



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

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**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE
A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM
Thursday, February 27, 2014, 3:00p.m.
GIAA TERMINAL CONFERENCE ROOM #3**

1. CALL TO ORDER AND ATTENDANCE

The February 27, 2014 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 3:18 p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Directors Present:

Edward G. Untalan
Martin Gerber
Rosalinda A. Tolan
Lucy M. Alcorn

Offices or positions:

Chairman

Directors Absent:

Jesus Q. Torres (Excused)
Pedro P. Ada III (Off Island)
Gurvinder Sobti (Off Island)

Vice Chairman

GIAA Officials:

Charles H. Ada II
Peter Roy Martinez
Carlos Bordallo
Frank R. Santos
Jean M. Arriola
Gerard Bautista
Antonio Taitingfong
Victor Cruz
Edward Muna
Joseph G. Javellana
Joseph Calvo

Executive Manager
Deputy Executive Manager
Comptroller
Business and Financial Consultant
Air Services Manager
Air Terminal Manager
Assistant Chief of Police
Engineer Supervisor
Airport Operations Superintendent
Program Coordinator IV
Properties & Facilities Superintendent

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

The Chairman asked if there were any changes to the agenda. On motion duly made by Director Tolan, seconded by Director Alcorn, the agenda was amended as follows: to include under New Business an item A. Approval of Interim Air Service Development Incentive.

3. APPROVAL OF MINUTES

A. January 30, 2014 Regular Meeting

The next item on the agenda was approval of the minutes of the January 30, 2014 regular meeting.

Chairman Untalan inquired with Management on the status of the Gate 21 Replacement Loading Bridge, tabled pending data to support the non-competitive proposal. Mr. Frank Santos, Business and Financial Consultant, gave a brief update to the Board regarding the Replacement Loading Bridge and informed the Board that the report at this time is not yet complete.

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

Resolution No. 14-31

The Board hereby approves the minutes of the January 30, 2014 regular meeting, subject to corrections.

4. CORRESPONDENCE

The next item on the agenda was Correspondence.

The first matter discussed was a letter from Senator Ben Pangelinan in reference to the Salary Increments to GIAA's Law Enforcement personnel. The Executive Manager reported to the Board that there was an initial letter sent from the Senator's office dated February 4, 2014 inquiring on the timelines of payment to Airport Police and ARFF divisions. A subsequent letter was sent dated February 24, 2014, which the Airport responded to, highlighting the complete intent of Airport Management's focus on the Airport's finances. The Executive Manager informed the Board that it was indicated in

the Airport's response to the Senator that the Salary Increments were appropriated in the FY13 budget, and that the payment will be made to both divisions by March 2014.

Director Tolan informed the Board and Management that after reviewing the initial correspondence from Senator Pangelinan she had met with Chief of Police, Robert Camacho and Fire Chief, Benny Baza. The Director expressed her disappointment with the two divisions as the funds had already been appropriated under the FY13 budget.

Chairman Untalan agreed with Director Tolan's concerns and assured Management and the employees that the Salary Increments will be released in March 2014. The Chairman commended Management on the response to the media.

5. OLD BUSINESS

The next item on the agenda was Old Business.

A. Status of Capital Improvement Projects

The first matter discussed was the Status of Capital Improvement Projects. Mr. Frank Santos presented the UDO Analysis to the Board and reported that the highlight is the demolition and remediation of the former GPD facility, listed as Miscellaneous Airport Improvements in the chart of GIAA's Program Status and UDO Analysis on Open AIP grants included as part of the Board's packet. Two (2) of the three (3) buildings are demolished, with the third set to start. The FAA has approved a \$200,000.00 change order, and formal documents will be brought to the Board at a later meeting. Mr. Santos informed the Board that the reason for the change order was that after the bid opening, the facility was vandalized, and as a result spread the contamination throughout. Mr. Santos provided brief updates to the Board on other various projects including the Tiyan Parkway.

Mr. Santos announced that the bid opening for the Aircraft Rescue & Fire Fighting Vehicle has been extended to March 12, 2014 due to some concerns from FAA.

Going back to the demolition of the former GPD facility, Director Gerber inquired if there is correct signage in reference to the hazardous materials. Mr. Santos replied yes, and that the building is blocked off.

Reporting on Bond Projects, Mr. Santos informed the Board that the design contract for the International Arrivals Corridor with Building Seismic Upgrades is being prepared by Legal Counsel and GIAA has decided on a 10% effort in terms of the fee on the architectural portion, approximately \$190,000.00, to be completed in sixty (60) days.

Mr. Santos provided an update on the Hold Bag Screening Relocation, stating that the 70% design has been submitted to TSA, and the completion is set for 2015. He added that all other projects are dependent on the pending IDIQ process. Documents are prepared, however are currently at the Attorney General's Office.

Mr. Santos added that to date approximately \$4.2M has been expended from Bond proceeds. Discussion followed relative to the 1% Arts Program which is pending further discussion with Guam Council of the Arts & Humanities.

B. Approval of Board Resolution No. 14-30: Agreement for Legal Services

The second matter discussed was the extension of the Agreement for Legal Services with Calvo Fisher & Jacob LLP and the Agreement for Legal Services (Conflicts Counsel) with Torres Law Group. The Executive Manager informed the Board that the additional one year period for both firms would be the final one (1) year option to extend. Both contracts would be put out for bid in 2015. Discussion followed relative to the caseloads of GIAA Legal Counsel, and Conflict Counsels.

