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                    Regular Meeting
    held in The Conference Center, Meeting Room B
                        4730 Casa Cola Way
                    St. Augustine, Florida
                    on Monday, January 9, 2023
                    from 4:01 p.m. to 6:34 p.m.
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BOARD MEMBERS PRESENT:
REBA LUDLOW
ROBERT OLSON
DENNIS CLARKE
MICHELLE CASH-CHAPMAN
JENNIFER LIOTTA
ALSO PRESENT:

DOUGLAS N. BURNETT, Esquire, St. Johns Law Group, 104 Sea Grove Main Street, St. Augustine, FL, 32080, Attorney for Airport Authority.

EDWARD WUELLNER, A.A.E., Executive Director.

JANET M. BEASON, RPR, RMR, CRR St. Augustine Court Reporters 17 Pacific Street, Suite B St. Augustine, FL 32084 (904) 825-0570

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PR OCEEDINGS
MR. WUELLNER: Good evening, everyone. Please allow me to welcome you to our organizational and first meeting of the latest edition of the St. Johns County Airport Authority.

Allow me to add congratulations and welcome to our newest members and all their family and guests who might be in attendance today to witness their swearing in. And with that, I'll let Doug introduce and we'll get our members -- new members sworn in.

MR. BURNETT: Thank you.
MR. OLSON: Oh, do we need to do the Pledge?
MR. WUELLNER: We can do -- we can do the Pledge, first, yes.

MR. OLSON: Excuse me. (Pledge of Allegiance.) OATH OF OFFICE

MR. WUELLNER: Members and all, if I could get you to kind of just slide your chairs down a little bit while we do each of the swear-ins. You can go either direction; just got to get you out from --

MS. LUDLOW: It's going to be in the middle --
MR. WUELLNER: -- the --
MS. LUDLOW: -- of the flags.

MS. LIOTTA: Oh, I see that.
MS. LUDLOW: You guys are going to stand in the middle of the flags.

MR. BURNETT: While we're doing that, let me introduce Judge Chris Ferebee.

Judge Chris Ferebee was appointed to the bench in 19 -- excuse me, that's funny -- 2018. And Judge Ferebee before that was one of the top prosecutors, not just in our county but in the circuit, in Putnam County and in St. Johns County, over all kinds of felonies, big-time cases, and was appointed. The big thing to note for tonight, I guess, is he's a University of Georgia grad, so "Go Dawgs." And so --

JUDGE FEREBEE: I'm a little bit proud of it --

MS. LUDLOW: Go Gators.
JUDGE FEREBEE: There we go.
MR. BURNETT: And with that, I'll turn it over to Judge Ferebee. Typically you get an "All rise," but, Judge, if you would take over.

JUDGE FEREBEE: First off, thank you, Doug, and thank you all for having me. I'm honored to be doing this today.

Do I have, let's see, Michelle Chapman?

MS. CASH-CHAPMAN: Yes.

JUDGE FEREBEE: That's you. Dennis Clarke? MR. CLARKE: Here.

JUDGE FEREBEE: Right there. And Jennifer Liotta?

MS. LIOTTA: (Indicates.)
JUDGE FEREBEE: All right. Congratulations, first off. So $I$ guess we're going to do this all at once. Is that how y'all want to do it? So if y'all could just kind of line up somewhere right here. And I'll try to go slowly and not read off too much at one time so you don't have to repeat too much of it at once. The one I had to do was about this long, so...

All right. If you would each raise your right hands.
(Oath administered collectively.)
JUDGE FEREBEE: All right. Congratulations. MR. CLARKE: Thank you.

MS. LUDLOW: Judge Ferebee, would you stand so
that they can get --
JUDGE FEREBEE: Sure. Where do you want me?
MS. LUDLOW: You guys first and then we'll
join.
MR. HARVEY: All right. One, two, three.

MS. LUDLOW: Anybody else want these pictures? MR. WUELLNER: We'll take a couple of minute break and let you guys get photos. And congratulations --

MR. BURNETT: Family and friends. MR. WUELLNER: -- and reconvene here in just a few minutes.
(Pause in the proceedings.)
JUDGE FEREBEE: Y'all have a great night.
OFFICER \& COMMITTEE SELECTIONS
MR. WUELLNER: All right. The first order of business for the Airport Authority is we have really -- is to elect the new chairman for the coming year.

Members, you each -- out of tradition, each of you have one vote for that position. We currently have two individuals who have indicated interest in that position. In the event after the first round vote if some reason someone is not a clear majority winner, we will drop the lowest number of vote-getter out of the mix and revote until we have a chairman somewhere along the line.

Two members who have indicated interest are Robert Olson and Reba Ludlow. Are there any other nominations or interest that might be interested in
that position?
(None.)

MR. WUELLNER: Hearing none, I'll just go from left to right in the -- on the sheet we have up on the...

So, all of those in favor of Robert Olson as chairman, raise your hand or indicate -- and indicate by aye.

MS. LIOTTA: Aye.

MS. CASH-CHAPMAN: Aye.
MR. OLSON: (Indicates.)

MR. WUELLNER: Three. We have three votes.

That effectively we have two -- for Reba, we have how many?

MR. CLARKE: (Indicates.)

MS. LUDLOW: Two.

MR. WUELLNER: Two? Two, thank you.
So the majority voting for Robert Olson, I
would declare him the new chairman. And with that,
we'll turn over the gavel and the meeting to

Mr. Olson and he will pick up the agenda at this point.

CHAIRMAN OLSON: Okay. So proceeding under the agenda, we have another officer to select, secretary-treasurer. And we have one board member,

Mr. Clarke, who has expressed interest in that position.

Are there any other board members that have -want to put their name in nomination or are there any other nominations?
(None.)
CHAIRMAN OLSON: Seeing none, we will vote on Mr. -- on secretary-treasurer. All in favor of Mr. Clarke, raise their hand.

MS. LUDLOW: (Indicates.)
MS. LIOTTA: (Indicates.)
MS. CASH-CHAPMAN: (Indicates.)
MR. CLARKE: (Indicates.)
CHAIRMAN OLSON: (Indicates.)
Looks like a landslide for Mr. Clarke. He is our new secretary-treasurer.

The next item are committee selections, and I guess I -- let me mention something. I'm wondering, and I'm just throwing out for discussion to our board, whether we want to act on these committees now or do we want to have a more detailed discussion about our committee structure and who -- how we should allocate leadership of those committees.

So, we could either go ahead and now and do
these -- actually, more -- most of them are assignments and contacts with other external groups such as Economic Development.

So I just throw that out. If there's
anyone -- anyone that wants to speak to that, we could do that now or we could simply proceed as has been done in the past to look at interest and do matchups with this.

MS. LIOTTA: I think maybe there were -- on the agenda later on, there was adding new committees. Maybe we'd go through that process now and that might help figure out who's doing these existing committees.

CHAIRMAN OLSON: Okay. Let's see. I'm looking at that down at the --

MS. CASH-CHAPMAN: Do you think it would be --

CHAIRMAN OLSON: Where is that? I'm not --
MS. LUDLOW: It's down with the committees.

It's on the next page.

CHAIRMAN OLSON: Oh, I'm sorry.
MS. LUDLOW: Yeah, it's right here.
CHAIRMAN OLSON: Okay. Next page.
MS. LUDLOW: Yeah, this page here. This is
what she's talking about. This.
CHAIRMAN OLSON: Yeah, I have that chart.

MS. LUDLOW: But she's saying if you want to talk about the committees before -MS. LIOTTA: Well, maybe I'm misremembering if it was on this -MS. CASH-CHAPMAN: No -MS. LIOTTA: -- specific agenda. MS. CASH-CHAPMAN: -- it's on. MS. LIOTTA: It is? Okay. MR. WUELLNER: It is. It's under the organizational items.

CHAIRMAN OLSON: Oh, okay. Sorry. MR. WUELLNER: It's actually under the "Other," so it's not very clear on the agenda itself.

CHAIRMAN OLSON: Oh, it's under other topic of interest --

MR. WUELLNER: Yes.

CHAIRMAN OLSON: -- topics of interest.

Okay. We could do that and then loop back to acting on board designations as shown on the chart. So, I don't see a list as to suggested committees. I know in the past there's been suggestions about a finance audit committee, but $I$ don't see that in my materials.

MS. LUDLOW: This is (inaudible.)
(Court reporter interruption.)
MS. HOLLINGSWORTH: We can't hear you, Reba. CHAIRMAN OLSON: This is what's on the chart, Reba. This is what's on this chart.

MS. LUDLOW: Yes.
MS. LIOTTA: Yeah. Well, I don't think the specific proposed committees show up in the agenda or on this chart, which just has the existing ones, so I think we just need to maybe make motions for potentially new ones and discuss it and see if the group wants to add those or not.

CHAIRMAN OLSON: Okay.
MS. LIOTTA: So I can -- I can get started, if you want me to. I would make a motion to establish a policy committee and -- if we want to discuss that.

In my mind, that's someone -- I'd be willing to chair that, unless someone else wants to, to go to -- to do regular reviews of our policies. In speaking with staff, you know, that was a positive thing when I talked to Ed. He was mentioning that some of the policies, they sit for a while. It would be good to get reviews, get input from, you know, the affected stakeholders and staff and see if it's still working and come back to the group
with proposals. I know in the last -- over the last year, you know, it took five meetings to go over the -- the meeting room policy --

CHAIRMAN OLSON: Yeah.
MS. LIOTTA: -- and it might be much more effective to delegate that --

CHAIRMAN OLSON: Yes.
MS. LIOTTA: -- down and then have something come back to the larger group.

CHAIRMAN OLSON: Okay. I -- let me just further to -- and the -- there are different ways committees of boards have been handled specifically at airports. And one is that it's a -- a committee that is structured -- these are Florida airports with more than one board member, and therefore those committee meetings are handled as public meetings under open meeting -- all the open meeting materials.

And is that the way you are suggesting the policy committee? Or are you suggesting that there be a point person on our board that works on the policy issues with whomever that does not -- does not meet the requirements of open meetings but comes back and reports back?

And I guess examples of that are ad hoc right
now, the board has designated a specific board member to look into something in more detail and then come back and report to the board on action. So those are the two.

But I ask that now because I think if we're going to be setting up committees, we need to either decide is this -- are these committees going to have one designated board member to work the issue as outside in a -- or are we going to have formalized -- a formalized committee that would be handled in a more formal way with presumably certainly more staff support just for logistically managing it?

MS. LIOTTA: I think at least initially, I wasn't -- I was thinking of it as the committee with one board member or maybe an alternative, and then when there are -- but also other members that are not board members that might be community stakeholders, other people that are giving input, and then that $I$ think is a minimum of administrative burden. But you can also have an alternative.

So if there's going to be an open meeting to talk to community members about a particular policy, for example, just one board member would be

> there, but there might be someone who could serve as an alternate, you know, something like that. CHAIRMAN OLSON: Okay. Yeah, I mean, certainly administratively that would be easier to handle -- MS. LIOTTA: Yeah. And the -CHAIRMAN OLSON: -- and logistically. MS. LIOTTA: -- work would be coming back to the full board for approval. So I'm not sure of having all the other stuff on the --

CHAIRMAN OLSON: Okay.
MS. LIOTTA: -- you know, making it very
formal as much.
CHAIRMAN OLSON: Okay. So we have a policy committee with expressed interest from Board Member Liotta. Do we want to have -- work a full list of committees and then act on it as a board? Would that be best?

MR. CLARKE: Mr. Chairman, if I may, I've drafted charters for two committees, an audit and operational committee and a master planning committee. And my intention was to introduce the -- or circulate those charters, those draft charters, for the next meeting so that they'll be available for -- for study and review and they'll
be a part of the -- be available to the public. And the audit committee would consist of -- I believe I have three members of the board plus members of the public. They would have to have public meetings. It would exclude the treasurer position.

The master planning committee would be -- have one member of the board and members of the community, and they would, you know, review the master plan and any -- any technical plans that are pertinent to the airport.

CHAIRMAN OLSON: Okay.
MR. CLARKE: But I'll -- you know, I wanted to wait until next month, and I -- I spoke to Ed, Mr. Wuellner, about -- about the issue and we decided -- I decided to wait till next month to -so we wouldn't be dwelling on all that detail at this meeting.

CHAIRMAN OLSON: Okay. So again, just to be clear, an audit committee --

MR. CLARKE: Yeah, audit committee -CHAIRMAN OLSON: -- that would have multiple board members -MR. CLARKE: That's right. And again, it's in draft, so it's -- it's open for discussion.

CHAIRMAN OLSON: And a master plan committee. MR. CLARKE: A master plan committee, right. CHAIRMAN OLSON: Are there other ideas about committees, since we're listing?

MS. CASH-CHAPMAN: I was hoping that we could implement a community engagement committee.

CHAIRMAN OLSON: Oh, yeah.
MS. CASH-CHAPMAN: I know that that's
something that a lot of us kind of ran with in our campaigns, that we wanted to engage our community on various levels. So I think a committee to help see that through would be --

MS. LUDLOW: What kind of --
MS. CASH-CHAPMAN: -- beneficial. A community engagement.

MS. LUDLOW: Oh.
CHAIRMAN OLSON: And the other thing air -several airport authorities have is a committee that handles or oversees or works with the board on procurement contracts.

But in -- in many ways, that's a broad issue, because the procurement of legal services contract can be very different from procurement of a -- of a contract for site management or whatever.

