. SRM Committee members do not have to be experts in the field of safety, health, environment, or security matters. However, the Committee may invite such experts as it may see fit to attend its meetings. Committee members may rely upon and assume the accuracy of information provided by such persons, so long as such reliance is reasonable given the totality of circumstances. The Airport Authority anticipates and encourages the additional participation of Airport staff, the Air Traffic Control Tower Manager, or their designate, the Authority’s Engineer, and representatives or employees of Saint Johns County Government or other governmental units of the County as non-members at meetings of the SRM Committee (“Supporting Persons”). Supporting Persons shall not be members of the SRM Committee

Meetings

The Committee shall appoint a Chairperson and a Vice Chairperson from among its membership. The Committee shall conduct public meetings at least quarterly but may meet at whatever frequency it deems necessary to achieve its purpose. All meetings and business of the SRM Committee shall

Saint Johns County Airport Authority

Safety Risk Management Committee Charter

conform with Florida state “Sunshine law” requirements, including without limitation notice, recording, and public access. Without modification to the foregoing requirements, the Chairperson shall have the discretion to establish and amend meeting conduct rules. The Authority may establish Committee meeting rules from time to time, which shall take precedence over any rules established by the Chairperson. The Committee shall prepare and publish reports and analyses performed by staff and outside experts and consultants.

Members may be eligible for reimbursement of out-of-pocket expenses incurred while serving on the Safety Risk Management Committee, in accordance with the Authority’s written reimbursement policy.

Functions & Responsibilities

The Risk Management Committee shall:

1. Recommend strategies, policies, systems, standards, and processes to promote a culture of safety, health, security, and environmental protection.
2. Review and recommend to the Airport Authority approval policies and investments related to safety, health, environment, and security.
3. Review the adequacy of safety, health, environment, and security systems for the reporting of actual or potential accidents, breaches, and incidents, as well as investigations and remedial actions.
4. Review the Authority’s compliance with relevant Safety statutory and regulatory obligations and its adoption of SAFETY RISK MANAGEMENT policies, standards, and processes in accordance with best practices in airport management and review actions for any significant non-compliance.
5. Monitor plans and progress for improvement initiatives and ongoing development of organizational capability for SAFETY RISK MANAGEMENT Committee.
6. Review industry trends and risks, including potential liabilities and changes in legislation, community expectations, research findings and technological changes, and where appropriate, the mitigation actions.
7. Perform such other functions as requested by the Airport Authority.
8. Establish procedures whereby employees can confidentially and

Saint Johns County Airport Authority

Safety Risk Management Committee Charter

anonymously submit to the committee concerns regarding the Airport's Safety matters and issues.

The Safety Risk Management Committee may recommend that the Authority hire safety and security experts to perform a variety of systems and operational analyses the Committee deems appropriate.

The Committee has authority to recommend its own budget to be approved by the Airport Authority.

Annual Review

The Safety Risk Management Committee shall review and reassess annually the adequacy of this Safety Risk Management Committee Charter and recommend any changes to the Airport Authority.

Chairperson

Date: _____

Secretary/Treasurer

Date: _____

Saint Johns County Airport Authority

Northeast Florida Regional Airport Master Plan Committee

Purpose

The Airport Authority has determined that the public interest will be served by establishing a technically competent Master Plan Committee to advise the Airport Authority on the future growth and development of the airport to meet the aviation needs of Saint Johns County.

Membership

The Master Plan Committee shall consist of up to a recommended fifteen members, including without limitation one member of Airport Authority, representatives of the airport's corporate tenants, t-hangar tenants, and the public at large. The Airport Authority anticipates and encourages the additional participation of Airport staff, the Air Traffic Control Tower Manager, or their designate, the Authority's Engineer, and representatives or employees of Saint Johns County Government or other governmental units of the County as non-members at meetings of the Master Plan Committee ("Supporting Persons"). Supporting Persons shall not be members of the Master Plan Committee.

Non-Authority member applicants for the Master Plan Committee membership shall complete a written application which will become a matter of public record and the information verified by the Airport Authority.

