

**DRAFT MINUTES OF THE
CONNECTICUT AIRPORT AUTHORITY
BOARD MEETING
WEDNESDAY, SEPTEMBER 11, 2019, 1:00 P.M.
WATERBURY-OXFORD AIRPORT, ATLANTIC AVIATION CONFERENCE ROOM**

MEMBERS PRESENT:

Tony Sheridan, Chair
J. Scott Guilmartin
Mary Ellen S. Jones
Karen M. Jarmoc (via conference call)
Comr. Joseph Giulietti
Robert J. Aaronson
Brett C. Browchuk
Matthew J. Kelly
Peter B. McAlpine (Treas. Wooden's Designee)

STAFF PRESENT:

Kevin A. Dillon, A.A.E.
Michael Shea
Paul Pernerewski
Barry Pallanck
Alex Peterson

MEMBERS ABSENT:

Michael T. Long, Vice Chair
Comr. David Lehman

1. Call to Order:

(a) Welcome Remarks (Tony Sheridan)

Chair Sheridan called the meeting of the Connecticut Airport Authority Board of Directors to order at 1:00 PM and noted a quorum.

2. Airport Tour

The Board took a tour of the airport. Mr. Pallanck briefed the Board on airport history, tenants, recent runway rehabilitation work, developable parcels, the nearby power plant, the EMAS system, hangar development, and a potential Customs facility.

3. Approval of Minutes:

(a) July 17, 2019 Board Meeting.

Mr. Aaronson made a motion (Seconded: Mr. Kelly) to approve the minutes from the July 17, 2019 Board meeting. **Voice vote – motion passed unanimously.**

4. Executive Director's Report:

PASSENGER NUMBERS

<u>Airport</u>	<u>June 2019</u>	<u>June 2018</u>	<u>% Increase/Decrease</u>
Bradley	582,381	569,700	+ 2.2
MHT	149,161	158,475	- 5.9
PVD	344,550	387,754	- 11.1

<u>Airport</u>	<u>Jan-Jun 2019</u>	<u>Jan-Jun 2018</u>	<u>% Increase/Decrease</u>
Bradley	3,330,584	3,209,115	+ 3.8
MHT	832,429	915,018	- 9.0
PVD	1,906,166	2,108,202	- 9.6

CARGO NUMBERS (LBS)

<u>Airport</u>	<u>June 2019</u>	<u>June 2018</u>	<u>% Increase/Decrease</u>
Bradley	28,972,678	21,984,162	+ 31.8
MHT	15,999,037	15,680,432	+ 2.0
PVD	2,209,559	7,507,131	- 70.6

<u>Airport</u>	<u>Jan-Jun 2019</u>	<u>Jan-Jun 2018</u>	<u>% Increase/Decrease</u>
Bradley	169,559,896	128,254,414	+ 32.2
MHT	92,132,026	87,868,301	+ 4.9
PVD	12,454,378	38,340,620	- 67.5

Mr. Dillon reported on passenger numbers and cargo figures, a new aircraft that has been put on the Aer Lingus route with more seats, better fuel efficiency, and WiFi capability, a recent Aer Lingus luncheon with business community representatives, a MetroHartford Alliance surveying effort to understand business community travel needs at Bradley International Airport, a Chamber of Commerce of Eastern Connecticut surveying effort to understand business community travel needs near Groton-New London Airport, a recent meeting of quasi-public agency CEOs with the Governor's office, and the CAA's participation in providing checkbook-level data to the Comptroller's office. Mr. Dillon also briefed the Board on the CAA's participation in Governor Lamont's PFAS Task Force, federal PFAS usage requirements and potential, future hazardous substance designation, and FAA alternative firefighting foam testing status. Mr. Dillon reported on a REAL ID education effort that the CAA is undertaking with the TSA and DMV, roadway construction project updates, the Bradley Airport restroom project, the Air Guard entrance project, a new, blended rate in the Bradley parking garage, potential for a premium parking product and future valet service, an eviction notice at Waterbury-Oxford Airport, potential Customs facility development at Waterbury-Oxford Airport, a recent open house at Groton-New London Airport, an aircraft display event, a Women in Aviation event at Hartford-Brainard Airport, and an upcoming open house at Windham Airport.

5. Discussion Items:

(a) Discussion of CAA Board Committee Memberships.

