

NOVEMBER 7, 2024

A Joint Meeting of the Board of Port Commissioners of the Lee County Port Authority, with the Airports Special Management Committee, was held on this date in the Training and Conference Center at Southwest Florida International Airport (RSW), with the following members:

LEE COUNTY PORT AUTHORITY

Mike Greenwell, Vice-Chairman – *Absent*
Kevin Ruane, Vice-Vice-Chairman
Cecil Pendergrass
Ray Sandelli
Brian Hamman

LEE COUNTY ATTORNEY:

Richard Wm. Wesch, Port Attorney – *Absent*
Andrea Fraser, Deputy Port Attorney
Robert Holborn, Asst. Port Attorney

AIRPORTS SPECIAL MANAGEMENT COMMITTEE

Robbie Roepstorff, Chair
Noel Andress, Vice-Chair
John Goodrich
Fran Myers – *Absent*
Randy Krise

REGIONAL MEMBERS:

Collier County Representative R. Scott Cameron – *Absent*
Charlotte County Representative Dana W. Carr – *Absent*

ON FILE IN MINUTES OFFICE:

- MONTHLY PROJECT SUMMARY DEVELOPMENT REPORTS – September 2024 and October 2024
- PROCUREMENT STATUS REPORT – October 21, 2024

The Vice-Chairman called the meeting to order at 9:30 a.m. The Invocation was given by Pastor Marcus Zillman, Cypress Lake United Methodist Church, followed by the Pledge of Allegiance.

PRESENTATION

Commissioner Pendergrass read a Resolution honoring Ray Sandelli stating Commissioner Ray Sandelli will be retiring from the Board of Port Commissioners for the Lee County Port Authority, effective November 7, 2024. Commissioner Pendergrass went on to say, Commissioner Sandelli has played an instrumental role in the growth and development of both airports. Furthermore, the Commissioner has contributed to the success of both airports, receiving Florida Department of Transportation, state and national industry awards throughout his five years of service. Commissioner Pendergrass stated that Commissioner Sandelli’s first-hand knowledge of the aviation industry, dedication to his profession, loyalty to the Lee County Port Authority, positive attitude and good nature will be missed. Therefore Be It Resolved by the Lee County Board of Port Commissioners that Ray Sandelli is hereby commended and honored for his outstanding contribution and dedicated service to the Lee County Port Authority. Ray Sandelli is hereby wished good health and the enjoyable retirement that he richly deserves.

PUBLIC COMMENT ON AGENDA ITEMS

The Vice-Chairman called for public comment on the Consent Agenda and there were no speakers.

The following Consent Agenda items were pulled for discussion:

Commissioner Pendergrass – C-12

The Vice-Chairman called for a motion to approve the balance of the Consent Agenda and Commissioner Sandelli so moved, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

CONSENT AGENDA

ADMINISTRATION - Brian McGonagle

- Request Board approve the minutes for the following meetings of the Board of Port Commissioners: September 3, 2024, September 5, 2024 and September 17, 2024.**
Term: N/A
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
- Approve the Joint and ASMC meeting date schedule for the calendar year 2025.**
Term: N/A
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

3. **Request Board approve a Budget Amendment in the FY 2024/2025 Lee County Port Authority Budget to properly reflect the issuance of the Lee County Airport Revenue Bond Series 2024 (AMT).**
Term: N/A
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
 RESOLUTION No. 24-11-15PA, RESOLUTION No. 24-11-16PA, RESOLUTION No. 24-11-17PA, RESOLUTION No. 24-11-18PA, RESOLUTION No. 24-11-19PA
4. **Request Board approve an Amendment to provide a six month extension to the Professional Service Agreement with Ricondo & Associates and Lee County Port Authority.**
Term: November 9, 2024 - May 8, 2025
Funding Source: Net revenues from the normal operation of Southwest Florida International Airport
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
5. **Request Board approve a “Supplemental Ground Lessor Estoppel Certificate and Agreement” for Page Field Commons, LLC.**
Term: Initial term expires May 31, 2032 with three (3) options to extend
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
6. **Request Board approve an “Aircraft Cleaning Permit Agreement for Page Field” with Clean Takeoff LLC.**
Term: Month to month, beginning September 1, 2024
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
7. **Request Board approve a “Permit Agreement for Ground Service at Southwest Florida International Airport” with Clean Takeoff LLC.**
Term: Month to month, beginning September 1, 2024
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
8. **Request Board approve an Amendment to the “Lease of TSA Office Space at Southwest Florida International Airport’s Midfield Terminal” with the United States of America.**
Term: Through October 17, 2027
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
9. **Request Board approve a “Revocable Right of Entry” and “Memorandum of Understanding” with the Federal Aviation Administration.**
Term: Thirty-six months from date of execution
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
10. **Request Board approve a “First Amendment to Southwest Florida International Airport Food, Beverage, and Retail Concession Lease with Host International, Inc.”**
Term: December 1, 2022, through December 31, 2035
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.
11. **Request Board approve a “Second Amendment to Southwest Florida International Airport Food, Beverage, and Retail Concession Lease with Paradies-Shell Factory II, LLC.”**
Term: November 1, 2022, through December 31, 2035
Funding Source: N/A
Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

