



**A.B. WON PAT**  
INTERNATIONAL AIRPORT AUTHORITY, GUAM  
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**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE  
A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM  
Wednesday, November 27, 2013, 3:00p.m.  
GIAA TERMINAL CONFERENCE ROOM #3**

**1. CALL TO ORDER AND ATTENDANCE**

The November 27, 2013, regular meeting of the Board of Directors of the A.B. Won Pat International Airport Authority, Guam ("GIAA" or the "Authority") was called to order by Chairman Untalan at 3:05p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

**Directors Present:**

Edward G. Untalan  
Martin Gerber  
Lucy M. Alcorn  
Rosalinda A. Tolan  
Pedro P. Ada III  
Gurvinder Sobti

**Offices or positions:**

Chairman

**Directors Absent:**

Jesus Q. Torres

Vice Chairman

**GIAA Officials:**

Charles H. Ada II  
Peter Roy Martinez  
Carlos P. Bordallo  
Frank R. Santos  
Jean M. Arriola  
Gerard Bautista  
Robert D. Camacho  
Frank P. Taitano  
Victor Cruz  
Edward Muna  
Joseph G. Javellana

Executive Manager  
Deputy Executive Manager  
Comptroller  
Business and Financial Consultant  
Air Services Manager  
Air Terminal Manager  
Chief of Police  
Procurement Administrator  
Engineer Supervisor  
Airport Operations Superintendent  
Program Coordinator IV

Janalynn Cruz Damian, Esq.  
Michael A. Pangelinan, Esq.

GIAA Legal Counsel  
GIAA Legal Counsel



AMERICAN ASSOCIATION  
OF AIRPORT EXECUTIVES



THE INTERNATIONAL AIR CARGO ASSOCIATION

Chairman Untalan welcomed the presence of GIAA tenants, stakeholders, and members of the public who are noted in a sign-in sheet made as an attachment to these minutes.

Chairman Untalan welcomed GIAA's newly appointed Board Director, Gurvinder 'Bic' Sobti. Director Sobti thanked the Board for attending his swearing-in ceremony that morning.

## **2. APPROVAL OF AGENDA**

Chairman Untalan asked if there were any changes to the agenda. No changes were requested. On motion duly made by Director Ada, seconded by Director Gerber, the agenda as presented was unanimously approved.

## **3. APPROVAL OF MINUTES**

### **A. September 19, 2013 Regular Meeting (*Tabled*)**

The next item on the agenda was approval of the minutes of the September 19, 2013 regular meeting. Chairman Untalan informed the Board that the minutes were tabled at the last meeting to incorporate a new format. The minutes have been modified, and resolutions are included within the minutes themselves. Chairman Untalan noted that the only change he would like to add is that it be stated in the minutes that the Directors absent at that meeting due to the weather, were excused.

On motion duly made by Director Ada, seconded by Director Tolan, the following resolution was unanimously approved:

#### **ResolutionNo. 14-09**

The Board hereby approves the minutes of the September 19, 2013 regular meeting, subject to corrections.

### **B. October 31, 2013 Regular Meeting**

The next item on the agenda was the approval of the minutes of the October 31, 2013 regular meeting. Director Ada informed the Board that he had made a comment relative to the baggage handling system, stating that the Authority should avoid any sole source procurement; he would like to request that this comment be on the record.

On motion duly made by Director Tolan, seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution No. 14-10**

The Board hereby approves the minutes of the October 31, 2013 regular meeting, subject to corrections.

**4. CORRESPONDENCE**

- A. Letter from Association of Mariana Islands Mayors, Vice Mayors & Elected Municipal Council Members (AMIM) Relative to a Request to Re-Open GIAA's Commuter Terminal**

The Executive Manager presented to the Board a letter dated November 12, 2013 relative to requesting the Board of Directors re-open GIAA's commuter terminal for travel within the Marianas. The Manager stated that he was informed that there is an effort to increase air activity between Guam and the Mariana Islands with numerous daily flights.

The Manager reported that the old commuter terminal is currently being leased by United Airlines amongst others, and the Authority has long term contracts with those, and therefore would not be able to re-open that terminal for aeronautical use. He went on to add that GIAA will respond to the organization as to what was presented to the Board in reference to the letter. Director Tolan inquired on what triggered the request, and asked if it was a delay in processing. The Executive Manager responded that he believed the organization is trying to stimulate the economics within the CNMI.

**5. OLD BUSINESS**

- A. Status of Capital Improvement Projects**

The first matter discussed was the Status of Capital Improvement Projects. Mr. Frank Santos, Business and Financial Consultant, presented the UDO Analysis for the Board's information. Mr. Santos reported that the Authority already received half of the 2013 grants that were ratified at the last Board meeting. He went on to add that the demolition of the former GPD facility is expected to start next month with a ground breaking ceremony planned outside of the AOA to kick off the demolition phase and to get as much exposure as possible.

Mr. Santos provided the Board with a listing of Capital Improvement Projects, essentially projects that will be funded by Bond proceeds and federal grants. Mr. Santos also informed the Board that at the December regular meeting the report will provide a financial update as to what the draw-down is, how much money has been appropriated and how much money has been spent.

Mr. Santos reported that the RFP for the design portion of the Arrivals Corridor with seismic upgrades is out and will be brought to the Board at the next available meeting for award. He also stated that the bid solicitation is expected to begin in December for the construction portion of the Baggage Screening Relocation.

Mr. Santos then informed the Board of Management's intent to issue an Indefinite Delivery Indefinite Quantity (IDIQ) RFP for a number of small projects. Chairman Untalan inquired about the projects that would be covered under the IDIQ RFP. Mr. Santos responded that the IDIQ RFP would include the 'Priority 2' Capital Improvement Projects, such as the Enclosed Arrival Tunnel and the Terminal Flooring Replacement projects. Chairman Untalan asked whether all of the projects were funded by Bond proceeds or if there were other projects. Mr. Santos responded that there are other projects, which were approved as part of the budget, to include the exterior painting of the terminal, and the other large project being the replacement of the fire alarm system.

Relative to the fire alarm system, Mr. Santos added that Management will be coming to the Board to increase the budget and include approximately \$600,000.00 worth of replacements to the suppression system, which are the sprinklers and that the system is from 1996. Chairman Untalan inquired on how they came up with the amount of \$600,000.00, and if it meets all of the current fire code requirements. Mr. Santos responded that it was based on a review by a mechanical engineer and that it does meet the fire code requirements. Mr. Santos went on to say that the fire alarm system was removed from the Energy Management contract due to Guam Fire Department (GFD) requiring a full replacement. To replace the central lines was another \$600,000.00.

Chairman Untalan suggested that in order to keep the Board informed of those ongoing projects, to incorporate them into the report somehow. Mr. Santos responded that he will work on integrating everything into the report, as well as the financial information.

Next, Mr. Santos presented Management's request to amend the Loan Agreement with First Hawaiian Bank (FHB).

At this time Chairman Untalan stated for the record that he would like to recuse himself from this discussion as he is employed by FHB. Legal Counsel, Michael Pangelinan, recommended that the Board elect an Acting Chairman for this discussion as the Vice Chairman is not present.

After further discussion, on motion duly made by Director Ada, seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution No. 14-11**

The Board hereby approves the nomination and election of Director Gerber to Chair the discussion relative to the amendment of the Loan Agreement with First Hawaiian Bank. Mr. Santos provided background to the Board – the loan was for the Authority's Energy Management Program for the principal amount of \$11.9M, with a five (5) year term. Initially, GIAA intended to pay-off the loan with Bond proceeds; however, after further analysis it did not make financial sense. Mr. Santos explained that the legislation approving the bonds gave GIAA the authority to have subordinate loans for a term of ten (10) years. Currently on the loan, the Authority is paying interest on monies that have been disbursed. Director Tolan inquired on the interest rate. Carlos B. Bordallo, Comptroller, responded 3.75%. Mr. Santos stated that at this time Management is requesting that the Board approve a modification of the Loan Agreement to continue the interest only payments through January 24, 2014, at which time GIAA will have extended the \$11.9M. Mr. Santos further advised the Board that Management will be returning to the Board for approval to extend the loan term to ten (10) years, which was part of the finance plan that was presented to the Bond investors and rating agencies.

Director Ada inquired if there were any additional fees to be paid for the extension. Mr. Santos replied no; however there will be fees to refinance to the ten (10) year period, and that modification agreement should be presented to the Board at the December meeting.

Legal Counsel, Michael Pangelinan, informed the Acting Chairman that FHB has submitted a resolution relative to the amendment, and that it would be appropriate for the Board to adopt the resolution that FHB has provided. Legal Counsel, Janalynn Damian, added that in addition to approving the modification, the resolution designates authorizing signatories, and it can be made subject to conflicts counsel's review.

With regard to designating authorized signatories, the Executive Manager stated that it has been somewhat challenging to get in touch with Vice Chairman Torres at times, and requested that since Director Gerber is serving as Acting Chairman, that he also be designated as an authorized signatory for the modification. The Board had no objection. Director Ada asked that the Board move on with the meeting at this time while waiting for copies of the resolution and continue the discussion at a later time during the meeting. Chairman Untalan asked Mr. Santos if there was anything else to present before moving on. Mr. Santos replied no.

**B. GIAA Board Standing Committees**

The second matter discussed was the GIAA Board Standing Committees. In order to work closely with Management on various Airport issues and concerns, Chairman

Untalan suggested establishing the following committees with respective Board Members as Chairperson:

- |    |                                  |                |
|----|----------------------------------|----------------|
| 1. | Finance/Strategic Planning       | Edward Untalan |
| 2. | Operations/IT                    | Jess Torres    |
| 3. | Capital Projects                 | Martin Gerber  |
| 4. | Tenant Relations/Marketing       | Lucy Alcorn    |
| 5. | Personnel/Policies & Procedures  | Lynda Tolan    |
| 6. | Air Service/Property Development | Sonny Ada      |
| 7. | Legal/Legislation/Regulatory     | Open           |

It was noted that the open committee is available to be chaired by Director Sobti with Chairman Untalan clarifying that on that particular committee the legal aspect would be eliminated. Chairman Untalan added that if a Board member would like to assist another Committee or Board member they are more than welcome to do so.

After further discussion, on motion duly made by Director Gerber, seconded by Director Ada, the following resolution was unanimously approved:

**Resolution No. 14-12**

The Board hereby approves the suggested committees as presented by Chairman Untalan, with the respective Chairpersons, subject to change as follows:

- |    |                                  |                |
|----|----------------------------------|----------------|
| 1. | Finance/Strategic Planning       | Edward Untalan |
| 2. | Operations/IT                    | Jess Torres    |
| 3. | Capital Projects                 | Martin Gerber  |
| 4. | Tenant Relations/Marketing       | Lucy Alcorn    |
| 5. | Personnel/Policies & Procedures  | Lynda Tolan    |
| 6. | Air Service/Property Development | Sonny Ada      |
| 7. | Legislation/Regulatory           | Bic Sobti      |

**C. Board By-Laws**

The third matter discussed was the Board By-Laws. Legal Counsel, Janalynn Damian, presented to the Board an updated draft. She reported significant changes such as the creation of a Secretary position to be elected by the Board from members of the Board for purposes of certifying the passage of resolutions and such. Keeping consistent with GIAA's enabling statute, the current Board secretary is to be labeled as the Corresponding Secretary to handle day-to-day matters. Ms. Damian noted that other sections were amended to conform to current Guam law.

Discussion followed relative to the definition and responsibilities of both secretary positions, with Director Ada inquiring that in the absence of both the Chairman and Vice Chairman, would the Secretary assume the position of chairing that meeting. Ms. Damian responded no, not automatically. The director chairing the meeting would still require Board action.

After further discussion, on motion duly made by Director Ada, seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution No. 14-13**

The Board hereby approves the amended and restated A.B. Won Pat International Airport Authority, Guam Board By-Laws as presented by Legal Counsel.

At this time, Chairman Untalan called for nominations to elect a Board Secretary. Director Ada stated that he would like to nominate Director Sobti. Director Sobti accepted the nomination.

After further discussion, on motion duly made by Director Ada, seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution No. 14-14**

The Board hereby approves the nomination of and elects Director Sobti to the position of Board Secretary of the A.B. Won Pat International Airport Authority, Guam Board of Directors.

At this time the Board referred back to an earlier discussion regarding the Board Resolution relative to the First Hawaiian Bank Loan.

After further discussion, on motion duly made by Director Ada, seconded by Director Alcorn, the following resolution was unanimously approved without the vote of Chairman Untalan who recused himself from this matter as earlier stated:

**Resolution No. 14-08**

**WHEREAS**, on June 27, 2012, **FIRST HAWAIIAN BANK**, a Hawaii corporation (the "Bank") agreed to lend to **ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM**, a public corporation and autonomous instrumentality of the Government of Guam (the "Authority"), and Authority agreed to repay to the Bank, together with the interest and charges, the principal amount of \$11,900,000.00 (the "Loan"); and

**WHEREAS**, the Loan was made pursuant to a Term Loan Agreement dated June 27, 2012 (the "Loan Agreement") and evidenced by a Promissory Note dated June 27, 2012 (the "Note"), executed by the Authority in favor of Bank; and

**WHEREAS**, the Loan Agreement was amended by an Addendum to Loan Agreement dated June 29, 2012 (the "Addendum"); and

**WHEREAS**, the Loan and the Authority's obligations under Loan Agreement and Note, as amended, are secured by a certain Security Agreement dated June 27, 2012 (the "Security Agreement") executed by the Authority as Debtor in favor of the Bank as Lender and granting to the Bank a security interest in the Collateral as defined and described therein; and

**WHEREAS**, the obligations of the Authority under the Loan Agreement and Note, as amended, are guaranteed by the United States Department of Agriculture ("USDA"); and

**WHEREAS**, the Loan Agreement and Note were amended by a Commercial Loan Modification Agreement dated August 26, 2013 (the "First Modification") extending the period during which interest only payments are to be made under the Loan Agreement and Note to November 27, 2013; and

**WHEREAS**, the Authority has requested the Bank amend the Loan Agreement and Note to, among other things, extend further the period during which the Authority is to make interest only payments to January 24, 2014; and

**WHEREAS**, the Bank has agreed to do so pursuant to a Commercial Loan Modification Agreement (the "Second Modification") in substantially the form submitted to this meeting.

**NOW, THEREFORE, BE IT RESOLVED**, that the execution and delivery by the Authority of the Loan Agreement, the Note and the Security Agreement all dated June 27, 2012, the Addendum dated June 29, 2012, and the First Modification dated August 26, 2013 are hereby confirmed, ratified and approved in all respects; and

**FURTHER RESOLVED**, that the Authority execute and deliver to the Bank the Second Modification which is hereby approved; and

**FURTHER RESOLVED**, that Director Martin J. Gerber and the Executive Manager of the Authority be and they hereby are authorized and directed to execute, seal and deliver to the Bank, on behalf of and in the name of the Authority, the Second Modification in substantially the form hereby approved, with such changes, additions or deletions as Director Martin J. Gerber and Executive Manager may approve, subject to Conflicts Counsel review, such approval to be conclusively evidenced by their execution and delivery of the same; and



**FURTHER RESOLVED**, that Director Martin J. Gerber and the Executive Manager be and they hereby are authorized and empowered to do and perform, or cause to be done and performed, any and all such other acts, matters and things as in their judgment may be necessary, proper or convenient in order to obtain the agreement of the Bank to modify the Loan, the Loan Agreement and the Note, and

**FURTHER RESOLVED**, that these resolutions shall constitute a continuing authority and direction to Director Martin J. Gerber and Executive Manager to act on behalf of the Authority, and the several powers and authority in the foregoing paragraphs of these resolutions shall continue until revoked by the Board of Directors of the Authority and until formal written notice of such revocation shall have been given to the Bank; and

**FURTHER RESOLVED**, that these Resolutions of Board of Directors may be executed in any number of counterparts, each of which, when so executed and delivered, shall constitute one and the same document, and that facsimile signatures shall have the force and effect of original signatures.

**D. Signage Policy – Non-Commercial**

The fourth matter discussed was Signage Policy – Non-Commercial. The Executive Manager informed the Board that GIAA's Airport Services Manager, Ms. Jean Arriola is in communication with Legal Counsel to create a Non-Commercial Signage Policy, with a draft already completed; however, there were some issues to be addressed before presenting it to the Board. The Manager stated that it would be presented at the next Board meeting.

Legal Counsel, Michael Pangelinan added that they were asked by Management to look at a Policy for Signage and after some research on airports in the United States they had found a number of airports in California that have Signage Policies, and are currently reconciling that with GIAA's existing Policy that applies to commercial advertising signage to make sure they are not in conflict because GIAA is trying to adopt something that is more geared toward non-commercial. He also informed the Board that it would be presented at the next Board meeting. Chairman Untalan noted that this item would be tabled until the next meeting.

**E. Authority of Executive Manager to pay Day-to-Day Operating Expenses**

The next item discussed was the authority of the Executive Manager to pay day-to-day operating expenses. Chairman Untalan referred to the discussion from last meeting relative to the number of disbursement requests and checks that he had to sign on a daily basis. In light of the controls and procedures that are already in place and that are overseen by the Comptroller and by the Board of Directors, a Board resolution has been

prepared giving authority to the Executive Manager to pay the day-to-day operating expenses, provided that the controls and procedures are in place.

Legal Counsel, Janalynn Damian presented the resolution to the Board stating that it allows the Executive Manager to pay the day-to-day operating expenses to include expenses such as utilities, retirement contributions. Ms. Damian also noted, in light of the fact that there are controls and procedures in place, such as dual signatories on disbursements and reports by the Comptroller, these payments should not have to be presented for Board approval. Chairman Untalan added that the expenses authorized for payment by the Manager must be within the approved budget.

Ms. Damian noted that the Board already has a policy in place for contracts over \$50,000.00, which have to come before the Board for approval. So once those contracts are approved by the Board, the disbursements under those contracts should not need further Board approval. Mr. Bordallo asked if there would be a limit. Ms. Damian replied that the \$50,000.00 still applies for contracts. The utilities are more than \$50,000.00 but you would not have to come to the Board for ratification of those payments as they are day-to-day operating expenses and they are presented in the Comptroller's monthly report to the Board. Discussion followed relative to the resolution that either the Executive Manager or Chairman sign for disbursements at the Chairman's discretion.

The Board then discussed the \$50,000.00 threshold for contracts, with Mr. Santos suggesting an increase to \$100,000.00, for at least capital improvement projects. Director Ada asked if that issue had to be addressed now or if the Board can put more thought into it first. Chairman Untalan stated yes, it could be brought back for discussion at the next Board meeting. Director Sobti suggested the maximum cap amount be \$100,000.00 for contracts. Chairman Untalan agreed with the suggested amount, and stated that it would need to be reported to the Board every month.

Going back to disbursements, Mr. Bordallo inquired if the threshold would also be \$100,000.00 in terms of reporting to the Board. Chairman Untalan responded that right now the report requires anything over the \$50,000.00 threshold for disbursements, and requested to leave it at that amount.