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

Resolution No. 14-30

WHEREAS, an Agreement for Legal Services was entered into on May 5, 2010, by and between the ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM ("GIAA") and Calvo Fisher & Jacob LLP ("CFJ") (the "CFJ Agreement"); and

WHEREAS, an Agreement for Legal Services – Conflicts Counsel was entered into on May 5, 2010, by and between the ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM ("GIAA") and Teker Torres & Teker now known as Torres Law Group ("Torres") (the "Torres Agreement"); and

WHEREAS, the CFJ Agreement provides for a term of one year commencing on March 23, 2010, with four (4) options to extend for a period of one (1) year each, not to exceed a total contract period of five (5) years with GIAA approval; and

WHEREAS, the Torres Agreement provides for a term of one (1) year commencing on March 1, 2010, with options to extend for succeeding periods of one (1) year each, not to exceed a total contract period of five (5) years with GIAA approval; and

WHEREAS, the Board of Directors has determined that GIAA continues to require the services of CFJ and that it is in the best interests of GIAA to extend the term of the CFJ

Agreement for an additional one year period commencing on March 23, 2014, under the same terms and conditions as set forth in the CFJ Agreement.

WHEREAS, the Board of Directors has determined that GIAA continues to require the services of Torres and that it is in the best interests of GIAA to extend the term of the Torres Agreement for an additional one year period commencing on March 1, 2014 under the same terms and conditions as set forth in the Torres Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of GIAA hereby extends the term of the CFJ Agreement for an additional one year period commencing on March 23, 2014 and expiring on March 22, 2015, under the same terms and conditions as set forth in the CFJ Agreement; and

BE IT FURTHER RESOLVED, that the Board of Directors of GIAA hereby extends the term of the Torres Agreement for an additional one year period commencing on March 1, 2014 and expiring on February 28, 2015, under the same terms and conditions as set forth in the Torres Agreement.

6. NEW BUSINESS

The next item on the agenda was New Business.

A. Approval of Interim Air Service Development Incentive

The first matter discussed was the approval of the Interim Air Service Development Incentive. The Executive Manager presented a proposal to attract new air links from unserved city destinations in the Asia-Pacific region and in collaboration with the Guam Visitors Bureau's (GVB) proposed initiatives to stimulate air service from cities in the People's Republic of China. An early initiative is to target the non-peak visitor months when the hotel room inventory is available.

The Executive Manager informed the Board of correspondence from GVB in an effort to increase flights from mainland China, tentatively scheduled for the latter part of March 2014.

Chairman Untalan inquired if the incentives would continue year round or only non-peak months. Mr. Frank Santos responded that it can continue year round. Mr. Frank Santos explained that in the past the incentive was 50% of the published rates and charges in an Airport tariff schedule, and only applied to landing fees and operational charges. He explained the five (5) components to the proposal: Destination Based, Air Carriers, Incentive Duration, Minimum Weekly Frequency, Rates and Charges Discount

and stated that cumulative percentage discount is based on the following parameters: the Basic Discount of 20%, Non-Peak Operational Schedule of 25%, and Load Factor of 85% or Greater, of 5%.

Chairman Untalan inquired if 25% is enough of an incentive to convince an airline to fly at times they normally do not. Mr. Frank Santos responded that the Board may modify the proposal to authorize Management to negotiate an incentive not to exceed 50%, to make it more attractive to airlines. Discussion followed relative to details of the plan and its benefits to the Airport. The Board then discussed different variations on incentive amounts. Mr. Santos informed the Board that Management's recommendation is to adjust the Minimum Weekly Frequency from two (2) flights per week, to one (1).

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

Resolution No. 14-32

The Board hereby approves the Interim Air Service Development Incentive to attract new air links from unserved city destinations in the Asia-Pacific region, as proposed by Management, to allow flexibility up to 75% for the first year provided there is a two (2) year contract, 50% for the second year of the contract; and 50% for a one (1) year contract; not limited to peak or non-peak months.

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 to include China Airlines operating ten (10) charter flights through March.

The Executive Manager went on to report on FAA issues, adding that the internal planning for the Tri-Annual Full Scale Exercise began February 24, 2014. The exercise is required every three (3) years under FAR Part 139 for Airport certification by FAA and scheduled for May 22, 2014. The next scheduled FAA visit is April 2014 for GIAA's annual certification inspection.

GIAA Management, led by Director Martin Gerber and Deputy Executive Manager, Peter Roy Martinez will be meeting with several airlines and their network planners to discuss opportunities and prospects of serving Guam. The airline meetings which will be held as part of Routes Asia, will be in Surawak, Malaysia from March 9 to 11, 2014. The team meeting with the network planners will consist of GIAA, a GVB representative and GIAA's air service development consultants.

The Executive Manager reported that the bid opening for IFB No. GIAA-001-FY14, for the Purchase and Delivery of One (1) ARFF Vehicle, Class 5, 3,000- Gallon Capacity has been extended until March 12, 2014.

The Executive Manager announced that ARFF Platoons A and B are preparing for the island-wide 2014 Firefighter's Muster scheduled for March 15 and 16, 2014 at the Guam Greyhound. He went on to announce ARFF's fundraising activities.

GIAA has been working closely with the Lieutenant Governor's Office and Japan Airlines to benefit projects implemented by the Island Beautification Task Force. The event entitled "Soaring High" is scheduled for March 14, 2014 and features a flight around the island.

The Executive Manager announced that *Mes Chamorro 2014* will be celebrated throughout the month of March and that the theme is "Plant the Seeds of Our Heritage Among Our Children". GIAA will host merienda's at 3:00 p.m. on March 7, 14, and 21 and the annual fiesta is scheduled for Thursday, March 27, 2014.