ITEM C-12 WAS PULLED FOR DISCUSSION

12. **Request Board concur with the ASMC's ranking of the Fixed Base Operator firms for RFP 25-002MC -1. Signature Aviation; 2. Atlantic Aviation, and authorize Staff to begin contract negotiations with the top ranked firm.**

Term: N/A

Funding Source: N/A

Board Discussion: Commissioner Pendergrass began the discussion by asking about the litigation that had occurred in regards to the ranking of Fixed Base Operator firms. Deputy Port Attorney, Robert Holborn advised there was a lawsuit filed against the Lee County Port Authority (LCPA) and, there was supposed to be a hearing on LCPA's motion to dismiss the lawsuit in October. However, the hearing had to be moved because of Hurricane Milton and has been rescheduled for Monday, January 6, 2025. He stated the LCPA feels confident they will prevail on the motion to dismiss. Private Sky Aviation Services filed a lawsuit stating, they will be put out of business if this item is approved by the Board. Mr. Holborn stated that the lease agreement between LCPA and Private Sky Aviation Services states LCPA is permitted to open another FBO or other operations at RSW. Attorney Holborn also advised that the Federal Aviation Administration (FAA) Grant Assurances require competition, if there is space available.

Executive Director Steven Hennigan, stated all airports are obligated by the Federal Grant Assurances and, advised the Board that there are many conditions with which the airport must comply. Two that are pertinent to this issue are the Economic Non-Discrimination and Exclusive Rights Assurances. These essentially state that if businesses want to operate out of the airport and the airport has space, the airport is then obligated to provide space for that business to operate. He went on to explain that without this based on FAA past practice, the FAA can open investigations and depending on the outcome, could withhold current or future pending Federal Grants.

Commissioner Pendergrass asked for clarification on what happens if the Board chooses to not support this item. Deputy Port Attorney Andrea Fraser advised that the FAA can open an investigation and, if the airport is found in violation, the money could be taken from RSW and future grants could be withheld.

Commissioner Pendergrass then asked if Miami was ever challenged as Miami only has one FBO at Miami International Airport. Ms. Fraser advised that because Miami was landlocked and did not have room to expand, they were not challenged and there are other FBO's at adjacent airports. Commissioner Ruane asked why the FAA would open an investigation if the Board did not approve this item. Ms. Fraser stated there are Grant Assurances that deal with economic competition, and that if there is a complaint filed against the airport by an FBO, the FAA would be obligated to investigate. If the airport is found at fault, any future grants could be cancelled. Commissioner Ruane then asked about the elements in the complaint. Ms. Fraser advised that the complaint was against Signature Aviation, not the County. She also advised that the other lawsuit against the Port Authority was an injunction, which has not been scheduled yet.

Commissioner Hamman asked for clarification if RSW was land locked, and Mr. Hennigan advised that there is land available at RSW. Commissioner Hamman then asked if it would be unusual or unexpected if the Board voted no for one of the recommended FBOs, could those FBOs ask the FAA for an investigation. Deputy Port Attorney Robert Holborn advised that in previous instances when this has happened, it did not go well for the airport and the FAA most always ruled for the person or company that filed the lawsuit.

Commissioner Hamman then addressed the Board advising that as a Port Commissioner, his job is to look out for the best interest of the airport, and he doesn't want to put them in jeopardy of losing funding. He reminded the board this is not a final vote, but a vote to rank them so that negotiations can begin and it is in the best interest of the Port Authority is to support the motion as requested.

