



## BOARD OF DIRECTORS | MEETING MINUTES OF MARCH 26, 2019

Present: William R. Heifner, Chair  
Jordan A. Miller Jr., Vice Chair  
Don M. Casto III  
Elizabeth P. Kessler  
Karen J. Morrison  
Susan Tomasky

Absent: Frederic Bertley  
Paul Chodak III  
Terrance Williams

CRAA Executive Staff: Joseph R. Nardone, C.M., President & Chief Executive Officer  
Randy Bush, Chief Financial Officer  
Amanda Wickline, General Counsel & Chief Administrative Officer  
Casey Denny, Chief Asset Officer  
Shannetta Griffin, Chief Development Officer  
David Whitaker, Chief Commercial Officer

CRAA Staff: A. Beaver, J. Gardner, E. Gribble, C. Goodwin, R. Gray, T. Henson, J. Lizotte, J. Pemberton, B. Sarkis, K. Shirer, A. Tabor

Others Present: Tom Core, Squire Patten Boggs  
Amy Rosepiler, Burgess & Niple  
Jim Thompson, Port Columbus Historical Society

### CALL TO ORDER

Chair Heifner called the meeting of the Columbus Regional Airport Authority Board of Directors to order at 4:03 p.m. Tuesday, March 26, 2019.

### MINUTES

Chair Heifner asked if there were any additions or corrections to the minutes of Feb. 26, 2019, meeting. Hearing none, Tomasky moved for approval; Kessler seconded. Motion passed.

### COMMITTEE REPORTS

#### *Air Service and Customer Experience Committee:*

Kessler reported the committee had not met since the last Board meeting and that the committee's next meeting is May 28, 2019.

#### *Business Development and Logistics Committee:*

Kessler reported the committee had not met since the last Board meeting and that the committee's next meeting is April 29, 2019.

#### *Facilities and Services Committee:*

Heifner reported the committee met on March 20, 2019 and discussed the following:

- Update to major capital projects report: CONRAC, utility corridor, escalators, LCK MOS, de-ice pad and Residence Inn.
- Capital spend updates-2018 delays pushed to 2019.
- Bush provided a recap of the rating agency visits and bond issuance process.
- Reviewed and discussed resolutions 20-19, 21-19, and 24-19 to come before the Board.
- The next Facilities and Services Committee meeting is April 17, 2019.

*Finance and Audit Committee:*

Miller reported the committee met prior to the Board meeting and discussed the following:

- Cyber security report.
- Bush provided an overview of the February financial statements.
- Reviewed resolutions 20-19, 22-19, and 23-19; the committee recommends approval.
- Bush provided a recap of the rating agency visits and bond issuance process.

*Human Resources Committee:*

Casto reported the committee met prior to the Board meeting and discussed the following:

- 2019-2020 Health Benefits.
- Pay-for-Performance Programs.
- Next meeting is June 25, 2019.

**President & CEO Report**

Nardone provided brief remarks on the March President’s Report as documented in the agenda, which may be obtained online:

<https://columbusairports.com/about-us/leadership-team/craa-board-of-directors/craa-board-meetings-and-minutes>

Nardone recognized Marla Rose, Columbus Dispatch; this is Marla’s last week before moving to Nationwide Realty. Her knowledge of the aviation industry is unrivaled among her peers. Nardone wished her great success at Nationwide Realty.

Nardone shared *How to improve America’s airports without a dime of taxpayer dollars* article, which features John Glenn Columbus International Airport. The article pertains to Passenger Facility Charges (PFC) 20 year-old cap and the Congressional support needed to increase PFCs to support major infrastructure improvements at airports nationwide.

**RESOLUTIONS VOTE**

**RESOLUTION #20-19** of the Columbus Regional Airport Authority authorizing purchases in the amount of \$190,456 under the Cooperative State of Ohio State Term Schedule (STS) contract #534550 with Sogeti USA, for professional services to migrate email accounts and mailboxes of the Columbus Regional Airport Authority to Microsoft Exchange Online / Office 365.

MOVED: J. Miller;                      SECONDED: D. Casto  
 YEA: 6   NAY: \_\_\_\_\_            ABSTAIN: \_\_\_\_\_

**RESOLUTION #21-19** of the Columbus Regional Airport Authority authorizing a contract with B&B Sealing, LLC., dba Dura-Seal in the amount of \$648,141.95 for the Employee Lot and Green Lot Improvements at John Glenn Columbus International Airport.

MOVED: D. Casto;                      SECONDED: E. Kessler  
 YEA: 6   NAY: \_\_\_\_\_            ABSTAIN: \_\_\_\_\_

**RESOLUTION #22-19** authorizing the issuance of Customer Facility Charge revenue bonds from time to time for the purpose of paying the costs of port authority facilities in order to create or preserve jobs and employment opportunities and improve the economic welfare of the people of the state of Ohio, to refund customer facility charge revenue bonds or for any other lawful purpose and authorizing the execution and delivery of a Customer Facility Charge Master Trust

Agreement providing for the rights of the holders of the customer facility charge revenue bonds and pledging certain revenues and funds of the authority to secure those Customer Facility Charge revenue bonds.

MOVED: S. Tomasky;                      SECONDED: J. Miller  
YEA: 6    NAY: \_\_\_\_\_                      ABSTAIN: \_\_\_\_\_

**RESOLUTION #23-19** authorizing the issuance of Customer Facility Charge revenue bonds, series 2019, in a maximum principal amount of \$110,000,000, for the purpose of paying the costs of certain port authority facilities, authorizing the execution and delivery of a customer facility charge first supplemental trust agreement, a bond purchase agreement and a continuing disclosure agreement, authorizing the use, distribution and execution of an official statement, and authorizing the execution and delivery of other instruments, documents or agreements appropriate to the foregoing and related matters.

MOVED: J. Miller;                      SECONDED: K. Morrison  
YEA: 6    NAY: \_\_\_\_\_                      ABSTAIN: \_\_\_\_\_

**RESOLUTION #24-19** of the Columbus Regional Airport Authority ratifying the execution of a contingent real estate purchase and sale agreement for the sale of approximately 13.356 acres of land located at the southeast corner of Shook Road and London-Groveport Road near Rickenbacker International Airport.

MOVED: E. Kessler;                      SECONDED: K. Morrison  
YEA: 6    NAY: \_\_\_\_\_                      ABSTAIN: \_\_\_\_\_

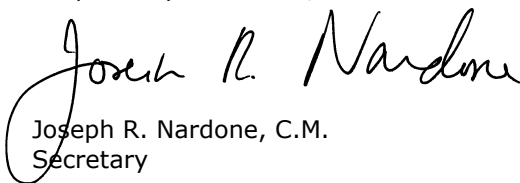
**RESOLUTION #25-19** the Columbus Regional Airport Authority authorizing the transfer of assets and the termination of Matrix Trust Company as the trustee of the Veba Trust in accordance with the amended and restated health plan effective May 1, 2019.

MOVED: D. Casto;                      SECONDED: J. Miller  
YEA: 6    NAY: \_\_\_\_\_                      ABSTAIN: \_\_\_\_\_

**OTHER BUSINESS**

Heifner mentioned several topics for which he recommended reports to the full Board including the following: cyber security, enterprise risk, procurement, ethics and the basics of airport finance. Heifner stated that the reports on cyber security and enterprise risk may occur next month. With no further business brought before the Board, Casto motioned to adjourn; Miller seconded; Chair Heifner adjourned the meeting at 4:39 p.m. Tuesday, March 26, 2019.

Respectfully submitted,



Joseph R. Nardone, C.M.  
Secretary

JRN | tlh