Chairman Untalan requested an update on the Airports' walkways. The Executive Manager informed the Board that the Deputy Executive Manager and the Air Terminal Manager will be meeting with the Manager of OTIS to address some of the concerns the Airport has with a number of discrepancies in the reports, and will be sure to provide a briefing to the Board. Discussion followed relative to future plans for the walkways.

Chairman Untalan inquired on the status of construction for the specialty retail concession. The Executive Manager responded stating that the construction is going well. The team continues to work twenty-four (24) hours, seven (7) days a week to move to the next phase involving the food court and restrooms. Chairman Untalan inquired on the aquarium. The Air Terminal Manager expressed some internal concerns regarding the aquarium and went on to inform the Board that Management holds weekly meetings with Lotte to discuss all construction aspects. The Air Terminal Manager then gave the Board a brief update relative to restroom renovation throughout the Terminal.

8. REPORT OF THE COMPTROLLER

The next item on the agenda was the report of the Comptroller. Mr. Carlos Bordallo provided a report to the Board on the revenues and expenses of the Authority as of January 31, 2014. Mr. Bordallo reported that year-to-date Total Signatory Revenues are above budgeted revenues by 1.4%, year-to-date Total Concession Revenues and Passenger Facility Charges are above budget estimates by 1.7% and 0.5%, respectively. Further, year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues, are below the budget estimate by -5.7%. Year-to-date Total Operating

Revenues Actual of \$21.94M is -0.2% below the budget estimate of \$21.89M. Year-to-date Total Operating Expenses are below budget by -7.7%. The actual year-to-date Net Revenues from Operations of \$9.42M reflects an increase of 11.7% over the year-to-date budgeted amount of \$8.44M. The Authority's year-to-date results for Debt Service Coverage is at 1.42 versus the requirement of 1.25.

Chairman Untalan inquired on the amount of unfilled positions that are incorporated into the budgeted expenses. The Comptroller replied that he did not have that number on hand but would report back to the Board on the amount, and announced that all ARFF recruit positions had been filled.

9. EXECUTIVE SESSION

Upon written recommendation of counsel, on motion duly made by Director Tolan, seconded by Director Alcorn, at 4:33 p.m. the Board recessed regular session.

The Board convened executive session at 4:43 p.m. to discuss pending litigation. Executive Session adjourned at 5:17 p.m., at which time the Board reconvened the regular session.


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

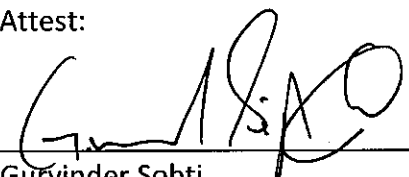
There being no further business to address before the Board, on motion duly made by Director Gerber, seconded by Director Alcorn, unanimously approved, at 5:18 p.m., the meeting was adjourned.

Dated this 2nd, day of May, 2014.



Edward G. Untalan
Chairman

Attest:



Gurvinder Sobti
Secretary

Prepared and Submitted By:



Amanda O'Brien-Rios
Corresponding Secretary



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BOARD OF DIRECTORS REGULAR MEETING

3:00 p.m., Thursday, February 27, 2014

GIAA TERMINAL CONFERENCE ROOM #3

Public Notice

First Notice:

Marianas Variety – January 20, 2014

Notice to Media – January 20, 2014

Second Notice:

Marianas Variety – January 25, 2014

Notice to Media – January 25, 2014

AGENDA

1. Call to Order and Attendance
2. Approval of Agenda
3. Approval of Minutes
 - A. January 30, 2014 Regular Meeting
4. Correspondence
5. Old Business
 - A. Status of Capital Improvement Projects
 - B. Approval of Board Resolution No. 14-30: Agreement for Legal Services
6. New Business
7. Report of Executive Manager
8. Report of the Comptroller
9. Executive Session
10. Public Comments
11. Adjournment



AMERICAN ASSOCIATION
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NASAO
National Association of State Aviation Officials





A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM

BOARD OF DIRECTORS REGULAR MEETING

3:00 P.M., THURSDAY, FEBRUARY 27, 2014

GIAA TERMINAL CONFERENCE ROOM #3

SIGN IN SHEET

	<u>PRINT NAME</u>	<u>COMPANY/AGENCY</u>
1.	JOHN M. MARRUJA	GIAA
2.	Gerard E. BANTISTA	GIAA - ATN
3.	Antonio C. TACUÑA	POLICE
4.	VICTOR J. CRUZ	GIAA
5.	Carlos Bordello	GIAA
6.	CHARLES H. ADAIR	GIAA
7.	J.G. JAVELLANA	GIAA
8.	V. CALV	GIAA
9.	ELIZABETH KOSKUBA	GIAA Mktg
10.	EMILIA	GIAA OPS
11.	CHUCK SOVA	UNITED
12.		
13.		
14.		
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18.		
19.		

Port seeks dismissal of Meno adverse action appeal

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

THE Port Authority of Guam is seeking the dismissal of the appeal filed by a former employee with the Civil Service Commission, arguing that the 180-day window to decide on the case has lapsed.

John R.B. Belle, counsel for the port authority, said the commission lost jurisdiction over the case filed by former Marketing Director Bernadette Meno because it failed to render a decision within the set timeframe.

Belle said 416 days have passed since Meno appealed the port authority's adverse action for her job termination.

The port authority fired Meno on Dec. 18, 2012, alleging fraud in connection with her filing of workers' compensation claims.