Public Comment: The Vice-Chairman called for public comment and there was one speaker.

Vote: Commissioner Hamman moved approval, seconded by Commissioner Ruane, called and carried with Commissioner Pendergrass voting nay and Commissioner Greenwell absent.

AVIATION - Mark Fisher

13. **Request the Board approve the First Amendment to the Service Provider Agreement #8822 for Interior Plant Installation, Lease, and Maintenance Services for the Lee County Port Authority with Plant Partners, Inc., d/b/a Greenery Unlimited extending the initial term of Contract No. 8822 for an additional two (2) years as provided for in the original Agreement.**

Term: January 4, 2025 through January 3, 2027

Funding Source: General Operating Revenue collected during normal operation of the SWFIA, Account WJ5422941200.503490, and other Contracted Services.

Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

14. **Request the Board award the purchase of a trailer mounted portable generator, model JCB G400RS at a price of \$170,473.00, piggybacking Sourcewell Contract #020223-JCB, as supplied through JCB, Inc.**

Term: N/A

Funding Source: Capital Account VB5131541200.506410

Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

15. **Request Board award Service Provider Agreement in accordance with IQ 24-0028LB for Purchase & Delivery of Bottled Water, Dispensers, and Associated Accessories for Lee County Port Authority to DS Services of America, Inc. d/b/a Primo Water North America at an estimated base bid annual cost of \$20,905.20 and authorize the Executive Director to approve one additional one (1) year term.**

Term: Three (3) year term commencing upon Board approval with the option to renew for one (1) Additional 1 year term

Funding Source: General Airport Operating Revenues collected during normal operation of Southwest Florida International Airport, Account String WJ5422941200.505290, Other Supplies and Account String WJ5422941200.504491, Small Equipment Lease.

Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

16. **Request Board adopt revisions to Lee County Port Authority Policy Manual Section 740, Commercial Ground Transportation Policy to include Exhibit D Ground Transportation Category Fee Schedule.**

Term: Effective upon Board adoption and implementation of LCPA's new Ground Transportation Management System program

Funding Source: N/A

Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

DEVELOPMENT - Emily Underhill

17. **Request Board approve a Contract Amendment to DeAngelis Diamond Construction, General Construction Manager General Contractor, to extend the contract time to complete de-construction services for the former Airport Traffic Control Tower/Terminal Radar Approach Control Facility at Southwest Florida International Airport.**

Term: Extend to December 31, 2025

Funding Source: N/A

Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

18. **Request Board approve a Contract Amendment to AECOM Technical Services to extend the contract time to allow for Construction Administration Services related to the de-construction of the former Airport Traffic Control Tower/Terminal Radar Approach Control Facility at the Southwest Florida International Airport.**

Term: Extends contract term to December 31, 2025

Funding Source: N/A

Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

19. **Request the Board's concurrence with the ASMC ranking in LOQ #25-0003BW Design Manager for RSW Consolidated Maintenance Facility as follows: 1) Schenkel Shultz Architecture; 2) Infrastructure Consulting and Engineering; 3) Weston & Sampson and direct Staff to begin contract negotiations with the top ranked firm.**

Term: N/A

Funding Source: N/A

Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

20. **Request Board's concurrence with the ASMC ranking for RFQ #24-0085 Project Support Services for the RSW Terminal Expansion Phase I project RSW as follows: 1) Parsons Transportation Group, Inc.; 2) Anser Advisory (Anser Advisory Consulting, LLC) and 3) Ankura Consulting Group, LLC; Direct Staff to begin contract negotiations with the top ranked firm.**

Term: N/A

Funding Source: N/A

Vote: Commissioner Sandelli moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

ADMINISTRATIVE AGENDA

CONVENE AS BOARD OF COUNTY COMMISSIONERS

ATTORNEY - Richard Wm. Wesch

21. **Request Board approve a Resolution to amend the existing Revolving Credit Facility Agreement with Bank of America, N.A. and authorizes the Chair to execute the Second Amended and Restated Agreement.**

Term: 5 years - November 3, 2022 to November 3, 2027

Funding Source: Passenger Facility Charges, State Grants, Federal Grants and Airline Rates and Charges.