So, I mean, I'm not -- do we want to act on
these committees today or do we want to have point
people -- I'm sorry. We're getting a signal from
our counsel. Did you want to say something, Doug?
MR. BURNETT: Mr. Chairman, if I might.
You may not want to act on this today, and the
reason for that is some of these proposed
committees may implicate the Sunshine Law and be
required to every meeting of the committee be
governed by the Sunshine Law.
CHAIRMAN OLSON: Yes.
MR. BURNETT: And I'm not sure whether that's
the board's intent or not, and so I'm bringing that
to your attention.
I guess the item related to committee
appointments, it says committees, but it's really a
liaison to the different organizations. I
understand you may want to form committees as well
separate from appointing folks to these different
organizations, but as far as the committees, you
may actually want to have some time to scope what
the committee would do, who would be on the
committee, and then whether or not it's going to be
governed by the Sunshine Law. Because that may or
may not impact the board's decision on whether or
not to have the committee or how the committee's
going to function.
CHAIRMAN OLSON: That's sort of what $I$ was thinking, that we're laying out areas of interest, and -- and recognizing that we need -- we have a bunch of things that need attention going forward and that there's a -- there would be a point person, a board member working that, and that it might be ideal to do a -- a mission statement or a -- something to describe in more detail what that committee does and how it operates, and then come back for board ratification.

So I'm -- I'm thinking that we can memorialize it by again going back today and suggest -- suggest that we go back and again list -- relist the committees that have been mentioned and the point people that have expressed interest in them and then ask those point people, board point people, to come back at the next -- at a next meeting and -with a more detailed prospectus for each of these.

MS. LIOTTA: Can $I$ suggest maybe a slightly different approach to that?

My concern is that if we just say we'll talk about it the next month, we'll get to the next month and it will take another month to get to the next step, and things take --

CHAIRMAN OLSON: That's happened.
MS. LIOTTA: -- quite a while.
So I think a suggestion $I$ would have is maybe we can make it a plan to do the work you suggest, but give ourselves an internal deadline of maybe a week to get that done, the scoping, the descriptions, so that it can be reviewed by counsel to know if it implicates Sunshine so that when we convene at our next meeting, we can actually vote on it.

CHAIRMAN OLSON: That sounds -- that sounds good, a very efficient way to go forward. And then the other benefit is that it -- all can go to Doug/Ed and then they can be aggregated and sent out to the board from administration to -- prior to the meeting, so everyone can see what each committee is going to -- is being proposed. So again, we have -- we have -- policy committee, we have Ms. Liotta. We have -- audit committee, we have Mr. Clarke. We have the master plan committee, Mr. Clarke; is that right? You want to --

MR. CLARKE: Yeah, $I$ can draft charters. CHAIRMAN OLSON: Okay. And then we have community engagement, Ms. Chapman -- Cash Chapman.

Okay.
MR. WUELLNER: And if $I$ could, we haven't made much progress on risk management. Maybe we could do the same exercise, just to get that documented or memorialized.

CHAIRMAN OLSON: That can't be folded into any of the others or does it -- would it be --

MR. WUELLNER: Sure. You've established that committee, but what you don't haven't is a written directive of what it is and how it's constituted.

CHAIRMAN OLSON: Or do -- nor do we have an assigned board member.

MR. WUELLNER: Right. At this moment.
CHAIRMAN OLSON: Okay. So, this being I think memorialized enough for just general consensus, if that's how we're going to proceed, so with what we just discussed, so it's been suggested that within a week from today, that these individual descriptions are provided to Ed and Doug, and then -- for review, aggregation, and back to the board in advance of the next meeting.

Okay. So we're going back to the chart. And there are a number of things, and -- here, and Ms. Ludlow has volunteered for all of them. Is that --

MS. LUDLOW: I -- I only said I would fill in as an alternate for -- if somebody needs a primary or somebody needs an alternate, that's -- that's fine. I was -- I felt like at least I was familiar with them.

CHAIRMAN OLSON: Well --

MS. LUDLOW: The ones I'm interested in really
are TPO and of course $I$ have my safety committee.

CHAIRMAN OLSON: Okay.
MS. LUDLOW: So --

CHAIRMAN OLSON: Those are the two that -- TPO
primary and the safety committee, that -- is that
listed? That's not listed.
MS. LUDLOW: Yes, it is. It's called risk management.

CHAIRMAN OLSON: Oh, risk management. Okay. Okay. Good. And have you scoped that? Have you provided a descrip- -- do we have a mission statement for risk management?

MS. LUDLOW: No, we haven't had a meeting. CHAIRMAN OLSON: Oh, okay. But it would be good --

MS. LUDLOW: Yeah, I have a charter for it. CHAIRMAN OLSON: Okay. It would be good to just put that in the mix with the other committees.

MS. LUDLOW: Oh, yes. Oh, yes, yes. I do, I already have the charter and everything. We just have -- it wasn't on the -- to be talked about today.

CHAIRMAN OLSON: Okay. So we have
assignment -- we have Ms. Ludlow down for that. We now have -- we have Aerospace Academy. Who handled that on the old board? Was that --

MS. LUDLOW: Me.
CHAIRMAN OLSON: That was you. Okay.
Interest in -- and you have expressed interest in the Aerospace Academy. Any other interest in Aerospace Academy?

MR. WUELLNER: If I can just clarify. These are liaison positions, not actual committees of the Authority.

CHAIRMAN OLSON: Yes, yes. So liaison to Aerospace Academy, is there an alternate or a volunteer for Aerospace Academy?

MS. CASH-CHAPMAN: I didn't mark it. I had originally put a primary, but I'm happy to be the alternate for that. It doesn't --

CHAIRMAN OLSON: Okay. Ms. Cash-Chapman --
MS. LUDLOW: Did you put down for it?
MS. CASH-CHAPMAN: I put down on primary, but

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    I don't mind --
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    MS. LUDLOW: Oh, she wants to be primary.
    MS. CASH-CHAPMAN: But I don't mind bouncing
    down to alternate if there isn't an alternate.
    MS. LUDLOW: Then \(I\) can be alternate.
    MS. CASH-CHAPMAN: It doesn't matter to me.
    MS. LUDLOW: I don't mind.
    CHAIRMAN OLSON: So -- okay. Does that
    sound --
MS. CASH-CHAPMAN: Sure.
CHAIRMAN OLSON: So Ms. Cash-Chapman being
primary and Ms. Ludlow being alternate.
MS. LUDLOW: Okay.
CHAIRMAN OLSON: Okay. Economic Development.
Okay. We have two -- well, we have Ms. Liotta to
be -- proposing to be an alternate and we have
Ms. Ludlow primary. Am I reading this chart
correctly? And Mr. Clarke.
MS. LUDLOW: These aren't -- this doesn't jive
with my paper.
MS. LIOTTA: So, Reba, if I'm understanding
you right, you're saying you would prefer to be
primary on $T P O$ and risk management and only
alternates on the others if needed?
MS. LUDLOW: It -- I -- I did that because I
wasn't sure what everyone would want. So I will be a primary or an alternate in any. I know $I$ want the risk management. And -- and -- well, mine only says for Economic Development is Robert Olson and -- and Reba Ludlow as primary. MS. LIOTTA: And Dennis. MS. CASH-CHAPMAN: It does. MS. LUDLOW: It isn't? MR. WUELLNER: There are actually three listed under --

MS. LUDLOW: Oh, I'm sorry. And Dennis. So that's three, yes. Is that the same thing? Okay. Okay.

CHAIRMAN OLSON: So, again, Economic Development, we need a -- a primary and an alternate for Economic Development. And that is -I guess the main thing is the Economic Development breakfasts, quarterly breakfasts, are covered by this individual who reports back.

It -- it may involve -- I don't know. Is there a board position on Economic Development? There's a subgroup in the Chamber Economic Development. I think they have an advisory board. I'm not sure whether in the past anyone served on that. I was a primary at one point for

Economic Development.
So, what is -- what is the -- who wishes to be primary and who wishes to be alternate for Economic Development?

MR. CLARKE: You afflicted yourself --
MS. LIOTTA: Yeah.
MR. CLARKE: -- Mr. Chairman, so why don't you take that.

CHAIRMAN OLSON: I will happily take that.
MR. CLARKE: Okay.
CHAIRMAN OLSON: Okay. Okay. And the alternate, who wants to be who is alternate? I mean, I think any board member that wants to attend those breakfasts, you just call Cindy and she'll register you for them. They're quarterly and many of them are really good.

MS. LIOTTA: I can be alternate on that.
CHAIRMAN OLSON: Okay. Ms. Liotta, alternate for Economic Development.

Okay. I think have we -- we finished all of this now? Okay.

MS. LUDLOW: Who is my alternate?
MR. WUELLNER: TPO.
MS. LUDLOW: TPO alternate is Dennis, Reba and Dennis. Reba primary, Dennis. It looks like
that's all.
MS. LIOTTA: But we need somebody to be TPO alternate. I don't see any --

MS. LUDLOW: I thought he put Dennis -- I thought Dennis did that.

MR. CLARKE: I'll do that.
MS. LIOTTA: Okay.
MS. LUDLOW: Yes.
MR. WUELLNER: Reba is primary?
CHAIRMAN OLSON: Okay. And Cindy says she has
kept track of all our discussion just now.
MS. LUDLOW: Okay. I need an alternate for risk management.

MS. CASH-CHAPMAN: I'm happy to do that.
MS. LUDLOW: You're going to do -- Michelle's going to do that.

CHAIRMAN OLSON: Okay.
MS. CASH-CHAPMAN: Unless Jennifer's doing that.

CHAIRMAN OLSON: Okay.
MS. LIOTTA: What?
MS. CASH-CHAPMAN: The safety.
MS. LIOTTA: Yeah, no.
MR. WUELLNER: Okay.
CHAIRMAN OLSON: Okay. We've gotten through
that.

MR. BURNETT: Mr. Chairman, if I might, can -can we -- can someone read back who the primary and alternate is? Ms. Hollingsworth, do you have that ability?

MS. HOLLINGSWORTH: Chairman, Robert Olson. Secretary-Treasurer, Dennis Clarke. Aerospace Academy primary, Michelle Chapman; alternate, Reba Ludlow. Economic Development primary, Robert Olson; alternate, Jennifer Liotta. TPO primary, Reba Ludlow; alternate, Dennis Clarke. Risk management primary, Reba, and alternate, Ms. Chapman.

MR. BURNETT: Can we get a motion and a second to adopt that as stated by staff?

MS. LIOTTA: I so move --

MR. CLARKE: Move.

MS. LIOTTA: I second.

CHAIRMAN OLSON: Okay. It's been moved and seconded to adopt or -- yes, I guess adopt the assignments that have just been listed and worked through. All in favor?

MS. LUDLOW: Aye.
MS. LIOTTA: Aye.
MS. CASH-CHAPMAN: Aye.

MR. CLARKE: Aye.
CHAIRMAN OLSON: Aye. Opposed?
(None.)

CHAIRMAN OLSON: Okay. Good.

Okay. Next item is old business, update on the strategic plan. Oh.

MR. WUELLNER: I think you actually have quite a few other items.

CHAIRMAN OLSON: Wait. We're through
organizational items, right?
MR. WUELLNER: No.

MS. LIOTTA: Huh-uh.

MS. CASH-CHAPMAN: Huh-uh. Just the first one.

MS. LUDLOW: You're working off the front page.

MR. WUELLNER: We're working off our meeting schedule.

CHAIRMAN OLSON: I'm not sure $I$ have the right materials in front of me.

MS. HOLLINGSWORTH: Here's --

CHAIRMAN OLSON: Yes. And where are they?
Oh, you have them on a separate page. These are the list. Okay. Okay. So we're at -- we're at workshops now?

Okay. Monthly meetings, workshops, regular meeting, business meetings dates and times. Okay. So we're -- I guess we have to have a discussion about how we're going to proceed with all of these items.

Workshops, in our board procedures manual, workshops are described as to how they re -- how they differ from special meetings, and I think that probably the most important thing right now is recognizing that this is only an organizational meeting today and we have a number of matters that this board wants to delve into immediately without delay, is the matter of scheduling a -- a board meeting or a workshop.

So I have -- we're open -- I'm open to -- or we need to open up for suggestions on how we proceed. I think the desire is to have a meet -another meeting of a substantive nature in this month, and I think -- I hope everyone's brought their calendars.

MS. LUDLOW: Can $I$ have my other paper back?

CHAIRMAN OLSON: Your other paper?

MS. LUDLOW: Yeah, that one.

CHAIRMAN OLSON: Sorry.

MS. LUDLOW: Mine's in order. That's okay.

Gotcha.
CHAIRMAN OLSON: So, cutting to the chase, we want our next convening to be a board meeting where we can take action. So it would be under the definition of a special board meeting.

And just to start out, as far as availability and looking at dates, $I$ don't have any availability next week, but I'm very available the rest of the month. So anything -- or I guess we technically could have another meeting -- no, we have a -- we have an announ- -- we have a notice period for meetings, and that is how many days for regular -for a special board meeting, what -- what's the notice period?

MR. WUELLNER: Special or regular?
CHAIRMAN OLSON: Well, this wouldn't meet the definition of regular. It'd --

MR. WUELLNER: You're talking about at least a week.

CHAIRMAN OLSON: -- be the definition of a special board meeting, as per the policy -- the manual.

MR. WUELLNER: Well, you -- to clarify, you can have as many regular meetings as you wish. Special meetings only deal with single --

CHAIRMAN OLSON: Oh, okay. MR. WUELLNER: -- or proposed topics specific. CHAIRMAN OLSON: Okay. Another regular meeting. Okay. What's the advance notice time for that?

MR. WUELLNER: It's still at least a week.
CHAIRMAN OLSON: A week. So we'd be looking at the $23 r d$. Anything starting Monday the $23 r d$ onward if we want it in January, that would be any time between the $23 r d$-- including the $23 r d$ through the 31st. Availability?

MS. LIOTTA: Unfortunately I'm out the week of the 23 rd , so $I$ think that between you and me, that narrows it down to the 30 th and the 31 st to still make it in January.

CHAIRMAN OLSON: Other availability on the $30 t h$ and 31st? I think it's important that we have a full -- a full board at this meeting. Other availability?