After further discussion, on motion duly made by Director Tolan, seconded by Director Gerber, the following resolution was unanimously approved:

**Resolution No. 14-15**

**WHEREAS**, the ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM's ("GIAA" or the "Authority") enabling statute (codified at 12 G.C.A. § 1101 et seq.) provides that the Executive Manager "shall have full charge and control of the

operations and maintenance of the airports controlled by the Authority” (12 G.C.A. § 1107(a)); and

**WHEREAS**, GIAA’s enabling statute further provides that the powers of the Executive Manager include “keep[ing] the Board advised on the needs of the Authority and approv[ing] demands for payment of obligations within the purposes and amounts authorized by the Board” (12 G.C.A. § 1107(b)(3)); and

**WHEREAS**, current protocols provide that all disbursements of GIAA funds are subject to dual authorizing signatures – one authorized signatory from the Accounting Department (either the Comptroller or Assistant Comptroller) and one authorized signatory from the Administration Department (either the Executive Manager, Deputy Executive Manager, or Airport Services Manager); and

**WHEREAS**, the expenses relating to the day-to-day operations of the Authority are included in the Report of the Comptroller provided to the Board of Directors at every monthly Board of Directors meeting; and

**WHEREAS**, in light of the controls and procedures already in place, the monthly reporting to the Board of Directors by the Comptroller, and the need for the Executive Manager to pay the day-to-day operating expenses of the Authority without waiting for Board approval or obtaining Board ratification, the Board of Directors has determined that it is prudent to give the Executive Manager the authority to pay the day-to-day operating expenses of the Authority without further Board approval, including, without limitation, monthly utility expenses and the Authority’s share of contributions to the Government of Guam Retirement Fund.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Directors of GIAA hereby authorizes the Executive Manager to pay all expenses relating to the day-to-day operations of the Authority without further Board approval, including, without limitation, monthly utility expenses and the Authority’s share of contributions to the Government of Guam Retirement Fund.

After further discussion, on motion duly made by Director Ada, seconded by Director Tolan, the following resolution was unanimously approved:

**Resolution No. 14-16**

The Board hereby authorizes the Executive Manager to enter into contracts without Board approval not to exceed \$100,000.00, with the Comptroller reporting any contracts entered into up to \$100, 000.00 to the Board on a monthly basis.

## **6. NEW BUSINESS**

The next item on the agenda was New Business.

### **A. Approval of Award for Rental of Trash Bin Containers and Pick-up Services – IFB No. GIAA-002-FY14**

The first matter discussed was approval of the contract award for Rental of Trash Bin Containers and Pick-up Services, IFB No. GIAA-002-FY14. The Executive Manager informed the Board that an Invitation for Bid was announced to solicit bids from firms to provide rental of trash bins/containers and pick-up services in the Main Terminal building, inclusive of labor, materials, supplies and equipment. The term of the contract is for a period of three (3) years with an option for an additional one (1) year renewal period, not to exceed a total contract term of five (5) years. Four (4) firms/individuals received bid packages and four (4) firms submitted bids before the bid submission deadline. There were four different bid items, based on the size of the trash bins.

The Executive Manager requested that the Board authorize the contract award for bid items 1 & 3 of \$15,680.00 to HCP Inc. dba Lagu Sanitation and bid items 2 & 4 of \$90,383.44 to Pacific Waste Systems. It has been determined that both firms have met the standards of responsibility and responsiveness outlined in the Guam Procurement Regulations.

Chairman Untalan inquired if it was more effective to separate the bids. Mr. Franklin Taitano, Procurement Administrator, replied yes as not all firms are able to provide all of the sizes. Discussion followed relative to insurance requirements and tipping fees with Chairman Untalan noting the significant difference in bid amounts. Gerard Baustista, Air Terminal Manager, responded that he assumes that the firms assumed the risk of underbidding on the tipping fees and how they determined their estimates. Discussion moved to a firm not fulfilling their contract due to underbidding.

With the bids being under \$100,000.00, Chairman Untalan noted the fact that the Executive Manager would now be able to approve the contract without Board approval, therefore he stated moving forward, the Board will not see these small bid amounts apart from in the Comptroller's monthly report and the Executive Manager's report.

After further discussion, on motion duly made by Director Ada, seconded by Director Sobti, the following resolution was unanimously approved:

#### **Resolution No. 14-17**

The Board hereby approves the contract awards for the Rental of Trash Bins/Containers and Pick-up Services, IFB No. GIAA-002-FY14 to (1) HCP Inc. dba Lagu Sanitation in the

amount of \$15,680.00 for rental of the 3 cubic yards and 10 cubic yards bins; and (2) Pacific Waste Systems in the amount of \$90,383.44 for rental of the 4 cubic yards and 24 cubic yards bins.

## **7. REPORT OF EXECUTIVE MANAGER**

The next item on the agenda was the report of the Executive Manager. The Executive Manager reported on various matters concerning airline and charter operations. Reporting on the Fiscal Year 2013 financial audit, the Entrance Audit Meeting was held on November 19, 2013 with Ernst and Young, GIAA and the Office of Public Accountability, with the audit being completed before February 1, 2014, as mandated by statute.

On FAA Issues, the Manager updated the Board on the Tiyan Parkway, stating that after a meeting with Governor Calvo, the FAA and the Federal Highway Administration on November 18, 2013, FAA agreed to keep Central Avenue and Sunset Boulevard open until Phase 1 is completed.

Mr. Jose Ralls, the new TSA Regional Director, paid a courtesy visit to GIAA Management on November 18, 2013, with the main issue discussed being the additional TSA Checkpoints for transit passengers. Mr. Ralls was amenable to GIAA's requests and concerns and asked that GIAA submit them to him in writing.

The Executive Manager announced that GIAA is in the planning stages of its annual Table Top Exercise scheduled for December 4, 2013. The Exercise is a requirement for GIAA pursuant to the Code of Federal Regulations (CFR) Title 14, and Federal Aviation Regulation (FAR) 139.

On Tenant Issues, the Manager went on to report that Lotte Duty Free awarded the contract for the Retail Concession Renovations/Upgrade to Black Construction with work commencing on November 19, 2013. The project will be done in phases with final completion in the first quarter of 2014.

The contract for the GSA/TSA Renovations was awarded to BME& Sons Inc. for the renovation of additional offices for TSA and is scheduled to be completed within 90 days.

The Executive Manager attended the Japan Guam Travel Council Meeting held on November 20, 2013 with the main discussions revolving around U.S. Customs and Border Protection (USCBP) issues, processing times, and assistance from the ambassadors of the Airport Ambassador Program. USCBP advised that they are down to 62 officers from 80, and with the U.S. sequestration, USCBP does not see any respite in the near future.

The Manager announced that the 3<sup>rd</sup> year in a row GIAA received the Department of the Year Award in the Medium Sized Agency Category at the 2013 MagPro Awards. GIAA's Runway Safety Program won Program of the Year and Mr. Oscar Aflague of the Administration Division and Mr. Thomas Perez of the Properties & Facilities represented GIAA in the Talent Competition and won first place. The following employees garnered awards in the MagPro Awards Program:

- Ricky Garcia, IACE – Airport Police Officer II, Airport Police Division  
Employee of the Year/Security & Correction
- Raymond Mantanona – Fire Captain (Airfield), ARFF Unit  
Supervisor of the Year / Public Safety
- Carl V. Cruz, A.C.E.- Airport Police Supervisor, Airport Police Division  
Supervisor of the Year/ Security & Correction
- Santiago Crisostomo – Maintenance Supervisor, Properties & Facilities Division  
Supervisor of the Year/ Labor, Grounds & Maintenance

The Executive Manager announced that the 2013 Holiday Illumination Project is underway with both the interior and the exterior of the Terminal currently being decorated with festive holiday décor and lights.

At this time Director Tolan requested that the Executive Manager give the Board an update relative to their travel to the Manila, Philippines to meet with Cebu Airlines. The Manager informed the Board that he and Director Tolan met with Cebu Airlines and were informed that they will no longer proceed under a wet lease arrangement and will wait to enter the Guam market. The Airline is expecting to be given the approval by the FAA in early 2014. However, the airline did commit to starting up in the end of 2014.

Director Ada inquired on the problems that GIAA is having with Immigration, asking if there are lines for the elderly or women with infants. Mr. Gerard Bautista replied no, that it is the Airlines' responsibility to bring those people needing assistance to the front of the lines.

Chairman Untalan inquired if there is any upcoming travel to report for the next two (2) months. The Executive Manager replied yes in January. Mr. Bordallo informed Chairman Untalan of travel requests for two (2) Accounting staff to attend an Airport Finance and Administration Conference to be held in Orlando, Florida in January 2014. Chairman Untalan reminded Management to inform the Board in advance of upcoming travel.

Discussion followed relative to the Ambassador Program, with Director Alcorn noting that if there were representatives from each airline it would be more beneficial for everyone. Chairman Untalan noted that the issue would fall under Director Alcorn's

Subcommittee, and went on to express the importance of the Board's Subcommittees becoming proactive.

At this time Director Ada congratulated Management on winning the MagPro Award for Department of the Year, and suggested that the Chairman write to the MagPro award winners on behalf of the Board recognizing their achievement. Chairman Untalan asked that the Board Secretary work on congratulatory letters, and suggested the Talent Show winners perform at the Employee Recognition Party on January 17, 2014.

## **8. REPORT OF THE COMPTROLLER**

The next item on the agenda was the report of the Comptroller. Mr. Bordallo provided a report to the Board on the Revenues and Expenses of the Authority as of October 31, 2013. Mr. Bordallo reported that year-to-date Total Signatory Revenues are below budgeted revenues by -4.2%, year-to-date Total Concession Revenues are above budget estimates by 1.2%, and Passenger Facility Charges below budget estimates by 5.8%. Further, year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues, are below the budget estimate by 4.2%. Year-to-date Total Operating Revenues Actual of \$5.16M is -2.87% below the budget estimate of \$5.31M. Year-to-date Total Operating Expenses are below budget by -6.8%. The actual year-to-date Net Revenues from Operations of \$2.38M reflects an increase of 2.2% over the year-to-date budgeted amount of \$2.33M. The Authority's year-to-date results for Debt Service Coverage is at 1.40 versus the requirement of 1.25.

Mr. Bordallo informed the Board that there was a slight drop in enplanements from what was budgeted and those were just based on the numbers provided by the Airlines. Chairman Untalan noted the budget does not include the FHB loan and suggested that the budget be revised to reflect the pricing of the new bonds and the loan. He then inquired if the Comptroller does a balance sheet on a monthly basis, and asked that he incorporate the day's cash on the balance sheet.

Chairman Untalan informed Mr. Bordallo that the report would be adjusted moving forward to include the disbursements.

Director Tolan inquired on Accounts Receivable, and if it was included in the report. Mr. Bordallo responded no, that Accounting's system has been updated and accounts receivable will be provided at the next meeting.

## **9. EXECUTIVE SESSION**

Upon written recommendation of counsel, on motion duly made by Director Tolan and seconded by Director Alcorn, and unanimously approved, at 5:05 p.m. the Board recessed to convene executive session to discuss pending litigation.

On motion made by Director Alcorn, seconded by Director Gerber, unanimously approved, Executive Session adjourned at 5:47 p.m., at which time the Board reconvened the regular session.

At this time Chairman Untalan asked Management to explain the Memorandum of Understanding (MOU) regarding the Tiyan Parkway that was just brought to the Board's attention. Mr. Santos informed the Board that the MOU is a replacement MOU for one that was done back in 2007, and the MOU was held up because of the issues involving the closure of Central Avenue. He went on to add that the parties involved are Department of Land Management (DLM), Department of Public Works (DPW), GIAA, and Governor Calvo; it is also concurred by the two (2) federal oversight agencies, the Federal Aviation Administration (FAA), and the Federal Highway Administration (FHA); and it has also been reviewed by the parties' respective attorneys. Mr. Santos confirmed that this MOU is acceptable to all parties, including the FAA.

Mr. Santos offered a brief report to the Board regarding the Parkway issue. He stated that Phase I properties which are going to be purchased by DPW are for a perpetual easement for the working plan of Phase I. Discussion followed relative to the appraisals, with Mr. Santos informing the Board that the FAA is satisfied with the commitment from the Government with an appropriation of \$1.8M.

Chairman Untalan inquired on the reason this is being brought to the Board. Mr. Santos responded stating that based on the changes that the Governor's Chief Policy Advisor made, they're ready to execute those changes, adding that the FAA and FHA were pushed to execute so there could be a formal sign off in Guam by the Government of Guam agencies this Friday, November 29, 2013. Chairman Untalan asked if Conflicts Counsel has been part of these developments. Mr. Santos replied yes, and directed the Board to page 4, section 2 of the MOU to see the Authority's responsibilities. Director Gerber inquired if it should be subject to FAA approval. Mr. Santos responded that the FAA has approved the MOU.

Chairman Untalan asked if there will be a cost to the Authority. Mr. Santos replied that the only area where there may be a cost to the Authority is the issue of drainage.

Mr. Santos informed the Board that Management will be presenting other documents from FAA for the use of the property, so there are going to be obligations from FAA on how the Authority proceeds.



After further discussion, on motion duly made by Director Tolan, seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution No. 14-18**

The Board hereby approves the Memorandum of Understanding by and between the A.B. Won Pat International Airport Authority, Guam, Department of Public Works, Department of Land Management, the United States Department of Transportation Federal Aviation Administration, and the United States Department of Transportation Federal Highway Administration relative to the Tiyan Parkway, as presented.


**10. PUBLIC COMMENTS**

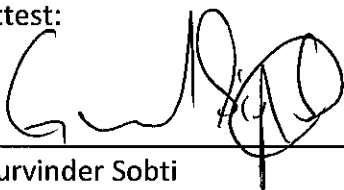
The next item on the agenda was Public Comments. Chairman Untalan called upon any public member wishing to make comments. There were none.

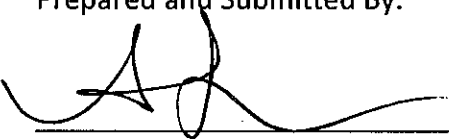
**11. ADJOURNMENT**

There being no further business to address before the Board, on motion duly made by Director Alcorn, seconded by Director Ada, unanimously approved, at 6:03 p.m., the meeting was adjourned.

Dated this 7<sup>th</sup>, day of March, 2014.

  
\_\_\_\_\_  
Edward G. Untalan  
Chairman

Attest:  
  
\_\_\_\_\_  
Gurminder Sobti  
Secretary

Prepared and Submitted By:  
  
\_\_\_\_\_  
Amanda O'Brien-Rios  
Corresponding Secretary



**A.B. WON PAT**  
INTERNATIONAL AIRPORT AUTHORITY, GUAM  
ATURIDAT PUETTON BATKON AIREN GUAHAN ENTENASIONAT

P.O. Box 8770  
Tamuning, GU 96931

**Tel** (671) 646-0300  
**Fax** (671) 646-8823

[www.guamairport.com](http://www.guamairport.com)

## **BOARD OF DIRECTORS REGULAR MEETING**

**3:00 p.m., Wednesday, November 27, 2013**

**GIAA TERMINAL CONFERENCE ROOM #3**

### Public Notice

#### **First Notice:**

Marianas Variety – November 20, 2013

Pacific Daily News – November 20, 2013

Notice to Media – November 20, 2013

#### **Second Notice:**

Marianas Variety – November 25, 2013

Notice to Media – November 25, 2013

## **AGENDA**

1. Call to Order and Attendance
2. Approval of Agenda
3. Approval of Minutes
  - A. September 19, 2013 Regular Meeting (*Tabled*)
  - B. October 31, 2013 Regular Meeting
4. Correspondence
  - A. Letter from Association of Mariana Islands Mayors, Vice Mayors & Elected Municipal Council Members (AMIM) relative to a request to Re-open GIAA's Commuter Terminal
5. Old Business
  - A. Status of Capital Improvement Projects
  - B. GIAA Board Standing Committees
  - C. Board By-Laws
  - D. Signage Policy – Non-Commercial
  - E. Authority of Executive Manager to pay Day-to-Day Operating Expenses
6. New Business
  - A. Approval of Award for Rental of Trash Bin Containers and Pick-up Services  
– IFB No. GIAA-002-FY14
7. Report of Executive Manager
8. Report of the Comptroller

- 9.** Executive Session
- 10.** Public Comments
- 11.** Adjournment



A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM

BOARD OF DIRECTORS REGULAR MEETING

3:00 P.M., WEDNESDAY, NOVEMBER 27, 2013

GIAA TERMINAL CONFERENCE ROOM #3

SIGN IN SHEET

<u>PRINT NAME</u>	<u>COMPANY/AGENCY</u>
1. FRANK P. TANTANIO	GIAA
2. Mike Pangelinan	CFS
3. CHARLES H. ADAMS	GIAA
4. VICTOR J. CRUZ	GIAA
5. Jean Amador	GIAA
6. J.G. JAVELLANA	GIAA
7. D.C. STONE	GIAA
8. ERIC FOSTER	GIAA - Mktg
9. Maria Ramos	Lotte
10. EDWARD MUNA	GIAA - OPS
11. JOEY H. CAZAL	GIAA
12. RUBEN CRUZ	P.P.
13. FRANK R. SAUDS	CONSULTANT
14. Gerard Bautista	GIAA-ATM
15.	
16.	
17.	
18.	
19.	

# GHURA: Guam needs to strengthen fair housing laws

By Mar-Vic Cagurangan  
marvic@mvguam.com  
Variety News Staff

GUAM needs to strengthen its fair housing laws to clear impediments to pertinent goals, according to the Guam Housing and Urban Renewal (GHURA). Nevertheless, GHURA reported that it has achieved many of its goals and completed several federally funded projects during program year 2012 amid challenges hindering fair housing choice.

"(Federal) funds have been utilized for eligible activities such as public facilities improvement, acquisition, construction, renovation and public services," GHURA said in the recently released Consolidated Annual Performance Evaluation Report for 2012.

"These activities have met national objectives and are in line with the Guam Housing and Urban Renewal Authority's consolidated plan priorities and objectives," the report said.

## Grants

Guam received \$4 million in Community and Planning Development grants for

program year 2012. Of the total amount under this program, \$3.15 million, or 78 percent, accounted for the Community Development Block grant.

GHURA said this grant was utilized to build and/or renovate facilities that provide a decent, safe, and sanitary environment for low- and moderate-income individuals and families.

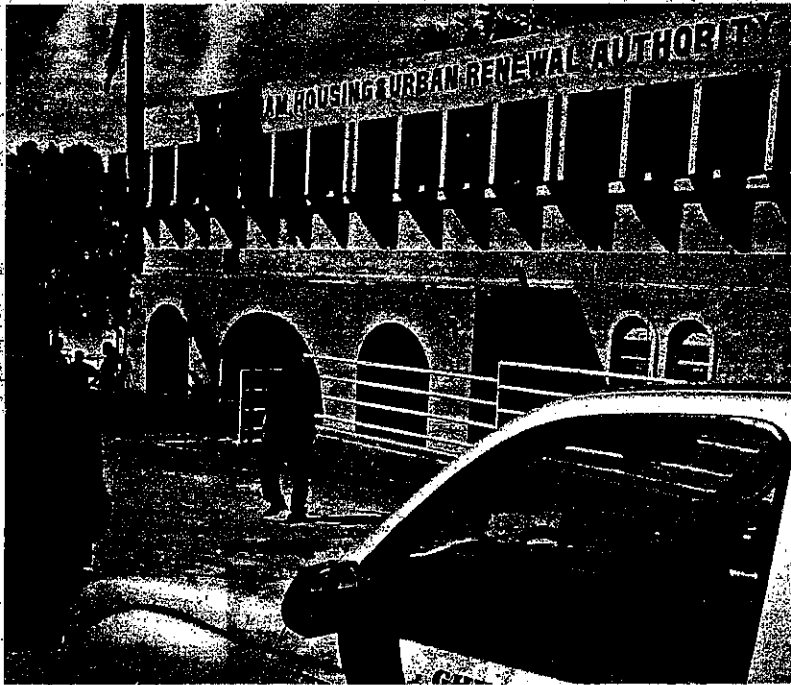
The Community Planning Development projects were also funded with \$770,358 from the HOME Investment Partnership grant and \$255,214 from the Emergency Solutions grant.

GHURA has also received \$1.12 million in grants from the Continuum of Care Program to support organizations that competitively applied for funding to provide housing and supportive services to homeless persons.

"In total, Guam has spent \$5,071,740.64 inclusive of program income (\$163,044.69) and CoC funds (\$862,719.42)," the report said.