FOR ACTION ON THE ABOVE ITEM, PLEASE REFER TO THE MINUTES OF NOVEMBER 7, 2024.
(110724R)

RECONVENE AS BOARD OF PORT COMMISSIONERS

ADMINISTRATION - Brian McGonagle

22. **Request Board approve a Concurring Resolution to amend the existing Revolving Credit Facility Agreement with Bank of America, N.A. and authorizes the Chair to execute the Second Amended and Restated Agreement.**

Term: 5 years - November 3, 2022 to November 3, 2027

Funding Source: Passenger Facility Charges, State Grants, Federal Grants and Airline Rates and Charges.

Board Discussion: Deputy Executive Director of Administration / Chief Financial Officer, Brian McGonagle presented the item to the Board stating that on May 6, 2020, a Subordinate Revolving Credit Facility Agreement with Bank of America, N.A. was executed. The agreement was first amended on November 3, 2022, extending the expiration to November 3, 2027. This taxable credit facility is used to provide financing on a portion of certain projects in the Port Authority's Capital Improvement Program. Revenues pledged to pay principal and interest on the revolving credit facility include, but are not limited to, Passenger Facility Charges, State Grants, Federal Grants and Airline Rates and Charges. The Bloomberg Short-term Bank Yield index rate ("BSBY") currently serves as the index for the fluctuating rate of interest by which interest is charged against the outstanding principal balance. The BSBY index is being phased out and will be discontinued after November 15, 2024. Therefore, a Second Amendment to the Series 2020 Credit Facility Agreement is needed to change the interest rate index to the Daily Secured Overnight Financing Rate ("SOFR") published by the New York Federal Reserve. Additionally, this second amendment provides the option to increase the maximum principal from \$50,000,000 to \$100,000,000, allows for the use of funds on capital projects at Page Field, modifies various definitions, and includes additional required regulatory information. This resolution provides authorization to amend the Credit Agreement with Bank of America, N.A. to allow for changes reference above, and further delegates the Vice-Chairman to execute the Second Amended and Restated Agreement.

Public Comment: The Vice-Chairman called for public comment and there were no speakers.

Vote: Commissioner Hamman moved approval, seconded by Commissioner Ruane, called and carried with Commissioner Greenwell absent.

RESOLUTION No. 24-11-21PA

AVIATION - Mark Fisher

23. **Request the Board to approve a contract with W.W. Grainger, Inc. piggybacking the terms and conditions of Contract # MA 758 2500000413 Facilities Maintenance, Repair, & Operations (MRO), and Industrial Supplies between the Commonwealth of Kentucky and W.W. Grainger, Inc. for the purchase and delivery of facilities maintenance, repair, operations, and industrial supplies and authorize staff expenditures pursuant to the contract as approved as part of the LCPA annual budget and grant the Executive Director, or designee, the authority to renew the**

contract, and to execute all associated documents, as approved in the departments' annual adopted budgets, if doing so is in the best interest of the Port Authority, and there are no cost increases associated with the renewal.

Term: From the execution of this contract until August 31, 2026, with an additional two (2) two-year (2) renewal option at the discretion of the LCPA Executive Director.

Funding Source: General airport operating revenues collected from the regular operation of Southwest Florida International Airport and Page Field. Funds are available in multiple account strings.

Board Discussion: Senior Deputy Executive Director of Capital Programs and Strategic Planning, Mark Fisher presented the item to the Board advising that Staff anticipates spending between \$400,000 and \$700,000 per year on this contract. The contract has a two year initial term with two 2-year renewals.

Public Comment: The Vice-Chairman called for public comment and there were no speakers.

Vote: Commissioner Pendergrass moved approval, seconded by Commissioner Ruane, called and carried with Commissioner Greenwell absent.

DEVELOPMENT - Emily Underhill

- 24. Accept a State Grant (Public Transportation Grant Agreement, Financial Project No. 446314-1-94-01) in the amount of \$2,500,000 from the Florida Department of Transportation for the South Quadrant Hangars and Ramp at Page Field (FMY).**

Term: N/A

Funding Source: N/A

Board Discussion: Deputy Executive Director of Development, Emily Underhill presented the item to the Board advising that this amendment adds an additional \$2,500,000 in State funds for Fiscal Year 2024-2025, to be used towards eligible costs for the project. This brings Florida Department of Transportation participation to \$8,025,000.