"Meno was provided her constitutionally guaranteed pre-termination notice of the charges and a full opportunity to respond to the charges," Belle said in the motion filed with the CSC on Feb. 10.

He said during a meeting with the port's general manager on Dec. 14, 2012, Meno had the chance to dispute the proposed adverse action before the notice of termination was issued four days later.

Meno filed her appeal with the commission on Jan. 4, 2013.

A pre-hearing conference is set for April 1. Eight nights of hearings on the merits are scheduled for May 8, 13, 15, 20, 22 and 29 and June 2.

"The first day of Meno's eight



Former Port Authority of Guam Marketing Director Bernadette Meno had appealed the port authority's adverse action terminating her job. Variety file photo

nights of hearings on the merits will occur 506 days after the appeal was filed," Belle said.

Limit

"The Guam Legislature chose to limit the post-termination administrative procedures by affording the commission 180 days to take action to reverse an adverse action," Belle said.

"The Legislature's establishing a jurisdictional timeframe of 180 days is understandable ... in light of the fact that PAG may not fill the employee's position until the appeal time-

frames, or appeal, if taken has been exhausted."

The port's legal counsel said Meno failed to object to the dates set by the commission for the merit hearings.

Pending court review

The investigation into alleged "theft and corruption" started with Meno's bathroom accident in September 2011, causing her to suffer a back injury.

The investigation implicated five other employees, who also were terminated. They were Controller Jojo Guevara III;

Program Coordinator Josette Javelosa; Personnel Specialist Frances Arriola; Corporate Services Manager Vivian Leon; and Personnel Services Administrator Francine Roccio.

The port's former general manager, Mary Torres, was also dismissed in what the dismissed employees described as "political retribution."

Guevara and Arriola, who also appealed the port authority's adverse action, have pending petitions before the Superior Court for a review of the

180-day jurisdictional issue.

"PAG respectfully submits that Meno's appeal should be summarily dismissed," Belle told the commission. "However, should the commission choose to defer to the Superior Court's resolution of the issue, all of Meno's hearings and related filing deadlines should be postponed until after the courts issue a final resolution of this matter."

Since the 180-day window has lapsed, Belle argued, "further delay will not prejudice Meno."

Ex-cop, wife in pot growing set for trial

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

FORMER police officer Roy Keith Pablo, his common-law wife, Ah Rum Kim, and brother-in-law Stephen Kim are scheduled for a Sept. 22 trial.

Superior Court Judge Alberto Lamorena scheduled the pre-trial conference for June 17.

The three are charged with manufacturing a Schedule I controlled substance with intent to deliver. They were released after posting cash bail of \$10,000 each. The charges stem from allegations that the three were growing marijuana in a rented apartment in Dededo and were selling it.

Pablo was charged with manufacturing a Schedule I controlled substance as a first-degree felony, possession of a Schedule I controlled substance with intent to deliver as a first-

degree felony, conspiracy to manufacture a Schedule I controlled substance as a first-degree felony, child abuse as a misdemeanor, official misconduct as a misdemeanor, and possession of more than an ounce of marijuana as a petty misdemeanor.

Ah Rum Kim was charged with manufacturing a Schedule I controlled substance as a first-degree felony, three counts of possession of a Schedule I controlled substance with intent to deliver as a first-degree felony, conspiracy to manufacture a Schedule I controlled substance as a first-degree felony, two counts of possession of a Schedule I controlled substance as a third-degree felony, child abuse as a misdemeanor, and possession of more than an ounce of marijuana as a petty misdemeanor.

Stephen Kim was charged with manufacturing a Sched-

ule I controlled substance as a first-degree felony, possession of a Schedule I controlled substance with intent to deliver as a first-degree felony, conspiracy to manufacture a Schedule I controlled substance as a first-degree felony, and possession of more than an ounce of marijuana as a petty misdemeanor.

Pablo, who was a member of the Guam Police Department assigned to the Tumon-Tamuning police precinct, told investigators that he has been smoking marijuana since he was a high school student and smoked pot even as an active GPD officer, court documents said. He has since resigned from GPD.

Pablo reportedly admitted to cultivating marijuana plants at his Dededo residence, where he and his wife, who allegedly acted as a drug dealer, live with three minor children.

PORT OF GUAM
ALBERTO LAMORENA, Governor
Jorge D. Leon, General Manager
1025 Cabras Island, Suite 201, P.O. Box 9672
Telephone: 671-477-5911/5915 Fax: 671-477-5914/4435
Email: port@portguam.com

Edie B. Calvo
Governor of Guam
Ray Tenorio
Lieutenant Governor

The Port Authority of Guam Board of Directors will hold a Special Board meeting on **Wednesday, February 26, 2014 at 11:30 a.m.**, at the Board of Directors' Conference Room, Port Authority of Guam, Cabras Island, Piti. Business to be transacted include: Fiscal Year Audit 2013 and Capital Improvement; Request for Funding-Underground Power Lines. Individuals with disabilities who may need special accommodations may contact Mr. Simeon Delos Santos, ADA Coordinator at 477-5931-4, ext. 430.

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 hold a **Regular Board Meeting on Thursday, February 27, 2014 at 3:00 p.m.** in GIAA Terminal Conference Room No. 3. In addition to regular matters, pursuant to 5 G.C.A. §811(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, please call the Board Office at 642-4717/18.
(This ad paid for by GIAA)

SC sets hearing on tax refund trust fund case

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

THE Supreme Court of Guam will conduct a status hearing on the petition filed by lawmakers asking for the court's judgment on Gov. Eddie Calvo's alleged unauthorized withdrawals from the income tax trust fund.