## Impediments

GHURA, however, identified at least five impediments to fair housing choice, such as diffi-



GHURA reported that it has achieved many of its goals and completed several federally funded projects during program year 2012 amid challenges hindering fair housing choice. Variety News photo.

culty in enforcing fair housing laws due to Guam's landlord and tenant code.

"Upon review of Guam's current landlord and tenant laws, it was apparent the cooperative effort of many other agencies on Guam is needed when revising the current code," GHURA said.

Guam's recent adoption of the International Building Code as the island's building code show the legislative and administrative intent to support the effort to revise the current law," GHURA said.

The agency also noted that Guam's fair housing law is not substantially equivalent to federal statutes.

"There is no comprehensive uniform code for fair housing. Most state laws that have been adopted have also been certi-

fied by (Housing and Urban Development)," the report said. GHURA also noted the lack of an organization that enforces fair housing law.

"Guam's Commission on Community Reintegration will assist GHURA in providing a model for a QFHEO as the Commission had established a framework surrounding the application of the Olmstead Act on Guam," the report said. "Guam's interest in developing its own Civil Rights Commission will prove beneficial when developing a QFHEO as the Commission will also deal with violations of employment and access public services as well as fair housing issues."

## Poor enforcement

Poor enforcement is compounded by the general

lack of public understanding of fair housing laws as well as the complaint-filing system.

"This impediment relies heavily on the development and implementation of the first three impediments," GHURA said. "Based on the report, it will take Guam approximately five years to fully address the first three impediments; however, there is room for interim solutions for improving the current complaints system."

At any rate, GHURA said Guam continues to address fair housing by providing the community with information that identifies examples of discrimination and what to do in the event the individual or family feels they have been a victim of housing discrimination.

## PUBLICATION NOTICE

In accordance with the provisions of Guam Code Annotated, Title XI, Chapter III, Section 3315, notice is hereby given that:

**JEON, EUGENE**

**dba: ISLAND PANTRY**

has applied for a Class: 5 General Off Sale Alcoholic Beverage License said premises being marked as Lot: 4 Block: 2 Tract: 159, Yigo, Guam.

## GUAM HOUSING AND URBAN RENEWAL AUTHORITY

**Board of Commissioners Meeting**  
10:00 A.M., Wednesday, November 27, 2013  
GHURA's Main Office, 1<sup>st</sup> Floor Conference Room,  
117 Bien Venida Avenue, Sinajana

### Agenda:

- |  |                                     |
|--|-------------------------------------|
| I. ROLL CALL   | V. NEW BUSINESS                     |
| II. APPROVAL OF PREVIOUS BOARD MINUTES - November 07, 2013 | VI. GENERAL DISCUSSION/ANNOUNCEMENT |
| III. CORRESPONDENCE AND REPORTS                            | VII. ADJOURNMENT                    |
| IV. OLD BUSINESS   |                                     |

For special accommodation, contact Ms. Kathy Taitano  
Tel. No. 475-1322 or TTY #472-3701

**The Honorable**  
**EDDIE CALVO**  
 Governor

**The Honorable**  
**RAY TENORIO**  
 Lt. Governor

**The Honorable**  
**A.B. WON PAT**  
 International Airport Authority

## PUBLIC NOTICE

The Board of Directors of the A.B. Won Pat International Airport Authority (GIAA) will convene its Regular Board meeting on Wednesday, November 27, 2013 at 3:00 p.m. in Terminal Conference Room No. 3. In addition to regular matters, pursuant to 5 G.C.A. §8111(d)(2), Executive Session will be held to discuss pending litigation to which GIAA is a party. Parking is available in the Public Parking Lot.

For special accommodations or agenda items, please call the Board Office at 642-4717/18.

(This ad paid for by GIAA)

## 'Castle Doctrine bill is not yet dead'

By Mar-Vic Cagurangan  
marvic@mvguam.com  
Variety News Staff

SEN. Tony Ada, author of the Castle Doctrine bill, is confident the controversial proposal will eventually survive rough sailing in the Legislature.

"Amendments were already made to the bill to address concerns raised by senators and I plan no further changes to the bill," Ada said. "I expect that the bill will be voted on and passed during our next session."

At the culmination of session last week, senators sent Bill

146 to the committee, a move prompted by concerns over the unintended consequences of allowing residents to use fatal force against suspected intruders.

"I had to go off-island for a few days during this last legislative session and got back just before the Legislature was scheduled to vote," Ada said.

"I was informed that some concerns were raised by one of our residents regarding the Castle Doctrine bill and I wanted to make sure that I could speak with that person before a

vote was taken on the bill," he added.

The bill proposes to provide certain protections for those who use defensive force, typical of Castle Doctrine laws in other jurisdictions.

Although the bill made it through the agenda for the October-November session, the measure divided the floor and at some point, discussion was suspended due to the legislators pushing for clarifications on the vague language of the bill such as the definition of "habitable property."

# Citibank downsizing Guam operations, to focus on loans

By Aldwin Fejardo  
aldwin@mvguam.com  
Variety News Staff

CITIBANK depositors have at least 100 days to close their savings, checking and time deposit accounts as the company starts downsizing its Guam operations to strictly consumer loan and credit card services by Feb. 28, 2014.

Citibank also said recent federal regulatory changes, particularly the implementation of the Dodd-Frank Wall Street Reform and Consumer Protection Act, have made it more practical for the banking company to transfer its Guam mortgage loans to CitiMortgage in the U.S. in January.

On Friday, Citibank started mailing out notices to consumer and commercial banking customers, as well as mortgage loan clients, informing them of the company's plans to cut its Guam operations next year.

Agustin Davalos, Citi country business manager, said the decision to transfer the company's Guam mortgage portfolio to the U.S. also necessitated a deeper look into Citibank's strategies for its overall operations on the island.

"As a result, we have made a decision that we will be closing all customer deposit accounts because when we transfer our



Citibank has started mailing out notices to consumer and commercial banking customers, as well as mortgage loan clients, informing them of the company's plans to cut its Guam operations next year. Variety file photo

mortgage portfolio to the U.S., we will find ourselves in a very liquid position," Davalos said.

He said all deposit accounts — including time deposit accounts — will be closed by Feb. 28, 2014. He added time deposit accounts that will mature beyond end-February next year will be pre-terminated. All services associated with the deposit accounts, such as online banking, ATM, and fund transfers will also cease next year.

## Notifications

"We mailed notifications to all our customers of this change

in the business with the necessary information on what is changing, by when and what they have to do. We're talking about customer deposits here. We maintain a liquid position to return 100 percent of customer deposits (anytime beginning Friday)," he said.

With the termination of all deposit account services, Citibank will stop processing off-island checks for deposits after Feb. 13, and on-island checks after Feb. 24.

Davalos pointed out that the decision to downsize Citibank's Guam operations "is not a finan-

cial issue. We are extremely liquid. Customers can take their deposits anytime."

He said Citibank will continue servicing personal loans and credit card customers, meaning the company will continue giving out consumer loans, as well as process credit card applications and payments.

"We remain committed to servicing our personal loans and credit cards customers. The branch will remain open to service those customers," he said.

## Mortgage banking

Davalos said the implementation of the Dodd-Frank Act

has compelled Citibank Guam to move its housing loan portfolio to the company's mortgage arm in the U.S., beginning January 2014.

"We have an important mortgage business on Guam and we keep those mortgage loans in our books, which is different from other institutions. We keep all those mortgages in our balance sheets on Guam and now we have to comply with these new regulations," he said.

He explained Guam's mortgage industry is regulated by the same agencies in the U.S., which makes it impractical for Citibank to have separate systems and platforms for its local and mainland operations.

Davalos also underscored that the transfer will not change the terms and conditions of the loans.

"The tenure and interest rates will stay the same. The only thing that will change is who will provide the customer service, where the customers pay and who they will call when they have a question or need loan modification," he said.

Citibank Guam's mortgage customers will start receiving their CitiMortgage welcome packets in December, which will contain important information about the transition.

# Commercial hauler seeks discount

By Gina Tabonares-Reilly  
gina@mvguam.com  
Variety News Staff

LAGU Sanitation, one of the large commercial haulers that used to owe \$1 million in tipping fees to the Guam Solid Waste Authority, is now asking to modify the settlement agreement the company signed last year.

LAGU counsel Peter Perez submitted a request for a motion hearing, asking to remove the interest on their past tipping fee balance and a restructuring of payments to extend for four additional years from February 2016 to 2020.

The company is also asking for a 10 percent discount on current tipping fee charges provided the hauler continues to pay its past due and current tipping fees in a timely manner and in accordance with the modified settlement agreement terms.

In March 2012, LAGU entered a settlement agreement with the government of Guam, GSWA, and GBB (in its capacity as receiver) and stipulated that it owed past due tipping fees of \$1 million. The sum would be paid with a lump-sum payment of \$250,000, along

with monthly payments to follow in the amount of \$19,000 from February 2012 through January 2016.

"According to Perez, LAGU has fully complied with all of its terms, has been timely on all current tipping fees, and paid the lump sum amount of \$250,000 required by the settlement agreement. Consequently, LAGU has paid \$668,482 on its past tipping fee balance within a period of 23 months.

Despite LAGU's best efforts to make current payments and to cut costs, LAGU has been operating on a negative monthly cash flow since January 2012, Perez said.

## Personal funds

"LAGU's president, Mr. Park, has been using his personal funds to keep the company running and the company is unable to borrow money from banks because Mr. Park is not a U.S. citizen," Perez said.

Perez continued to say that LAGU, a hauler that employs 17 employees and services 514 residential and commercial customers, has been on the verge of being unable to continue operating.

He said that the allegations of misconduct do not pertain to the current owners but to the old company owners — Julia

Corporation or Ok Pyo Hong Santos.

"If the modification to the settlement agreement is granted, LAGU will be able to continue operating as a legitimate Guam business and local employer," Perez said.


According to GBB's report, the large commercial haulers make up for about 58 percent of the system's revenue in the current fiscal year.

The accounts are: Mr. Rubbishman, LAGU Sanitation, Pacific Waste Systems, TRASCO, and Island Waste Management.


As of September 2013, with the exceptions of LAGU and Pacific Waste Systems, three of the accounts were in good standing.

GBB said LAGU approached the receiver through the Attorney General's Office with requests for significant modifications to the settlement agreement. But after carefully reviewing the proposed modifications, the offer was declined since it was not in the best interest of GSWA.

GBB added that while Pacific Waste System was not in good standing at the end of the reporting period, the account became current in October and remains in good standing.



The Honorable  
**EDDIE B. CALVO**  
Governor



The Honorable  
**RAY TENORIO**  
Lt. Governor


**A.B. WON PAT**  
INTERNATIONAL AIRPORT AUTHORITY, GUAM

## PUBLIC NOTICE


The Board of Directors of the A.B. Won Pat International Airport Authority, Guam (GIAA) will convene its Regular Board meeting on Wednesday, November 27, 2013 at 3:00 p.m. in Terminal Conference Room No. 3. In addition to regular matters, pursuant to 5 G.C.A. §8111(c)(2), Executive Session will be held to discuss pending litigation to which GIAA is a party. Parking is available in the Public Parking Lot.

For special accommodations or agenda items, please call the Board Office at 642-4717/18.

(This ad paid for by GIAA)



**GUAM DEPARTMENT OF EDUCATION**  
OFFICE OF SUPPLY MANAGEMENT  
Manuel L. Guerrero Administration Building  
2nd Floor, Suite 8-220  
Hagåtña, Guam 96910  
Telephone: (671) 475-0438 • Fax: (671) 472-5001  
Website: www.gdoe.net



## INVITATION FOR BID

**IFB 005-2014**

### AIR CONDITIONING SYSTEMS EXTERIOR DUCT RESTORATION PROJECT

SUBMISSION DATE: TUESDAY, DECEMBER 10, 2013 at 10:00 a.m.

NOTE: It is solely the Bidder's responsibility to review the website on a daily basis for the issuance of Amendments/Clarifications for any possible changes to the IFB.

INTERESTED BIDDERS MAY DOWNLOAD THE IFB PACKAGE AT  
<http://www.gdoe.net/procurement>

IFB packages are available at the GDOE website and may be viewed at the GDOE Procurement Office. A non-refundable fee of \$10.00 (cash only) is required upon bid submission.

This is a Locally Funded Account

/s/ Marcus Y. Pido  
SUPPLY MANAGEMENT ADMINISTRATOR  
For: JON J. P. FERNANDEZ  
SUPERINTENDENT OF EDUCATION

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF  
A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM  
Thursday, September 19, 2013, 3:00 p.m.  
GIAA TERMINAL CONFERENCE ROOM #3**

**1. CALL TO ORDER AND ATTENDANCE**

The September 19, 2013, regular meeting of the Board of Directors of the A.B. Won Pat International Airport Authority, Guam ("GIAA") was called to order by Chairman Santos at 3:08 p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam 96913.

**Directors present:**

Francisco G. Santos  
Lucy M. Alcorn  
Edward G. Untalan  
P. Sonny Ada

**Offices or Positions:**

Chairman

**Directors absent:**

Jess Q. Torres  
Linda Tolan  
Martin Gerber

Vice Chairman

**GIAA Officials:**

Charles H. Ada II  
Peter Roy Martinez  
Carlos P. Bordallo  
Frank R. Santos  
Jean M. Arriola  
Gerard Bautista

Executive Manager  
Deputy Executive Manager  
Acting Comptroller  
Business and Financial Consultant  
Airport Services Manager  
Air Terminal Manager

Michael A. Pangelinan Esq.  
Janalynn Cruz Damian Esq.

Legal Counsel  
Legal Counsel

The Chairman welcomed the presence of Airport tenants, stakeholders, and members of the public who are noted in the sign-in sheet made as an attachment to these minutes.

**2. APPROVAL OF AGENDA**

The Chairman asked if there were any changes to the agenda. No changes were requested. On motion duly made by Director Ada, and seconded by Director Alcorn, the agenda was unanimously approved.

### **3. APPROVAL OF MINUTES**

The next item on the agenda was approval of the minutes of the July 25, 2013 Regular Meeting and the August 9, 2013 Special Meeting.

On motion duly made by Director Ada, seconded by Director Alcorn, the minutes of the July 25, 2013 Regular Meeting and the August 9, 2013 Special Meeting was unanimously approved, subject to corrections.

### **4. CORRESPONDENCE**

The Executive Manager informed the Board that GIAA had received two (2) correspondences. The first correspondence pertained to the Specialty Retail Concession, which the Executive Manager requested to be discussed during Executive Session because of the pending litigation.

The second correspondence was from the Guam Lions Club in reference to a request to donate a welcome to Guam sign. The Executive Manager recommended that instead of a static sign (as proposed by the Club), that the Board possibly consider an electronic or digital board. This would allow more information to be displayed, such as flight information, road closures throughout the Airport or emergency alerts, etc. This format could also possibly offer the opportunity to current or outside vendors to advertise, which could generate additional revenue for the Airport.

The Executive Manager requested additional time for Management to review the proposal from the Guam Lions Club. The Chairman requested Management present its recommendation to the Board at the next Board meeting. Director Ada requested that Management develop a signage policy for the Board's consideration, if none existed.

### **5. MATTERS FOR BOARD RATIFICATION/APPROVAL**

#### **A. Approval of TSA Other Transaction Agreement**

Mr. Frank Santos, Business and Financial Consultant, presented the request to approve the TSA other Transaction Agreement. Mr. Santos stated that this was a grant from TSA for the Checked Baggage Recapitalization Screening Construction Services Project (the "Project"). The Project is to relocate all of the checked baggage screening, currently located in front of the ticket counters, to the back and to integrate the system into the in-line baggage system.



Mr. Santos noted that there were two parts to the Project. The first part of the Project, called Recapitalization, will change out the security equipment that TSA uses, including the entire infrastructure that supports the equipment. The second, called Optimization is the work needed to bring in the equipment and make changes to the baggage handling system that supports the operation. Mr. Santos was happy to inform the Board that TSA will be funding 100% of the \$2,670,602 cost of the Recapitalization phase and 95% of the \$23,398,661 cost of the Optimization phase. GIAA's share of the total project cost of \$26,069,263 will be \$1,169,933.

Mr. Santos informed the Board that the GIAA had initially planned to finance the bulk of the cost of this Project through the 2013 bond financing. Now that TSA will be financing approximately 96% of the total cost, GIAA will now redirect the funds allocated to the project to other capital improvement projects on the Bond Project List. Mr. Santos stated that GIAA has been waiting for a number of years to begin this project. Its completion will provide more space in the check-in lobby for passengers to use, the queuing space for the airlines to use and ultimately improve the passenger experience. Mr. Santos, on behalf of Management, requested that the Board approve the TSA Other Transaction Agreement.

Chairman Santos called for any questions from the Board. Director Ada inquired on the location and if it included sorting equipment. Mr. Santos replied there will be changes made to the sorting equipment and there will also be a little room built above the loading dock area so that more room can be provided for the conveyer belt.

After further discussion, on motion duly made by Director Ada, and seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution**

The Board hereby approves the Transportation Security Administration Other Transaction Agreement for the Checked Baggage Recapitalization Screening Construction Services Project.

**B. Approval of Award for Money Exchange Concession Multi-Step IFB No. GIAA-02A-FY13**

The Executive Manager stated that GIAA issued the Money Exchange Concession through a multi-step bid process. The process consisted of two phases. Phase I is qualified based submission, and those deemed qualified are invited to participate in Phase II, which requires the qualified bidders to submit bids of annual percentage fees for the term of the contract. Mr. Ada reported that three (3) companies acknowledged receipt of the bid package, however, only two (2) companies submitted bid proposals before the submission deadline: Lenlyn Ltd., dba ICE Currency Services and Travelex Currency Services.

Both bidders were deemed qualified and responsible bidders and submitted bids under Phase II. Based upon review of the bids submitted, Travelex Currency Services, Inc. submitted the best annual percentage fees for the term of the contract. Accordingly, Management recommends awarding the Money Exchange Concession Agreement to Travelex Currency Services, Inc. for a period of five (5) years, effective November 1, 2013, subject to legal review of the contract.

Director Ada inquired if the current concession term was up. The Executive Manager responded yes and that the current company has been operating on a month to month basis. The Manager also stated that after the five (5) year contract the concession would be put out for competitive bid once again.

On motion duly made by Director Ada, and seconded by Director Untalan the following resolution was unanimously approved:

**Resolution**

The Board hereby approves Management's recommendation to award the Money Exchange Concession Agreement, procured under Multi-Step IFB No. GIAA-02A-FY13, to Travelex Currency Services, Inc., based upon the annual percentage fees submitted by Travelex Currency Services, Inc., for a period of five (5) years, effective November 1, 2013, subject to legal review of the Money Exchange Concession Agreement.

**C. Approval of GIAA FY2014 Insurance Program Renewal**

The Executive Manager introduced to the Board the Airport's Insurance Broker, Ms. Annmarie Muna of AM Insurance, who presented a summary of the various insurance carriers who responded to the insurance specifications for the Airport. Ms. Muna informed the Board that the renewal process was successful this year as a result of more participation from the different carriers, which means more competitive premiums. Ms. Muna went on to explain the process of renewal and referred the Board to the chart titled "FY2014 Markets & Underwriters" setting forth the quotes submitted by the various carriers for the various policies as well as the September 18, 2013 Memorandum from Iris, Ltd, GIAA's insurance consultant, recommending which quotes to accept. Based upon the quotes submitted, Management recommended that the Board approve accepting the quotes as follows:

Property Insurance – Accept Calvo's bid.  
Airport Liability – Accept Moylan's bid.  
Workers Compensation – Accept Calvo's bid.  
Directors & Officers Liability – Accept Moylan's bid.  
Commercial Auto – Accept Moylan's bid.  
Crime – Accept Moylan's bid.

Based upon the quotes submitted, Ms. Muna explained that GIAA would see a savings for FY2014 compared to FY2013 of \$217,581.00.