Mr. Dillon reported that no Board members had expressed interest in adjusting their committee assignments, and that the assignments will remain as follows:

1. Karen M. Jarmoc shall serve as the Chair of the Audit Committee, along with Committee Members Tony Sheridan and Commissioner Joseph Giulietti.
2. Scott Guilmartin shall serve as the Chair of the Economic Asset Development Committee, along with Committee Members Commissioner David Lehman, Peter McAlpine, and Matthew Kelly.
3. Brett Browchuk shall serve as the Chair of the Finance and Operations Committee, along with Committee Members Peter McAlpine, Commissioner David Lehman, and Mary Ellen Jones.
4. Robert Aaronson shall serve as the Chair of the Human Resources and Governance Committee, along with Committee Members Karen Jarmoc, Michael Long, and Tony Sheridan.
5. Michael Long shall serve as the Chair of the Legislative Committee, along with Committee Members Scott Guilmartin, Karen Jarmoc, and Tony Sheridan.
6. Michael Long shall serve as the Chair of the Investment Committee, along with Committee Members Executive Director Kevin Dillon, and Deputy Executive Director - Administration Sharon Traficante.

(b) Discussion of 2020 Board Meeting Schedule.

Discussion ensued regarding the structure of the 2020 Board schedule, with Board members supporting holding Board meetings every other month with committee meetings held in intervening months. Discussion ensued regarding the potential to hold a day-long Board retreat in late January to discuss governance matters and other major topics of interest.

6. Committee Reports:

(a) Audit Committee (Karen Jarmoc)

Ms. Jarmoc reported that the committee met and discussed the FY19 audit process with the audit partner, Plante Moran. The committee plans to meet in October to discuss the final audit report. Ms. Jarmoc reported that Board members should direct any audit-related matters through her so she can serve as the Board's contact point with the audit partner. Mr. Dillon provided an overview of the uncollectible receivables policy that the committee recommended to the Board, allowing the CAA to write off uncollectible receivables.

(b) Human Resources & Governance Committee (Robert Aaronson)

Mr. Dillon briefed the Board on a revision to the Affirmative Action policy, which was suggested by the Auditors of Public Accounts during their recently completed audit of the CAA's operations in FY14 and FY15. Mr. Dillon also briefed the Board on bylaws changes that were recommended by the committee to bring the bylaws in compliance with current practices and to bring them in conformance with statute.

(c) Economic Asset Development Committee (Scott Guilmartin)

Mr. Guilmartin reported that the committee met and discussed action to enhance the attractiveness of particular developable parcels at Bradley International Airport. The action will include environmental analysis work on two key parcels and a preliminary look at two additional parcels.

(d) Finance and Operations Committee (Brett Browchuk)

Mr. Browchuk reported that the committee met to discuss June 2019 financials, a sewer meter pit project, and sprinkler system work.

7. Audit Committee:

Consent Item:

(a) Consideration of and Action Upon Approval of an Uncollectible Receivables Write-off Policy.

Mr. Dillon reported that this item would allow staff to write off receivables up to \$5,000 that are deemed uncollectible, with amounts larger coming to the Board for approval. The policy also retains staff's ability to waive late fees in certain cases. Any staff-issued write-offs would be reported to the Board regularly.

Mr. Kelly made a motion (Seconded: Comr. Giulietti) to approve CAA Resolution 2019-25. **Voice vote – motion passed unanimously.**

8. Human Resources and Governance Committee:

Consent Items:

(a) Consideration of and Action Upon Approval of a Revised Equal Employment Opportunity and Affirmative Action Policy.

Mr. Dillon reported that the revised policy deletes a provision that required an explicit assessment of unclassified staff's adherence to the policy in performance appraisals, to address a recent concern raised by the Auditors of Public Accounts. Performance appraisal forms will be amended to assess unclassified staff's adherence to all CAA policies.

Ms. Jones made a motion (Seconded: Mr. Sheridan) to approve CAA Resolution 2019-26. **Voice vote – motion passed unanimously.**

(b) Consideration of and Action Upon Approval of Revisions to the CAA Board Bylaws.

Mr. Dillon outlined revisions to the CAA Board bylaws to bring them in conformance with current practice and to ensure that they adhere to statutory requirements. Discussion ensued regarding special meeting requirements, posting requirements, the frequency of Board meetings, e-mail notifications, recording of unanimous votes in Board minutes, delegation of authority, and the filing of minutes for committee meetings.

Mr. Aaronson made a motion (Seconded: Mr. Sheridan) to approve CAA Resolution 2019-27. **Voice vote – motion passed unanimously.**

Comr. Giulietti departed the meeting at 2:38 PM.