The hearing will take place tomorrow at 9:30 a.m. in the courtroom of Presiding Judge Alberto C. Lamorena III.

The justices normally hold hearings in the Supreme Court Appellate Courtroom but the room will not be available because there will be a Guam Bar examination the same day, according to Joshua Tenorio, Guam Judiciary director of policy, planning & community relations.

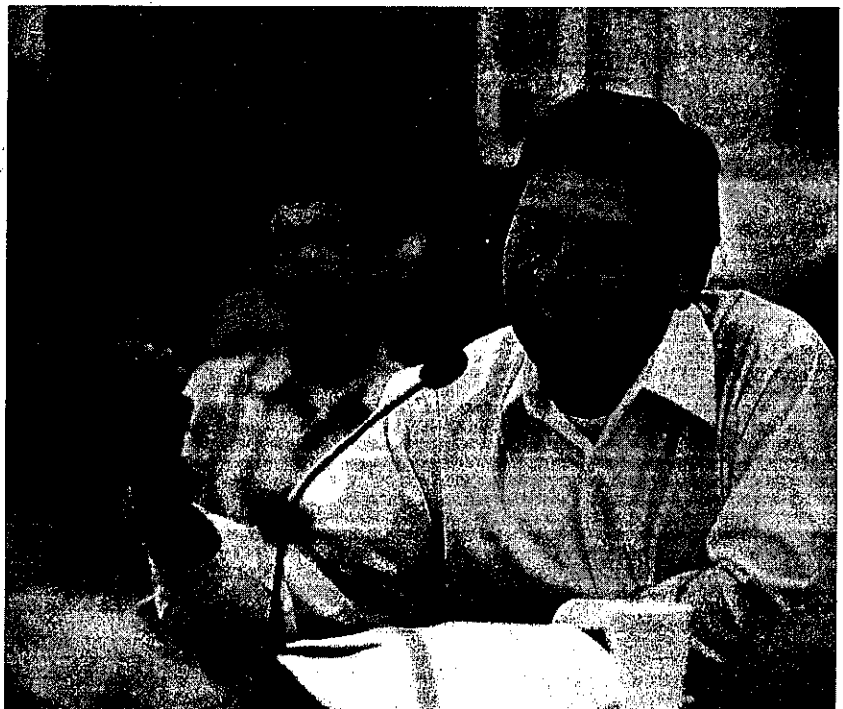
The petition, which stemmed from a legislative resolution introduced by Sen. Ben Pangelinan and all the Democratic senators, is requesting a declaratory judgment on the law mandating that funds in the income tax trust fund must remain in the fund and can only be withdrawn to pay tax refunds.

Pangelinan complained that the governor has been making unlawful withdrawals from the trust fund for non-tax-refund-related purposes, including funding for GovGuam operations.

Pangelinan complained that the governor has been making unlawful withdrawals from the trust fund for non-tax-refund-related purposes.

"This declaratory judgment petition is needed given the unlawful withdrawals by the governor via his director of administration, of almost \$50 million from the refund trust fund. The Democrats fought hard against the governor and his Republican senators to not only pass Resolution 312-32 but to also ensure that \$120 million was set aside in the budget act this year for tax refunds," Pangelinan said.

Pangelinan earlier sent three separate letters to Attorney General Leonardo Rapadas, requesting that the AG take action against the "unlawful" withdrawal of funds by the governor from the fund. According to the senator, the Office of Public Accountability also identified such unlawful withdrawals from the fund for GovGuam operations. All together, Pangelinan claims almost \$50 million that should have been held in trust for the payment of tax refunds was taken by the governor to fund operations over the past three and a half years.



Department of Public Works Director Carl Dominguez said Bill 267 would grant DPW greater enforcement authority, including the imposition of monetary fines on violators who do not vacate and either repair or demolish unsafe structures in the community. Variety file photo

DPW supports bill on building safety

By Louella Losino
louella@mvguam.com
Variety News Staff

DURING yesterday's public hearing for Bill 267, or the Responsible Urban Renewal Act, the Department of Public Works expressed its support for the bill, saying the measure would grant them greater enforcement authority in addressing unsafe commercial and industrial structures.

Sen. Michael San Nicolas introduced the bill to address a problematic provision governing unsafe structures in the Guam Building Law.

"The bill had a public hearing yesterday afternoon led by Sen. Tom Ada, the legislative public safety and infrastructure committee chairman, who also co-sponsored the bill.

In a letter to Ada, DPW Director Carl Dominguez stated: "The Department of Public Works thanks (Sen. Tom Ada) and Sen. Michael San Nicolas for introducing Bill 267-32 (COR) which grants DPW greater enforcement authority, including the imposition of monetary fines on violators who do not vacate and either repair or demolish unsafe structures in our community."

Dominguez, during the public hearing, also suggested adding a monetary disincentive provision wherein any person entering the building without permission from the DPW director shall be subject to a fine of up to \$1,000 per violation. The current law's provisions

on unsafe structures allow for three options: that the structures be repaired, vacated or demolished. "This means that simply by vacating the premises, the owner is considered to have complied with the law," according to the proposed legislation.

Safety hazards

As pointed out by Bill 267, more buildings and structures, which are deemed not within safety regulations, are still standing and continue to pose safety hazards to the public.

If passed, Bill 267 would require that owners of commercial and industrial zoned properties vacate and either repair or demolish unsafe structures.

The law also would require violators to pay an annual fine equal to 20 percent of the assessed value of the subject property, which shall be prorated for any portion of a year in which the violation continues. The fine provided shall be a lien on the property if unpaid for more than 90 days.