Director Ada inquired if the policies were single year or multiyear policies, and if this process is completed annually. Ms. Muna replied single year. Director Untalan asked if this was a better option. Director Ada explained that in some cases you will get better rates for multiyear policies. Ms. Muna responded stating that if the insurance specifications ask for multiyear policies than yes. There was a carrier that offered a three year option on their workman's compensation, but it was not considered because it was not asked for in the specifications and the carrier's workman's compensation three year option quote was subject to an annual audit at the end of the year, which resulted in an open ended quote.

Brief discussion followed relative to multiyear policies with Director Ada inquiring as to why internally GIAA does not request for multiyear policies on the specifications. Mr. Mike Moody of Iris, Ltd. responded informing the Board that GIAA certainly can request for multiyear policies however, workman's compensation policies customarily are never done on a multiyear basis without audit provisions, which results in an open ended price and a firm figure is required.

Mr. Moody went on to add that now they do request for multiyear quotes on policies such as auto, crime. Director Untalan inquired aside from the workman's compensation, did GIAA request for a multiyear policy. Director Alcorn inquired as to whether it would be more cost effective to go multiyear. Ms. Jean Arriola replied that GIAA can definitely explore that as an option next time.

Ms. Muna informed the Board that the specification can be revised next year to request that carriers provide quotes for a one (1) year and a three (3) year term and GIAA could then make a decision whether to go with one (1) year or three (3) year term.

Director Ada inquired on the Property Insurance coverage, if GIAA is following an airport standard and if FAA requires more coverage. Mr. Moody informed the board that the Bond Indenture does require GIAA to maintain insurance similar to other airports.

The Executive Manager requested that the Board accept Management's recommendation to approve the FY 2014 Insurance Program as presented.

On motion duly made by Director Alcorn, and seconded by Director Untalan, the following resolution was unanimously approved:

**Resolution**

The Board approves and accepts the following quotes for GIAA's FY2014 Insurance Program:

Property Insurance –Calvo’s  
Airport Liability –Moylan’s  
Workers Compensation – Calvo’s  
Directors & Officers Liability – Moylan  
Commercial Auto – Moylan’s  
Crime – Moylan’s

**D. Ratification of Quarterly Travel**

Management presented the Travel Report for FY2013 Third Quarter (April – June 2013) for ratification by the Board.

On motion duly made by Director Untalan, and seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution**

The Board hereby ratifies and approves the expenditures for travel set forth in the Travel Report for FY2013 Third Quarter (April-June 2013) as presented to the Board.

**E. Ratification of Disbursements**

The Executive Manager presented the listing of disbursements over \$50,000 made by GIAA to various vendors during the period of July 25, 2013 – September 13, 2013. The Executive Manager noted that there was a high level of activity at the Airport during the relevant time period. Mr. Frank Santos added that the vast majority of the disbursements were for Capital Improvement Projects.

On motion duly made by Director Untalan, and seconded by Director Ada, the following resolution was unanimously approved:

**Resolution**

The Board hereby ratifies and approves the disbursements over the \$50,000.00 threshold made by GIAA to various vendors during the period of July 25 – September 13, 2013.

**6. OLD BUSINESS**

**A. Executive Manager’s Report**

Before proceeding with his report, the Executive Manager informed the Board that at this time due to current weather conditions approximately nine (9) flights were diverted from Guam to the CNMI. The Executive Manager explained that more than likely the passengers will just wait it out in Saipan on the tarmac.

The Executive Manager provided updates on various matters concerning airlines and charter operations, to include Vladivostok Air announcing plans to operate direct scheduled charter flights from two (2) locations in Russia's far east, Vladivostok and Khabarovsk. Flights will operate on a bi-weekly basis from November through March 2014, serviced by a Tupolov aircraft and an A320, with both having a seat capacity of 150 per flight. The Manager stated he was very excited to welcome the Airport's new partners.

In addition to their regularly scheduled flights from Narita, Japan Airlines has announced it will be operating charters in winter from Tokushima and Takamatsu, Japan. China Airlines will operate two (2) additional flights from Kansai to Guam in October, in addition to their nine (9) roundtrip flights. Director Ada inquired if those flights would be Japanese tourists or routing Taiwan tourists. Mr. Frank Santos responded it would be a combination.

Reporting on FAA and regulatory issues, the Executive Manager stated that the FAA conducted a visual inspection of the 6L/24R ILS on Friday, August 16, 2013. Flight checks for runway 6L/24R ILS originally scheduled for August 29, 2013 were postponed until December 2013 or January 2014.

United States Customs and Border Protection (USCBP) informed airlines operating at GIAA via Memorandum on August 8, 2013 that landing rights must be made seventy-five (75) days in advance in writing to the USCBP Port Director. USCBP's response to the requesting carrier would be issued thirty (30) days prior to the effective date.

The Executive Manager informed the Board that according to an announcement last week from TSA, Guam is among the sixty (60) U.S. airports included in the expansion of TSA's expedited screening program. The program allows pre-approved airline travelers to leave on their shoes, belt and lighter outerwear, as well as keep their laptops in their cases and their regulation liquids/gels bag in their carry-on in select screening lanes. Certain passengers who are eligible for the program include U.S. citizens of frequent flyer programs who are invited by participating airlines, or who are members of USCBP Trusted Traveler program. The Executive Manager informed the Board that TSA hosted a meeting two (2) days ago in reference to the program and the process as far as specific timelines and GIAA is very excited to engage that process. Mr. Ada stated it will definitely alleviate congestion at the security check points. Brief discussion followed on the types of programs passengers would need to be registered with to be eligible.

Reporting on the financial matters to include the refinance of 2003 bonds and new revenue bonds sale, the Executive Manager informed the Board of a comment made by Citigroup that this particular bond was the most successful bond financing endeavor that Guam has ever engaged. Mr. Ada stated that the success stems from the support of GIAA's Board of Directors and the support that they offered throughout the whole

endeavor and thanked the Board for its continued support. The Executive Manager went on to add that GIAA held an employee meeting that morning, and that recognition was given to the employees. Director Alcorn also offered congratulations to Management for their efforts.

Staying with financial issues, the Executive Manager announced that Management would like the Board to consider obligating this fiscal year the meritorious bonus that were supposed to be paid to qualified employees. Mr. Ada stated that he would like to suggest to the Board that GIAA consider encumbering the funds, and that he knew there were some concerns from some of the Board members regarding the legal aspect of it, which could be addressed at a later time. The Executive Manager stated he would like the Board to at least obligate the funds necessary to pay the Merit Bonus.

Mr. Carlos Bordallo informed the Board that the Office of Public Accountability (“OPA”) had asked if GIAA recognized the Merit Bonus as a liability on the books, and at the time GIAA did not have the analysis prepared, but that OPA recommended that GIAA indeed recognize the liability. In discussions with Management, he stated, if we are going to recognize the liability than he would recommend GIAA do it this year, simply because of the fact that we have the new Concession Agreement and the numbers as shown in the Comptrollers Report, the debt service ratio would be minimally effected in the recognition of this liability. Also that it is a non-recurring cost as Merit Bonuses are a onetime pay out and will not add to the salary level of the employees. Director Ada requested for clarification that Management’s request is to obligate the monies now at the recommendation of the Comptroller and the Public Auditor, subject to legal review. Director Untalan stated that he does not like to use the word obligate, that reserve would be a better word, as it would need to go through legal review.

After further discussion, on motion duly made by Director Untalan, and seconded by Director Alcorn, the following resolution was unanimously approved:

#### **Resolution**

The Board hereby approves the reservation of funds for the Merit Bonus program and requests that legal counsel address the legal issues on GIAA’s liability to pay the Merit Bonus.

The Executive Manager next informed the Board that General Services Agency has granted full delegation of procurement authority to GIAA to serve as a purchasing agency for fiscal year 2014, beginning October 1, 2013 and expiring September 30, 2014. Under the delegation, GIAA must fully comply with all provisions of the Guam Procurement Act, and agree to the periodic review of procurement activities to ascertain compliance. Director Ada inquired on the full delegation of procurement. The executive Manager responded stating yes; however GIAA is subjected to audits from GSA, the Chief Procurement Officer, and last year GIAA underwent a GSA audit. The

Executive Manager informed the Board for the benefit of the new Directors, that GIAA has its' own Procurement Department and Mr. Frank Taitano is the Procurement Administrator. Discussion followed relative to procurement audits. Director Untalan stated that the Procurement Department was very key during the Concession Agreement in insuring that nothing was violated procurement wise.

#### **B. Financial Report**

For the Board's information, Mr. Carlos P. Bordallo, Acting Comptroller presented the financial report as of July 31, 2013.

#### **C. Legal Counsel's Report**

Legal Counsel requested that a report will be made during Executive Session relative to pending litigation. Mr. Michael Pangelinan requested that the Board approve payment of their fees above the monthly \$45,000 cap for work done relating to the Bond financing. Mr. Pangelinan explained that the monthly cap for legal fees is \$45,000, and if the fees exceed that cap then the Board would need to approve payment of the excess, with the only exception being for fees relating to the Specialty Retail Litigation.

Mr. Pangelinan explained that in the month of August there was quite a bit of extra work that was required, in particular regarding the Bond financing. He went on to state that they had committed one of their attorney's, Janalynn C. Damian pretty much full time on the Bond financing especially during the trip, attending the investor meetings in a few different cities, she was requested to attend meetings with the rating agencies, weekly conference calls that lasted hours per call throughout the month, resulting in fees in excess of the monthly cap. Mr. Pangelinan added that the \$45,000 covers all matters, including the Bond financing.

Director Untalan inquired on the amount of legal fees for just the Bonds alone. Legal Counsel, Michael Pangelinan informed the Board that legal fees for the Bond matter were \$52,482.00, and the cap was exceeded by \$28,290.50. Mr. Pangelinan explained that most of the time legal fees are well below half of the cap but this month was an exceptional month that required a lot more commitment from the firm. The Comptroller suggested just absorbing the cost. Chairman Santos requested for justification. Director Untalan stated that the majority of the monthly fee is for bond related work and if the fees for the Bonds were not included, the amount would be well below the cap.

On motion duly made by Director Untalan, and seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution**

The Board hereby authorizes the payment of legal fees for legal services provided by Calvo Fisher & Jacob LLP for August 2013 in excess of the monthly cap of \$45,000.

**D. Status of Capital Improvement Programs**

Mr. Frank Santos, Business and Financial Consultant, informed the Board that there would be no report this month and the report for the next Board meeting will include all of the Bond Projects.

**7. NEW BUSINESS**

No New Business presented.

At this time Director Untalan requested that the Board address the appointment of a permanent Comptroller, which was briefly discussed at the last board meeting. Director Untalan stated that Mr. Carlos Bordallo has been in the acting position for some time now, and because of his tenure with the Government of Guam and Bureau of Budget & Management Research (BBMR) specifically, he would like to recommend that the Board appoint Mr. Bordallo as the Comptroller of the Airport. Director Untalan stated that he understands that Mr. Bordallo is set to retire, however, after speaking with Mr. Bordallo, he has committed to staying with the Authority for another two (2) years.

Discussion followed relative to legal aspects of contracting Mr. Bordallo to work for two years. Legal counsel noted that if Mr. Bordallo is to be hired as an employee of GIAA, then GIAA would not be able proceed under an employment contract. Director Untalan requested that the board discuss the Comptroller's salary and the migration under the Uniform Pay Scale that employees received earlier in the year, as well as the retroactive pay. Director Alcorn inquired if the salary amount would have to come back to the Board for approval. Ms. Janalynn Damian, Legal Counsel responded no, not if a resolution directs authorizes the Executive Manager negotiate the salary, with the Board setting any limits, if desired. Director Untalan informed the Board that he could work with the Executive Manager and negotiate with Mr. Bordallo, and noted that it is best to finalize this issue for fiscal accounting purposes before the end of the calendar year.

On motion duly made by Director Untalan, and seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution**

The Board hereby appoints Mr. Carlos Bordallo as the Comptroller for the A.B. Won Pat International Airport Authority, Guam, subject to negotiation of his salary, retroactive to October 2012. The Board authorizes the Executive Manager and Director Untalan to negotiate the Comptroller's salary with Mr. Bordallo.



The Board and Management congratulated Mr. Bordallo.

Before moving into Executive Session, Director Ada informed the Board that he would like to bring up a few issues, with the first being the Baggage Claim sign. Director Ada expressed that the sign is quite unsightly as a first impression. The second issue was the cart locations when collecting your baggage. Director Ada stated that the carts are stored far from the actual baggage claim carousels and he's witnessed passengers looking for carts. Director Ada expressed that he would like to see the carts placed closer to the carousels. The third issue was the moving sidewalks. The Executive Manager responded informing the Board that the moving sidewalks have been quite problematical; however, the moving sidewalks are part of the Bond Project List.

Chairman Santos announced to the Board and Management, that this would be his last Board meeting as he was resigning effective 5:00 p.m. on Friday. Chairman Santos expressed his gratitude to Management and GIAA employees. The Chairman called for a motion to elect a new Chairman of the Board to replace him.

On motion duly made by Director Alcorn, and seconded by Director Ada, the following resolution was unanimously approved:

**Resolution**

Director Edward Untalan is nominated and elected as Chairman of the Board, effective upon resignation of Chairman Santos.

Director Untalan, so nominated and elected, accepted his appointment.

Chairman Santos, the members, Management, staff and all who were present congratulated the new Chairman.

**8. EXECUTIVE SESSION**

Upon written recommendation of counsel, on motion duly made by Director Alcorn and seconded by Director, unanimously approved, at 4:12 p.m. the Board recessed regular session and convened executive session to discuss pending litigation.

Executive session adjourned at 4:47 p.m., at which time the Board reconvened the regular meeting.

**9. PUBLIC COMMENTS**

The Chairman called upon any public member wishing to make comments. There was no response.

The Board members expressed their appreciation and thanks to Chairman Santos.

#### **10. ADJOURNMENT**

There being no further discussion, on motion duly made by Director Ada and seconded by Director Untalan, unanimously approved, the meeting was adjourned at 4:50 p.m.

Dated this \_\_\_\_\_, day of \_\_\_\_\_, 20\_\_.

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EDWARD G. UNTALAN  
Chairman

ATTEST:

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Amanda O'Brien-Rios  
Board Secretary

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE  
A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM  
Thursday, October 31, 2013, 3:00 p.m.  
GIAA TERMINAL CONFERENCE ROOM #3**

**1. CALL TO ORDER AND ATTENDANCE**

The October 31, 2013, regular meeting of the Board of Directors of the A.B. Won Pat International Airport Authority, Guam ("GIAA" or the "Authority") was called to order by Chairman Untalan at 3:02 p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

**Directors Present:**

Edward G. Untalan  
Jesus Q. Torres  
Lucy M. Alcorn  
Rosalinda A. Tolan  
Pedro P. Ada III

**Offices or positions:**

Chairman  
Vice Chairman

**Directors Absent:**

Martin J. Gerber (Excused)

**GIAA Officials:**

Charles H. Ada II  
Peter Roy Martinez  
Carlos P. Bordallo  
Frank R. Santos  
Jean M. Arriola  
Gerard Bautista

Executive Manager  
Deputy Executive Manager  
Comptroller  
Business and Financial Consultant  
Air Services Manager  
Air Terminal Manager

Janalynn Cruz Damian, Esq.

GIAA Legal Counsel

The Chairman welcomed the presence of Airport tenants, stakeholders, and members of the public who are noted in a sign-in sheet made as an attachment to these minutes.

**2. APPROVAL OF AGENDA**

On motion duly made by Director Tolan, seconded by Director Ada, unanimously approved, the agenda was approved as amended as follows: Add presentation under

Correspondence from members of the Guam Harmony Lions Club, and two (2) items under Old Business: GIAA By-Laws and Board Standing Committees.

### **3. APPROVAL OF MINUTES**

The next item on the agenda was approval of the minutes of the September 19, 2013 regular meeting. Chairman Untalan requested that the Board table the regular meeting minutes; he would like to see the minutes in a new summarized format. The Board had no objection.

### **4. CORRESPONDENCE**

The next item on the agenda was Correspondence. The Board welcomed Mr. Sonny Tolentino, Mr. Rey Acierto, and Mr. Art Salomes of the Guam Harmony Lions Club who were present to formally present their request to donate a Welcome to Guam sign to the Authority. They thanked the Board and proceeded with their presentation. After the presentation, Chairman Untalan announced that the request was submitted at the last Board meeting and was referred to Management to come up with a marketing plan to insure that the request fits in with the Airports overall marketing vision. Discussion followed relative to signage policy and the Airport's marketing plan. Chairman Untalan requested that Management work on a Signage Policy and submit it to the Board at the next meeting before the Board considers any request.

Still with Correspondence, the Executive Manager informed the Board of an email from Senator Tom Ada's office to the Comptroller in reference to Bill 157 and specific language in GIAA's Bond Indenture. The Chairman informed the Board that he was proposing a Board Standing Committee to oversee Legal/Legislative/Regulatory matters, which would assist with these types of concerns.

### **5. MATTERS FOR BOARD RATIFICATION/APPROVAL**

#### **A. Ratification of FAA Grant Agreement AIP Project No. 3-66-0001-086 – Rehabilitate Runway 06L/24R – Phase III**

Mr. Frank Santos, GIAA Business and Financial Consultant, briefly outlined the project. Discussion followed and the Chairman inquired about the Airport's share, to which Mr. Santos reported that the sponsor's share is \$99,332.00 and is budgeted under Capital Improvement Funds. After further discussion, on motion duly made by Director Ada, seconded by Vice Chairman Torres, the following resolution was unanimously approved:

**Resolution No. 14-02**

The Board hereby approves FAA Grant Agreement AIP Project No. 3-66-0001-086 – Rehabilitate Runway 06L/24R – Phase III.

- B. Ratification of FAA Grant Agreement AIP Project No. 3-66-0001-087 – Acquire One Aircraft Rescue and Fire Fighting (ARFF) Vehicle
- C. Ratification of FAA Grant Agreement AIP Project No. 3-66-0001-088 – Update Airport Master Plan Study

The Executive Manager reported that item (B) is an FAA Grant Agreement in the amount of \$1,017,000.00 at 100%, there is no sponsor share.

The Manager went on to present a brief summary of item (C). Mr. Santos reported that the amount is \$500,000.00 with the Airports share being \$55,055,50.00.

After further discussion, on motion duly made by Director Ada, seconded by Director Tolan, the following resolution was unanimously approved:

**Resolution No. 14-03**

The Board hereby approves FAA Grant Agreement AIP Project No. 3-66-0001-087 – Acquire one Aircraft Rescue (ARFF) Vehicle and FAA Grant Agreement AIP Project No. 3-66-0001-088 – Update Airport Master Plan Study.

**D. Approval of Optimization of Existing Outbound Baggage System Contract**

Mr. Frank Santos presented a summary of item D, adding that the Other Transaction Agreement for funding of this project was approved at the last Board meeting, therefore the above mentioned item is relative to the purchase of equipment. Utilizing sole source procurement GIAA seeks to procure Baggage Handling System (BHS) equipment from Siemens Industry, Inc. (Siemens), the original manufacturer, in the amount of \$17,995,424.00. Mr. Santos informed the Board that Siemens is the original manufacturer of GIAA BHS and GIAA needs to go with Siemens because of compatibility of equipment and TSA will not fund a whole new system. Based on the determination of sole source procurement, Management is recommending that the Board approve the Siemens proposal as presented.

After further discussion, on motion duly made by Director Ada, seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution No. 14-04**

The Board hereby approves Management's recommendation of sole source procurement for the Baggage Handling System from the original manufacturer, Siemens Industry Inc. (Siemens).

**E. Approval of Board Resolution No. 14-01: Agreement for Legal Services with Fisher & Associates**

The Executive Manager stated that item (E) is a proposed Board Resolution relative to the extension of the Agreement for Legal Services (Conflict Counsel) with Fisher & Associates for an additional one (1) year period. Discussion followed relative to the firm's workload and fees for the past year, with the Executive Manager responding that the firm has had minimal workload and the fees paid to the firm has been approximately \$54,000.00.

