

**MINUTES OF THE
CONNECTICUT AIRPORT AUTHORITY
BOARD MEETING
WEDNESDAY, JANUARY 29, 2020, 9:00 A.M.
SHERATON HOTEL – BRADLEY AIRPORT, ELLSWORTH ROOM**

MEMBERS PRESENT:

Tony Sheridan, Chair
Michael T. Long, Vice Chair
Karen M. Jarmoc
Glendowlyn Thames (Comr. David Lehman's Designee) (at 9:06 AM)
J. Scott Guilmartin (at 9:05 AM)
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
Sharon Traficante
Paul Pernerewski
Bob Bruno
Ben Parish
Barry Pallanck
Teddy Minch
James Campbell
Alex Peterson

MEMBERS ABSENT:

Comr. Joseph Giulietti
Mary Ellen S. Jones

INVITED GUESTS:

John Stafstrom, Pullman & Comley
Steve Van Beek, Steer (at 11:45 AM)
Nancy Nicolescu, Office of State Ethics (at 1:00 PM)
Tom Hennick, Freedom of Information Commission (at 1:00 PM)

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 9:02 AM and noted a quorum.

2. Approval of Minutes:

(a) December 19, 2019 Board Meeting.

Mr. Kelly made a motion (Seconded: Mr. Long) to approve the minutes from the December 19, 2019 Board meeting. **Voice vote – motion passed unanimously.**

3. Executive Director's Report:

PASSENGER NUMBERS

<u>Airport</u>	<u>November 2019</u>	<u>November 2018</u>	<u>% Increase/Decrease</u>
Bradley	543,677	568,288	- 4.3
BOS	3,264,105	3,296,694	- 1.0
MHT	138,879	149,461	- 7.1
PVD	324,085	352,565	- 8.1

<u>Airport</u>	<u>December 2019</u>	<u>December 2018</u>	<u>% Increase/Decrease</u>
Bradley	564,833	537,511	+ 5.1

<u>Airport</u>	<u>2019</u>	<u>2018</u>	<u>% Increase/Decrease</u>
Bradley	6,752,241	6,669,161	+ 1.2

CARGO NUMBERS (LBS)

<u>Airport</u>	<u>November 2019</u>	<u>November 2018</u>	<u>% Increase/Decrease</u>
Bradley	29,398,665	27,718,488	+ 6.1
BOS	56,947,978	58,903,069	- 3.3
MHT	15,874,062	15,899,258	- 0.2
PVD	2,461,515	2,665,704	- 7.7

<u>Airport</u>	<u>December 2019</u>	<u>December 2018</u>	<u>% Increase/Decrease</u>
Bradley	38,625,320	33,094,955	+ 16.7

<u>Airport</u>	<u>2019</u>	<u>2018</u>	<u>% Increase/Decrease</u>
Bradley	367,188,466	295,021,672	+ 24.5

Mr. Dillon reported on passenger numbers and cargo figures, as well as Aer Lingus discussions regarding route performance.

Mr. Guilmartin joined the meeting at 9:05 AM.

Mr. Dillon reported that he will be meeting with Spirit Airlines to discuss the potential of becoming a signatory carrier, upcoming meetings with a number of airlines in early February, and Standard Parking construction efforts.

Ms. Thames joined the meeting at 9:06 AM.

Mr. Dillon reported on a new designated rideshare area, Parking Lot 2 construction, REAL ID education efforts, meetings with mobile carriers regarding 5G technology deployment, a media availability event to highlight Bradley Airport's snow removal team and equipment, a recent Diversity in Contracting event that was held by the CAA to help spur additional MBE/SBE involvement in CAA projects, parcel assignment discussions at Waterbury-Oxford Airport, progress on the Customs facility at Waterbury-Oxford Airport, updates on the Waterbury-Oxford Airport master plan update, restaurant developments at Hartford-Brainard Airport, obstruction removal efforts at Hartford-Brainard Airport, and a tour of the Sheraton following the meeting. Discussion ensued regarding roadway signage at the Bradley Airport entrance, the RFQ for the energy center at Bradley Airport, a CAA sustainability plan that is currently under development, and obstruction removal efforts.

4. Executive Session:

Mr. Long made a motion (Seconded: Mr. Aaronson) to go into Executive Session at 9:25 AM for the purpose of discussing the items listed below. **Voice vote – motion passed unanimously.** Mr. Dillon asked Mr. Shea, Ms. Traficante, Mr. Pernerewski, Mr. Stafstrom, and Mr. Peterson to remain.

- (a) Discussion of Air Service Development (Negotiating Strategy Regarding Potential Acquisition or Lease of Property).**
- (b) Discussion of Potential Acquisition of Other Airports (Negotiating Strategy Regarding Potential Acquisition or Lease of Property).**
- (c) Discussion of Potential Response to Proposal for Memorandum of Understanding Between the Connecticut Airport Authority, the Office of Policy and Management, and the Connecticut Port Authority.**
- (d) Discussion of Executive Director Annual Performance Review (Personnel Matter).**

Mr. Stafstrom departed the executive session at 9:56 AM.

Mr. Kelly recused himself from item (d) and departed the executive session at 10:30 AM.

Mr. Shea, Ms. Traficante, Mr. Pernerewski, and Mr. Peterson departed the executive session at 10:30 AM.

Mr. Dillon departed the executive session at 10:35 AM.

The Board of Directors came out of Executive Session at 11:24 AM.