Meetings

The Committee shall appoint a Chairperson and a Vice Chairperson from among its members. The Committee shall conduct public meetings at least quarterly but may meet at whatever frequency it deems necessary to achieve its purpose. All meetings and business of the Audit Committee shall conform with Florida state "Sunshine law" requirements, including without limitation notice, recording, and public access. Without modification to the foregoing requirements, the Chairperson shall have the discretion to establish and amend meeting conduct rules. The Authority may establish Committee meeting rules from time to time, which shall take precedence over any rules established by the Chairperson.

Saint Johns County Airport Authority

Northeast Florida Regional Airport Master Plan Committee

The Airport Authority may reimburse Committee Members for out-of-pocket expenses incurred while serving on the Master Plan Committee, in accordance with the Authority's written reimbursement policy.

Preferred Committee Member Background

Master Plan Committee members should have a broad understanding of the Authority, its business, the principles of aviation safety, operations, security, risk management, the airport environment and support facilities.

At least annually, the Executive Director shall brief the Committee on the current state of the airport with respect to capital planning initiatives, the federal and state grant funding process, recommendations contained in the Master Plan and Airport Layout Plan, operational aspects of the airport, and other topics pertinent to the Committee.

Functions & Responsibilities

The Master Plan Committee shall:

1. Review the qualifications and experience of independent aviation consultants, engineers, and contractors.
2. Review recommendations in the current Master Plan and the Joint Aviation Capital Improvement Plan.
3. Propose recommendations to improve safety, operations, and tenant satisfaction.
4. Visit other airports, if necessary, to acquire knowledge related to its mission.
5. Report its findings, deliberations, and recommendations to the Airport Authority at regular or special public meetings.

Saint Johns County Airport Authority

Northeast Florida Regional Airport Master Plan Committee

Master Plan Committee Functions

The Master Plan Committee shall review and reassess annually the adequacy of its functions and responsibilities and recommend any changes to the Authority.

If the Committee deems that extraordinary expenditures will be required to execute its duties, it can recommend a budget to the Airport Authority.

Chairperson

Dated

Secretary/Treasurer

Dated

Saint Johns County Airport Authority

Community Engagement Committee

The Saint Johns County Airport Authority hereby adopts this **CHARTER OF COMMUNITY ENGAGEMENT COMMITTEE** ("Committee") this day of _____ 2023.

Purpose

The purpose of the Community Engagement Committee is to provide for strategic community interactions between the St. Johns County Airport Authority, Northeast Florida Regional Airport and extended St. Johns County community while aiding the Airport Authority in its efforts of transparency, communication, public interest, and functions. The Committee will build sustainable partnerships with the community, both on and off the airport, create leadership opportunities and other efforts as seen fit by the Airport Authority.

Through conversations and actions, we will collect information relative to the mission and vision of the Airport Authority. The outcomes of that engagement will be to forge lasting partnerships with the County and the public at large as well as providing smaller scale fundraising efforts and community enrichment. We believe that conversations on community visions and challenges will create the public knowledge that the Airport Authority needs to facilitate change at the airport and root our decisions in what is best for the airport. The emphasis in the Community Engagement Committee is making progress together. The goal is to inspire active two-way community engagement, broad participation of diverse community members and encourage shared responsibility and ownership (community members and elected officials) to use knowledge, skills and experience to improve the community and advance the Authority's strategic vision.

Membership

Membership is open to all, except as set forth herein, and can be attained in either of two ways: (1) by nomination or self-nomination in response to the annual call for nominations by the Authority, or (2) by submitting a request for membership to the Chair of the Community Engagement Committee. Members who join the Committee in response to the annual process receive immediate voting privileges; those who join by submitting written requests will be vested with voting privileges after 30 days on the

Saint Johns County Airport Authority

Community Engagement Committee

Community Engagement Committee membership roster. The term of membership is one year, and there is no limit to the number of years a member may serve, nor is there a limit to the number of members who may serve on the Committee. The Committee Chair will keep the membership rolls.