After further discussion, on motion duly made by Director Tolan, seconded by Director Alcorn, the following resolution was unanimously approved:

**Resolution No. 14-01**

**WHEREAS**, an Agreement for Legal Services – Conflicts Counsel (the "Conflicts Counsel Agreement") was entered into in December 2011, by and between the ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM ("GIAA") and Fisher & Associates; and

**WHEREAS**, the Conflicts Counsel Agreement provides for a term of one year with four options to extend for a period of one year each, not to exceed a total contract period of five years with GIAA approval; and

**WHEREAS**, the Board of Directors has determined that GIAA continues to require the services of conflicts legal counsel and that it is in the best interests of GIAA to extend the term of the Conflicts Counsel Agreement for an additional one year period commencing on December 1, 2013, under the same terms and conditions as set forth in the Conflicts Counsel Agreement.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Directors of GIAA hereby extends the term of the Conflicts Counsel Agreement for an additional one year period commencing on December 1, 2013, under the same terms and conditions as set forth in the Conflicts Counsel Agreement.

- F. Ratification of Quarterly Travel**
- G. Ratification of Disbursements**

The next items on the agenda were the Ratification of Quarterly Travel, and Ratification of Disbursements. Chairman Untalan inquired with Management if it possible to get a travel calendar for the year and if the travel requests may be brought before the Board prior to the traveler travelling that way instead of ratifying after travel. Chairman stated that a travel calendar and budget is approved at the beginning of the year, so no further Board approval is necessary. The Chairman noted that the exceptions would be for unbudgeted travel or travel by Board members or non-GIAA employees.

Director Ada inquired on who reviews the travel reports submitted post travel. The Executive Manager responded that the reports are reviewed first by the Airports Human Resource department and finally through his office, giving him the authority to request for a more in depth trip report if required. Director Ada stated that not all trips and conferences are worth the travel, and asked who makes that judgment call. The Executive Manager replied it would be himself to review that.

Ms. Jean Arriola added that Management follows the existing travel policy, so all travel is approved by the Executive Manager except non-Airport employees and Board members; those have to go before the Board. She also added that she understood the Chairman wanted to change the ratification of disbursements also, stating that it is very similar to the ratification of travel.

Chairman Untalan stated that travel authorizations should be submitted by Ms. Arriola's division, certified by the Comptroller that the funds are available, and finally approved by the Executive Manager.

The Chairman than went on to discuss the ratification of disbursements. He informed the Board that there are an overwhelming amount of disbursement requests to be signed, sometimes daily. He stated that he looked into prior Board resolutions as to the history behind the policy, and there are already controls and procedures in place, such that if a request for disbursement comes in, the Comptroller will need to certify that it is budgeted, then it would go to the Executive Manager for final approval. If the check is over \$100,000.00, then dual signatures are required. The Chairman stated that he would like to review the policy to see if Board approval is required for disbursements for contracts already approved by the Board. The Chairman added that these items, travel and expenditure report would be reported in the Comptroller's Financial Report.

Director Ada inquired if it is the Board or the Chairman that approves the travel for non-airport employees such as senators. Ms. Janalynn Damian responded that the Board would have to give the Chairman the authority to make that decision. Director Ada stated that he would like to take the next step and authorize the Chairman to approve both Board members and non-airport employee travel. Chairman Untalan added that as long as it is within the budget.

Going back to the disbursement requests, Chairman stated that he would like to minimize the amount of items that he is signing off on, and informed the Board that at the moment he is signing off on items such as retirement, power and water, that these are day-to-day operations expenses. Director Ada announced that there are good points brought up relative to the ratifications and requested that there be a resolution drawn up that is adopted by the Board that says what is required of the Chairman and what can be handled by the Executive Manager.

The Comptroller added that the current Board policy refers to Board approval of contracts, it doesn't actually require Board approval of disbursements. It was a prior controller that went further to apply that to disbursements, that is why the Chairman is signing all of the disbursements and they're being ratified, it wouldn't really require a resolution to get rid of the ratification of disbursements policy, because GIAA is not following the policy, it has been embellished with additional requirements. Director Alcorn inquired as to what are the actual requirements. The Comptroller replied that contracts over \$50,000.00 require Board approval. Director Alcorn inquired anything and everything over \$50,000.00. Ms. Janalynn Damian responded that the Board already approves those contracts anyway when approving procurement items, so there should be no need for further Board approval for disbursement made under contracts that are already Board-approved. The Chairman requested that Legal Counsel look at existing resolutions and if there is a need to pass a new resolution. The Comptroller added for clarification that he felt that a motion wasn't needed as he didn't see anything in prior Board minutes that the ratification of disbursements was even an adopted policy; from his understanding it was an agreement between a former Chairman and former Controller that was implemented as an added control measure and not a Board policy.

After further discussion, on motion duly made by Vice Chair Torres, seconded by Director Tolan, the following resolution was unanimously approved:

**Resolution No. 14-05**

The Board hereby ratifies and approves the expenditures for travel set forth in the Travel Report for FY2013 Fourth Quarter (July – September 2013), and the disbursements over the \$50,000.00 threshold made by GIAA to various vendors during the period of September 13 – October 25, 2013, as presented to the Board.

**6. OLD BUSINESS**

**A. Executive Manager's Report**

The next item on the agenda was the report of the Executive Manager. The Executive Manager reported on various matters concerning airlines and charter operations to include Avia Charters and HIS Tour officials meeting with Airport officials on October 22,



2013 to discuss the commencement of once weekly charter services by Oren Air from Khabarovsk and Vladivostok, Russia. The Inaugural flight for Khabarovsk/Guam is scheduled for November 7, 2013 with an arrival time of 1:40 p.m. and scheduled every Thursdays through March 2014. The inaugural flight for Vladivostok/Guam is scheduled for November 8, 2013 with an arrival time of 12:45 p.m., operating on Fridays through March 2014.

Reporting on financial issues, the Manager informed the Board that the Entrance Audit with Ernest & Young is tentatively scheduled for mid-November, 2013. The Manager also noted that local legislators were invited via the media to hopefully address some of the concerns relative to the Airports financial matters.

Relative to Legislative issues, the Manager reported that a roundtable discussion was held October 23, 2013 at the Legislative Session Hall on the Customs Users Fees which recently increased from \$6.36 to \$8.29 per passenger. The User Fees offsets the rent Customs pay for space in the Terminal and the Integrated Air Cargo Facility.

The Executive Manager made announcements to the Board such as the Veterans Day Event planned for November 8, 2013, where the Families of Guam's Fallen Heroes will be presented the banners now on display in the East Ticket Lobby. A digital presentation on a flat screen will honor Guam's Fallen Brave thereafter.

Lastly, the Manager announced that the Authority hosted the 9<sup>th</sup> Airports Council International Asia-Pacific Small and Immerging Airports Seminar from October 6 – 8, 2013 and ended on a very successful note with delegates rating Guam as a very favorable conference location. The Manager thanked all Board members who attended the Developing Nations training on Airport Finance and to all Board, Management and staff who participated in the conference as part of the committee or attending participants. Director Ada announced that the conference was very educational and the fact that the GIAA is a member of ACI is very good.

At this time Director Tolan presented two (2) certificates of appreciation to the A.B. Won Pat International Airport Authority, Guam:

- For Outstanding Support in Hosting the CIFAL Atlanta – Unitar ACI DNA Seminar October 6 – 8, 2013
- In recognition of Outstanding Support Shown in Organization of the 5<sup>th</sup> ACI Developing Nations Assistance Seminar, "Economics for Small and Regional Airports"

Chairman Untalan announced that he had a few matters for the Board to consider. First regarding the legislative issues, does GIAA still have Senator BJ Cruz pursuing the Legal Counsel fees. The Executive Manager responded that there are two (2) items that GIAA

is responding to, the first being the Attorneys fees, the second being the Customs rent issue. Chairman Untalan inquired if all of the Board is aware of the legal billing issues, and went on to explain that the Airport has spent approximately 1.3 million in legal fees, which the Senator has been looking at. Of the 1.3 million approximately \$900,000.00 is related to the Specialty Retail Concession, which GIAA seeks reimbursement from Lotte Duty Free. The Comptroller confirmed that the Airport was reimbursed approximately \$900,000.00. The Chairman asked that the Executive Manager report on the Customs rent. The Manager replied that the Senator is requesting for lease agreements, and the Authority had to look at any security concerns prior to releasing the requested leases since they are with TSA. The Executive Manager stated that the Airport is working with the attorneys regarding this.

The Chairman asked that the Manager also update the Board regarding the Transit Door otherwise known as Door 202. As customers exit Immigration, rather than going out through Guam Customs, there is a door to the left which is opened up for Transit customers, once opened, it's open to the public. The Executive Manager informed the Board that there are security concerns from law enforcement such as US Customs, TSA, Airport Police and even US Department of Agriculture as customers are not clearing Guam Customs. Discussion followed relative to the concerns of the Transit Door and possible solutions.

The Chairman at this time went back to the ACI Seminar, stating that the brief time that he did attend the conference he thought it was very well conducted, and went on to inquire on the Authority's marketing plan, budget and revenue measures. Discussion followed relative to digital, modern marketing. Director Ada thanked the Airport Management and staff who organized the Conference.

#### **B. Financial Report**

The next item on the agenda was the report of the Comptroller. The Comptroller provided a report to the Board on the Revenues and Expenses of the Authority as of September 30, 2013. Mr. Bordallo reported that year-to-date Total Signatory Revenues are above budgeted revenues by 6.9% and year-to-date Total Concession Revenues and Passenger Facility Charges are above budget estimates by 10.6% and 9.8%, respectively. Further, year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues, are above the budget estimate by 14.2%. Year-to-date Total Operating Revenues Actual of \$65.1M is 9.7% above the budget estimate of \$59.3M. Year-to-date Total Operating Expenses are below budget by -9.8%. The actual year-to-date Net Revenues from Operations of \$28.6M reflects an increase of 51.6% over the year-to-date budgeted amount of \$18.9M. The Authority's year-to-date results for Debt Service Coverage is at 2.06 versus the requirement of 1.25.

**C. Legal Counsel's Report**

No report presented.

**D. Status of Capital Improvement Programs**

Mr. Frank Santos, Business and Financial Consultant presented the UDO analysis and a list of Bond Projects, stating that since the Board approved the Bond project list there have been some changes to account for constructability and grants that the Airport has received. Three projects, namely the International Arrivals Corridor, Phase III seismic upgrades, and Phase IV seismic upgrades, have been combined into one, namely the International Arrival corridor with Building Seismic Upgrades, with the total cost at \$53.9M. Of that amount, \$40.7M will be paid using Bond proceeds. Mr. Santos also reported on the next significant change, to Project number two (2), the Hold Bag Screening Relocation. Twenty Million Dollars in the Bond proceeds were allocated for this project, however because of the \$24M received from TSA, only \$1M will be paid using Bond proceeds. Project number five (5), Integrated Passenger Loading Bridges Replacement, also has a change with \$2M worth of Federal Grants was added, so instead of \$8.2M in Bond proceeds it will now be \$6.2M.

Mr. Santos informed the Board that a line item was added for the costs associated with complying with the Percent for the Arts Law, in the amount of \$639,000.00. The last issue Mr. Santos reported was unencumbered proceeds as a result of the federal grants that were incorporated in the amount of \$16.2M, also called a contingency, so \$5.9M of Airport funds were moved to Bond proceeds.

Discussion followed relative to current and future projects needed, including the painting of the terminal, with Mr. Santos informing the Board that it has not been painted since 2004. Mr. Santos informed the Board that Management requests Board's concurrence with regard to the changes made to the Bond Project List, including combining the Arrivals Corridor with two phases of Seismic Upgrades; Transferring GIAA funds to Bond Proceeds; Providing for the allowance for the Percent for the Arts Law; and lastly to create a line item for the unencumbered proceeds.

On motion duly made by Director Ada, and seconded by Director Tolan, the following resolution was unanimously approved:

**Resolution No. 14-06**

The Board hereby approves the changes made to the Capital Improvement Projects Bond Projects List as presented:

- Combining the International Arrivals Corridor project with the Phase III Seismic Upgrades project and the Phase IV Seismic Upgrades Project;
- Reducing the Bond Proceeds allocation for the Hold Bag Screening Project from \$20M to \$1.169M as a result of \$24.899 in Federal Funding;
- Reducing the Bond Proceeds allocation for the Integrated Passenger Loading Bridges Replacement Project from \$8.2M to \$6.2M because of \$2M in Federal Funding;
- Adding an allowance of \$639,000 for compliance with the Percent for the Arts Law; and
- Creating a line item for Unencumbered Proceeds, which is now at \$16.271M.

Mr. Santos then updated the Board on open AIP Grant projects. With regard to the Instrument Landing System (ILS) Runway 6L, Phase I and II, AIP Project number's 3-66-0001-74 and 3-66-0001-78, Mr. Santos informed the Board that the total project cost is \$9.4M, and the Airport's share is at \$7.3M, thus the funding shortfall is slightly above \$2M. The plan is to recover the shortfall through grant amendments and other FAA grants for FY2014, which also amounts to \$2,092,000.00. Management is requesting that the Board allow the use of the Airport's own funds to fund the shortfall. In the summer of 2014, which is grant season, the FAA will be providing the Airport the amendments to the additional grants. He informed the Board that this is similar to AIP 85 where the Airport was reimbursed the \$2M; that \$2M will be the source of funding for this shortfall.

The second project, Rehabilitate Runway 6L/24R, Phase II and III, AIP Project number's 3-66-0001-84 and 3-66-0001-86, these projects are just starting, there's two (2) phases. The total cost is projected at \$13.2M, current funding sources are slightly above \$8M, and thus the funding shortfall is \$5.2 M. The FAA will equalize that shortfall with a FY2014 grant in the amount of \$4.7M plus the Airport's share. Mr. Santos stated that this is to reserve the funds for certification of funds that are available. The source of these funds is the \$5.9M that was transferred from GIAA funds to Bond proceeds, again he informed the Board it will be reimbursed by the FAA. Management is requesting Board authorization to pre-fund or reserve the money for both projects.

Discussion followed relative to FAA reimbursement timeline. Chairman Untalan reminded the Comptroller of GIAA's cash flow or cash on hand. The Comptroller responded informing the Chairman that the preliminary number for cash on hand based on what he previously provided went from 274 up to 290. Chairman stated that this is a big credit rating issue, how much cash the Airport has on hand to be able to handle operation should a disaster occur.

After further discussion, on motion duly made by Director Tolan, and seconded by Vice Chair Torres, the following resolution was unanimously approved:

**Resolution No. 14-07**

The Board hereby approves the request to fund the shortfall for the Instrument Landing System (ILS) Runway 6L, Phase I and II, AIP Project numbers 3-66-0001-74 and 3-66-0001-78 in the amount of \$2M; and Rehabilitate Runway 6L/24R, Phase II and III, AIP Project number's 3-66-0001-84 and 3-66-0001-86 in the amount of \$5.2M, both to be fully reimbursed mid-2014.

**E. GIAA By-Laws**

Chairman Untalan presented a redraft of GIAA Board By-Laws, and asked that the Board review the draft, which will be presented for Board action at the next regular meeting.

**F. Board Standing Committees**

The Chairman presented a draft of the Board Standing Committees for the Board's review and will be presented for approval at the next regular meeting. He informed the members that a lot of issues have come up recently and he feels that it is very appropriate that the Board start to get involved.

**7. NEW BUSINESS**

No New Business presented.

**8. EXECUTIVE SESSION**

Legal Counsel announced that there will be no Executive Session.

**9. PUBLIC COMMENTS**

The next item on the agenda was Public Comments. Chairman Untalan called upon any public member wishing to make comments. There were none.

**10. ADJOURNMENT**

There being no further business to address before the Board, on motion duly made by Director Ada, seconded by Director Alcorn, unanimously approved, at 5:13 p.m., the meeting was adjourned.

Dated this \_\_\_\_\_, day of \_\_\_\_\_, 20\_\_\_\_.

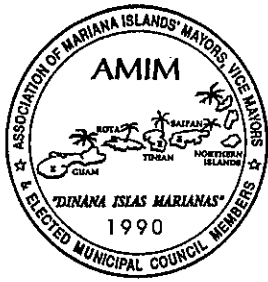
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EDWARD G. UNTALAN  
Chairman

ATTEST:

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Amanda O'Brien-Rios  
Board Secretary



**ASSOCIATION OF MARIANA ISLANDS' MAYORS, VICE MAYORS  
AND ELECTED MUNICIPAL COUNCIL MEMBERS**

*Inetnon Mahot, Segundo Mahot, yan i Manma na Membren Kensehelon i Munisipat siha gi Islas Marianas*

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November 12, 2013

Board of Directors  
A.B. Won Pat International Airport  
P.O. Box 8770  
Tamuning, GU 96931

Dear Board of Directors,

*Buenas Yan Hafa Adai!* Transmitted herewith for your information and file is a copy of Resolution No. 2013-008 "RELATIVE TO REQUESTING GUAM AIRPORT AUTHORITY BOARD OF DIRECTORS TO RE-OPEN THE ANTONIO B. WON PAT GUAM COMMUTER TERMINAL FOR TRAVEL WITHIN THE MARIANAS." adopted by the members of the Association of Mariana Islands Mayors, Vice Mayors & Elected Municipal Council Members (AMIM). .

Thank you for your attention regarding this matter. If you should have any questions or comments relative to the above resolution, please do not hesitate to call me.

*Senseramente,*



ANGEL R. SABLAN  
Executive Director

Attachment

cc: File/Chrono





Resolution No.  
Introduced By:

**AMIM 2013-008**  
Mayor Ramon Dela Cruz  
Mayor Vicente Taitague  
Councilman George Hocog  
Mayor Robert Hofmann  
Councilman Antonio SN Borja

**Committee on Economic Development**

**RELATIVE TO REQUESTING GUAM AIRPORT AUTHORITY BOARD OF DIRECTORS TO RE-OPEN THE ANTONIO B. WONPAT GUAM COMMUTER TERMINAL FOR TRAVEL WITHIN THE MARIANAS.**

**BE IT RESOLVED BY THE AMIM 20<sup>th</sup> GENERAL ASSEMBLY:**

**WHEREAS**, we feel that the re-establishment of the commuter terminal will help increase travel and reduce the wait times associated with security clearances; and

**WHEREAS**, the AMIM fully supports and request the Guam Economic Development and Commerce Authority to revisit Guam Public Law 24-254 introduced and signed into law on August 3, 1998 "An Act to Add Chapter 80 to Title 12 of Guam Code Annotated, relative to establishing economic incentives to enhance and improve Guam's Local Commuter Air Services" which will open the doors to future public-private partnerships in the local commuter airline industry; and

**WHEREAS**, in these times of economic changes, it is vital that air service be maintained between the various islands of our ocean homes, in order to strengthen regional interaction and economic benefits; and

**WHEREAS**, the demise of the other commuter carriers that have started and later shut down were, for the most part, caused by relatively high fees and charges commuter carriers have to pay to airport authorities and Government agencies.

**WHEREAS**, the AMIM finds that since 1961 Guam has had approximately eighteen (18) commuter air service providers serving Guam and the Commonwealth of the Northern Marianas Islands.

At the present time, the only local commuter air service that remains in operation is Aviation Services Ltd., dba Freedom Air and this commuter air service provider has expanded its operation within the tourism industry, surveys and enforcement flights for the Division of Aquatic and Wildlife Resources, and private and government photograph and mapping flights.

