



BOARD OF DIRECTORS | MEETING MINUTES OF DECEMBER 12, 2017

Present: Susan Tomasky, Chair
William R. Heifner, Vice Chair
Elizabeth P. Kessler
Jordan A. Miller, Jr
Terrance Williams

Joined by Phone: Don M. Casto, III
Kathleen Ransier

Absent: Frank J. Cipriano
Dwight Smith

CRAA Executive Staff: Elaine Roberts, A.A.E., President & Chief Executive Officer
Rod Borden, A.A.E., Chief Operating Officer
Randy Bush, Chief Financial Officer
Casey Denny, A.A.E., Chief Asset Officer
Shannetta Griffin, P.E., Chief Development Officer
Tory Richardson, A.A.E., Chief Strategy Officer
David Whitaker, Chief Commercial Officer

CRAA Staff: K. Easterday, D. Finch, J. Gardner, C. Goodwin, J. Lizotte, J. Pemberton, B. Sarkis, K. Shirer,
P. Streitenberger, A. Tabor, A. Wickline

Others Present: Marla Rose, Columbus Dispatch
Rob Brancheau, R.W. Block

CALL TO ORDER

Chair Tomasky called the Board Meeting of the Columbus Regional Airport Authority to order at 10:45 a.m. on Tuesday, December 12, 2017.

Chair Tomasky welcomed everyone. Purpose of the meeting is to approve two resolutions regarding the new President & CEO. Tomasky called on the Special Committee Chair Terrance Williams for his report.

SPECIAL COMMITTEE REPORT

Thank you, Madam Chair. As you know, the Special Committee first began its work in April of this year. Early on, we partnered with Korn Ferry, a national search firm, with the aim of finding someone to fill Elaine's very big shoes.

Through this process, we've solicited and been fortunate enough to receive stakeholder input from our business community, industry leaders, elected officials and some Authority employees. We used that input to guide our search as we considered more than fifty candidates.

Throughout this process, we've had occasion to meet some truly exceptional candidates both in and outside the aviation industry. Out of all considered candidates, one stood out – Joe Nardone.

Joe currently serves as the Chief Executive Officer of the Wayne County Airport Authority, which operates Detroit Metropolitan Airport. As the country's 19th busiest airport, DTW served nearly 34.5 million passengers in 2016. With service from 13 airlines, the airport offers more than 1,100 flights per day to more than 140 nonstop destinations on four continents. The Wayne County Airport Authority also operates Willow Run Airport, which serves cargo, corporate and general aviation clients.

Prior to serving as CEO of Detroit Metropolitan Airport, Nardone served as the airport's Vice President of Business Development and Real Estate. He also served as the Director of Southgate Properties, a nonprofit with multi-million dollar real estate transactions, and as the economic development director of the City of Taylor, Michigan. His career also includes over a decade spent in the private sector with Huron Valley Steel Corporation, where he served as Vice President managing real estate and development activities in the U.S. and Europe.

The Special Committee is pleased to recommend Joe Nardone to the full Board as Elaine's successor.

Two resolutions come before you today – the first seeks the Board's acceptance of the Special Committee's recommendation of Joe Nardone as CRAA's next President and CEO and authorizes our Board Chair to take any action necessary to establish the terms and conditions of Joe's employment as CRAA's President & CEO.

Understandably, there will be a period of time between Elaine Roberts' retirement and Joe's start date. As such, the Special Committee recommends that Tory Richardson be appointed as Interim President and CEO. The second resolution seeks the Board's acceptance of this recommendation.

Before I conclude my report, I'd like to extend my sincere gratitude to the members of the Special Committee: Susan, Bill, Jordan and Liza for their hard work and generous giving of their time during this process. In closing, I would like to say Elaine cannot be replaced. CRAA is bar none one of the top run airports in the country and the foundation was laid by her and the executive staff to continue forward.

READING OF RESOLUTIONS

RESOLUTION #97-17 ACCEPTING THE SPECIAL COMMITTEE'S RECOMMENDATION THAT JOSEPH NARDONE, C.M., BE SELECTED AS THE PRESIDENT & CEO AND AUTHORIZING THE BOARD CHAIR TO TAKE ANY ACTION NECESSARY TO ESTABLISH THE TERMS AND CONDITIONS OF NARDONE'S EMPLOYMENT AS PRESIDENT & CEO.

MOVED: W. Heifner; SECONDED: T. Williams
YEA: 5 NAY: _____ ABSTAIN: _____

RESOLUTION #98-17 APPOINTING TORRANCE A. RICHARDSON, A.A.E., AS INTERIM PRESIDENT & CEO.

MOVED: J. Miller; SECONDED: E. Kessler
YEA: 5 NAY: _____ ABSTAIN: _____

OTHER BUSINESS

T. Williams would like to publically acknowledge Amanda Wickline for leading the effort. Sincere thanks for your work and late nights during this process.

Chair Tomasky would like to again thank Elaine Roberts for her service. Congratulations on your accomplishment.

W. Heifner would like to recognize Terrance Williams for his leadership of the Special Committee's search for the new President & CEO.

With no further business being brought before the board, Chair Tomasky requested a motion to adjourn. J. Miller made a motion. Kessler seconded. Chair Tomasky adjourned the meeting at 10:56 a.m. on Tuesday, December 12, 2017.

Respectfully submitted,

A handwritten signature in black ink that reads "Elaine Roberts". The signature is written in a cursive, flowing style.

Elaine Roberts, A.A.E.
Secretary

ER | jdj