After a review of the current building codes, San Nicolas said it became apparent that there is a need to tighten its provisions relative to unsafe structures, strengthen mandates, and empower DPW to be able to implement the law.

"There was a consensus amongst the various stakeholders that we consulted with on this bill that the current unsafe structure statute was too weak," San Nicolas said.

The senator also noted that the bill is a good step toward

removing unsafe commercial and industrial structures from the community.

"These blighted commercial and industrial properties hurt surrounding property values, cause rodent and pest infestation, and hurt our tourism industry. Bill 267 is a responsible approach to improve the economic vitality of our island," he added.

Village issues

Chalan Págo-Ordóñez Mayor Jessy Gogue also provided testimony during the public hearing, stressing that the issue of abandoned structures is "near and dear to the hearts of many mayors."

"There are buildings in my village that have been there for 30 years and it is on a main route," he said.

In addition to commercial and industrial properties, he said unsafe residential properties needed to be addressed as well.

He also pointed out that according to current law, it is part of the mayors' responsibilities to issue citations to owners for failure to remove properties which are deemed unsafe by DPW.

"In the event that the owner does not remove the unsafe structure, the mayor or vice mayor may have the structure cleared and submit to the owner for payment," he said.

Gogue added that the attorney general and the Department of Revenue and Taxation are both critical components to the unsafe structure issue.



PUBLIC NOTICE

The Guam Council on the Arts and Humanities Agency will hold its Regular Board Meeting on Tuesday, March 4, 2014, at 3:00 pm at the CAHA Office, 1st Floor, Terlaje Professional Building in Hagatna.

Persons requiring special accommodations should contact the GCAHA Office at 300-1204-8 or fax at 300-1209.

"Paid with government funds by Guam CAHA"



The Honorable
EDDIE B. CALVO
Governor



The Honorable
RAY TENORIO
Lt. Governor

A.B. WON PAT
INTERNATIONAL AIRPORT AUTHORITY

PUBLIC NOTICE

The Board of Directors of the A.B. Won Pat International Airport Authority, Guam (GIAA) will hold a Regular Board Meeting on Thursday, February 27, 2014 at 3:00 p.m. in GIAA 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, please call the Board Office at 642-4717/18.

(This ad paid for by GIAA)

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE
A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM
Thursday, January 30, 2014, 3:00p.m.
GIAA TERMINAL CONFERENCE ROOM #3**

1. CALL TO ORDER AND ATTENDANCE

The January 30, 2014, 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 3:04p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Directors Present:

Edward G. Untalan
Martin Gerber
Rosalinda A. Tolan
Gurvinder Sobti
Lucy M. Alcorn

Offices or positions:

Chairman

Directors Absent:

Jesus Q. Torres
Pedro P. Ada III (Off Island)

Vice Chairman

GIAA Officials:

Charles H. Ada II
Peter Roy Martinez
Carlos Bordallo
Frank R. Santos
Jean M. Arriola
Gerard Bautista
Antonio Taitingfong
Victor Cruz
Edward Muna
Franklin Taitano
Joseph G. Javellana

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

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

The Chairman asked if there were any changes to the agenda. On motion duly made by Director Gerber, seconded by Director Sobti, the agenda was amended as follows: To include under New Business a new item C. Approval of Estoppel Certificate from PacAir Properties.

3. APPROVAL OF MINUTES

- A.** November 27, 2013 Regular Meeting (*Tabled*)
- B.** December 27, 2013 Regular Meeting
- C.** January 15, 2014 Special Meeting

The next item on the agenda was approval of the minutes of the November 27, 2013 regular meeting; December 27, 2013 regular meeting; and January 15, 2014 special meeting.

Chairman Untalan noted that during the January 15, 2014 special meeting the award to Proposer B for the A-E Services for the Terminal Building Structural Upgrade & Concourse Isolation Design was approved, but the identity of Proposer B was not announced. Chairman Untalan requested that the name of Proposer B be stated for the record. Mr. Franklin Taitano informed the Board that Proposer B is E&A Engineers. The Chairman also mentioned that there were questions at that meeting whether it was legally permissible to use the existing RFP to select the number two (2) highest ranked proposer to conduct peer review of the number one (1) highest ranked proposer. Management informed the Board that Legal Counsel has confirmed that all procurement issues are cleared and that Management may proceed with the selection of Proposer G as the number two (2) highest ranked proposer. Mr. Franklin Taitano informed the Board that the number two (2) highest ranked proposer is Rim Architects.

Relative to the December 27, 2013 minutes, the Chairman inquired if the appraisal of the Airport property was completed by December 30, 2013 as stated. Mr. Frank Santos replied that the appraisal is done and went on to give the Board a brief update relative to the Tiyan Parkway, stating that ten (10) days ago an offer to purchase was received from Department of Public Works (DPW) for the Airport property as a perpetual easement, not a change in title, in the amount of \$3.6M.

On motion duly made by Director Gerber, seconded by Director Tolan, the minutes of the November 27, 2013 regular meeting; December 27, 2013 regular meeting; and

January 15, 2014 special meeting were unanimously approved, subject to corrections.

4. CORRESPONDENCE

No Correspondence presented.

5. OLD BUSINESS

The next item on the agenda was Old Business.

A. Approval of GIAA FY13 Financial Audit Report by Ernst & Young

The first matter discussed was the approval of GIAA's FY13 Financial Audit Report by Ernst & Young LLP (E&Y). Mr. James Whitt from E&Y provided a brief power point presentation to the Board. Mr. Whitt informed the Board that E&Y was able to give an unqualified opinion.