The Committee shall be chaired by an Airport Authority member, who will schedule and conduct meetings, with a Vice-Chair elected to a two-year term, who will assume the duties of the Chair in the Chair's absence, and a Secretary elected to a one-year term, who shall record and distribute the minutes of meetings. The Authority will be responsible for managing the finances of the Committee. The officers will be elected at the first meeting of the Committee.

Meetings

The Chair shall call meetings a minimum of once per month with the option of supplemental meetings or workshops as deemed necessary by the Committee members. Notwithstanding the foregoing, the Chair may cancel any Committee meeting (including any subcommittee meeting) if the Chair determines that such meeting is not reasonably necessary. All meetings and business of the Committee shall conform with Florida state "Sunshine law" requirements, including without limitation notice, recording, and public access. Without modification to the foregoing requirements, the Chair shall have the discretion to establish and amend meeting conduct rules. The Authority may establish Committee meeting rules from time to time, which shall take precedence over any rules established by the Chair.

Saint Johns County Airport Authority

Community Engagement Committee

Without limiting the foregoing, the Committee will utilize the following working agreements: As a Committee, we agree to approach this work with honesty, openness and willingness to work together. This includes building trust and assuming good intentions in others and ensuring that our behavior supports a successful process. We will work with each other, staff and the Airport Authority to address issues as they arise, utilize tools to ensure clear communication and robust participation, and meet the communication needs of members. This set of working agreements will help guide our process and will be a living document that we can revisit as needed (with the agreement of a majority of the group, see “Amendments to Committee Charter”).

Our expectations of each other include but are not limited to:

1. In discussions, challenge ideas rather than individuals
2. Approach different opinions with curiosity, seek to understand
3. Keep the needs and concerns of the local community and the larger region at the forefront of the work
4. Arrive on time and prepared (to the best of your ability)
5. Keep multi-tasking to a minimum
6. Keep focus on the objectives of the meetings
7. Honor the decisions of the group
8. Contribute to the overall success of the group by finding ways to participate that best meets your needs
9. Embrace conflict and work with your fellow Committee, staff and the Airport Authority to find ways to give each other feedback
10. Use “I” statements

Amendments to Committee Charter

A simple majority at any scheduled meeting may propose amendments to this Committee Charter provided the proposed amendment(s) is approved by the Chair and distributed in accordance with public notice requirements at least one week in advance of the meeting at which the proposed amendment will appear on the agenda. Proposed amendments are subject to approval by the Airport Authority.

Saint Johns County Airport Authority

Community Engagement Committee

Subcommittees

Three subcommittees are to be established

1. Communication
2. Events
3. Community Outreach

1. Each subcommittee shall review all proposals emanating from any of its constituencies and make recommendations, favorable or unfavorable, to the Community Engagement Committee.

2. Each subcommittee shall possess the power to recommend amendments, subject to the limitations on the Community Engagement Committee itself.

3. All meetings and business of each subcommittee shall conform with Florida state “Sunshine law” requirements.

Functions and Responsibilities

The Community Engagement Committee shall:

1. Draft and circulate an Engagement Action Plan with recommendations to the Airport Authority that details current levels of engagement, performance against prior years and plans for activities, events and resources required for the following year with a focus on fundraising, enrichment and community outreach, by identifying topics of interest and methods or techniques to improve community engagement.
2. Develop a public communication strategy which consists of no less than quarterly communication in the form of (but not limited to) a newsletter to be approved and distributed by the Airport Authority.
3. Serve as social media ambassadors for the Airport and Authority by engaging with the current the social media platforms where possible to increase visibility and engagement, in accordance with guidance set by the Authority.
4. Share pertinent information to the appropriate resources to help raise awareness and advertise regarding specific events, programs and revenue-generating rental spaces.
5. Research and advise the Authority on new, innovative and best practices for engagement.