MR. CLARKE: Mr. Chairman, I'd like to suggest we have these -- some of these meetings at in the morning, 9 a.m., if that's okay. I'm available --

CHAIRMAN OLSON: I'm a --
MR. CLARKE: -- on the 30th.

CHAIRMAN OLSON: -- morning person. I'd like
that, too.
MS. LUDLOW: And they don't have to be Monday.
CHAIRMAN OLSON: No, they don't have to be Monday. So -- but just starting out looking at the 30th and 31st and say 9:00 in the morning, how are people fixed for that?

MS. LUDLOW: 10:00, maybe?
CHAIRMAN OLSON: I'll bring you some coffee, Reba.

MS. LUDLOW: That's not going to help.
MS. LIOTTA: I could do either of those
dates --
CHAIRMAN OLSON: Okay.
MS. LIOTTA: -- and times.
MS. CASH-CHAPMAN: As could I.

CHAIRMAN OLSON: Can we -- can we set 9 a.m. on the 30th?

MS. LIOTTA: Yeah.
CHAIRMAN OLSON: Monday the 30 th at 9 a.m.?
And shall we block out three hours for that? I mean, not knowing how long it will take us, but --

MR. CLARKE: Sure.
CHAIRMAN OLSON: And we need a -- we would need -- for the notice, we need an agenda for that meeting to be distributed how far in advance?

MR. WUELLNER: We -- we can do the meeting notice without the agenda, but we need the agenda out there a full week ahead.

CHAIRMAN OLSON: So we need the agenda by the 23rd. Is that what you're saying, a week a -MR. WUELLNER: At the latest, yes. You --

CHAIRMAN OLSON: Well, we'll be -- actually, I think that's our next step here, to work up -- to work up the agenda that we want to address on the -- on the 30 th.

MR. WUELLNER: And to clarify, you are doing a regular meeting, right?

CHAIRMAN OLSON: Regular because it's not a workshop and because we have more than one item on the agenda, presumably.

MR. WUELLNER: Maybe I wasn't as clear as I could be, but a special meeting, you can do multiple topics, you just can only do the topics you've advertised.

CHAIRMAN OLSON: Oh.
MR. WUELLNER: So you have to stay on that --
that limited agenda.
CHAIRMAN OLSON: Okay. So regular, we can go
off topic. Okay. Sounds more flexible.
MR. WUELLNER: I guess that's a way of
characterizing it.
CHAIRMAN OLSON: Okay. Just adding more detail to the path forward, then, what would be -can we have suggested items for the agenda for the $30 t h ?$

MS. LIOTTA: Can I ask a question?
CHAIRMAN OLSON: Yeah.
MS. LIOTTA: We seem to have gotten right into the agenda for today, but in looking through the meetings and conduct, it talk -- it had a discussion about a board member comment period, and that's when people have an option to make a motion to add something to the existing agenda, and I don't think we did that here.

CHAIRMAN OLSON: No, we haven't gotten to that yet --

MS. LIOTTA: So is that coming later?
CHAIRMAN OLSON: -- because that's usually at
the --

MS. LIOTTA: Because we're going through the agenda now, so I'm confused we --

CHAIRMAN OLSON: Board comments are usually at the end of the --

MS. LIOTTA: Okay. Well, if we're doing that later, okay.

CHAIRMAN OLSON: Member comments and reports right before adjournment.

MS. LIOTTA: Okay. So it's kind of tacking stuff on to the end of the meeting rather than -MS. LUDLOW: (Inaudible) --

MS. LIOTTA: -- adding it at the end. Okay.
MS. LUDLOW: -- board discussion.
(Inaudible.)
MR. BURNETT: Excuse me. Ms. Ludlow?
Ms. Ludlow? It's got to be on the record. Ms. Ludlow?
(Court reporter interruption.)
MR. WUELLNER: Reba?
MR. BURNETT: Ms. Ludlow?
MS. LUDLOW: Oh, sorry.
MR. BURNETT: It's got to be on the record.
CHAIRMAN OLSON: Yes. Whatever you're telling me, you have to put it in the mic.

MS. LUDLOW: Oh. Oh, I'm sorry.
What I was -- was showing Bob, that at the bottom of the pages on the agenda, it does say board discussion, public comment, and motion on the pages that need that. So that -- I was just bringing him up to snuff. I got him -- he had too many papers.

CHAIRMAN OLSON: I do, and I apologize. MS. LIOTTA: Okay. So sorry I seem to maybe have drug us off topic, but going back to your earlier question, things to add to the agenda for the -- into the next meeting, I think we need to add the attorney RFP.

CHAIRMAN OLSON: Yes, I've got -- yeah, RFP. Yep.

We also have the matter of -- we have a construction contract that needs to be addressed that is a million dollars over budget, the bids. So we have that. And I think there's a time limit on that, so that is called -- that is the terminal entrance road.

And presumably we will have some analytic report from the engineers and staff on options for how we handle that, plus detail as to -- more as to discussion -- description of what the details of the issue are and then options for going forward. So we have that. Other --

MS. LIOTTA: The committee charters, I know we were planning that for the next meeting, so...

CHAIRMAN OLSON: Yes. Other items for that December -- that January 30 th meeting at this point?

I guess we don't have another opportunity to talk as a -- as a board about what we want on that agenda beyond this meeting, so if there are any other suggestions at this point, it would be good to know what they are.

MS. LIOTTA: Well, $I$ think there's items, but if they're -- that might be added to this meeting, but if they don't get discussed, they might be added to the next agenda. So it's a little bit tricky to suggest something for the end of the month that people might want to talk about now.

CHAIRMAN OLSON: Okay. So, we don't I think need to act -- formally act on this, I don't believe. We're simply listing things and then anything else that needs to be listed could be part of board comment period at the end. Does that make sense? I mean, I'm not sure how else we handle that if there are other things that will occur that should be on --

MS. LIOTTA: Well, I guess we can -- I'm sorry to interrupt -- put something on that -- on that list for January 30th, but if someone makes a motion to add it to this meeting and during the member comment we deal with it, we can just drop it from January 30 th.

CHAIRMAN OLSON: Okay. Okay.
MS. LIOTTA: But otherwise, it's there for the $30 t h$.

CHAIRMAN OLSON: Okay. So we're -- we're ready to go on to --

MR. WUELLNER: Well, ordinarily you'd set a regular meeting schedule looking out months beyond that. Do you have a feel for a particular day of the week and a week of the month that might be helpful to get -- we really need to publish a yearly schedule, even if we change it --

CHAIRMAN OLSON: Yeah.
MR. WUELLNER: -- but we need to put something out there.

CHAIRMAN OLSON: We have the -- we have the typical -- it's usually the second month in the Monday at 4 p.m.

MR. WUELLNER: Well, historically it's been the third Monday at 4 p.m., but that schedule has always been problematic at the first part of the year because it sits right over two holidays.

CHAIRMAN OLSON: Yeah, President's Day --
MR. WUELLNER: So really it can be any day of
the week and any week of the month for a regular schedule, and then you can supplement or add
additional meetings as you wish and change those for -- as a matter of practicality.

CHAIRMAN OLSON: Would it be best for staff to propose a full year of schedule and have the board look at it --

MR. WUELLNER: We can do that.
CHAIRMAN OLSON: -- to see whether -- I mean, I guess the more fundamental thing and before that happens would be if there's something more basic that we want to adjust in the -- in the meetings. I mean, the board has been meeting at 4 p.m. Mr. Clarke likes morning meetings. I guess there's nothing in our charter or bylaws that says we can't change the pattern.

So -- but if -- barring any of that input now, I guess we -- I think the simplest way is to ask staff to propose a full schedule based on the pattern that we've been month -- for monthly meetings at the pattern we've been meeting at, and then presumably if there are needs for board meetings -- more board meetings, we would add them as they -- as the needs arise. Does that make sense?

MR. CLARKE: I'd like to suggest that we meet on the second Monday of the month with the
exception of February, which is President's Day weekend or other -- excuse me, February 13 is not. February 20th, which is the third Monday is President's Day.

After that, the way I'm looking at my calendar and they are all -- they're non-holidays. The only other one that's close is Columbus Day in October, but that's October 9th. Columbus Day would be the following Monday.

MS. LIOTTA: I also think we should consider regularly scheduled twice a month meetings.

MR. CLARKE: A workshop?
MS. LIOTTA: You know, if -- we can always change them. I don't see a huge benefit to scheduling something as a workshop as opposed to a regular meeting, because if you schedule it as a workshop, it still has to be on the record but then you can't actually vote on anything. So it seems like you're doing all the setup and then limiting what the board can get done.

MR. CLARKE: How about the second and the fourth Mondays?

MS. LIOTTA: And --
CHAIRMAN OLSON: More discussion on the two questions -- or the basic question of two board
meetings per month for $I$ guess the balance of 2023? Any more discussion on that -- on that suggestion? (None.)

CHAIRMAN OLSON: Does no discussion mean that sounds like a good idea?

MR. CLARKE: Yes.
MS. LIOTTA: Yes.
MS. CASH-CHAPMAN: Yes.
CHAIRMAN OLSON: Okay. So should we make that the second and fourth Mondays? Should that be a good pattern, second and fourth Mondays, to avoid a holiday?

MS. LIOTTA: And maybe we can ask staff to scope that out and if something happens to hit on a long weekend --

CHAIRMAN OLSON: Yeah.
MS. LIOTTA: -- or something --
CHAIRMAN OLSON: Yeah.
MS. LIOTTA: -- we can look at shifting particular dates.

CHAIRMAN OLSON: And any -- should they be discussion as to whether 4 p.m. is still a great time or -- or a morning meeting in lieu a late afternoon meeting?

MS. LUDLOW: I think 4 p.m. is wonderful.

MR. CLARKE: How about an alternating morning and afternoon, one at 4:00 and one at 9:00? CHAIRMAN OLSON: Okay. That won't confuse anyone?

MR. BURNETT: The only --
CHAIRMAN OLSON: You won't have people showing up at 4 p.m. on a day that it's supposed to be at 9:00 and vice versa?

MR. BURNETT: Mr. Chairman, if I might.
CHAIRMAN OLSON: Yes.
MR. BURNETT: Alternating time periods -- I get the second and the -- the first and the second Monday. Alternating time periods I'd strongly recommend against because it's very difficult for the public to follow and you may have a situation where they came in the afternoon instead of the morning out of confusion -CHAIRMAN OLSON: Yeah. MR. BURNETT: -- and missed things and then you wind up with complaints related to that. You could probably avoid unnecessary grief by not doing it, respectfully. I understand if you have a special meeting or you do -CHAIRMAN OLSON: Right. MR. BURNETT: -- a meeting on one occasion
here or there for a different time period because that's what you need to do.

CHAIRMAN OLSON: Okay.
MR. BURNETT: Maybe even one of the members has a schedule that doesn't fit so you need to change to the morning --

CHAIRMAN OLSON: Okay.
MR. BURNETT: -- but I would advise --
CHAIRMAN OLSON: Okay.
MR. BURNETT: -- against doing that -- or I'd caution you against doing that.

CHAIRMAN OLSON: Well, it appears there's a consensus on the pattern and frequency, so do we need to have further discussion on the exact -- on the time or should we keep the 4 p.m.?

MR. CLARKE: 4 p.m.
CHAIRMAN OLSON: Okay. So, if -- based on that, if staff would produce a schedule for review and concurrence at the next meeting, board meeting, that would be good.

MR. CLARKE: So for December, that's Christmas Day, is the fourth Monday.

CHAIRMAN OLSON: So we'll hold -- perfect.
MR. CLARKE: So let's not even schedule it.
CHAIRMAN OLSON: Okay.

MS. LIOTTA: And with the exception -- but understanding that the June -- the 30 th of January, this next meeting, will be at 9 a.m.

CHAIRMAN OLSON: Yes.

MS. LIOTTA: Okay.

MS. LUDLOW: I thought we weren't changing it.

MR. WUELLNER: Future ones are all at 4:00,
you said?

MS. LUDLOW: I thought they were all at 4:00.

MS. CASH-CHAPMAN: Just this last one.

MS. LUDLOW: Okay.

MS. CASH-CHAPMAN: Just the -- but moving
forward --

MS. LUDLOW: Okay.
MS. LIOTTA: We probably don't want a three-hour meeting starting at 4 p.m.

MS. CASH-CHAPMAN: Right.
CHAIRMAN OLSON: We've had those. Okay. So moving along --

MS. LIOTTA: Did we finish up the agenda for June -- for the January 30th?

CHAIRMAN OLSON: I --

MS. CASH-CHAPMAN: I think we said we were going to wait and see what we got to --

MS. LIOTTA: Well --

MS. CASH-CHAPMAN: -- because we moved --

CHAIRMAN OLSON: We have -- we have three
items --

MS. LIOTTA: Okay.
CHAIRMAN OLSON: -- that have been listed. We observed that if at the end of the meeting, still -- still convene, it would be possible --

MS. LIOTTA: Okay. We'll keep the list open. CHAIRMAN OLSON: -- to add an initial item. MS. LIOTTA: All right. We'll keep the list open as we go. Okay. Got it.

CHAIRMAN OLSON: So, agenda format changes, what do we -- what is that?

MR. WUELLNER: Really just to make sure that like the order of things, what's on the -- how it's made up, is still what you want to do. It's an opportunity to make adjustments should you want something different.

CHAIRMAN OLSON: Okay. I guess, having served on this board for just briefly two years, I mean -I mean, we're all sort -- we're all new, actually, relatively new.

I guess I'd throw out just for discussion whether we have our general public comment at the beginning of board meetings rather than the end.