Following the presentation, the Chairman commended Management and staff for doing an outstanding job and stated that the results are a tremendous improvement. He added that while GIAA saw a net growth, the focus is going to be on continuing improvement in the revenue base. The Chairman asked the E&Y team if the Airport would be considered low-risk in two (2) years. Mr. Whitt replied yes.

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

Resolution No. 14-24

The Board hereby approves the GIAA FY13 Financial Audit Report as presented by Ernst & Young LLP.

Chairman Untalan noted for the record that GIAA had met with the Public Auditor during the exit interview and she had very positive things to say regarding the improvements of the Airport. The Chairman added that the Board will be working with Management to create policies and procedures. The Public Auditor also noted that the Airport is again and usually the first to release its Audit in a timely manner.

A. Status of Capital Improvement Projects

The second matter discussed was the Status of Capital Improvement Projects. Mr. Frank Santos informed the Board that three (3) schedules were included in their packets, the first being the Series 2013 Bond Capital Improvement Projects. Mr. Santos provided updates on the Bond projects, informing the Board that the projects identified with

'Pending IDIQ RFP Issuance' are projects that are not federally funded and are not of a large dollar value so they will be combined under a single RFP under an Indefinite Delivery Indefinite Quantity (IDIQ) concept, previously done by GIAA. Proceeding this way will allow the Airport to place all of these projects together and be able to conduct surveys and cost estimates and streamline engineering, design and construction management. Several firms will be selected that the Airport can contract to handle these projects concurrently. Mr. Santos informed that the Board that the IDIQ RFP will include all of the professional services. Discussion followed relative to the IDIQ RFP projects.

Mr. Santos went on to update the Board on the AIP Grants, informing the Board the ARFF Fire truck is out for bid.

Mr. Santos reported on the Capital Improvement Projects for Fiscal Year 2014, Funding Source. He explained that this is an amended project schedule including projects for FY14 only, and will be updated to include previously approved but pending projects from prior fiscal years, everything is subject to availability of funding. Discussion followed relative to projects identified, but pending availability of funding to include bathroom renovations. The Chairman requested for a Priority List to be presented to the Board.

Mr. Santos provided an update on the Terminal Fire Alarm and Fire Suppression System, stating that \$2.5M has been appropriated. Director Alcorn inquired on the amount to upgrade. Mr. Santos replied that a light for light replacement would be over \$400,000, to upgrade to meet the fire code is \$1.8M. Mr. Santos announced that the change does not have to be approved in the budget at this time, however it will need to be approved once the bid results come back.

B. Procurement Approval for Gate 21 Replacement Loading Bridge

The Executive Manager informed the Board that Management is still in the process of acquiring the data that was requested from the Board relative to the loading bridges and requested if this item be tabled until the next meeting so that the report may be completed.

6. NEW BUSINESS

The next item on the agenda was New Business.

A. Approval of Award for Exterior Wall Painting/Repair of Terminal Building and Other Airport Structures – IFB No. GIAA-C02-F14

The first matter discussed was approval of award under the Invitation for Bids for Exterior Wall Painting/Repair of the Terminal Building and Other Airport Structures, IFB No. GIAA-C02-FY14 (the "IFB"). The Executive Manager informed the Board that the IFB solicited bids from firms to provide painting/repair work inclusive of all labor, materials, supplies and equipment for painting of terminal building. Thirteen (13) firms/individuals purchased the bid package and ten (10) firms submitted bid proposals before the submission deadline. The firms were evaluated and nine (9) were determined to be acceptable. The Manager informed the Board that the lowest responsive, responsible total bid amount received is \$397,999.00, which is 53% below the government estimate of \$850,000.00. Management recommends that the Board approve the contract award of \$397,999.00 to J&B Modern Tech, who has been determined to have met the standards of responsibility and responsiveness outlined in the Guam Procurement Regulations.

Director Alcorn inquired on EONS Enterprise Corp.'s bid amount being lower than Management's recommendation. Ms. Janalynn Damian informed the Board that upon review of the bid submitted by EONS it was determined that the bid was non-responsive because EON's did not submit the proper bid form. Discussion followed relative to the bid amounts and the type of paint to be used and if it was outlined in the bid package, with the Executive Manager informing the Board that the bid package specified the type of paint to be used.

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

Resolution No. 14-25

The Board hereby approves the contract award for Exterior Wall Painting/Repair of the Terminal Building and Other Airport Structures, IFB No. GIAA-C02-FY14 to J&B Modern Tech in the amount of \$397,999.00, and disqualification of the bid submitted by EONS Enterprise Corp. for non-responsiveness.

The Chairman inquired on when the water blasting will begin. Ms. Jean Arriola informed the Board approximately one month.

B. Approval of Award for Design Services for GIAA Tiyan Site Development Access Road – RFP No. GIAA-003-FY14

The second matter discussed was approval of award under the Request for Proposal for Design Services for GIAA Tiyan Site Development Access Road, RFP No. GIAA-003-FY14 (the "RFP"). The Executive Manager informed the Board that the RFP solicited proposals from professional firms to provide design services for the Tiyan site development access road. A total of twelve (12) firms obtained the RFP packages, however seven (7) firms

responded by submitting proposals before the established deadline. After receipt of all proposals, an Evaluation Committee was established to perform an independent evaluation of the proposals to determine the best qualified proposer. The proposals were evaluated based on the point system assigned for each criteria identified in the RFP package. As a result of the evaluation committee's tabulation, the selected firms in order of their ranking are as follows:

1. Proposer A
2. Proposer B
3. Proposer C
4. Proposer F
5. Proposer D
6. Proposer G
7. Proposer E

Management recommends the approval of the ranking results and the contract award to Proposer A, as the highest ranked proposer, subject to negotiations of fair and reasonable fees. In the event that the negotiations prove unsuccessful, GIAA Management will enter negotiations with the next highest ranked proposer.