5. Human Resources and Governance Committee Report:

Consent Item:

(a) Consideration of and Action Upon Approval of 2019 Accomplishments and 2020 Goals and Objectives.

Mr. Aaronson reported on the annual process to review accomplishments and to set the next year's goals and objectives. Mr. Aaronson reported that the review has concluded and that the Board believes that Mr. Dillon and the team's performance was highly successful. Mr. Aaronson made a motion (Seconded: Ms. Jarmoc) to approve CAA Resolution 2020-1 as amended to allow the Human Resources and Governance Committee chair to carry out any provision of the executive director's contract as it pertains to the 2019 accomplishments. **Voice vote – motion passed unanimously with Mr. Kelly recusing and Ms. Thames abstaining.**

6. Action Items:

(a) Consideration of and Action Upon Approval of a Name Change for Bradley International Airport.

Mr. Dillon reported that staff has undergone an extensive review of a potential name change for Bradley International Airport, including potential marketing benefits, likely costs, community concerns, relevant airline issues, and other logistical matters. As a result of the review, staff does not recommend changing the airport name at this time. Discussion ensued regarding the name recognition of Hartford and the possibility of revisiting this matter in the future. Mr. Kelly made a motion (Seconded: Mr. Guilmartin) to table the item. **Voice vote – motion passed unanimously.**

(b) Consideration of and Action Upon Potential Response to Proposal for Memorandum of Understanding between the Connecticut Airport Authority, the Office of Policy and Management, and the Connecticut Port Authority.

Mr. Long summarized a revised resolution authorizing the executive director to negotiate a final MOU for the CAA to assist the CPA and the OPM in their completion of necessary reviews and overseeing CPA's compliance with internal controls and governance. Mr. Aaronson noted that the MOU limits the CAA's role to solely assisting these efforts, and that the MOU would only last for a short time period. Mr. Browchuk made a motion (Seconded: Ms. Jarmoc) to approve CAA Resolution 2020-02 as amended. **Voice vote – motion passed unanimously.**

7. Finance and Operations Committee Report:

Consent Item:

(a) Consideration of and Action Upon Approval to Allow the CAA Executive Director to Execute Bond Documents to Effect the Renewal of the State of Connecticut Bradley International Airport General Airport Revenue Refunding Bonds, Series 2011A and Series 2011B.

Mr. Browchuk reported that the Finance and Operations Committee met recently and recommended approval of the item. Mr. McAlpine noted that the relevant bonds were originally issued by the state and must be tendered every three years.

Mr. Browchuk made a motion (Seconded: Ms. Jarmoc) to approve CAA Resolution 2020-3. **Voice vote – motion passed unanimously.**

8. Economic Development Update:

Mr. Minch updated the board on agreements with Host and Paradies, the upcoming installation of concessions kiosks, land development efforts, and progress on the Customs hangar at Waterbury-Oxford Airport.

9. Lunch Break - Industry Update:

Mr. Aaronson introduced Mr. Van Beek from Steer to provide an aviation industry update. Mr. Van Beek gave a presentation on recent high-level trends, strengths, weaknesses, opportunities, and threats for airports across the country, airline profit trends, recent enplanement and seat trends, the importance of Bradley Airport's location, the status of nearby airports, airline trends at Bradley Airport, FAA forecasts, Aer Lingus performance, industry infrastructure investment trends, airport funding sources, public-private partnerships, lounge trends, terminal technology developments, customer segmentation, and parking developments.

10. Discussion Items:

(a) Discussion of the State Code of Ethics.

Mr. Peterson introduced Ms. Nicolescu from the Office of State Ethics to provide training on the State Code of Ethics. Ms. Nicolescu offered an overview of the Office of State Ethics, restricted donors, gift requirements, gift exceptions, conflicts of interest, requirements for public officials leaving state service, and agency confidentiality.

(b) Discussion of the Freedom of Information Act.

Mr. Dillon introduced Mr. Hennick from the Freedom of Information Commission to provide information on the Freedom of Information Act. Mr. Hennick offered a brief history of the act, the definition of public meetings, requirements for meeting agendas and minutes, types of public meetings, executive session requirements, electronic communication, and public records.

11. Executive Session:

Ms. Jarmoc made a motion (Seconded: Mr. Aaronson) to go into Executive Session at 2:30 PM for the purpose of discussing the item listed below. **Voice vote – motion passed unanimously with Mr. Kelly recusing himself and departing the executive session.** Mr. Dillon remained.

(a) Discussion of Organizational Make-Up / Succession Planning / Senior Staff Performance and Organizational Structure (Personnel Matter).

The Board of Directors came out of Executive Session at 3:56 PM.

12. Discussion Items:

(a) Discussion of CAA Board Governance Issues.

Mr. Aaronson discussed governance issues that have been recently raised by board members. General discussion ensued regarding board member access to CAA policies and procedures, maintaining the CAA's independence, and ex-officio membership.

(b) Discussion of Quasi-Public Agency Practices.

Mr. Peterson briefed the Board on an effort being driven by the Governor's office, in conjunction with the state's quasi-public agencies, to enhance transparency in the quasi-public agency system.

13. Next Board Meeting:

(a) Discussion of Agenda Topics.

There were no suggestions for agenda topics.

14. Adjournment:

Mr. Long made a motion (Seconded: Mr. McAlpine) to adjourn the Board meeting at 4:28 PM. **Voice vote – motion passed unanimously.**