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    And the reason I say that is a lot of public bodies
    do that. With a published agenda in advance, it
    gives someone the opportunity to come in and speak
    to something that they see on the agenda and share
    their thoughts about it in their three minutes
    before the board delves into the agenda. Just
    throw that out.
Currently, we have general public comments at the end of the meeting. The downside there is the board has already acted on everything. So that's the way we -- that's the current format the way I understand we've been operating the last two years.
MR. CLARKE: Mr. Chairman, the board I recently served on, we had two comment periods, one at the beginning and one after. And that worked very well because people were able to, as you said, comment on what was published, the published agenda.
CHAIRMAN OLSON: Was -- in that -- was there also comments after --
MR. CLARKE: At the end.
CHAIRMAN OLSON: -- each action or related to each action?
MR. CLARKE: No, no. One at -- one at the beginning of the meeting and one at --
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CHAIRMAN OLSON: You know, that would be better than -- I guess a better way to organize than what we've been doing.

We've been, I believe, as I recall in the last -- in the meetings, we've had public comment for each item prior to the board taking final action on it. So, that would be a bit of the change, but it actually sounds -- sounds good. Other comments on the suggestion that Mr. Clarke just made?

MS. LIOTTA: Well, I don't -- I would never, you know, say that we should take away people's opportunity to comment and give the board feedback. So having it at the beginning certainly sounds good and the public knows we're about to consider something and gives some general thoughts on it. But I don't like the idea of taking away the comment before the vote, because there could be inter- -- very very relevant feedback on specific things that have been talked about before the board acts. And if we take that away, we're depriving both the public and the board of the opportunity to -- to share that information. CHAIRMAN OLSON: So, seems if we have three public comment -- I mean, if we have a pattern
where we have what -- what you suggested, we have to think about how long our boards meetings are going to last.

Because, as you say, very useful things come forward from public comment. But there's a lot of repetition, also, and it can really extend board meetings and actually be burdensome for both someone who is attending the meeting and is interested in a specific item as well as board members. Doug?

MR. BURNETT: Mr. Chairman, if I might. Just to explain I guess from a practical standpoint, you can certainly do what you want as far as the beginning or the end.

What I think you will find, if you allow public comment at the beginning of the meeting, what you oftentimes will hear -- have is someone will get up during public comment at the beginning of the meeting and they are interested in agenda item number 2, T-hangar leases. They will get up during the general public comment at the beginning and say, Here's my opinion about the $T$-hangar leases. And you tell them, Well, that's on agenda item number 2, but they go ahead and tell you what they want to say.

So your problem is, is when you do that, you don't get it contemporaneous with the item. And so, by having the public comment on each item right before the vote, in some items, it's absolutely required by Florida law -- that's a whole other issue. But generally you allow general public comment for each item that goes forward. And then you have the public comment at the end as sort of the catchall.

CHAIRMAN OLSON: Yeah, yeah.
MR. BURNETT: Because you have the agenda items where a person can get up and speak about each individual item, and then at the end if there's something else that's lingering that wasn't on the agenda, then they can raise it and you can either take it under advisement or address it if you so choose.

CHAIRMAN OLSON: Good points, Mr. Burnett.
So it looks like, I mean, based on the logic that was shared with us, it looks like it probably is best to keep our current pattern. Any other thoughts?
(None.)
CHAIRMAN OLSON: Okay. So we're at other topics of interest. Something -- what is that?

MR. WUELLNER: Anything that's on
Authority Members' minds relatives to organizational. That was the intent. CHAIRMAN OLSON: Any other topics of interest? MS. LIOTTA: I don't know that we need to add it to a format, make it very formal, but one thing that I've sort of seen over time just, you know, coming to board meetings and watching, is I think part of it was the tempo of meetings, things taking a month, people kind of -- you sort of overhear comments now and then, What happened to that? You know, it's like the time goes by, people kind of forget what the status was.

So, potentially for certain items, we may consider just delegating among ourselves someone to be the point person following up with staff to be able to keep track of it in between meetings, if we feel that's necessary. That might be something helpful for us to consider doing.

CHAIRMAN OLSON: Yeah, and I think that's -- I mean, we have been doing that in the last two years.

I mean, an example $I$ can cite is the -- the work -- I mean, I've been the person with the strategic business plan and done a little bit of
point person work from the board with the effort to recruit a deputy executive director.

So, I mean, yes, I think that's good practice, to -- for us to proceed -- continue, yes, and maybe use it with other matters of the Authority. Other thoughts about other topics? (None.)

STRATEGIC PLAN UPDATE

CHAIRMAN OLSON: Seeing -- hearing none, are we -- are we ready for old business? I just -- I didn't create this agenda; I'm just following it, so...

Are we ready for old business? That's the next thing. Okay. Remy, our consultant with Ricondo, is going to update us on the strategic business plan.

MR. LUCETTE: Thank you, Mr. Board. So I'm going to step away from the screen. I realize there would be just in front of the board members a screen here.

Mr. Board and -- Mr. Board members, airport staff members, the public, thank you for -- for taking the time to get a brief update on the strategic business plan that we are working on.

So for this first meeting, really what we
wanted to do is provide a brief update on what we've been doing, the work we've done with the board members, with the stakeholders for the past three or four month, and also connect with the board to see if you would like to discuss anything in particular in the upcoming meetings or to see included in future updates of the strategic business plan.

Mr. Olson reached out to us back I think early -- early in 2022 and we started this work in about September. So I'm going to go over some of the milestones, some of the work that was completed, and some of the work that is still yet to -- to be completed.

So, first when Mr. Olson approached us to ask if we could help with the strategic business plan, the purpose of the strategic business plan that was identified for the Authority was really to -- to help create some guiding policies and to identify some -- some common focused initiative that the Authority could -- could use when -- to help guide the decision-making.

The idea is really to engage both with the board, the board members, in meeting environments but also in workshop environments, but also to
collect input from the public, from the external organizations in the region, and to bring back that feedback to the board members.

In terms of building an effective plan, really what we want is we want to -- to engage with you, the board members. This plan is really for the board and is being crafted mostly by the board and we're here to provide as much information as we can, background information, to help understand and decide what finds its way into the plan.

We want the -- the plan to be -- to be implementable. At the end of the day, this is something Mr. Olson and the airport director had told us we want to make sure that we get a document at the end of the day that we can refer to both when we prepare our annual -- annual budget plans, but also over the next few years, how we decide to -- to drive and guide the development of the airport.

So some of the milestones what we've done to date, we had two board workshops. Thank you -thank you all for attending those board workshops. And we had in November a series of stakeholder meetings. The stakeholder meetings were really three meetings that we had. One was with external
organizations, so we had a member of the county, of economic development agencies, and we had a board member also present at that meeting.

We had one meeting with the local aero
businesses at the airport. So we met with several businesses that were able to -- to come to this meeting and provide feedback and input that we relayed to the board members.

And finally, we met with the flying community. We had a great participation from all the pilots and the -- the tenants here at this airport.

We have summarized a lot of that information.

It's a lot. So I know there are a few board members who were not there at the time. What we wanted to offer is if you would like a meeting, we could have like a one-on-one phone conversation or a -- a video call, or we can brief you on what was reported to us, the input that we received, and help you -- really bring you up to speed on the feedback that we received.

In terms of schedule, we're about at the half
point of the study. We -- we've collected a lot of the information that we need. In terms of outstanding information, we are currently conducting a benchmark. We've selected four
airports with the strategic planning team that Mr. Olson is part of -- a member of. We are expecting the benchmark to be completed next two weeks. All of the airports but one have responded positively to provide the information we requested.

And with that, that will really complete the information that we're seeking from outside members. So after that, we would like to work with you, the board members, to help define the initiatives and the -- the actions that go in the plan.

There is -- there is one important date that I would like to -- to discuss with you. We're going to have a workshop, a third workshop toward the end of February, and as of now, we're looking at the week of February 27th, if that's an option for -for the board members.

We'd like to pick a date that works for all the board members to -- to ensure everybody has a chance to attend. If it's not the week of the 27th, we can -- we can push it a week. And this would most likely be a three-hour workshop as well, morning or afternoon.

CHAIRMAN OLSON: Just could everyone look at their calendar for the 27th of February? It's
slotted for 4 p.m. to 7 p.m., but we could -- we could -- I guess we could schedule it an hour earlier, so if it runs for three hours, which it likely will because it's a substantive workshop, we would not be going into the evening. So just -- just testing with everyone here. Monday the 27 th of February, 3 p.m. to 6 p.m., a three-hour slot. MR. WUELLNER: Well, based on the direction you had just given us, that would be your regular meeting.

CHAIRMAN OLSON: Oh, that would be a board meeting. Oh. Well, how about that? Could we do it on the 20th?

MR. LUCETTE: Would you -MR. WUELLNER: The 20th is the holiday. CHAIRMAN OLSON: Oh, that's the holiday. MR. LUCETTE: It doesn't have to be a Monday for us, really.

MR. CLARKE: Why don't we just substitute this -- this maybe for the board meeting? I mean, that would be the second one of the month. CHAIRMAN OLSON: Because we will have met on the 13th. MR. CLARKE: Right.

CHAIRMAN OLSON: Okay. Then we would call this a workshop, right? Would be the -- would be structured as a workshop under the procedures.

MR. WUELLNER: So -- okay. So in lieu of a regular meeting on the 27 th, it would be a workshop at the same time slot or starting earlier?

CHAIRMAN OLSON: Okay. Could we start that workshop on the 27 th at $3 \mathrm{p} . \mathrm{m}$. and run till 6:00 -running into the evening? 3:00 to 6:00. So we're -- we're -- are we all etching that in our calendars if it works? Okay. MR. LUCETTE: February 27th.

CHAIRMAN OLSON: So 3:00 to 6:00 on Monday the 27th of February.

MR. LUCETTE: Okay. Thank you.
And then I'm just going to walk you over a handful of slides that summarize some of the information we've worked on. We're not gonna -I'm not going to read all of it. I wanted to present it to you so that you have it, and we can discuss it either at the next board meeting or the workshop.

The first -- the first board meeting that we did -- the first board workshop, I'm sorry, we worked a lot on the mission, the vision, and the
values. representation of -- of those three items. What -you know, what do you do? For whom do you do it? And why did you do it?

Working with the board at the time, there was a lot of discussion, and those two statements on the screen were the result of those discussion. We're not asking to -- to vote on it or anything, we really wanted to -- to put it in front of you.

At the next workshop, we would like to get these approved so that we can start working through the list and -- and make our way through the initiatives. So we had two mission statements, which again can be -- can be tweaked, can be edited. This is not intended to be final.

We also have four vision statements. So the vision statement is really a representation of what you, the Authority, would like to be, you know, at this airport in an ideal world. So we called it the blue sky approach. You know, if nothing existed, what would you like -- what would you like this Authority vision to be for this airport?

We -- we ended up with four vision statements, which were really a combination of the feedback
that we received from the board members. And for the next workshop, we'd love for you-all to take a look and let us know if you have any feedback or any suggestions from those vision statements.

Last, the value statements. And the value statements really are a representation of how the Authority wants to be perceived by the external -by external organizations, how you want the -- to value the employees. So it's really a series of values that -- that would represent well this -this body. So we had three major categories for the value statements: Safety, accountability, and something for the people of the organization. The -- the -when we work on the values, we can either select some of these, all of these, we can add a few of those, typically can go up to three, four, or sometimes five different values as part of the strategic plan.

We -- we also wanted to put here in front of everybody some of the feedback and the input that we received at the second board workshop. So that was a board workshop we held in December. And a lot of that discussion revolved around a SWOT analysis. So a strength, weaknesses,
opportunities, and threats analysis.
We received a lot of great feedback from --
from the board members who were present. And
really in terms of strength, what we heard was the
location of this airport, the attractivity of the
region, and the infrastructure were key elements of
the success of the airport and that they considered
to be strength.
And on the weaknesses side, some of what we heard is also just like the location is a -- is a positive, it's also subject to some potential storms and other events that can some vulnerabilities.

We -- we heard that it was sometimes difficult to keep up with the demand because the demand has been so strong at the airport in recent years. So being able to keep up and finding ways to keep up with the demand and delivering the infrastructure could be a challenge.

On the opportunities and threats side, on the opportunities really what was discussed is that the -- the general aviation industry nationwide is doing very well and St. Augustine is well positioned to capture a lot of that, a lot of those -- a lot of that growth. There are a lot of

> opportunities. As we mentioned, a lot of demand from outside to come to this airport. So there was a lot of positivity in terms of opportunities that exist.

And related to the threats, we had -- we had just, again, a few -- a few items here, but a couple of things came up. One is, you know, the -the airport still relies on grants to do a lot of infrastructure, whether it's the airfield infrastructure or sometimes building $T$-hangars.

There is no -- no way to know whether those grants are always going to be -- stay at the level they're at today. So the idea of how do we make sure that we can be financially self-sustainable in an environment where the grant funding may evolve and change, that was a major concern. And then obviously how the airport is perceived locally, regionally, federally, could also impact what happens here.

And using that SWOT analysis, we put together some preliminary -- preliminary strategic issue themes and initiatives. And again, we -- we don't want those to be final, but we want to discuss those.

Some of the themes that we heard in terms of
issues that were of concern, anything that touches with the planning side of the facility for the -for the platform. Like I mentioned, there's a lot of demand and the board members were concerned that, you know, the planning should be smart for this facility. Anything that revolves around highest and best usable land. Making sure that we're being consistent in how the facility is expanded.

On the financial side, the -- you know, having a strong financial foundation is really the base to -- to implement any type of action plan.

And then finally on the administration side, there was some concerns about the staffing of the facility at the airport and having, you know, the necessity to discuss what the staffing levels should be of the airport.

From those themes, we derived a few possible initiatives. Those are not initiatives that may necessarily make the cut, but we wanted to -- to bring those to you. And those initiatives essentially are a response to the issues that we've discussed. So those initiatives are -- are formulated on the right-hand side in response to the different issues.

What we would like to do is, before we have the next board workshop, to ask the board members if they could review these and maybe schedule -schedule a discussion with you individually to get your feedback, see if we have missed certain items.