It is the intent of the association to promote and enhance local entrepreneurship within the commuter air service industry by providing government tax exemptions and incentives; and

**WHEREAS**, the association further finds that through these tax breaks and incentives it will stimulate regional travel, enhanced local imports and export activities in agriculture, aquaculture, and other economic activities beneficial to the people of Guam and the CNMI; and

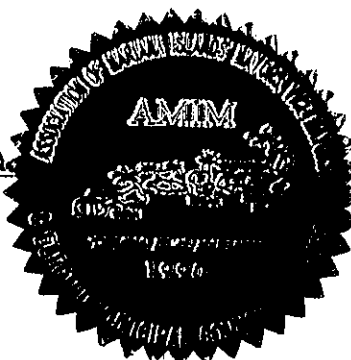
**WHEREAS**, the current rules and regulations make it difficult and not attractive to residents of Guam or the CNMI to travel inter-island because of the high cost of airport user fees, taxes, customs fees and security fees; now therefore be it

**RESOLVED**, that the AMIM President certified to and the AMIM Secretary attest to the adoption hereof and that copies of the same be transmitted to the Board of Directors of the Guam International Airport Authority, and to the Speaker of I Mina Trenta Dos Na Liheslaturan Guahan, the President of the CNMI Senate, the Speaker of the CNMI House of Representatives, and the Governors of Guam and the CNMI and other agencies

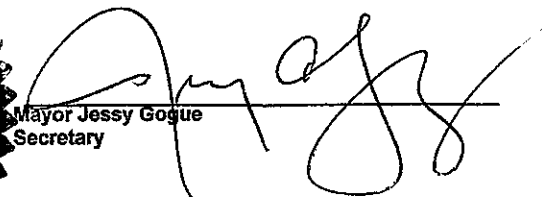
**DULY AND REGULARLY ADOPTED BY THE AMIM TWENTIETH GENERAL ASSEMBLY ON THE  
8<sup>TH</sup> DAY OF NOVEMBER, IN GUAM**

Certified By:

  
Mayor Melchor Mendiola  
President



Attested By:

  
Mayor Jessie Gogue  
Secretary





## GIAA Program Status and UDO Analysis on Open AIP Grants

FY	Loc ID	Description	Grant #	Grant Amount	Balance as of 10/31/13	UDO	Balance as of 11/27/13	UDO	Comments
2009	GUM	Improve Airport Utility Infrastructure (Electrical System) - Phase 1	3-66-0001-65	\$7,000,000	\$92,298	1%	\$38,983	1%	
2009	GUM	Conduct Airport Master Plan Study Update	3-66-0001-66	\$700,000	\$51,578	7%	\$51,578	7%	
2009	GUM	Extend Runway 6L/24R - Phase 5	3-66-0001-67	\$744,647	\$0	0%	\$0	0%	FCO
2009	GUM	Rehabilitate Runway 6L/24R	3-66-0001-68	\$4,807,180	\$0	0%	\$0	0%	FCO
2009	GUM	Noise Mitigation Measures for Residences w/n 65-69 DNL - Phase 5	3-66-0001-69	\$2,000,000	\$618,011	31%	\$265,801	13%	
2009	GUM	Extend Runway 6L/24R - Phase 7	3-66-0001-70	\$3,294,390	\$0	0%	\$0	0%	FCO
		<i>Amendment No. 1 to AIP 70</i>	3-66-0001-70	\$494,158	\$0	0%	\$0	0%	FCO
2009	GUM	Complete Construction of Parallel Taxiway - Phase 2	3-66-0001-71	\$3,005,610	\$0	0%	\$0	0%	FCO
		<i>Amendment No. 1 to AIP 71</i>	3-66-0001-71	\$450,842	\$0	0%	\$0	0%	FCO
			<b>Sub Total:</b>	<b>\$22,496,827</b>	<b>\$761,887</b>	<b>3%</b>	<b>\$356,362</b>	<b>2%</b>	
2010	GUM	Extend Runway 6L/24R - Phase 8	3-66-0001-72	\$4,000,000	\$0	0%	\$0	0%	FCO
		<i>Amendment No. 1 to AIP 72</i>	3-66-0001-72	\$600,000	\$0	0%	\$0	0%	FCO
2010	GUM	Rehabilitate Runway 6L/24R - Phase 1 (Design only)	3-66-0001-73	\$1,500,000	\$119,105	8%	\$119,105	8%	
2010	GUM	Install Instrument Landing System (ILS) Runway 6L - Phase 1	3-66-0001-74	\$2,172,362	\$0	0%	\$0	0%	
2010	GUM	Noise Mitigation Measures for Residences w/n 65-69 DNL - Phase 6	3-66-0001-75	\$2,000,000	\$1,884,036	94%	\$1,870,978	94%	
2010	GUM	Improve Airport Utility Infrastructure (Sewer & Storm Water Drainage) - Phase 1 (Design only)	3-66-0001-76	\$1,550,000	\$1,094,665	71%	\$969,709	63%	
2010	GUM	Collect Airport Data for the Airports Geographic Information System (AGIS)	3-66-0001-77	\$675,000	\$0	0%	\$0	0%	
2010	GUM	Install Instrument Landing System (ILS) Runway 6L - Phase 2	3-66-0001-78	\$4,827,638	\$771,336	16%	\$1	0%	
2010	GUM	Conduct Environmental Assessment for Sewer and Storm water Drainage	3-66-0001-79	\$700,000	\$422,184	60%	\$422,184	60%	
			<b>Sub Total:</b>	<b>\$18,025,000</b>	<b>\$4,291,326</b>	<b>24%</b>	<b>\$3,381,977</b>	<b>19%</b>	



## GIAA Program Status and UDO Analysis on Open AIP Grants

FY	Loc ID	Description	Grant #	Grant Amount	Balance as of 10/31/13	UDO	Balance as of 11/27/13	UDO	Comments
2011	GUM	Extend Runway 6L/24R - Phase 9	3-66-0001-80	\$1,975,678	\$0	0%	\$0	0%	FCO
2011	GUM	Miscellaneous Airport Improvements - Phase 3	3-66-0001-81	\$2,304,801	\$2,222,129	96%	\$2,222,129	96%	
2011	GUM	Miscellaneous Airport Improvements - Phase 4	3-66-0001-82	\$1,400,000	\$1,322,609	94%	\$1,322,609	94%	
			<b>Sub Total:</b>	<b>\$5,680,479</b>	<b>\$3,544,738</b>	<b>62%</b>	<b>\$3,544,738</b>	<b>62%</b>	
2012	GUM	Extend Runway 6L/24R - Phase 10	3-66-0001-83	\$2,000,000	\$0	0%	\$0	0%	FCO
2012	GUM	Rehabilitate Runway 6L/24R - Phase 2	3-66-0001-84	\$5,441,024	\$4,416,154	81%	\$4,268,244	78%	
			<b>Sub Total:</b>	<b>\$7,441,024</b>	<b>\$4,416,154</b>	<b>59%</b>	<b>\$4,268,244</b>	<b>57%</b>	
2013	GUM	Extend Runway 06L/24R - Phase XI	3-66-0001-85	\$2,005,605	\$2,005,605	100%	\$0	0%	
2013	GUM	Rehabilitate Runway 06/24R - Phase 3	3-66-0001-86	\$1,876,981	\$1,876,981	100%	\$1,844,663	98%	
2013	GUM	Acquire one (1) 3,000-gallon Aircraft Rescue & Fire Fighting (ARFF) Vehicle	3-66-0001-87	\$1,017,000	\$1,017,000	100%	\$1,017,000	100%	
2013	GUM	Update Airport Master Plan Study	3-66-0001-88	\$500,000	\$500,000	100%	\$234,072	47%	
			<b>Sub Total:</b>	<b>\$5,399,586</b>	<b>\$5,399,586</b>	<b>100%</b>	<b>\$3,095,735</b>	<b>57%</b>	
			<b>GRAND TOTAL:</b>	<b>\$59,042,916</b>	<b>\$18,413,691</b>	<b>31%</b>	<b>\$14,647,056</b>	<b>25%</b>	

**A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM  
CAPITAL IMPROVEMENT PROJECTS**

PROJECT TITLE		TOTAL PROJECT COST	FEDERAL GRANTS	GIAA FUNDS	BOND PROCEEDS	PURPOSE/COMMENTS	EST. START DATE	EST. END DATE
<b>PRIORITY 1</b>								
1	International Arrivals Corridor with Building Seismic Upgrades	\$53,900,000	\$13,200,000		\$40,700,000	Permanent solution to TSA mandate. 3rd level corridor for arrivals only with vertical circulation from gate groups. Must include seismic upgrades.	13-Oct	16-Sep
2	Hold Bag Screening Relocation	\$26,069,263	\$24,899,330		\$1,169,933	In-line bag screening with BHS. Check in capacity restored. Reduced costs for TSA and airlines.	13-Oct	14-Sep
3	SSCP Improvements	\$3,100,000			\$3,100,000	Increase security screening lanes and expand queueing area.	13-Dec	14-Dec
4	FIDS Replacement	\$5,000,000			\$5,000,000	Replace obsolete and non-reliable system with multimedia multipurpose software/hardware.	13-Dec	14-Oct
5	Integrated PLB Replacement	\$8,200,000	\$2,000,000		\$6,200,000	Replace 5 aged loading bridges and 34 power and pre-conditioned air point of use units.	13-Oct	14-Jun
6	Common Use Check-In Facilities	\$2,800,000			\$2,800,000	Single airline check-in program with counter modifications and expanded use of kiosks. Avoids expanded building footprint.	13-Dec	15-Mar
7	Fuel System Improvements	\$1,000,000			\$1,000,000	Improve fire suppression system and connections.	13-Nov	14-Jun
8	Parking Expansion	\$7,400,000			\$7,400,000	Single level parking deck over commercial vehicle area to replace capacity loss from expanded access road. Improves passenger service.	14-Jan	15-Jan
9	Interisland Passenger Facility	\$3,000,000			\$3,000,000	Separate processing facility for domestic Interisland operations. No CBP and minimal TSA inspections.	14-Feb	15-Aug
10	ARFF Facility Replacement	\$11,600,000	\$10,440,000		\$1,160,000	Replace aged Navy structure with code compliant facility meeting FAA standards.	13-Nov	15-Jun
11	Cargo Apron Relocation	\$7,700,000	\$6,930,000		\$770,000	New cargo only apron adjacent to integrated air cargo facility. Hydrant fuel capability.	14-Jan	16-Jan
12	Replace Terminal Seating	\$3,500,000			\$3,500,000	Replace dilapidated seating and expand additional seating to other terminal areas.	13-Nov	14-Aug
<b>SUB TOTALS</b>		<b>\$133,269,263</b>	<b>\$57,469,330</b>	<b>\$0</b>	<b>\$75,799,933</b>			

**A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM  
CAPITAL IMPROVEMENT PROJECTS**

PROJECT TITLE		TOTAL PROJECT COST	FEDERAL GRANTS	GIAA FUNDS	BOND PROCEEDS	PURPOSE/COMMENTS	EST. START DATE	EST. END DATE
<i>PRIORITY 2</i>								
13	Access Control and Security Improvements	\$4,000,000			\$4,000,000	Replace security access control system with biometric system. Facility modifications as security solutions.	14-Mar	16-Jun
14	Terminal Flooring Replacement	\$2,700,000			\$2,700,000	Replace deteriorating tile surface with durable non-skid material with longer life cycle.	14-Mar	15-Mar
15	Upgrade Airport IT and FMS	\$2,000,000			\$2,000,000	Upgrade financial management system, add facility management GIS and improve infrastructure.	14-Jan	14-Sep
16	Route 10A Landscape Component	\$1,700,000			\$1,700,000	Incorporate landscaping mediums consistent with DPW project to expand the Route 10A access roadways.	14-Jun	16-Jun
17	Enclose Arrival Tunnels	\$1,200,000			\$1,200,000	Increase arrivals lobby area through enclosing arrival tunnel with climate control. Adds commercial areas.	14-Jun	15-Dec
18	Replace Conveyance Systems	\$2,600,000			\$2,600,000	Replace with energy efficient equipment. Includes elevators, escalators and moving walks.	13-Dec	15-Mar
19	Strengthen and Expand Curbside Canopies	\$2,800,000			\$2,800,000	Expand departures curbside canopies for extended weather protection and security reinforcement.	14-Apr	15-Aug
20	1% Arts Program	\$639,000			\$639,000			
21	Unencumbered Proceeds	\$16,271,067			\$16,271,067			
SUB TOTALS		\$33,910,067	\$0	\$0	\$33,910,067			
TOTALS		\$167,179,330	\$57,469,330	\$0	\$109,710,000			

October 31, 2013

**MEMORANDUM**

**TO:** Board of Directors

**FROM:** Chairman of the Board

**SUBJECT:** Revised Board Standing Committees

As provided by the GIAA Board of Directors By-Laws, Standing Committees chaired by the members of the Board were established based on experience and work load. The following are suggested committees and their respective Board members:

- |                                     |                   |
|-------------------------------------|-------------------|
| 1. Finance/Strategic Planning       | Edward G. Untalan |
| 2. Operations/IT                    | Jess Q. Torres    |
| 3. Capital Projects                 | Martin J. Gerber  |
| 4. Tenant Relations/Marketing       | Lucy M. Alcorn    |
| 5. Personnel/Policies & Procedures  | Linda A. Tolan    |
| 6. Air Service/Property Development | P. Sonny Ada      |
| 7. Legal/Legislation/Regulatory     | Open              |

I will be available should you have any questions or wish to discuss further.

Edward G. Untalan

cc: EM  
DEM  
Division Heads  
Legal Counsel

AMENDED AND RESTATED BYLAWS OF THE  
ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM

Article I – Name, Purpose, Powers

- Section 1. The name of this organization shall be the Antonio B. Won Pat International Airport Authority, Guam, a public corporation and autonomous instrumentality of the Government of Guam hereinafter referred to as the “Authority”, created under Title 12, Guam Code Annotated (“G.C.A.”) § 1101 *et seq*, as may be amended from time to time (“Enabling Legislation”).
- Section 2. The purpose of the Authority is to acquire, construct, reconstruct, purchase, extend, improve, better operate and maintain airports and related facilities for civil aviation purposes on Guam and such other purposes as shall be set forth in the Enabling Legislation.
- Section 3. The powers of the Authority are specified in the Enabling Legislation.

Article II – Board of Directors

- Section 1. The Board of Directors of the Authority, hereinafter referred to as the “Board”, shall consist of seven (7) members, who shall be nominated and appointed by the Governor, by and with the advice and consent of the Legislature. The composition of the Board shall conform to Guam law, including, without limitation conformance to the requirements of 4 G.C.A. § 2105, that the Board shall be composed of at least two (2) members from each gender. All powers vested in the Authority shall be exercised by the Board, except as provided in the Enabling Legislation. Four (4) Directors shall constitute a quorum of the Board for the transaction of business. Terms of office are as specified in the Enabling Legislation.

Article III – Officers

- Section 1. The Board shall elect a Chairman, Vice Chairman, and Secretary from among its members. Other officers appointed by the Board, who shall not be members of

the Board, shall be the Executive Manager, [Treasurer, Comptroller, Corresponding Secretary, [FHB1]and Attorney, all of whom shall serve at the pleasure of the Board ~~and shall be non-voting officers~~. For the Treasurer, Comptroller and [Attorney[FHB2], the Board may also appoint one (1) assistant to any such office, any of said offices may be consolidated into one (1) person, and their qualifications, duties and compensation shall be fixed by the Board.

Section 2. The Chairman shall preside at all meetings of the Board. Subject to confirmation by the Board, the Chairman shall appoint members to all Standing Committees and Special Committees and designate the chairman thereof. The Chairman shall perform such other necessary and reasonable responsibilities as pertain to the office of the Chairman. The Chairman may elect to be an official Authority representative of the Airport Council International (ACI), and if he so desires, may be an associate member of the American Association of Airport Executives (AAAE).

Section 3. The Vice Chairman shall assume the duties and responsibilities of the Chairman in his absence.

Section 4. The Secretary shall direct the maintenance of the records of the Board and the preparation of the minutes of the meetings of the Board. The Secretary shall certify passage of resolutions of the Board and shall have such other duties as may be assigned to him/her by the Board.

Section 5. The Executive Manager shall be the chief executive officer of the Authority and shall report to the Board. The Executive Manager shall serve at the pleasure of the Board, which shall fix his/her compensation. The Executive Manager shall have full charge and control of the operations and maintenance of the airports controlled by the Authority, and of the construction of any airports, facilities, runways, taxiways and other necessary works controlled by, or required to be constructed or repaired by the Authority. The powers of the Executive Manager are specified in the Enabling Legislation.

Section 6. The Treasurer shall have custody of all monies of the Authority, and shall pay out such money only in accordance with the directions of the Board or as provided by

the Enabling Legislation. The Treasurer shall serve at the pleasure of the Board, which shall fix his/her compensation.

Section 7. The Comptroller shall render to the Board, whenever required by the Board, an account of all of the transactions as Comptroller and of the financial condition of the Authority. The Comptroller shall also work cooperatively with the Executive Manager in ensuring the Authority operates within the annual budget approved by the Board. The Comptroller shall serve at the pleasure of the Board, which shall fix his/her compensation.

Section 7. The Corresponding Secretary shall not be a member of the Board and shall maintain all records and minutes of the Board. The Corresponding Secretary shall prepare minutes of the Board for presentation by the Secretary to the Board. The Corresponding Secretary shall ensure that the minutes of the Board are made available for public inspection as may be required by Guam law. The Corresponding Secretary may attest to the passage of resolutions of the Board. The Corresponding Secretary shall serve at the pleasure of the Board, ~~which shall fix his/her compensation.~~

Section 7. The Attorney, who must be admitted to the practice of law in Guam, shall advise the Board and the Executive Manager of all legal matters to which the Authority is a party or in which the Authority is legally interested. The Attorney may represent the Authority in connection with legal matters before the Legislature, boards and other agencies of Guam or the United States. The Attorney shall represent the Authority in litigation concerning the affairs of the Authority. The Board may hire or contract an individual and/or a legal firm, as the needs of the Authority may require. The Attorney shall serve at the pleasure of the Board, which shall fix his/her/its compensation accordingly.

#### Article IV – Meetings

Section 1. The regular meetings of the Board shall be held at least once each month. Said meetings shall be held in the Terminal Conference Room in the Antonio B. Won Pat International Airport Air Terminal, or any other location designated by the



Chairman, after due notice to the public pursuant to 5 G.C.A. § 8101 *et seq* (the “Open Government Law”).

Section 2. Special Meetings of the Board may be held pursuant to the Open Government Law as the business of the Authority may demand. Such Special Meetings shall be called by the Chairman of the Board in coordination with the Executive Manager upon request by any three (3) members of the Board.

Section 3. Compensation of Board members for attendance at any meeting shall be as prescribed in the Enabling Legislation or other applicable Guam law.

Section 4. Notice of any meeting of the Board shall be given by the Chairman through the Executive Manager, who shall notify all Board members and others whose attendance is required. Such notification shall conform to the requirements of the Open Government Law. The Executive Manager, in coordination with the Chairman, shall send a formal written agenda to all Board members and others, as necessary, normally during the notification prescribed above.

Section 5. Every meeting of the Board shall be open and public as required by the Open Government Law. The public notice requirements for regular and special meetings are prescribed in the Open Government Law. Executive sessions shall be held pursuant to the Open Government Law.

Section 6. Attendance shall be taken at every meeting and the minutes shall indicate which Board members are present. If a Board member is not present, his or her absence shall be noted in the minutes with a notation as whether the absence is excused or unexcused. A Board member’s absence shall be unexcused if no prior notice regarding the absence is given to the Chairman, Secretary, or Corresponding Secretary.