Public Comment: The Vice-Chairman called for public comment and there were no speakers.

Vote: Commissioner Pendergrass moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

RESOLUTION No. 24-11-22PA

- 25. Request Board authorize 1) Execution of a Contract Amendment with OAK in the amount of \$2,492,702.38 to conduct fence/trail/firebreak improvements and initial/follow up treatment of exotic and nuisance species within Airport Mitigation Park; 2) Approve a Total Project Budget in the amount of \$3,170,379.47.**

Term: Construction of one hundred ninety one days through substantial completion within contract term expiration of March 9, 2026.

Funding Source: Net Revenues from the normal operation of the RSW Account number: 20863841200.503490.

Board Discussion: Deputy Executive Director of Development, Emily Underhill presented the item to the Board stating that the mitigation properties total over seven thousand acres. This property is located approximately five miles southeast of Southwest Regional Airport. Lee County Port Authority is required to perform land management activities on the property. Owen-Ames-Kimball (OAK) the Port Authority's Construction Manager, has bid all work for \$3,170,379.47, which includes treatment of exotic and nuisance species within Airport Mitigation Park, and fence/trail/firebreak improvements.

Public Comment: The Vice-Chairman called for public comment and there were no speakers.

Vote: Commissioner Pendergrass moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

- 26. Request Board authorize execution of a Contract Amendment with Passarella & Associates, Inc. in the amount of \$280,107.14 to conduct oversight of fence/trail/firebreak improvements and initial/follow up treatment of exotic and nuisance species within the RSW Mitigation Park.**

Term: Construction of one hundred ninety one days through substantial completion within contract term expiration of January 18, 2027.

Funding Source: Net Revenues from the normal operation of the RSW Account number: 20863841200.503190.

Board Discussion: Deputy Executive Director of Development, Emily Underhill presented the item to the Board advising that Passarella & Associates will provide services including oversight of fence/trail/firebreak improvements, and follow up treatment of exotic and nuisance species, submit field observation forms and GIS data to LCPA, perimeter fence repair, signage maintenance, perimeter fence vegetation removal and trail system maintenance for a total of \$280,107.14.

Public Comment: The Vice-Chairman called for public comment and there were no speakers.

Vote: Commissioner Ruane moved approval, seconded by Commissioner Hamman, called and carried with Commissioner Greenwell absent.

COMMISSIONERS’ ITEMS/COMMITTEE APPOINTMENTS

There were no Commissioner Items or Committee Appointments.

COMMENTS FROM THE AIRPORT SPECIAL MANAGEMENT COMMITTEE

Airport Special Management Committee Vice-Chair Robbie Roepstorff had no additional items for discussion.

EXECUTIVE DIRECTOR ITEMS

Lee County Port Authority Executive Director Steven Hennigan reviewed his Executive Director Remarks for the Joint Board Meeting of November 7, 2024. Mr. Hennigan gave a construction update, stating The Phase One Checkpoint Expansion Staff is currently working on:

- Pricing on all rebid packages;
- Finalizing permits;
- Looking for efficiencies with the re-phasing

Executive Director Steven Hennigan gave an update on Phase 2 – Concourse E stating:

- Two lay-down lots currently being constructed;
- Temporary trailers are being brought in;
- Temporary fencing is being put up on the roadways;
- Removal of concrete and some roadway markings

Mr. Hennigan advised that on Wednesday, November 7, 2024 Avelo Airlines will begin new service this evening to Wilmington, North Carolina. The flights will operate twice weekly on Thursdays and Sundays. This is the first time RSW will have this nonstop service. As part of the new concessions program, HMSHost opened Fort Myers Brewing on Concourse D. This restaurant will have all-day dining and a full bar featuring award-winning craft beers from Fort Myers Brewing Company.

PORT ATTORNEY ITEMS

Deputy Port Attorney Andrea Fraser had no additional items for discussion.

PUBLIC COMMENT ON OTHER MATTERS

The Vice-Chairman called for public comment and no citizens came forward to speak.

ADJOURN:

The Vice-Chairman adjourned the meeting at 10:11 a.m.

ATTEST:
KEVIN C. KARNES, CLERK

By _____
Deputy Clerk

Vice-Chairman, Lee County Port Authority