I know we have not heard from all of you yet. So we would have at least scheduled time and set -set time aside either in person or over the phone to -- to review these and really get a discussion going before we move into the third workshop in February.

CHAIRMAN OLSON: Yes. I -- I'd just like to underscore, speak to the importance of this strategic plan for our work here.

It could be observed that we're -- we have not been or the Airport Authority has not been operating with a full flight plan, to use a pilot's jargon, and now we need one. We need a flight plan. We need to have agreement on what our priorities are. We need to be able to have actions prioritized with timetables and expectations that we want to work all -- work toward as a team for achieving our goals.

This process is very important. It's supported by the state, by FAA -- FDOT or FAA,

FDOT -- is it FDOT, Ed, that's -- where are we getting our -- our support for this in addition to what the Authority is doing?

MR. WUELLNER: FDOT, yes.
CHAIRMAN OLSON: FDOT is supporting it also.
There's a statistic that 75, 80 percent of GA airports are -- have master plans and those are supported by FAA, and 25 percent of them have strategic business plans, and those appear to be the ones that are -- are really performing well.

Part of this effort, and we're going to get that information as Remy said very soon and have it for our third workshop, is benchmarks. We were -we are comparing a huge number of factors as to how this airport and this airport authority is performing and acting against four or five other airports that have similar characteristics.

One thing that you can see in -- when we -that I've seen when I've looked at some of these with just visiting other airports, is that our -our capital reserve is not huge. In fact, we have relatively small capital reserve for doing things compared to other airports. A lot of it relates to how -- how and where we're getting our revenue.

But if we want to pursue priorities such as
accelerate and increase the development of, for example, hangar space at this airport where there's a huge demand, we need to look at ways that we can do that without having to wait for the next
grant -- the next year we're going to get grant funds to do that. We need to be able to look at how we can do it without total dependence on the timetable and the limitation of grant funds. So it is extremely important and I hope that we will have a good engagement.

There's nothing that's been finalized in this strategic plan, so our new board that -- new board members that have joined -- joined us that bring with them a very impressive array of expertise will be very important for inputting into the strategic plan.

So -- and we have probably the -- we have the firm that everyone mentions when you ask who does this kind of work with airports, Ricondo. We have that firm helping us. They are -- they recently did a strategic plan for the Boca airport. It's on their website, you can look at it, but they have greatly benefited from it. They have a board much like this, a five-person board, and they -- it's -it's -- it's been a very important document for
them.

So this is I think an important way that we all come together and establish priorities/timetables to get things done here. So, thank you, Remy, for coming to --

MR. LUCETTE: You're welcome, Mr. Chair. Any other questions? And you-all should have our contact information. And if not, Mr. Olson or Mr. Wuellner should have that. Thank you.

CHAIRMAN OLSON: Thank you, Remy. So, going on, new business, airport legal solicitation -legal services solicitation. Who wants to speak to that?

AIRPORT LEGAL SERVICES SOLICITATION

MS. LIOTTA: I can get started, if you like.

CHAIRMAN OLSON: Yes.

MS. LIOTTA: I actually think that we should not act on this because $I$-- i think we should issue a new RFP. I think the one that went before is a little -- little bit -- could use some improvements and that we may very well get additional responses that we didn't get this time. Another reason why $I$ wanted to make sure we had more frequent meetings because I do appreciate that Mr. Burnett, you know, is looking to disengage

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and I don't want to hold that up. But I -- I think
we're doing ourselves a disservice to only look at
this list.
    And these -- these firms are good firms and
    they can certainly, you know, resubmit, but I think
    there's more out there and some that may be a
    better fit.
    CHAIRMAN OLSON: How would we proceed staffing
    what you're talking about? Which I assume involves
    creating a revised RFP and managing -- is this an
    administrative function, is this an assignment, or
    is this something that a board member, perhaps you
    want to -- Ms. Liotta, want to take on and work
    with staff to do, or how do you propose we proceed
    to reissue a RFP?
    MS. LIOTTA: Well, I -- I'm happy to work with
staff, but I wouldn't presume to speak for the
whole board, so I think it's worth us having a
discussion to -- to determine what particular
things need to change in the existing RFP.
    I actually really liked your suggestion on the
last -- at the last meeting, which when you were
talking about how another airport had separated
it's --
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    CHAIRMAN OLSON: Yeah.
    MS. LIOTTA: -- aviation counsel from its general everyday counsel.

CHAIRMAN OLSON: Yeah.
MS. LIOTTA: I think that was one of the -we'll -- and if we need to do two RFPs or just hire separate aviation counsel, I'm not exactly sure what's the best path forward for that aspect of it. But as for general, I think we'll see a lot more local firms who might be able to offer good services if we break apart the aviation aspect, which I do wholeheartedly believe we need that expertise but doesn't need necessarily to be bundled all up in one RFP.

CHAIRMAN OLSON: All right. Are you then suggesting that this be an item for the -- work for this board for the third meeting -- attention on the meeting of the 30th? Monday, the -- is that what you're suggesting?

MS. LIOTTA: Well, I mean, if the board agrees with, you know, some of those thoughts, I don't know how the timing would work, but I could certainly work with -- with staff on that, and if it's done in time to be voted on on the 30 th to get it out there, I'm not exactly sure about the process, but yeah, I think we should move and not
delay to work with it.
CHAIRMAN OLSON: Mr. Burnett?
MR. BURNETT: Mr. Chairman, if I may comment.
For the board's information, the RFP or the RFQ that was sent out was one I believe that was largely based -- I'm not sure if it was Orlando Regional or Orlando International, but it seems like they did an RFP in 2022. That was the base document that was used, other than the engagement letter that was attached to it was $I$ think largely identical to the engagement letter that I had with my engagement.

What I recall from last meeting -- and of course we had a different board, but in a way the public had the benefit of two boards to be able to review this, which is you had the existing board then and then you had the new board members that spoke in public comment.

What I -- what I guess I perceive is that the problem with the $R F Q$ is not one of the substance of it, but maybe that there may be other experts related to aviation law that you may want to avail yourself of.

I guess what I would say related to that -oh, by the way, the RFQ is -- to my knowledge, went

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\begin{aligned}
& \text { to -- you can actually do a search on the Bar's } \\
& \text { website for board certified aviation lawyers in } \\
& \text { Northeast Florida and surrounding counties of here, } \\
& \text { and so it went to all of the surrounding counties, } \\
& \text { St. Johns County plus Volusia, because there's } \\
& \text { obviously good-size law firms in Volusia and this } \\
& \text { isn't that far away. } \\
& \text { So it went to board certified aviation } \\
& \text { lawyers, board certified city, county, and local } \\
& \text { government law attorneys in the same those areas, } \\
& \text { and it went to the Bar associations for them to } \\
& \text { distribute in each one of those counties. So } \\
& \text { Duval, Clay, Putnam, St. Johns, Flagler, and } \\
& \text { Volusia Counties. } \\
& \text { that would serve very well the general counsel } \\
& \text { role, would be to pick one of the representatives } \\
& \text { than discouraging the applicants that you have here } \\
& \text { received, I think your challenge is that if you } \\
& \text { delay -- and obviously you've got lawyers here that } \\
& \text { are here for it tonight and you already essentially } \\
& \text { have a short list from the last Airport Authority } \\
& \text { meeting -- you've now got the lawyers back again to } \\
& \text { respond in answer to an RFP. } \\
& \text { I guess my suggestion to you would be, rather }
\end{aligned}
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that you have here so that you could now have the general counsel role. Knowing that and informing them straight up right away, that as for aviation and FAA-related issues, that you will continue to seek separate counsel for that.

As you'll recall, the RFQ does provide the same as my agreements always provided, that it's basically month to month. It's subject to a 30 -day termination provision.

So you obviously could select other legal
counsel in the future if you chose, but you also up front could explain to these candidates that your scope of work is purely one of the local government role, and then things related to $F A A$, which would be beyond the scope of the base retainer that they would be paid -- I think the -- the dollar amount that you have in the proposal is a base retainer amount.

The additional work and the FAA scope of work
where they would bring in different consultants that are in other offices from what we heard at the last meeting, rather than them bring in their board certified aviation lawyer that may be in the same law firm but a different location, you would actually do the RFQ for a board certified aviation
lawyer to handle the FAA matters.
That would then give you -- I guess cover it completely and you'd know what you've got for the local government law attorneys that have been -that have already been here, obviously interviewed last meeting that everyone here was able to listen to and see and comment upon.

And I just want to tell you that the scope for board certification for aviation law would not cover the base work of what the scope of certification is for a city, county, and local government law attorney. They are two different things. So aviation certification really is for the aviation industry.

When you look at what the Airport Authority does, though, the majority of your day-to-day operation in legal services is local government. It falls squarely within the local government certification.

In large part, the day-to-day functions of this airport is identical to the day-to-day functions of a county. Rather than dealing with roads, you have an airport. Your traffic signals are lighting on the airport. But other than that, the legal issues largely are local government legal
issues.
So I share that with you and tell you that I think you potentially harm yourself by dragging out the process when you've got folks that are here now for a second meeting that could be selected for your primary Airport Authority general counsel position.

CHAIRMAN OLSON: I just -- in listening to -that's helpful. I'm just thinking that I'm not sure if we can always cleanly say that we're a local government real estate transaction and then FAA -- don't we bump into FAA a lot with almost anything we do? I mean, there's some aspect of FAA --

MR. BURNETT: I have interacted -- and I've been doing this related to the airport now for 20 years. I have rarely had any need to interact with FAA on legal issues.

CHAIRMAN OLSON: No, I mean --
MR. BURNETT: A couple of times.
CHAIRMAN OLSON: -- not necessarily interact, but as I would say deal -- assist the airport in -on an ongoing basis in compliance with FAA.

MR. BURNETT: Well, let me give you an example.

For the airport -- for the aviation certification, to be a board certified aviation lawyer, the exam topics are litigation, aeronautics and space, National Transportation Safety Board -that's plane crashes; we don't deal with those for the most part -- registration and recording and security interests, airport operations and land use, enforcement, international treaties and conventions -- we don't deal with that. Air taxi operations, rarely. Aviation labor law, never.

Whereas when you look at board certification in city, county, and local government law, public sector liability. That's pretty common. Sovereign immunity, common. Civil rights, maybe not so much other than just understanding the requirements that we need to have in our leases and other documents. Public finance, absolutely. Procurement in contracts -- procurement in contracts, such as Chapter 287 and 255, those kinds of things. Land use and zoning, Chapter 163. Eminent domain and your powers of eminent domain to take property from others. Practice and procedures before local government legislative and quasi-judicial bodies. For example, someone who comes in who's an applicant that you need to have ex parte disclosure
and those kinds of things. Sunshine Law and Public Records Act, big part of the normal routine of practice here not in aviation law.

And then home rule and exercise of police powers, which home rule and exercise of police powers is a great example of how we were able, if you recall the Boomerang litigation where we wanted to enforce an operating agreement and the airport's operating agreements here, that's a state issue, and it's exercise of your police powers. We filed the lawsuit here in state court and they attempted to have it removed in federal court and we fought that successfully to have it kicked back to state court.

So, it is different in many many respects. Your primary person sitting in this chair, I would re -- very respectfully and humbly submit to you would be best suited to be a local government law attorney who can answer your questions and give you cautionary advice on all sorts of things that come up during meetings.

Be -- because I think what you see is
typically local government law attorneys that are coming here to the Airport Authority board are used to your meetings, used to being able to answer the

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questions because they come from, for example,
experience at a local city, a local county. You
know, for me personally --
    CHAIRMAN OLSON: Yeah, okay.
    MR. BURNETT: -- I was an employee of the
county and then also --
    CHAIRMAN OLSON: Okay.
    MR. BURNETT: -- the City of St. Augustine
Beach, I was their attorney.
    CHAIRMAN OLSON: Okay. Well, thank you.
    I think I guess what we've had as -- we've had
some more detail from our current counsel, we've
had a board member suggest that we re -- a board
member who is credentialed as an attorney, of that
profession, suggest that we recast the RFP and we
consider how we structure our -- the expertise in
that -- in that RFP and that we not make a decision
tonight about counsel. I believe that's the
suggestion. So, more board suggest -- board
additional board discussion on this matter?
    MS. LIOTTA: I'd just add one more thing. And
I think the next time this is brought up, one of
the items that should also be brought --
information for the board would be a -- a look at
the financial impact of the various choices.
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You know, I -- that was a comment I made at the last meeting, and between now and then, you know, I think we're still in the same place. We don't have an idea of what the -- the financial impact might be from one firm to another based on total billables we can expect based on prior usage, and I think that's always important when picking counsel, is, you know, the budget.

CHAIRMAN OLSON: Yeah, we saw hourly rates and retainers, but we didn't -- I mean, I -- you know, I guess one team could accomplish something in half the time as another team.

MS. LIOTTA: Or if we're using ten hours of legal services a month on average, that's going to be a different discussion than if, you know, we're using 150.

CHAIRMAN OLSON: Yes.
MS. LIOTTA: You know, the billing rates are really going to matter a lot, you know, depending on how much we're using.

CHAIRMAN OLSON: Okay. Other discussion?
MR. BURNETT: Mr --
CHAIRMAN OLSON: Well, from the board first
and then back to Mr. Burnett.
Mr. Clarke, did you have a --

MR. CLARKE: Yeah, I reviewed all of the proposals in the first -- the first go-round and, you know, we had three -- three that are listed here I'm comfortable with. I had one that I am particularly favorable toward.

However, I -- I see the merit in perhaps separating the aviation needs or legal needs from the municipal need or aspect of our -- this is a government and I agree with the concept that most of our legal work is, you know, government-related rather than FAA-related. It's -- that's peripheral to the -- it's core to our mission.

But we are a large real estate holder and, you know, we -- a lot of our needs are related to general government. So, you know, that's -- that's kind of a long answer, but I -- I think that if we do that, I'd like to see an RFQ that is dedicated to the aviation aspect. That's the only question $I$ had.