Section 67. The order of business at Board meetings shall be as follows:

1. Call to Order and Attendance
2. Approval of Agenda
3. Approval of Minutes of Preceding Meeting(s)
4. Correspondence
5. Old Business
6. New business

7. Report of Executive Manager
8. Report of the Comptroller
9. Executive Session
10. Public comment(s)
11. Adjournment

#### Article V – Rules of Order

- Section 1. The rules contained in Roberts Rules of Order, as may be revised from time to time, shall govern Board meetings in all cases to which they are applicable, and in which they are not inconsistent with these Bylaws of the Board or applicable law.
- Section 2. The Chairman will vote only when his/her vote will affect the result (tie vote or whenever his vote in the negative will make a tie). All questions shall be voted by *viva voce* vote unless a roll call shall be called for by the Chairman or any member of the Board. A member of the Board must be present in order to vote on any issue coming before the Board.

#### Article VI - Committees

- Section 1. Standing Committees of members of the Board shall be established as deemed prudent based on experience and work load. The duties and responsibilities of any standing committee shall be established by the Board. Special Committees may be established from time to time as deemed necessary by the Board.

#### Article VII – Seal

- Section 1. There shall be a seal for the Authority which seal shall be kept by the Secretary of the Board, for use on legal documents requiring the Seal, and for such other uses as may be prescribed by the Board.

#### Article VIII – Adoption and Amendments

- Section 1. These Bylaws shall become effective when adopted by the vote of a majority of the members of the Board of Directors and may be amended, altered, changed,

supplemented or repealed only upon notice to and by the vote of a majority of the members of the Board of Directors.

Article IX – Conformance to Guam law

Section 1. To the extent any provision of these Bylaws conflict with Guam law then in effect, the provisions of Guam law shall apply.

**DULY AND REGULARLY ADOPTED BY THE BOARD OF DIRECTORS OF THE  
ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM AT THE  
\_\_\_\_\_ REGULAR BOARD MEETING.**

\_\_\_\_\_  
**EDWARD G. UNATALAN, Chairman**

\_\_\_\_\_  
**JESUS Q. TORRES, Vice Chairman**

\_\_\_\_\_  
**LUCY ALCORN**

\_\_\_\_\_  
**MARTIN GERBER**

\_\_\_\_\_  
**ROSALINDA A. TOLAN**

\_\_\_\_\_  
**PEDRO P. ADA III**

**ATTEST:**

\_\_\_\_\_  
**AMANDA RIOS, Corresponding Secretary**

**ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM  
BOARD OF DIRECTORS RESOLUTION NO. 14-\_\_\_\_**

**RELATIVE TO GRANTING AUTHORITY TO THE EXECUTIVE MANAGER TO PAY  
EXPENSES FOR THE DAY-TO-DAY OPERATIONS OF THE AIRPORT**

**WHEREAS**, the ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM's ("GIAA" or the "Authority") enabling statute (codified at 12 G.C.A. § 1101 et seq.) provides that the Executive Manager "shall have full charge and control of the operations and maintenance of the airports controlled by the Authority" (12 G.C.A. § 1107(a)); and

**WHEREAS**, GIAA's enabling statute further provides that the powers of the Executive Manager include "keep[ing] the Board advised on the needs of the Authority and approv[ing] demands for payment of obligations within the purposes and amounts authorized by the Board" (12 G.C.A. § 1107(b)(3)); and

**WHEREAS**, current protocols provide that all disbursements of GIAA funds are subject to dual authorizing signatures – one authorized signatory from the Accounting Department (either the Comptroller or Assistant Comptroller) and one authorized signatory from the Administration Department (either the Executive Manager, Deputy Executive Manager, or Airport Services Manager); and

**WHEREAS**, the expenses relating to the day-to-day operations of the Authority are included in the Report of the Comptroller provided to the Board of Directors at every monthly Board of Directors meeting; and

**WHEREAS**, in light of the controls and procedures already in place, the monthly reporting to the Board of Directors by the Comptroller, and the need for the Executive Manager to pay the day-to-day operating expenses of the Authority without waiting for Board approval or obtaining Board ratification, the Board of Directors has determined that it is prudent to give the Executive Manager the authority to pay the day-to-day operating expenses of the Authority without further Board approval, including, without limitation, monthly utility expenses and the Authority's share of contributions to the Government of Guam Retirement Fund.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Directors of GIAA hereby authorizes the Executive Manager to pay all expenses relating to the day-to-day operations of the Authority without further Board approval, including, without limitation, monthly utility expenses and the Authority's share of contributions to the Government of Guam Retirement Fund.

**DULY AND REGULARLY ADOPTED BY THE BOARD OF DIRECTORS OF THE  
ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM AT THE  
NOVEMBER 27, 2013 REGULAR BOARD MEETING.**

\_\_\_\_\_  
**EDWARD G. UNTALAN, Chairman**

\_\_\_\_\_  
**JESUS Q. TORRES, Vice Chairman**

\_\_\_\_\_  
**MARTIN GERBER**

\_\_\_\_\_  
**LUCY ALCORN**

\_\_\_\_\_  
**ROSALINDA A. TOLAN**

\_\_\_\_\_  
**PEDRO P. ADA III**

**ATTEST:**

\_\_\_\_\_  
**AMANDA RIOS, Corresponding Secretary**

**ANTONIO B. WON PAT  
INTERNATIONAL AIRPORT AUTHORITY, GUAM  
BOARD OF DIRECTORS  
EXECUTIVE SUMMARY**

**INVITATION FOR BID  
RENTAL OF TRASH BINS/CONTAINERS AND PICK-UP SERVICES  
IFB NO. GIAA-002-FY14**

November 27, 2013

**Purpose**

Board action is requested to approve the contract award for the Rental of Trash Bins/Containers and Pick-up Services under the Invitation For Bid No. GIAA-002-FY14.

**Background**

The Invitation For Bid was issued to provide rental of trash bins/containers and pick-up services in the Main Terminal Building, inclusive of all labor, materials, supplies and equipment necessary to perform the services. The scope of work covers exterior (public and secured) areas of Main Terminal Building for the period of three (3) years with option for additional one-year renewal period, not to exceed a total contract term of five (5) years.

**Procurement Background**

The solicitation announcement was advertised in the Pacific Daily News & Marianas Variety for the month of November 2013. A pre-bid conference was held on November 15, 2013 at the Terminal Conference Room. The bid submission deadline and bid opening took place at the Terminal Conference Room on November 22, 2013 at 2:00 p.m.

Four (4) firms/individuals acknowledged receipt of the bid package and four (4) firms submitted bids before the bid submission deadline. The bid submittals were opened in the presence of the bidders and several GIAA representatives. Each bid offers were read aloud by the Supply Management Administrator and tabulated by a Procurement staff.

The results of the bid in the order they were opened are as follows:

<b>Bidders</b>	<b>Bid Item No.1</b>		<b>Bid Item No.2</b>		<b>Bid Item No.3</b>		<b>Bid Item No.4</b>	
	<b>Pick-up Service</b>	<b>Tipping Fees</b>	<b>Pick-up Service</b>	<b>Tipping Fees</b>	<b>Pick-up Service</b>	<b>Tipping Fees</b>	<b>Pick-up Service</b>	<b>Tipping Fees</b>
Guahan Waste Control	\$3,780.00	\$7,020.00	\$4,440.00	\$18,720.00	\$6,780.00	\$0	no bid	no bid
Morrico Equip. LLC	no bid	no bid	no bid	no bid	\$7,800.00	\$0	\$85,800.00	included
Pacific Waste Systems	\$6,685.90	\$7,378.06	\$5,943.02	\$6,558.36	\$7,476.12	\$0	\$33,613.10	\$44,268.96
HCP Inc. dba: Lagu Sanitation	\$9,180.00	included	\$20,640.00	included	\$6,500.00	\$0	\$98,280.00	included

**Legal Review**

Upon approval the successful bidder, the bid award will be processed through issuance of a Purchase Order in conformance with the Government of Guam Procurement Regulations.

**Financial Review**

The lowest responsive, responsible bid amount for this project is:

Item and Size	Awarded to:	Annual Contract
<b>Item1: 3-cu.yd.Bin</b>	<b>Lagu Sanitation</b>	<b>\$9,180.00</b>
<b>Item2: 4-cu.yd Bin</b>	<b>Pacific Waste Systems</b>	<b>\$12,501.38</b>
<b>Item3: 10-cu.yd.Bin</b>	<b>Lagu Sanitation</b>	<b>\$6,500.00</b>
<b>Item4: 24 cu.yd.Bin</b>	<b>Pacific Waste Systems</b>	<b>\$77,882.06</b>

Funding for this contract was appropriated in the O&M Budget.

**Recommendation**

Management moves that the Board authorize the contract award bid item 1 & 3 of **\$15,680.00** to **HCP Inc. dba: Lagu Sanitation** and bid item 2 & 4 of **\$90,383.44** to **Pacific Waste Systems** who has been determined to have met the standards of responsibility and responsiveness outlined in Guam Procurement Regulations.



November 25, 2010

**MEMORANDUM**

TO: Charles H. Ada II, Executive Manager

FROM: Franklin P. Taitano, Supply Management Administrator

SUBJECT: **Evaluation and Recommendation - Invitation For Bid**  
*Rental of Trash Bins/Containers and Pick-up Services, IFB no. GIAA-002-FY14*

The above referenced Invitation For Bid is to solicit qualified firms to provide trash bins/containers and pick-up services at the Main Terminal Building and other facilities of the GIAA. The contract term for this bid is for a period of three (3) years and may be renewed annually at GIAA's sole option for additional one-year periods, not to exceed the total contract term of five (5) years.

The public announcement to solicit bids for the above project was advertised in the local newspaper for the month of November 2013. A pre-bid conference was held on November 15, 2013. The bid opening took place on November 22, 2013 at 2:00 p.m. at the Terminal Conference Room.

Four (4) firms acknowledged receipt of the bid package and four (4) firms have submitted bids before the submission deadline. The bid submittals were opened in the presence of the bidders and several GIAA representatives. Each bid offer was read aloud by the Supply Management Administrator and tabulated by a Procurement staff.

**Bid Analysis and Evaluation:**

The results of the price bid submittal is as follows:

Bidders	Bid Item No.1		Bid Item No.2		Bid Item No.3		Bid Item No.4	
	Pick-up Service	Tipping Fees	Pick-up Service	Tipping Fees	Pick-up Service	Tipping Fees	Pick-up Service	Tipping Fees
Guahan Waste Control	\$3,780.00	\$7,020.00	\$4,440.00	\$18,720.00	\$6,780.00	\$0	no bid	no bid
Morrico Equip. LLC	no bid	no bid	no bid	no bid	\$7,800.00	\$0	\$85,800.00	included
Pacific Waste Systems	\$6,685.90	\$7,378.06	\$5,943.02	\$6,558.36	\$7,476.12	\$0	\$33,613.10	\$44,268.96
HCP Inc. dba: Lagu Sanitation	\$9,180.00	included	\$20,640.00	included	\$6,500.00	\$0	\$98,280.00	included



The following analysis is based on our review of the bid documents submitted by each firm:

*Guahan Waste Control:* All the required documents were complete and in conformance with the Invitation For Bid. Also, bidder met the minimum specifications and is determined to be a responsive bidder.

*Morrico Equipment LLC:* All the required documents were complete and in conformance with the Invitation For Bid. Also, bidder met the minimum specifications and is determined to be a responsive bidder.

*Pacific Waste Systems:* All the required documents were complete and in conformance with the Invitation For Bid. Also, bidder met the minimum specifications and is determined to be a responsive bidder.

*HCP Inc. dba: Lagu Sanitation:* All the required documents were complete and in conformance with the Invitation For Bid. Also, bidder met the minimum specifications and is determined to be a responsive bidder.

**Recommendation:**

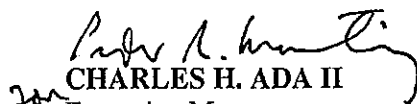
Pursuant to the guidelines in Item 8.A of the Instruction to Bidders, the award of contract will be awarded, as soon as possible to the lowest responsible, responsive bidder per item, provided his bid is reasonable and in the best interest of the GIAA to accept it.

**Pacific Waste Systems and HCP Inc. dba: Lagu Sanitation** have been determined to have met the standards of responsibility and responsiveness outlined in the Guam Procurement Regulations. Therefore, it is recommended that the contract awards be made according to the following:


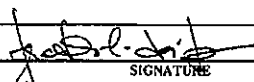
Item and Size	Awarded to:	Annual Contract
Item1: 3-cu.yd.Bin	Lagu Sanitation	\$9,180.00
Item2: 4-cu.yd Bin	Pacific Waste Systems	\$12,501.38
Item3: 10-cu.yd.Bin	Lagu Sanitation	\$6,500.00
Item4: 24 cu.yd.Bin	Pacific Waste Systems	\$77,882.06

Should you have any questions or need to discuss further, I am available at your request.

**APPROVED:**

  
**CHARLES H. ADA II**  
Executive Manager

cc: Acctg/Proc/ATM/P&F

INVITATION NUMBER: GIAA-002-FY14		 <div style="text-align: center;">             Antonio B. Won Pat              International Airport Authority, Guam  <b>BID ABSTRACT</b> </div>								Page <u>1</u> of <u>1</u> pages No. of Invitation Issued: <u>4</u> No. of Bids Received: <u>4</u>				
RENTAL OF TRASH BIN/CONTAINERS AND PICK-UP SERVICES										Opening Date: 22-Nov-13 Opening Time: 2:00 P.M.				
DESCRIPTION OF SUPPLIES OR SERVICES:														
BIDDER'S NAME	Special Reminder to Prospective Bidders	BID SECURITY CC - Cashiers Check LOC - Letter of Credit BB - Bid Bond	Disclosure of Major Shareholders	Non-Collusion Affidavit	Non-Gratuity Affidavit	Standard DOT Assurance	Business License Copy	ADDENDUM A	BID ITEM NO. 1	BID ITEM NO. 2	BID ITEM NO. 3	BID ITEM NO. 4		
1 <i>Guanahan Waste Control Inc. dba: M.R. Rubbychuan</i>	✓	CC # 910934 \$6,311. -	✓	✓	✓	✓	✓	✓	#10,800. -	#23,160. - <del>#15,800. -</del>	\$6,780. -	No bid		
2 <i>Morrico Equipment, LLC</i>	✓	BB # BDGUM 20131016 15%	✓	✓	✓	✓	✓	✓	No bid	No bid	\$7,800. -	\$85,800. -		
3 <i>Pacific Waste Systems, LLC</i>	✓	BB # CK 1003161BB13 \$22,500. -	✓	✓	✓	✓	✓	3yr. base ✓ Annual base	\$42,192.18	37,504.16	\$22,428.34	\$233,646.18		
4 <i>HCP Inc. dba: LAGU Sanitation</i>	✓	BB # KIC 13282B 15%	✓	✓	✓	✓	✓	✓	\$9,180. -	\$20,640. -	\$6,500. -	\$98,280. -		
5														
6														
7														
8														
9														
10														
I hereby certify that all bids received in response to this invitation were opened under my personal supervision, and that the names of all bidders have been entered hereon.										BASIS FOR AWARD:				
TABULATED BY:  SIGNATURE										11/22/13 1 \ LOWEST RESPONSIVE BIDDER 1 \ HIGHEST RESPONSIVE BIDDER 1 \ OTHER AWARD			1 \ TIE BID 1 \ COMBINED TOTAL 1 \ ITEM PER ITEM	



## **Executive Manager's Report GIAA Board of Directors Meeting November 27, 2013**

### **AIRLINE ISSUES**

#### **Oren Air Charters**

Avia Charters and HIS Tour officials met with Airport officials on October 22, 2013 to discuss the commencement of once weekly charter services by Oren Air from Khabarovsk and Vladivostok, Russia. The inaugural flight for Khabarovsk/Guam took place on November 7, 2013 with an arrival time of 1:40 pm and departure at 3:00 pm, and is scheduled every Thursday through March 2014. The inaugural flight for Vladivostok/Guam was scheduled for November 8, 2013 with an arrival time of 12:45 pm and departure at 2:00pm, operating on Fridays through March 2014. Oren Air will be utilizing B737-800 series aircraft with a one-class seating configuration of 189 seats for both flights.

#### **Fiscal Year 2013 Financial Audit**

The Entrance Audit Meeting was held on November 19, 2013 with Ernst and Young, GIAA and the Office of Public Accountability. The audit shall be completed before February 1, 2014 as mandated.

#### **FAA Issues**

##### **Tiyan Parkway Update**

After a meeting with Governor Calvo, FAA and the Federal Highway Administration on November 18, 2013, FAA agreed to keep Central Avenue and Sunset Boulevard in Tiyan next month. The road will remain open until Phase I is completed.

#### **UDO Meeting**

The UDO Meeting was held on November 21, 2013 with FAA and GIAA to discuss AIP Project Updates.

#### **TSA Regional Director Visit**

Mr. Jose Ralls, the new TSA Regional Director, paid a courtesy visit to GIAA Management on November 18, 2013. Mr. Ralls replaces Mr. Scott Johnson. The main issue discussed additional TSA Checkpoints for transit passengers. Mr. Ralls was very amenable to GIAA's requests/concerns and asked that we submit them to him in writing.

#### **Airport Emergency Table Top Exercise**

GIAA is in the planning stage of its Table Top Exercise scheduled for December 4, 2013. The annual Table Top Exercise a requirement for the GIAA pursuant to Code of Federal Regulations (CFR) Title 14, and Federal Aviation Regulation (FAR) 139.

#### **Tenants**

##### **Retail Concession Renovations/Upgrade**

The contract for the Retail Concession Renovations/Upgrade was awarded to Black Construction with work commencing on November 19, 2013. The project will be done in phases with final completion in the first quarter of 2014.

**Executive Manager's Report**  
**GIAA Board of Directors Meeting**  
**November 27, 2013**

**GSA/TSA Renovations**

The contract for the GSA/TSA Renovations was awarded to BME for the renovations of additional offices for TSA and is scheduled to be completed within 90 days.

**Japan Guam Travel Council Meeting**

Executive Manager, Charles H. Ada II, attended the Japan Guam Travel Council Meeting which was held on November 20, 2013 at the Hyatt Regency Guam. Main discussions revolved around U.S. Customs and Border Protection (USCBP) issues, processing times, and assistance from the ambassadors of the Airport Ambassador Program. USCBP advised that they are down to 62 from 80 officers and with the U.S. sequestration, USCBP does not see any respite in the near future.

**ANNOUNCEMENTS**

**2013 MagPro Awards**

For a third year in a row, GIAA received the Department of the Year Award, in the Medium Size Agency Category. The Airport's Runway Safety Program won Program of the Year, under the purview of the Operations Division. Mr. Oscar Aflague of the Administration Division and Mr. Thomas Perez of the Properties & Facilities represented GIAA in the Talent Competition and won first place.

The following employees garnered awards in the MagPro Awards Program:

Ricky T. Garcia, IACE – Airport Police Officer II, Airport Police Division  
Employee of the Year / Security & Correction

Raymond Mantanona – Fire Captain (Airfield), Aircraft Rescue & Fire Fighting Unit  
Supervisor of the Year / Public Safety

Carl V. Cruz, A.C.E. – Airport Police Supervisor, Airport Police Division  
Supervisor of the Year / Security & Correction

Santiago Crisostomo – Maintenance Supervisor, Properties & Facilities Division  
Supervisor of the Year / Labor, Grounds & Maintenance

Runway Safety Program – Operations Division  
Program of the Year

**Holiday Illumination**

The 2013 Holiday Illumination Project is underway. Both the interior and the exterior of terminal are currently being decorated with festive holiday decor and lights. Completion is set for first week of December.

**Western Pacific Association of Fire Chiefs**

GIAA ARFF Fire Chief Benny Baza and ARFF Captain Dan Stone attended and made a presentation at the Western Pacific Association of Fire Chiefs in Saipan this past week.