9. Finance and Operations Committee:

Consent Items:

(c) Consideration of and Action Upon Approval to Increase the Fiscal Year 2018 Bradley International Airport Capital Improvement Program "Other" Category.

Mr. Browchuk reported that this item would provide additional funding for a sewer monitoring project at Bradley International Airport. Mr. Dillon reported that the project is being done at MDC's request, and it will provide CAA-controlled meter pits.

Comr. Giulietti rejoined the meeting at 2:40 PM.

(d) Consideration of and Action Upon Approval to Increase the Fiscal Year 2020 Bradley International Airport Capital Improvement Program "Building Improvement" Category.

Mr. Dillon reported that this item would provide funding to replace corroded joints within the sprinkler system at Bradley International Airport. It would allow for some immediate repairs, as well as design for replacements necessary within the entire system. Discussion ensued regarding project scope, materials that were used in the original installation, and contingencies put in place during periods when segments are taken offline.

Mr. McAlpine made a motion (Seconded: Mr. Kelly) to approve CAA Resolution 2019-28 and CAA Resolution 2019-29. **Voice vote – motion passed unanimously.**

10. Economic Asset Development Committee:

Consent Item:

(e) Consideration of and Action Upon Approval to Increase the Fiscal Year 2020 Bradley International Airport Capital Improvement Program “Planning” Category.

Mr. Guilmartin reported that the item would provide funding for environmental analysis work on developable parcels at Bradley International Airport. Mr. Dillon reported that this would provide funding for work on two targeted parcels, as well as more preliminary work on two additional parcels.

Mr. Kelly made a motion (Seconded: Mr. McAlpine) to approve CAA Resolution 2019-30. **Voice vote – motion passed unanimously.**

11. Action Items:

(a) Consideration of and Action Upon Approval to Reallocate Fiscal Year 2018 Bradley International Airport Capital Improvement Program Funds to the “Planning” Category from the “Building Improvement” Category.

Mr. Guilmartin reported that this item would provide additional funding for a new economic impact analysis of all CAA airports.

Ms. Jones made a motion (Seconded: Mr. Aaronson) to approve CAA Resolution 2019-31. **Voice vote – motion passed unanimously.**

(b) Consideration of and Action Upon Approval to Reallocate Fiscal Year 2018 Bradley International Airport Capital Improvement Program Funds from the “Building Improvement” Category to the Fiscal Year 2015 Bradley International Airport Capital Improvement Program “Building Improvement” Budget for the Replacement of Concourse C Roof.

Mr. Dillon reported that this item would provide additional funding for a project that was originally investigated in FY15 regarding the roof of Concourse C at Bradley International Airport. The project has since been designed and bid, and it requires additional funding.

Mr. Kelly made a motion (Seconded: Mr. McAlpine) to approve CAA Resolution 2019-32. **Voice vote – motion passed unanimously.**

(c) Consideration of and Action Upon Election of a CAA Board of Directors Vice Chair.

Mr. Sheridan made a motion (Seconded: Mr. Guilmartin) to elect Michael Long as the CAA Board Vice Chair. **Voice vote – motion passed unanimously.**

12. Executive Session:

Mr. Kelly made a motion (Seconded: Mr. McAlpine) to go into Executive Session at 2:47 PM for the purpose of discussing the items listed below. **Voice vote – motion passed unanimously.** Mr. Dillon asked Mr. Shea, Mr. Pernerewski, Mr. Pallanck and Mr. Peterson to remain.

(a) Discussion of Potential Acquisition of Other Airports (Negotiating Strategy Regarding Potential Acquisition or Lease of Property).

(b) Discussion of Air Service Development (Negotiating Strategy Regarding Potential Acquisition or Lease of Property).

(c) Discussion of HMSHost Term Sheet (Negotiating Strategy Regarding Potential Acquisition or Lease of Property).

Ms. Jarmoc departed the meeting at 2:54 PM.

Comr. Giulietti departed the meeting at 3:36 PM.

The Board of Directors came out of Executive Session at 3:39 PM.

13. Next Board Meeting:

(a) Discussion of Agenda Topics.

The Board did not discuss this item.

14. Adjournment:

Mr. Guilmartin made a motion (Seconded: Mr. Aaronson) to adjourn the Board meeting at 3:40 PM.
Voice vote – motion passed unanimously.

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