CHAIRMAN OLSON: Okay. Mr. Burnett, did you have something else you wanted to add?

MR. BURNETT: The only thing that $I$ would say and to share this with the board, when you -- maybe if we just flip to the next slide because the rates are up there $I$ think for the monthly rate
comparisons. This is in your agenda.

To me, it's not much of a surprise to see the monthly rates go there. I'll share with you for frame of reference, when $I$ was the city attorney for the City of St. Augustine Beach and resigned from that position many years ago, my rate was around $\$ 2,900$ a month, and through that process for an RFQ, the city $I$ think went to 6,000 or 6,500 a month, and my rate for the monthly retainer here hasn't been increased since 2009. So it's really out of sync with $I$ think what the market is. And obviously now you see where these have come in. I think that's a pretty good indicator of where the market's at. So as far as financial, that's what it appears it takes to have a monthly retainer for an attorney.

And again, $I$ think those are the local government position largely. You're welcome to ask the applicants themselves because they're here, but as $I$ recall from the last meeting in their -- in the evaluation of their proposals, the aviation-related matters would be extra, so...

CHAIRMAN OLSON: Okay. Well, we've had two expressions of how we might proceed from two board members. Any other -- any other input?

I guess the general -- or the prevailing comment is we probably are not ready to make a decision tonight about retaining, but we definitely don't want to cancel out the possibility of the firms represented in this room tonight.

And I greatly appreciate your continued interest in being here, but it sounds as though the general idea is for us to continue this to the next meeting with the idea of a tweaking of the RFP or separating the expertise area. I'm not sure if I'm summarizing that correctly.

Mr. Burnett, you have another comment?
MR. BURNETT: I guess it -- it begs the question. Do you want to hear from the applicants since they're here?

MS. CASH-CHAPMAN: We've already heard from them.

CHAIRMAN OLSON: Yeah.
MR. BURNETT: And the second piece of that is, if you're going to change the RFQ, how are you going to change the RFQ? How do you want to advertise it if -- differently than however it was advertised previously? What change do you want to make? So that then your staff has the guidance to accomplish what you want accomplished.

CHAIRMAN OLSON: I --

MR. BURNETT: You know, this is --

CHAIRMAN OLSON: Yeah.

MR. BURNETT: -- the two-month mark, and so I want to try and help you frame this to where you can make a decision on it.

CHAIRMAN OLSON: Does someone want to respond to --

MS. LIOTTA: Well --

CHAIRMAN OLSON: -- further comments?

MS. LIOTTA: -- I think what we talked about before was everybody on the board being comfortable high level with the direction to go, and then myself or someone else wants to do it work with staff to get that work done. So we don't have to wait for another meeting to approve the exact language in RFP if -- if the board's comfortable delegating that.

MS. CASH-CHAPMAN: I would agree. I think
that -- I -- I hate that -- to say that we wasted the time of the people that came out here for a second time because $I$ try to be very efficient with these matters, but because there was a changeover, it seems that we -- we are really looking to make sure that we're making the best possible choice for
us and for the airport.
And so, in efforts to do that, $I$ think it would benefit all of us to see -- to make sure that we're getting all of the responses that we think we should be getting, because I -- I truly feel if we put out another one, that we'll get some different responses. And perhaps we still end up selecting one of these three that are here, if they're still interested in resubmitting in that.

But I think it would be worth it for us as a board to -- to make sure that we're making the best choice. So maybe holding off on this, having someone work to -- to revamp what needs to be put out there, and revisit it as -- as timely as possible. Because again, I don't -- I don't want to waste anyone else's time, you know, moving forward with this.

CHAIRMAN OLSON: Okay. So, as we agreed during -- concurred upon during our committee assignments, Ms. Liotta is going to take the lead on this and move that -- move the process and effort forward and -- so that it's -- there's something that we can make decisions about at the next board meeting.
And again, I don't think we should burden
our -- the firms that are represented here to perform tonight, given where we are. Please understand that we're a newly reconstituted board. We have new members and new expertise and new thoughts, which is generally a great idea. And so, thank you. And I guess that's a conclusion. We have a consensus as to how we should proceed to this.

## FEBRUARY MEETING LOOK AHEAD

CHAIRMAN OLSON: So, we now are looking at -we've had the February meeting look-ahead. Oh, that's the director's thing. Mr. Wuellner, do you have this item? Are you're taking on this item? February meeting look ahead, are you taking on that item?

MR. WUELLNER: I was. Give me a second to catch that page.

Just a few items to make your aware of that are likely show up, and it looks like -- looks like you probably have three -- at least three items, four items likely for your meeting in a couple of weeks, maybe more.

I do -- looking ahead, you're going to have that public transportation grant should show up by the end of this week in terms of the paperwork, so
we'll get that -- that resolution prepared for consideration at the next meeting also.

And I'm going to guess. Since we have not seen the State of Florida release their actuarial as it relates to the Florida Retirement System, which is the annual holdup now with getting the audit finished, that should be out some time this month, so you're probably going to be into March before that -- that now shows up as the audit report for you.

CHAIRMAN OLSON: Okay. Thank you. So, we're now at public comment, general public comment. And do we have the cards? Oh, here.

PUBLIC COMMENT - GENERAL
MR. HAY: Mr. Chairman, I missed a card. Do you have one, Cindy?

MR. HARVEY: Are they outside?
CHAIRMAN OLSON: Okay. Just in the order in which I have them in my stack here, Mr. Liotta, public comment?

MR. LIOTTA: First of all -- oh, excuse me, Matt Liotta, 93 Lake Mist Court, St. Johns.

Welcome the new board members. I'd like to recognize that we now have the majority of our board is female, which I think that's pretty
interesting for a -- a government board. So...
MS. LUDLOW: Right on.
MR. LIOTTA: We -- we didn't have an opportunity for public comment on -- on the legal selection, but $I$ want to reiterate that $I$ think that as you divide up the work between the local government and aviation, that there's an opportunity to get a broader interest from people who can do one but not the other and you may get actually better choices.

I'd like to reiterate that $I$ think if there's any way possible that you could prioritize local government attorneys that have an office in St. Johns County, I think that's an important thing that government has the opportunity to do, is to prioritize keeping money in the county. So I'd like you to seriously consider that.

And in general, I'm excited by the board's willingness to meet more often and get more work done, and I'd certainly like to see things change here for the better and see some growth, especially in hangars and new businesses on the field. Thanks.

CHAIRMAN OLSON: Okay. Thank you. Mr. John Gorman -- Jack Gorman.

MR. GORMAN: Well, I was going to pass, but what I'd like to do is, I was very taken by the fact that we were talking about public comment. And I certainly think that as much public comment, especially before a board votes, is important, before and after, even if it doesn't fit or something is not exactly fitting what someone's preconceived notion of what's on the agenda. The -- the reason to have an elected board is for public input. So, however you could possibly accomplish that, would be certainly the best thing. CHAIRMAN OLSON: Okay. Thank you. Who is that?

MS. LUDLOW: Jose Riera. He's our SAAPA -CHAIRMAN OLSON: Yeah. Oh, I'm sorry. I don't -- I can't -- Jose, I can't read too well here your printing. Mr. -MR. RIERA: Riera. CHAIRMAN OLSON: -- Riera. MS. LUDLOW: Riera. MR. RIERA: Jose Riera, 133 Paranza Trace. I'm also a member of SAAPA. First of all, congratulations to all of the new board members. It's the very thing that I like to see and welcome.

The other thing is, the policy committee, $I$ would like for the policy committee to review the T-hangar waiting list. On the list that $I$ have, it shows that as of November of 2022, there were 244 waiting members, and then by the end of this month, there would be eight people that have been on hold for six month.

I don't understand how that issue comes into plays. Why do we have eight people on hold? And how does that affect a lot of us who have an airplane ready to be put into a hangar? Are these eight hangars already hold and reserved for somebody, are they available? Why are these people on hold? Do they have an airplane? Are they not in? I don't understand what the policy is.

I would like to have that reviewed. I would like for the board to review that and see if we can make an improvement. And perhaps the list can be shortened from the current 240 to some in order to have some of us who do have airplanes ready to go into a hangar or waiting to be here, and then work on helping to develop more hangars, more space for the rest of the people. That's my public comment. Thank you.

CHAIRMAN OLSON: Thank you. Mark Wiley
[phonetic]?
MR. RIERA: He left.
CHAIRMAN OLSON: Oh, he left. Chad Roberts. MR. ROBERTS: Thank you, very much. Mr. Chairman and the board and everyone, I'm Chad reports. I'm an attorney in Jacksonville, Florida.

I'm the kind -- I know the board has already made a decision to defer the RFQ issue today and I respect that. I'm the kind of lawyer who would not respond to this RFQ, and -- and that's what $I$ wanted to give you your input about.

I've historically represented your users and your tenants. And how you perceive yourself -- I'm not telling you anything, y'all campaigned, I didn't -- but how you perceive yourself is how you feel with your own users and your own tenants and the people who make business decisions about whether they're going to come here or not.

And if you think of yourself as a landlord, you're going to be perceived as a landlord. If you think of yourself as an airport operator where a hundred percent of your users deal with the FAA, a hundred percent of your tenants deal with the FAA, it's a really important function to find a way to craft that into the culture of the advice that you
get.
And so, I just wanted to echo I think some of the sentiments that Commissioner Liotta voiced, which is it's an important component and -- and I think it would go a lot to improve the flavor, the ex -- the user experiences, as they say here, and it would be a good thing.

There -- there are other models on the spectrum of things. I -- one is I call the consigliere model where, you know, very large corporations don't necessarily have large legal departments. Just different models of how your legal services can be provided.

There's a role for everybody. What Mr. Burnett does is -- is invaluable and his experience on that part of it is just invaluable to you. So it's -- it's an essential -- there are many components of it, and $I$ think it's a great challenge to find a way to craft a solution that balances all of those needs.

And so, if -- if you want any unsolicited advice from the local aviation bar, feel free to impose on us; we're happy to share that with you, but we applaud the initiative. Thanks.

CHAIRMAN OLSON: Thank you.

MS. LUDLOW: Thank you, Chad.

CHAIRMAN OLSON: Bill Hay.
MR. HAY: Good afternoon. Welcome to the new board members. I was expecting that it would take a little while for you guys to ramp up and I can see that that's the case.

After 40 years of in and out of watching politics develop, $I$ have been to hundreds of board meetings and small boards that think that this is a steppingstone to greater political adventures. The water conservation board in North Florida is one of them. Many mayors have come out of that little tiny board. But $I$ beg you and I plead with you to do a couple of things.

First, don't treat this as a small thing that you have to do so that one day maybe you can be a St. Augustine city councilman or a state representative. But to get a copy of the Robert's Rules of Order, parliamentary procedure, learn it, know it.

And also take it upon yourselves when there's public comment to actually pay attention and make contact to the person that's speaking. Ladies have a wonderful opportunity because they sit with their legs crossed and it gives them an opportunity to
put their cellphone there and do e-mail and send messages and texts. It's very disrespectful to the people of the general public that donate their time and come out here to participate in this meetings. You have an excellent opportunity going forward to change this airport. But this airport doesn't need to be modeled after four or five or six other airports. This airport needs to have a model developed that's best for this airport and these private pilots and these general aviation activists.

So I ask you, please take this board serious. Don't make the day the board meets the first day you look at the agenda. We all want to end these two, two and a half hour meetings. And if you take an opportunity to formulate your opinions, formulate your questions, jot them down of the agenda ahead of time, we can always go home early. Thank you.

CHAIRMAN OLSON: Thank you. So that's all for the public comment.

## MEMBER COMMENTS AND REPORTS

CHAIRMAN OLSON: So we'll go through member comments, and I'm going to read these alphabetically. I'll try to do -- keep that as the
order we go.
Ms. Cash Chapman, member comments?
MS. CASH-CHAPMAN: As of right now, I -- I don't have a whole lot to say, but I am -- I'm very happy to be here and I'm looking forward to what we can do as a board to better this airport and our community as a whole.

CHAIRMAN OLSON: Okay. Mr. Clarke?
MR. CLARKE: I'd like to thank Mr. Liotta, Mr. Gorman, Mr. Riera, Mr. Roberts, and Mr. Hay for your comments. I really appreciate it. And that very good advice coming from you, we -- we need to take all the public's comments into consideration for every -- everything we do.

And I have a question related to Mr. Riera's concern about the $T$-hangar. I -- it's something I've been curious about. I'd like to ask the administration. Do we have a policy or a formula or -- and has it been board approved for the waiting list administration?

MR. WUELLNER: You do.
MR. CLARKE: We do? Is that -- okay.
MR. WUELLNER: It's a part of your lease policy.

MR. CLARKE: It's buried in the lease policy.

Okay. All right. Because, I mean, I've -- I've had concerns about the waiting list myself and -and I've suggested, and I'll make suggestions in the future planning committees, that we need -- I think the board would like to see an inventory of our fleet, our hangars, and the -- all the aircraft that are represented on the waiting list and have that available at every meeting. Because if we don't measure what is demanded of us, we're here to provide a service, we really can't plan effectively.

And I've met with the executive director and the operations manager and the engineering staff, and we have plans that are long range in nature. They're very comprehensive, probably ten years' worth of planning. And -- and that is something that we're -- the new board members and the existing board members, we're committed to make that happen.

We're -- we've fallen behind in -- in the
demand. We haven't been able to satisfy the demand for our services. We're up to a seven-year waiting list. I personally consider that unacceptable and I'm going to do everything $I$ can to help make that happen.
We're -- we're here -- the board is here to
provide the resources to the management to make
that happen expeditiously. Whether we have to meet
with our state representatives, our county
commissioners, the Governor, we're going to do what
we can to try to reduce that backlog, because it's
in all of our -- all of our interest.
coming, and $I$-- I'd like to -- I'll be studying
that hangar policy, but I would encourage the
administration to, you know, come up with that
inventory because we're going to be asking for it
anyway in the -- in the strategic planning process.
So, thank you. That's all I have to say,
Mr. Chairman.
conflicts potentially, and so i just wanted to make
a brief statement about that in case there were any
on the field. of course that can give rise to
one's a short statement. Thank you for everyone
being here, and the other is more of a business
CHAIRMAN oLson: okay. Ms. Liotta?