**Executive Manager's Report  
GIAA Board of Directors Meeting  
November 27, 2013**

**INVITATION FOR BID**

**Trash Bins/Containers Rental & Pick-Up Services**

OPEN: Nov. 6, 2013  
PRE-BID CONF. Nov. 14, 2013 at 10:00am  
DEADLINE: Nov. 21, 2013 at 2:00pm

**REQUESTS FOR PROPOSALS**

**Architectural/Engineering Services for Terminal Bldg. Structural Upgrade & Concourse Isolation Design**

OPEN: Nov. 20, 2013  
PRE-BID CONF. n/a  
DEADLINE: Dec. 20, 2013 at 4:00pm

**REQUESTS FOR PROPOSALS**

**Design Services for GIAA Tiyan Site Development Access Road**

OPEN: Nov. 27, 2013  
PRE-BID CONF. n/a  
DEADLINE: Dec. 27, 2013 at 4:00pm

**REQUESTS FOR PROPOSALS**

**Environmental Consulting Services**

OPEN: Nov. 27, 2013  
PRE-BID CONF. n/a  
DEADLINE: Dec. 13, 2013 at 4:00pm




P.O. Box 8770  
 Tamuning, GU 96931  
 Tel: (671) 646-0300  
 Fax: (671) 646-8823  
 www.guamairport.com

November 26, 2013

**MEMORANDUM**

**To:** Mr. Edward G. Untalan  
 Chairman  
 GIAA Board of Directors

**From:** Carlos Bordallo   
 Comptroller

**Subject:** Operating Results - Revenues and Expenses as of  
 October 31, 2013

Attached herewith is GIAA's Operating Results Report for the month ending October 31, 2013. This report summarizes the Budgeted versus Actual Revenues and Expenses for the month and year-to-date results ended October 31, 2013.

The key operating results for 1 month(s) of FY 2014 ending October 31, 2013 - (in \$000's) are:

CATEGORY	YEAR-TO-DATE				FORECAST FOR FULL YEAR-FY14	
	Budget FY 14 Y-T-D	Actual FY 14 Y-T-D	% Variance Budget vs. Actual		Actual Y-T-D + Remaining FY 14 Budget	% Variance Budget vs. Estimate for Full Year
			Y-T-D Current Month	Y-T-D Last Month		
Total Signatory Revenues	\$2,102.4	\$2,013.6	-4.2%	6.9%	\$26,641.8	-0.3%
Total Concession Revenues	\$1,486.6	\$1,504.9	1.2%	10.6%	\$17,988.9	0.1 %
Total PFC's	\$503.5	\$474.5	-5.8%	9.8%	\$6,407.1	-0.5%
Total Other Revenues	\$1,215.2	\$1,163.7	-4.2%	14.2%	\$15,163.6	-0.3%
Total Operating Revenues	\$5,307.7	\$5,156.6	-2.8%	9.7%	\$66,201.3	-0.2%
Total Operating Expenses	\$2,977.4	\$2,776.0	-6.8	-9.8	\$39,569.2	-0.5%
Net Revenues from Operations	\$2,330.3	\$2,380.5	2.2%	51.6.%	\$26,632.1	0.2%
Non-Operating Expenses	\$225.0	\$0.0	-100.%	-26.4%	\$275.0	-45.0%
Other Available Moneys/other sources of funds	\$538.1	\$500.2	-7.0%	1.4%	\$6,418.9	-0.6%
Net Debt Service Coverage	1.36	1.45	6.1%	47.9%	1.40	0.5%



Page 2 - Operating Results as of October 31, 2013

Year-to-date Total Signatory Revenues for the month ending October 31, 2013 are below Budgeted revenues by **-4.2%**. Signatory revenue estimates are based on projections submitted by Signatory airlines and adopted in the annual budget.

Year-to-date Total Concession Revenues are above budget estimates by **1.2%** and Passenger Facility Charges are below by **-5.8%**.

Year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues, are below the budget estimate by **4.2%**.

Year-to-date Total Operating Revenues Actual of **\$5.16M** is **-2.87%** below the budget estimate of **\$5.31M**.

Year-to-date Total Operating Expenses are below budget by **-6.8%**. Components of this line item include a **2.1%** increase in Personnel Service, a **-12.4%** decrease in Contractual Services, a **-44.2%** decrease in Materials & Supplies and a **0%** decrease in Equipment/Furnishings from budgeted amounts for these respective categories.

The actual year-to-date Net Revenues from Operations of **\$2.38M** reflects an increase of **2.2%** over the year-to-date budgeted amount of **\$2.33M**.

Finally, our year-to-date results for Debt Service Coverage is at **1.40** versus the requirement of **1.25**.

Should you have any questions, please contact me at your convenience.

Attachments

cc: Board of Directors  
Executive Manager  
Deputy Executive Manager  
Frank R. Santos, Expansion  
Division Heads

**GUAM INTERNATIONAL AIRPORT AUTHORITY**  
**KEY OPERATING RESULTS (\$000's)**  
As of October 31, 2013

	CURRENT MONTH				Budget Full Year	YEAR - TO - DATE				FULL YEAR FORECAST	
	Actual FY2013	Budget FY2014	Actual FY2014	%Var Bud Vs Act'l		Actual FY2013	Budget FY2014	Actual FY2014	%Var Bud Vs Act'l	Actual/Est	%Var Bud Vs Act'l
<b>I. Signatory Airline Rents &amp; Fees</b>											
Terminal Bldg Rentals	277.0	256.8	257.9	0.4%	3,082.1	277.0	256.8	257.9	0.4%	3,083.1	0.0%
Departure Fees	539.5	465.1	434.3	-6.6%	5,951.4	539.5	465.1	434.3	-6.6%	5,920.6	-0.5%
Arrival Fees	553.1	458.0	453.6	-1.0%	5,908.9	553.1	458.0	453.6	-1.0%	5,904.5	-0.1%
Immigration Inspection Fees	207.2	160.7	170.3	6.0%	2,042.8	207.2	160.7	170.3	6.0%	2,052.4	0.5%
Loading Bridge Use Fees	367.3	485.5	419.7	-13.6%	6,045.5	367.3	485.5	419.7	-13.6%	5,979.7	-1.1%
Apron Use Fees	124.6	114.4	115.0	0.5%	1,532.7	124.6	114.4	115.0	0.5%	1,533.3	0.0%
Landing Fees	206.0	161.7	162.8	0.0%	2,167.0	206.0	161.7	162.8	0.0%	2,168.1	0.0%
<b>Total Signatory Revenue</b>	<b>2,274.8</b>	<b>2,102.4</b>	<b>2,013.6</b>	<b>-4.2%</b>	<b>26,730.5</b>	<b>2,274.8</b>	<b>2,102.4</b>	<b>2,013.6</b>	<b>-4.2%</b>	<b>26,641.8</b>	<b>-0.3%</b>
Enplaned Signatory Pax	131,910	133,792	124,805	-6.7%	1,711,959	131,910	133,792	124,805	-6.7%	1,702,972	-0.5%
Cost per Enplaned Pax	\$17.24	\$15.71	\$16.13	2.7%	\$15.61	\$17.24	\$15.71	\$16.13	2.7%	\$15.64	0.2%
<b>Revenues from Sources other than Signatory Airlines Rents &amp; Fees</b>											
Concession Revenues											
Gen Mdse (DFS)	605.6	1,201.2	1,234.2	2.7%	14,414.9	605.6	1,201.2	1,234.2	2.7%	14,447.8	0.2%
In-flight Catering	61.7	65.8	58.2	-11.6%	802.1	61.7	65.8	58.2	-11.6%	794.4	-0.9%
Food & Beverage	71.5	69.3	72.4	4.4%	942.3	71.5	69.3	72.4	4.4%	945.4	0.3%
Rental Cars	76.2	80.0	75.1	-6.2%	970.0	76.2	80.0	75.1	-6.2%	965.0	-0.5%
Other Concession Rev	74.0	70.1	65.0	-7.3%	841.3	74.0	70.1	65.0	-7.3%	836.2	-0.6%
<b>Total Concession Revenues</b>	<b>889.0</b>	<b>1,486.6</b>	<b>1,504.8</b>	<b>1.2%</b>	<b>17,970.6</b>	<b>889.0</b>	<b>1,486.6</b>	<b>1,504.8</b>	<b>1.2%</b>	<b>17,988.9</b>	<b>0.1%</b>
Passenger Facility Charges	506.1	503.5	474.5	-5.8%	6,436.1	506.1	503.5	474.5	-5.8%	6,407.1	-0.5%
Other Revenue	1,185.3	1,215.2	1,163.7	-4.2%	15,215.1	1,185.3	1,215.2	1,163.7	-4.2%	15,163.6	-0.3%
<b>Total Operating Revenue</b>	<b>4,855.2</b>	<b>5,307.7</b>	<b>5,156.6</b>	<b>-2.8%</b>	<b>66,352.4</b>	<b>4,855.2</b>	<b>5,307.7</b>	<b>5,156.6</b>	<b>-2.8%</b>	<b>66,201.3</b>	<b>-0.2%</b>
<b>II. Operating Expenses:</b>											
Personnel Services	1,188.4	1,328.4	1,356.1	2.1%	17,269.0	1,188.4	1,328.4	1,356.1	2.1%	17,296.8	0.2%
Contractual Services	1,533.6	1,574.0	1,378.1	-12.4%	20,824.5	1,533.6	1,574.0	1,378.1	-12.4%	20,628.6	-0.9%
Materials & Supplies	17.7	74.9	41.8	-44.2%	1,499.9	17.7	74.9	41.8	-44.2%	1,466.8	-2.2%
Equipment/Furnishings	0.0	0.0	0.0	0.0%	177.0	0.0	0.0	0.0	0.0%	177.0	0.0%
<b>Total Operating Expenses</b>	<b>2,739.6</b>	<b>2,977.4</b>	<b>2,776.0</b>	<b>-6.8%</b>	<b>39,770.5</b>	<b>2,739.6</b>	<b>2,977.4</b>	<b>2,776.0</b>	<b>-6.8%</b>	<b>39,569.2</b>	<b>-0.5%</b>
<b>Net income from Operations</b>	<b>2,115.6</b>	<b>2,330.3</b>	<b>2,380.5</b>	<b>2.2%</b>	<b>26,581.9</b>	<b>2,115.6</b>	<b>2,330.3</b>	<b>2,380.5</b>	<b>2.2%</b>	<b>26,632.1</b>	<b>0.2%</b>



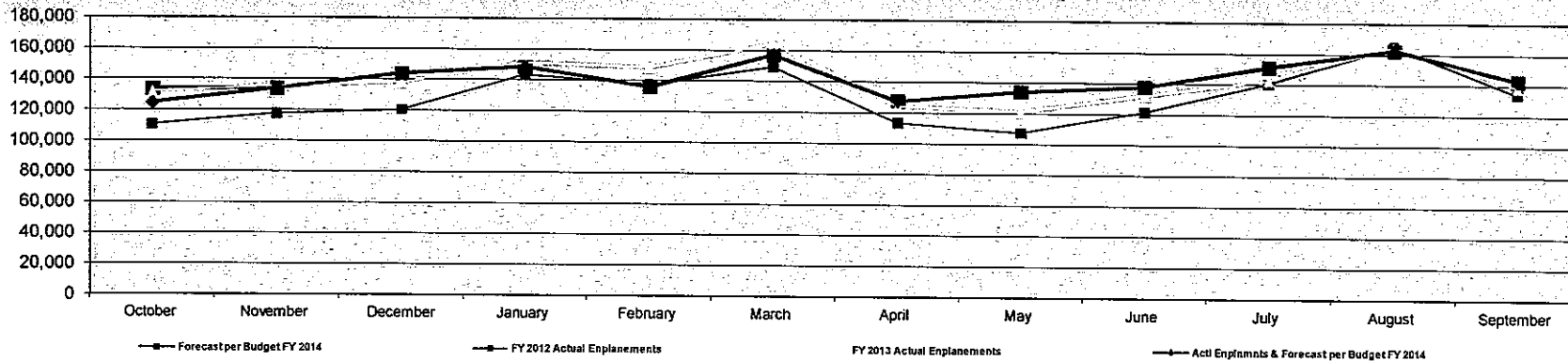
GUAM INTERNATIONAL PORT AUTHORITY  
KEY OPERATING RESULTS (\$000's)  
As of October 31, 2013

	CURRENT MONTH				Budget Full Year	YEAR - TO - DATE				FULL YEAR FORECAST	
	Actual FY2013	Budget FY2014	Actual FY2014	%Var Bud Vs Act'l		Actual FY2013	Budget FY2014	Actual FY2014	%Var Bud Vs Act'l	Actual/Est	%Var Bud Vs Act'l
III. Other Revenues and Expenses											
Less: Non Operating Expense(Ret/DOI/OHS)	108.3	225.0	0.0	-100.0%	500.0	108.3	225.0	0.0	-100.0%	275.0	-45.0%
Add: Interest on Investments	82.5	83.6	44.0	-47.4%	1,003.1	82.5	83.6	44.0	-47.4%	963.5	-3.9%
<b>Net Revenues</b>	<b>2,089.8</b>	<b>2,188.9</b>	<b>2,424.5</b>	<b>10.8%</b>	<b>27,085.1</b>	<b>2,089.8</b>	<b>2,188.9</b>	<b>2,424.5</b>	<b>0.5</b>	<b>27,320.6</b>	<b>0.9%</b>
Add: Other Sources of Funds	42.9	37.9	0.0	0.0%	454.8	42.9	37.9	0.0	-100.0%	416.9	-8.3%
Add: Other Available Moneys	360.7	500.2	500.2	0.0%	6,002.0	360.7	500.2	500.2	0.0%	6,002.0	0.0%
<b>Net Revenues and Other Available Moneys</b>	<b>2,493.4</b>	<b>2,727.0</b>	<b>2,924.7</b>	<b>7.2%</b>	<b>33,541.9</b>	<b>2,493.4</b>	<b>2,727.0</b>	<b>2,924.7</b>	<b>7.2%</b>	<b>33,739.5</b>	<b>0.6%</b>
Debt Service payments	1,442.8	2,000.7	2,022.2	1.1%	24,008.0	1,442.8	2,000.7	2,022.2	1.1%	24,029.5	0.1%
<b>Debt Service Coverage</b>	<b>1.73</b>	<b>1.36</b>	<b>1.45</b>	<b>6.1%</b>	<b>1.40</b>	<b>1.73</b>	<b>1.36</b>	<b>1.45</b>	<b>6.1%</b>	<b>1.40</b>	<b>0.5%</b>
<b>Debt Service Requirement</b>	<b>1.25</b>	<b>1.25</b>	<b>1.25</b>		<b>1.25</b>	<b>1.25</b>	<b>1.25</b>	<b>1.25</b>		<b>1.25</b>	

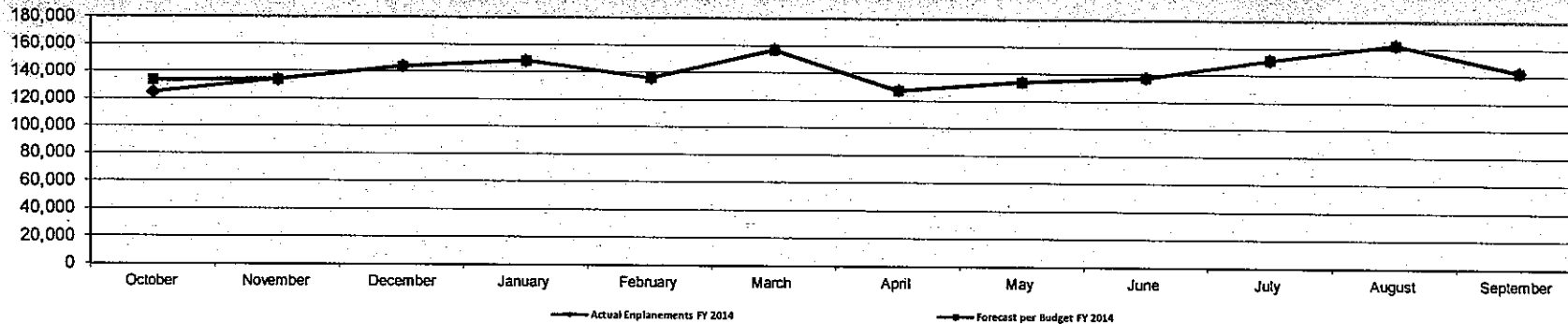
# SUMMARY SIGNATORY AIRLINES

Enplanements	October	November	December	January	February	March	April	May	June	July	August	September	Total
Forecast per Budget FY 2014	133,792	134,289	144,046	148,586	136,168	157,310	127,908	134,404	137,919	151,310	163,010	143,217	1,711,959
FY 2009 Actual Enplanements	96,587	102,001	100,515	123,234	114,550	123,061	99,415	98,005	84,556	111,273	119,504	108,317	1,281,018
FY 2010 Actual Enplanements	94,630	105,230	108,410	132,016	129,523	137,257	102,312	112,910	111,671	133,353	147,419	132,165	1,446,896
FY 2011 Actual Enplanements	112,043	117,861	115,206	137,595	131,263	128,645	90,184	99,827	100,434	119,730	140,999	123,086	1,416,873
FY 2012 Actual Enplanements	110,962	118,092	121,031	143,545	137,851	149,600	113,893	107,914	122,061	141,014	165,376	135,017	1,566,356
FY 2013 Actual Enplanements	131,910	135,518	138,186	150,971	148,524	164,380	124,701	121,128	132,315	142,967	165,026	138,907	1,694,533
Actl Enplanmnts & Forecast per Budget FY 2014	124,805	134,289	144,046	148,586	136,168	157,310	127,908	134,404	137,919	151,310	163,010	143,217	1,702,972
FY 2014 versus FY 2013	-5.39%	-0.91%	4.24%	-1.58%	-8.32%	-4.30%	2.57%	10.96%	4.24%	5.84%	-1.22%	3.10%	0.50%

FY 2012 - FY 2014 Signatory Airlines Actual and Forecast of Enplanements



Fiscal Year 2014 Actual Enplanements versus Forecast



Enplanements	October	November	December	January	February	March	April	May	June	July	August	September	Total
Actual Enplanements FY 2014	124,805	134,289	144,046	148,586	136,168	157,310	127,908	134,404	137,919	151,310	163,010	143,217	1,702,972
Forecast per Budget FY 2014	133,792	134,289	144,046	148,586	136,168	157,310	127,908	134,404	137,919	151,310	163,010	143,217	1,711,959
Actual Enplanements Over/(Under) Forecast	(8,987)	0	0	0	0	0	0	0	0	0	0	0	(8,987)
Cumulative Total	(8,987)	0	0	0	0	0	0	0	0	0	0	0	
	October	November	December	January	February	March	April	May	June	July	August	September	
% Monthly	-6.7%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
% Cumulative Total	-6.7%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
	October	November	December	January	February	March	April	May	June	July	August	September	
Month to Month Increase/(Decrease)		9,484	9,757	4,540	-12,418	21,142	-29,402	6,496	3,515	13,391	11,700	-19,793	
Month to Month Increase/(Decrease) in %		7.6%	7.3%	3.2%	-8.4%	15.5%	-18.7%	5.1%	2.6%	9.7%	7.7%	-12.1%	

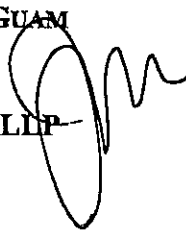
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**RECOMMENDATION OF COUNSEL**

**TO:** Board of Directors  
ANTONIO B. WON PAT INTERNATIONAL  
AIRPORT AUTHORITY, GUAM

**CC:** Mr. Charles H. Ada II  
Executive Manager  
ANTONIO B. WON PAT INTERNATIONAL  
AIRPORT AUTHORITY, GUAM

**FROM:** Janalynn Cruz Damian  
CALVO FISHER & JACOB LLP 

**DATE:** November 19, 2013

**SUBJECT:** Executive Session

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Pursuant to 5 G.C.A. § 8111(c)(1), I hereby recommend that the Board of Directors of GIAA conduct an Executive Session at the next regularly scheduled Board meeting to discuss pending or threatened litigation to which GIAA is or may be a party.