Saint Johns County Airport Authority

Community Engagement Committee

6. Collaboratively design and promote the implementation of new tools and strategies aimed at increasing opportunities for continuous, two-way communication between the Authority and interested parties.
7. Focus on the possibilities. Seek positive solutions to build a more engaged future for the Northeast Florida Regional Airport and its Authority.

Chairperson

Date: _____

Secretary/Treasurer

Date: _____

Saint Johns County Airport Authority

Audit, Finance & Operations Committee

Membership

The Audit, Finance & Operations Committee (“Audit Committee”) shall act in an advisory capacity to the Airport Authority and consist of three to five members, one of whom shall be a member of the Airport Authority, and two members, acting as volunteers, representing the public at large. The Airport Authority anticipates and encourages the additional participation of Airport staff, and representatives or employees of Saint Johns County Government or other governmental units of the County as non-members at meetings of the Audit Committee. Employees of the Airport, and the Secretary/Treasurer of the Authority shall not be members of the Audit Committee.

The Airport Authority will strive to always include in the Audit Committee at least one member with sufficient financial expertise to fulfill the responsibilities described in this resolution.

Non-Authority member applicants for Audit Committee membership shall complete a written application which will become a matter of public record and the information verified by the Authority.

Meetings

The Committee shall appoint a Chairperson and a Vice Chairperson from among its membership. The Committee shall conduct public meetings at least quarterly but may meet at whatever frequency it deems necessary to achieve its purpose. All meetings and business of the Audit Committee shall conform with Florida state “Sunshine law” requirements, including without limitation notice, recording, and public access. Without modification to the foregoing requirements, the Chairperson shall have the discretion to establish and amend meeting conduct rules. The Authority may establish Committee meeting rules from time to time, which shall take precedence over any rules established by the Chairperson.

Saint Johns County Airport Authority

Audit, Finance & Operations Committee

The Committee shall report its deliberations to the Airport Authority, addressing such matters related to the Committee's functions and responsibilities.

The Airport Authority may reimburse Members for out-of-pocket expenses incurred while serving on the Audit Committee, in accordance with the Authority's written reimbursement policy.

Education

Audit Committee members will need to have a broad understanding of the Authority, its business, the principles of risk management, internal control, financial reporting, and the role of the internal and external auditors.

On appointment to the Audit Committee, each member should undergo an induction process that addresses these topics and includes an opportunity to assess their knowledge so that any gaps can be identified. Gaps should then be addressed by encouraging members to attend training sessions appropriate to the Committee's responsibilities.

Functions & Responsibilities

The Audit Committee shall:

1. Assemble, analyze, and interpret financial, operational, and other factual data to improve the accuracy and reliability of Authority disclosures made pursuant to state and federal statutes.
2. Recommend the retention and termination of independent auditors and consultants.
3. Oversee external audits.
4. Oversee internal audits.
5. Evaluate the authority's system of internal controls for the protection of assets.
6. Review and accept financial and operational reporting.
7. Evaluate the Authority's policies and compliance with laws and regulations.

Saint Johns County Airport Authority

Audit, Finance & Operations Committee

8. Evaluate risk management systems, including insurance coverages.
9. Evaluate information technology security and operational matters.
10. Recommend measures to ensure the implementation of recommendations of third-party auditors and consultants that have been accepted by the Authority.
11. Establish procedures whereby employees can confidentially and anonymously submit to the Committee concerns regarding the Authority's accounting, compliance, and operational matters.

In addition to the recommendation of appointment, compensation, and oversight of CPAs to conduct independent financial audits, the Audit Committee may recommend the hiring of management accountants and consultants to perform a variety of financial and operational analyses the Committee deems appropriate. Such internal audit functions provide the Airport Authority with an understanding of the intricacies of the Authority's operations with respect to the protection of assets.

If the Committee deems that extraordinary expenditures will be required to execute its duties, it can recommend a budget to the Airport Authority.

Audit Committee Functions

The Audit Committee shall review and reassess annually the adequacy of the Audit Committee functions and responsibilities and recommend any changes to the Airport Authority.

Chairperson

Secretary/Treasurer

Date

Date