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concerns in the community. So, for -- for full
transparency, I would like to state that I own an
indirect interest in two companies that have
business at the airport: Modern Aero and Volato.
    In the case of Modern Aero, I only hold an
indirect ownership interest. I am not an employee
and I -- and I do not run that busi- -- excuse me,
do not have management control over that company.
For Volato, I hold an indirect ownership interest
and am an employee of that company.
    Should there ever be a matter before this
board that would create a conflict, I would
disclose my conflict before any vote was taken and
recuse myself from that vote in accordance with
Florida ethics statutes. So that was -- that was
it for that.
    And the other item was about the agenda. I
think this is the appropriate time to do it, but I
wanted to make a motion to add a new business item
to the agenda, seeing as how we've gone through all
the business items that I could see on -- that were
on here already.
    CHAIRMAN OLSON: Are you saying for today's
agenda?
    MS. LIOTTA: Yes. Yes.
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CHAIRMAN OLSON: Okay.
MS. LIOTTA: I don't think it will take long.
And so, I would move to add an agenda item to discuss the executive director employment contract. So, specifically starting a search for a new executive director as the existing contract expires June 30th with no extensions.

CHAIRMAN OLSON: Okay. Let's see. Before we have discussion -- is there a second to that motion?

MS. LUDLOW: I second that motion.
CHAIRMAN OLSON: Motion made and seconded. We're now in discussion. I guess I have a question.

Is this within our procedures, that we add an unnoticed item for -- can we add that by board action to our meeting and deal with it as a board action, or is it something that we can't -- can't add without -- or is it just a best practice that we should have a published agenda item before we act on it?

MS. LIOTTA: Well, I read the policy for our meetings and it states that during the member comment, the member can make a motion to add an agenda item. So that seemed pretty clear that we
could do that.
I've also -- recall the director saying that, you know, these rules are a guidance, but, you know, if the board decides it wants to do something, it can -- it can wing it a little bit from -- and depart if that's what the board decides to do.

CHAIRMAN OLSON: Okay. Okay. So a motion's been made and seconded. Discussion? Other discussion? Any discussion?

MS. CASH-CHAPMAN: I mean, I think that -- I think this is a tricky topic for all of us.

You know, obviously it does not go unnoticed how long that Mr. Wuellner has been here and the efforts that he's put in for the past 27 years here with us. But $I$ also think that a lot of people ran with the efforts of change as the forefront, and I think that there is a lot of people that want to see that change and they want to see it quickly.

And I -- I have not made a very clear decision yet, I will be very honest, because I want to make sure that any decision that we make as a whole, as a collective, is made based on merit, not out of emotion and things of that nature. And so, I am being very careful with how quickly I want to make
a recommendation or a decision.
But what $I$ will say is that we want to be sensitive to the amount of time because if the contract is up in June, that's not a lot of time. That's not a lot of time for us to -- if we decide to move forward with a search, that's not a lot of time to -- to search and then find qualified candidates that we think can -- can perform this job.

I also think that should the board decide that we will not be offering a -- another contract to Mr. Wuellner, then I think -- and I don't know if this is in the guidelines or not, that we should offer him to also be able to reapply for that position as well and be entered into a candidate pool so if at the end of that search it comes out that he is still the best qualified candidate, that's something that everyone is interested in, I think that that would give everyone the opportunity to -- to feel confident in their decisions, whether they're -- whether it's offering a new contract to Mr. Wuellner or offering a contract to a new executive director.

CHAIRMAN OLSON: Okay. Thank you. Just as a point to follow up on what you're saying, we

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currently have ADK, the search firm that
specializes in airport executive searches, in the
middle of a search for a deputy executive director,
so -- that would fill out our succession plan.
    So, that's just what we have going now.
Following up on what you're saying, if this motion
were to go forward, we would presumably need to
amend that assignment and see what it would take
for the firm to meet our timetable and needs for
the shift to executive director.
    MS. CASH-CHAPMAN: Right.
    CHAIRMAN OLSON: Other discussion?
    MR. CLARKE: Well, I'll chime in.
    I -- I took it for granted that we would be
searching for a new executive director by the end
of June, and one of the other items that will be on
my agenda for this next special meeting would be
the -- the creation of a chief financial officer
role, which is sorely needed in my view.
    And I think we have an opportunity -- I mean,
    we're -- to -- to find the right executives to move
    the airport forward. We're -- you know, we're
    behind. As I mentioned, what I've learned in the
    past two or three weeks with my meetings, we have
    at least ten years' worth of long-term
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capital-intensive projects that are already on the drawing board. They're airside, they're landside, they're off airport. And we're going to be launching into a very intense period of activity, and I think it's a good opportunity for us to get a -- an executive, you know, team in place that will, you know, move -- move the airport forward.

But, you know, I agree with Michelle. If Mr. Wuellner would like to apply for that job and be considered among a pool of candidates, you know, that's certainly fine.

But I think we -- you know, six months is not a lot of time, so we need to make that decision and -- and modify that contract we have with the search firm. And I would add that, revealing my next month's or next meeting's agenda, but include a chief financial officer among the --

CHAIRMAN OLSON: You think that we would need to use that firm for a CFO?

MR. CLARKE: Well, $I$ would -- as long as they -- if they specialize in that, if they specialize in airport executive-type --

CHAIRMAN OLSON: Yeah.
MR. CLARKE: -- personnel, then absolutely, because they're -- you know, what we do is very
complicated. It's -- it's -- it's overwhelming, I think, for the current staff for what we're going to be getting into, the financing that is going to have to occur. And, you know, we're -- that all has to come together.

CHAIRMAN OLSON: Okay. Since we're talking about it and we can't talk about outside of a meeting and since I've been communicating, I just want to further understand. Based on what you just said, I believe you are thinking that we cannot likely find that a C -- a CFO -- it might be important to have a CFO with specialized expertise in working with an airport organization rather than -- you know, this community's full of likely talent that would generally fit a chief financial officer.

MR. CLARKE: I believe it would be preferable to have a CFO that had aviation experience because the -- the level of --

CHAIRMAN OLSON: Okay.
MR. CLARKE: -- the level of funding or the different proj- -- or types of funding that we have are FAA --

CHAIRMAN OLSON: Yeah.
MR. CLARKE: -- and Florida

Department of Transportation, they -- they are very different -- not very different, but they are -they do have different rules. They would have to be familiar with debt financing.

Our previous administra- -- our authority boards have been -- have shied away from using debt as a tool. It's -- it's a -- it's a tool that we're overlooking that we need to avail ourself of, and in order to do that, have to be able to create a vision and a pro forma look-ahead for 20 years. We have a 20-year planning horizon. So we need -- we need to have that kind of a person with that kind of expertise in place that, you know, it would be preferable to have -- to have one with aviation experience as well as, you know, corporate finance-type experience or governmental finance-type experience. CHAIRMAN OLSON: Okay. Okay. Okay. Let's see. Since it's board -- oh, I'm sorry. You have something. Please proceed. MS. LUDLOW: I don't want this to be my last comment, but I'm commenting on the motion. Did you make a motion? I'm commenting on the motion. The reason I'm here is to represent the tenants of the airport, the -- the airport proper
and people that elected me. And I -- I've heard from a lot of tenants and -- and people out here that they think we -- it's the dawning of a new day for the airport, we have a new board, and we feel that the hierarchy should change, also. So, six months is only 180 days, $I$ think, or something like that -- or six and a half months. So, however -- however Ed spends the last of his 180 days or if -- or if his contract is renewed, you know, then that is -- that's up to everybody -everybody here, the board, whoever represents their people or whoever's going to represent the board. So, I -- I feel that the deputy director application should be dropped and that another RFP or contract -- executive director's contract should be redone and that should be advertised. CHAIRMAN OLSON: Okay. Okay. Makes sense. Okay. Following procedures, and I apologize for not being totally smooth on procedures, this is the first meeting for me as chair, public comment? Any public comment before this board acts on? Yes. MR. WASHINGTON: Can $I$ do that without a piece of paper? CHAIRMAN OLSON: If you go to the mic and introduce yourself again.

MR. WASHINGTON: Hugh Washington at
116 Barbarosa Street, St. Augustine, Florida. A 4:00 meeting time, in my opinion, is vastly easier for working public. CHAIRMAN OLSON: Are you speaking to a general item?

MR. WASHINGTON: I'm not sure. I'm just speaking about something that was raised.

CHAIRMAN OLSON: It sounds like you're not -I mean, what we were doing now is acting on a motion --

MR. WASHINGTON: Oh, I'm sorry.
CHAIRMAN OLSON: -- so we're -- we're actually
just -- we're needing -- we're asking if there is any public comment on that specific motion. MR. WASHINGTON: Disregard that. CHAIRMAN OLSON: Okay. Thank you. MR. WASHINGTON: Sorry.

CHAIRMAN OLSON: So, I see no other -- no public comment. We'll take a --

MS. CASH-CHAPMAN: You've got someone. CHAIRMAN OLSON: Oh, public comment. Public comment.

MR. LIOTTA: It would be impossible for me not to comment, right?

CHAIRMAN OLSON: Please -- please introduce yourself. We don't know -- might not know who you are.

MR. LIOTTA: Matt Liotta, 93 Lake Mist Court, St. Johns.

Yeah, we -- we did go through an election cycle. I obviously participated in a number of ways in that election cycle, and change was what was on everybody's mind. There's been extensive discussions in SAAPA, here with the tenants and everything also, and that is what people want to see, is -- is immediate change.

And immediate change doesn't require immediate change of people, but it does require immediate change of -- of behavior. So, I think that's what we want, is change.

And if -- you know, if there's a contract ending, so be it. You know, if someone's resigning, so be it. You know, whatever the situation is that causes the people to change is independent of the change that the people want here. We want more hangars. We want more businesses. We want to be pro growth, pro economic development. Thank you.

CHAIRMAN OLSON: Okay. Oh, one more comment.

MR. HERNANDEZ: Galin Hernandez, 3501-B, Ponce de Leon, St. Augustine.

On the issue of the -- of searching for an executive director, be very careful on going too quick and shooting yourself in the foot. Now, that being said, just because it terminates in one spot, you could still use a temporary executive director if the contract isn't extended to give you a little bit more time. Just because it's ending at one spot doesn't mean you have to make an immediate decision.

So, also take into account the possibility, not that it's required, of someone coming in temporary, maybe from within staff or from outside, just to cover until the correct decision is made. Experience is very important, especially experience in the local level. Thank you.

CHAIRMAN OLSON: Yes. Thank you.
Okay. No other comments, we'll ask for a vote. And, let's see, do we do a -- do we do an individual call name vote or how would we do this? What would be the procedure? Again -MS. LIOTTA: I -- I would suggest, based on what I read in -- that we go one at a time. CHAIRMAN OLSON: Call vote.

MS. LIOTTA: Yeah.
CHAIRMAN OLSON: Okay. I'll go
alphabetically. Ms. Cash-Chapman --
MS. CASH-CHAPMAN: Oh, stop doing that.
MR. BURNETT: And very quickly,
Mr. Chairman --
MS. LUDLOW: State the --
CHAIRMAN OLSON: Oh.
MR. BURNETT: I just want to make sure the record's clear as to what the motion is -CHAIRMAN OLSON: Oh, yes.

MR. BURNETT: -- and the second is so that then staff has the direction to know what they're supposed to accomplish.

CHAIRMAN OLSON: Ms. Liotta, would you restate your motion?

MS. LIOTTA: I think the motion was to start a search for an executive director starting I guess at the expiration of the current contract --

CHAIRMAN OLSON: Okay.
MS. LIOTTA: -- specific -- and specifically working with our existing search firm to drop the deputy director search in favor of an executive director search.

CHAIRMAN OLSON: Okay. Is that clear enough,
do you think?
MR. BURNETT: Yes, sir. And I guess implicit in that is staff would then contact the existing firm, get the existing firm to modify the proposal to fit the search for the chief executive.

CHAIRMAN OLSON: I think I'd probably need to do that, since it's a -- it's a -- it's a process that's going to extend. It needs board oversight, probably, so I --

MR. BURNETT: And -- and I guess does that proposal then, as soon as you can accomplish it, come back to the --

CHAIRMAN OLSON: Yes.
MR. BURNETT: -- Authority for review and consideration?

CHAIRMAN OLSON: Yes. It -- every -- it will be -- the process, the progress, the arrangements will all be back with the board.

Unless someone else on the board wants to take that responsibility. We've been working with this firm. A lot of the work they've done is translatable to a shift, because we were at the point where we had -- I'm probably saying more than I need to right now.

We had three very promising finalists, one in

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particular, but they -- they suddenly backed out
towards the end and we were not able to close a
deal with any of them. And so we are really at the
point, aside from this motion, to have them
readvertise. But again, a lot of the work has been
done, so it's not starting at square one.
    So we have a motion that's been clarified,
further restated, and we have a second.
    MS. CASH-CHAPMAN: Can I just clarify one
thing before --
CHAIRMAN OLSON: Okay.
MS. CASH-CHAPMAN: -- before I vote? That the current contract is up in June and that there -- we have exceeded all of the extensions for that contract. So regardless, we would need a new contract come June regardless of who that contract goes to; is that correct?
MS. LIOTTA: Correct. We have to do something.
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MS. CASH-CHAPMAN: Okay. Then --

MS. LUDLOW: But I have one question. Did -then do we get -- does somebody approve the RFP that goes out? Because we may want that to sound differently since this is the dawning of the new airport.

> CHAIRMAN OLSON: You -- it's a prospectus that goes out. It goes online, and the answer is yes, if you want it formally approved before we act on it, then we would be waiting till the 30 th. The prospectus is actually -- for the deputy has been posted and they would tweak it for executive director. We can do that. It would -it would -- it would delay the release of it a bit, but that's certainly something that can be done. MS. LIOTTA: Can those be amended after they're issued out if there's an update? CHAIRMAN OLSON: I don't know. I'm not sure. MS. LIOTTA: Well, regardless, I'm personally comfortable delegating that to you to work with that search firm to get that work done since you've been doing it for the deputy director position. me just say, if it is reposted before the $30 t h$ for an executive director search, we can have staff things so that we can move on and not wait month to month for these things. bato what would be my point of view.
can go to the ADK website and look at it.

This is where all the important airport jobs in the country are posted. There's about -there's, I would say 25,30 positions across the country that appear at any given time on that.

MS. LUDLOW: ADP?

CHAIRMAN OLSON: ADK. ADK. Okay. So we're back -- oh, Mr. Clarke.

MR. CLARKE: I would just like to comment. I would like to talk to that firm about the chief financial officer position that we have not yet approved, if it's okay with you.

CHAIRMAN OLSON: Yes. I will mention that to you and -- to them and we'll provide -- I guess can I provide that directly to you? I'm not sure what the -- I can provide -- we could give you the contact. Why don't I do this. Why don't I have the principal working with us contact you.

MR. CLARKE: That would be fine, yeah. Then I'll have more of the information for the -- you know, when $I$ do propose that we create that position. It would be -- it would be very helpful, actually.

CHAIRMAN OLSON: Okay. So we're going to vote on the motion. Ms. Cash-Chapman?

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    MS. CASH-CHAPMAN: Yes, I vote to move forward
    with starting a new search or starting a -- opening
    a search for a --
    CHAIRMAN OLSON: You're -- you're actually
    voting for the motion as stated.
    MS. CASH-CHAPMAN: Yes.
    CHAIRMAN OLSON: The motion that's been
    stated.
    MS. CASH-CHAPMAN: Yes.
    CHAIRMAN OLSON: Okay. Mr. Clarke?
    MR. CLARKE: Aye.
    CHAIRMAN OLSON: Ms. Liotta?
    MS. LIOTTA: Yes.
    CHAIRMAN OLSON: Ms. Ludlow?
    MS. LUDLOW: Yes.
    CHAIRMAN OLSON: Okay. That motion is
    carried.
    MS. LIOTTA: Do you need to vote?
    CHAIRMAN OLSON: Oh, yes. I vote yes. Thank
    you.
    MR. BURNETT: Mr. Chairman, just one quick
    legal issue.
    The -- when you contact the firm, I don't know
    the financial implications of the dollar amounts
    we're talking about, but it may be that the actual
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dollar amount that they have for their proposal for
doing this scope of work --
    CHAIRMAN OLSON: Yeah.
    MR. BURNETT: -- may exteed -- exceed the
dollar amount --
    CHAIRMAN OLSON: What is the amount?
    MR. BURNETT: -- allowed under the purchasing
policy, so it may need to come back to the board.
    CHAIRMAN OLSON: Okay. What --
    MR. BURNETT: So that aspect of it may need to
    be on the agenda for the 30th.
    CHAIRMAN OLSON: Yes. Good point. Good
point. What is that amount, so I would know that?
    MR. BURNETT: I don't know.
    MR. WUELLNER: Anything above 35.
    MR. BURNETT: 35,000.
    CHAIRMAN OLSON: So anything above the 35, it
likely will need to come back because it's a
modification of an assignment that is about that
amount. So, it likely will then. So it would not
proceed until the 30th and -- I mean, the actual
work.
    Maybe -- maybe some of -- maybe they're
willing to do some of the groundwork since we're
existing clients, but the actual...
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Okay. Good -- good point.
Okay. So, let's see. We have -- the next thing here is -- oh, we've gone through member -have we gone through -- have we -- let's see. Ms. Ludlow, we have not gotten your member -- your member comment or -- and report.

MS. LUDLOW: Right. And I think I want to follow Jennifer's lead and add something to the agenda.

Since this part has gone this far, then I think another facet should be added to the agenda. We've all agreed that we are going to look for a -another executive director, and $I$ would make a motion that his responsibili- -- his monetary responsibilities and commitments should be shortened for this amount of time for his remainder of time.

CHAIRMAN OLSON: Wait. I -- I'm not sure I'm exactly understanding.

MS. LUDLOW: Okay. I make a -- okay. If I
add a -- if I want to add something to the agenda -- apparently I can, just like Jennifer did, right? And due to our discussion now, and tell me if I'm wrong, we all at this table have agreed to do a -- a search for an executive director.

Okay. If we have all agreed to do a search for an executive director, $I$ think we should take an action to limit the monetary commitments that the executor now has.

Right now, he can -- he can sign anything up to a hundred thousand dollars and he can make any commitment for this airport that he wants to. We've all said we're going to look for another director. I think there should be some limits on what he can do since he knows we are looking at -for another director.

CHAIRMAN OLSON: Isn't board authorization required for virtually anything that exceeds --

MS. LUDLOW: No, it is not.
CHAIRMAN OLSON: I don't know --
MS. LUDLOW: Nothing. Nothing. It is -- all
right. Ed -- Ed has carte blanche to spend a hundred thousand dollars --

MR. WUELLNER: No, I do not.
MS. LUDLOW: What is the amount?
MR. WUELLNER: 35.
MS. LUDLOW: 35. That 35 -- you can spend 35,000 without board approval.

MR. WUELLNER: As long as it's in the budget, yes.

MS. LUDLOW: If it's in the budget, right. MR. BURNETT: And he --

MS. LUDLOW: He can also sign -- damn phone. He can also sign a commitment for an airline or a for a motel, or he can sign any other commitments without board approval.

CHAIRMAN OLSON: I --

MS. LUDLOW: Yes, he can.

CHAIRMAN OLSON: Mr. Burnett, do you want to add more clarity to what --

MS. LUDLOW: Reba's trying to say?
MR. BURNETT: I think that the challenge you have with the proposed motion is that you have policies in place right now, and to do the proposed motion, it would seem like it changes policies that are effective right now without any certain -- for example, most of the time when you change a policy, you have a redline here and you're looking at what the changes are.

It sounded like Ms. Ludlow's initial comments were related to shortening Mr. Wuellner's actually con -- actual contract --

MS. LUDLOW: No.

MR. BURNETT: -- or in -- in that way. But the longer she spoke, then I realized it was
related to powers.
As long as it's not related to his employment agreement, obviously that's a binding agreement, terminating that causes damages, subjects the airport to liability.

MS. LUDLOW: Right.
MR. BURNETT: On the issue of the policy, changing policy, I'm not sure the specific areas of a policy -- you could always have an employee sign something without the authorization of the local government governing body and that may or may not be an effective agreement because of your sovereign immunity and those kinds of things. There's a whole body of case law.

Not to get too far afield, but as an example, sometimes local governments issue a building permit for someone that's in front of the Coastal Construction Control Line where they shouldn't have. They void the permit after the fact and stop work from constructing.

I guess the question is whether or not you were confronted with that type of situation where he did something outside of the policy. But otherwise, you have a policy that limits the executive director's power -- policy -- power under

> the policy. So I'm not sure of the specific language you are wanting to change or not. I was trying to look and see what's in there.
> The earlier issue of the purchasing power or spending limit of $\$ 35,000$ in the RFQ for his replacement would also relate to his power under the purchasing policy without bringing it back to the Authority.

MS. LUDLOW: Okay. Can he sign an agreement with an airline right now?

MR. BURNETT: Those items always in -historically have always come to the Airport Authority board for review and consideration.

MS. LUDLOW: Has he already not made some -- a deal with another airline right now?

MR. WUELLNER: Nothing that's in writing and to you yet.

MS. LUDLOW: Pardon me? I can't hear you, Ed.
MR. WUELLNER: Have no agreements with anyone at this point that have not come to you.

MS. LUDLOW: Then why does Atlantic know that they have to order more fuel for May 5th because we're going to have an airline coming in?

MR. WUELLNER: I can't speak to what

Atlantic's arrangements are with anyone.
MS. LUDLOW: Does somebody understand what I'm trying to say? Does this board understand what I'm trying to say?

MS. CASH-CHAPMAN: It sounds to me, and correct me if I'm wrong --

MS. LUDLOW: They can't hear you.
MS. CASH-CHAPMAN: I'm sorry. Can you hear
me? I don't know if it's working. I don't know.
It sounds to me like what you're trying to say
is that for the remainder of Mr. Wuellner's contract, you would like to ensure that he is not signing any contracts that bind us to anything moving forward and that you do not want him to have the ability to sign checks or spend up to a cert- -- I don't know what amount you had in your mind, but up to a certain amount without our approval. Is that what I'm understanding?

MS. LUDLOW: Yes. I didn't know it was $\$ 35,000$. I thought -- I understood it was a hundred thousand. And that was a whole different ballgame, so I don't know if it's listed somewhere else that he has authority up to a hundred thousand. We never know what the treasurer did, actually, so we don't really know. But yes, go
ahead, Jennifer.
MS. LIOTTA: Well, it sounds like there may be two issues here.

One is a long-term contract -- of, you know, outside of an ordinary lease or like those things going to come before the board for approvals, but there may be issues of negot- -- even negotiating new long-term arrangements with third parties without the board's, you know, knowledge/permission to enter into those negotiations. Because if --

MS. LUDLOW: Exactly. So he -- he should not be able to do that from this point on. If -- if you -- if the board is unanimously agreed to put out a search for a new executive director, why are we giving him the authority to negotiate deals?

MS. CASH-CHAPMAN: I think it comes down to the fact that we're not terminating him. We're allowing --

MS. LUDLOW: I understand that.
MS. CASH-CHAPMAN: -- him to finish out his contract. So --

MS. LUDLOW: Do you understand what he can do to the airport?

MS. CASH-CHAPMAN: I -- I do, but I'm just trying to make it clear so that everyone is on the
same page that $I$ think that is why we're having a hard time kind of understanding what you would be comfortable with. So I'm not against it, I'm just trying to clarify that that's what we're saying here, that --

CHAIRMAN OLSON: I just want to add the observation. We have an operating airport. We have to maintain continuity of operations. We -we have an executive director that is on the job and is continuing that job to -- to complete the contract period. We've had a long-term, very long-term
relationship, the community, this board, past boards, with -- with this executive director. We have the controls in place that have just been mentioned that require board action for anything significant.

So I would just say I think this is a -our -- our focus now is to have as smooth a time going forward as possible while we achieve what the new board -- newly constituted board has decided to do.

MS. LIOTTA: Well, I -- I agree that the director and all the staff, they need to be able to do their jobs, and part of those jobs is going to
be entering into what might be preliminary discussions with a third party about any number of things. That's part of the job and, you know, then that's how you figure out new opportunities, and of course the executive director is an important part of that.

I do think regardless if there's a -- you know, I think we should be having this conversation even if there wasn't a new search, because at what point does the board want to be informed and give the green light to something that's starting to look serious?

Because that, you know, is like opportunity cause at least of do we talk -- do we pursue this potential deal or that potential deal if the board doesn't know and have --

CHAIRMAN OLSON: Yeah.
MS. LIOTTA: -- a chance for input on it earlier in the process before a contract is, you know, like, here, this is ready for approval and it just kind of pops up. That's -- I don't think that's the greatest process.

CHAIRMAN OLSON: Well, of course as just following up on what was just said, we have doubled the frequency of our board meetings, which will
make reporting and hearing from staff on any arrangements and movement of anything on the horizon more frequent, those reports.

MS. LIOTTA: Right. But we -- we don't know if we don't know, so maybe --

CHAIRMAN OLSON: Yeah.
MS. LIOTTA: -- we should, you know, make a -a request of the, you know, staff to, you know, have -- make the board aware of something that's like maybe ready to start drafting on.

You know, if it's serious, if it's getting to the point of an LOI or actually getting to drafting an agreement, you know, at what point does the board want to become aware of these things and have input before, you know, a final contract ready to be signed?

CHAIRMAN OLSON: Okay. Any other discussion? We've gone through member comments and reports. The next thing on the agenda is adjournment.

MS. LUDLOW: No, I get to finish my --
CHAIRMAN OLSON: Oh, I'm sorry --
MS. LUDLOW: No.
CHAIRMAN OLSON: -- you're not done.
MS. LUDLOW: Yes. No, remember I said I was speaking to the motion and to something else. I
wanted to say something as -- as a -- just say something at the end of the meeting.

So, as far as I'm concerned, again, the board has spoken. So I guess we all had a little surprise tonight, but $I$ just want everyone to know that $I$ am on this board to represent the airport, the tenants, the airport proper, the general aviation, and the people that elected me.

So whether I agree with what this board does or not, my heart and soul will still be fighting for the people out there. So, I just -- I just want everybody to be assured of that, that I have their back, no matter what. And that's all I wanted to say.

And what else I was going to say is I've been flying for 38 years, so I've been going to these board members for over 30 years, but -- and I've been lame duck before, but it's okay, I can take care of it. I'm definitely the oldest and the more seasoned one.

CHAIRMAN OLSON: Thank you.

MS. LUDLOW: But I'm the most fun.

CHAIRMAN OLSON: Anything else to report?

MS. LUDLOW: No.

CHAIRMAN OLSON: Okay. So, no -- there being

## REPORTER'S CERTIFICATE

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STATE OF FLORIDA )
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COUNTY OF ST. JOHNS )

I, JANET M. BEASON, RPR-CP, RMR, CRR, certify that I was authorized to and did stenographically report the foregoing proceedings and that the transcript is a true record of my stenographic notes.

Dated this $23 r d$ day of January, 2023.


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