The Chairman inquired if these firms have done work with the Airport in the past. The Executive Manager replied yes. The Chairman informed the Board that he took the opportunity to come in to review the proposals prior to the meeting and noted that the same firms are continuing to show interest in the projects. He added that one of the main reasons why Mr. Frank Santos is requesting for the IDIQ RFP process next month is to avoid having to put out individual RFP's for the smaller projects; under the one (1) RFP, a number of firms will be awarded, and will be rotated. Discussion followed relative to the IDIQ project.

Relative to the Tiyan Site Development Access Road RFP, Director Gerber inquired on the location. Mr. Santos directed the Board to a map and pointed out the location. The Executive Manager informed the Board that the Access Road would provide the Airport accessibility should anything unforeseen occur on the Tiyan Parkway. The Chairman inquired on who would have access to this road. Mr. Santos replied that it would be for Airport related use and would depend on the developers and tenants.

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

Resolution No. 14-26

The Board hereby approves the ranking results and contract award to Proposer A for Design Services for GIAA Tiyan Site Development Access Road, RFP No. GIAA-003-FY14,

subject to negotiation of fair and reasonable fees and legal review. If negotiations prove unsuccessful, Management can enter into negotiations with the next highest ranked proposer.

The Executive Manager announced to the Board that Proposer 'A' is Duenas & Associates.

C. Approval of Estoppel Certificate from PacAir Properties

The third matter discussed was the approval of the Estoppel Certificate from PacAir Properties. At this time Chairman Untalan stated for the record that he would like to recuse himself from this discussion as he is employed by First Hawaiian Bank (FHB), and that FHB provided financing to PacAir Properties, and he 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 Alcorn, seconded by Director Sobti, the following resolution was unanimously approved:

Resolution No. 14-27

The Board hereby approves the nomination and election of Director Gerber to Chair the discussion relative to the approval of Estoppel Certificate from PacAir Properties.

Chairman Untalan exited the conference room.

Acting Chairman Gerber requested that Mr. Santos to provide a brief background to the Board regarding the Estoppel Certificate.

Mr. Santos referred to the current Ground Lease Agreement between GIAA and PacAir Properties of which the Air Cargo Facility is constructed upon. PacAir Properties is requesting to increase its loan amount with FHB in the amount of \$3.9M in order to finance tenant improvements within the facility and FHB is requesting the Estoppel Certificate as part of the financing. The tenants that they now have are Social Security Administration, U.S. Citizenship & Immigration Services and National Oceanographic Atmospheric Administration. Mr. Santos informed the Board that that the Estoppel Certificate affirms that there is a Lease Agreement, and indicates that should PacAir Properties default on their loan with FHB that GIAA is permitting FHB to either make payments on the rent and continue as the Landlord for that building or substitute. Mr. Santos stated that Management recommends that the Board approve the Estoppel Certificate and it essentially amends the Estoppel previously authorized by the Board.

Director Tolan inquired if there were a negative impact for the Airport. Mr. Santos replied none that he is aware of. Acting Chairman Gerber inquired if this would be

subject to Conflicts Counsel review, and asked if Conflicts Counsel had reviewed the Estoppel Certificate. Mr. Santos replied that he believed that Conflicts Counsel had reviewed it and would have to sign off on page 3 of the Estoppel Certificate.

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

Resolution No. 14-28

The Board hereby approves the Estoppel Certificate from PacAir Properties as presented by Management subject to review by Conflicts Counsel.

Chairman Untalan returned to the conference room.

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. He announced that beginning January 15, 2014 through the end of February, the U.S. National Science Foundation (NSF) and the U.K. Facility for Airborne Atmospheric Measurements (FAAM) will be operating at the ACI hangar to monitor tropical atmosphere and changes as a result of global warming. GIAA is partnering with NSF and FAAM with two (2) days of Community Outreach presentations on February 11 and 13, and a half day Open House on February 15, 2014 at the ACI Hangar.

Reporting on FAA issues, the Manager reported that Mr. Ron Simpson, FAA Manager out of the Honolulu District Office, met with GIAA Management and staff to discuss key items that include, Tiyan Parkway, AIP Funding, Noise Mitigation, and the FY 2013 Single Audit. The next scheduled FAA visit is in April 2014 for GIAA's annual certification inspection.

The Executive Manager reported on a number of announcements to include GIAA hosting a Route Development Strategy Workshop on January 28 and 29, 2014 at the Hyatt, Guam. The workshop was facilitated by the Authority's Air Service Consultant, with the objective to identify an overall air service development strategy for GIAA and implementation plan for the remainder of 2014 and 2015. The Guam Economic Development Authority (GEDA) and the Guam Visitors Bureau (GVB) also participated in the workshop.

GIAA has been invited to attend GVB's launching of their 2020 Vision Plan scheduled for 2:00 p.m., February 4, 2014 at the Sandcastle in Tumon. All Board members are invited to attend and support the launch, with a press conference scheduled which will be led by Governor Eddie Baza Calvo.

GIAA has been working with the Lieutenant Governor's Office on the planning of "Soaring High", an island beautification Task Force fundraiser in collaboration with Japan Airlines. The fundraiser is scheduled for March 14, 2014 and will consist of lunch on the concourse and a tour of the island on board a Japan Airlines aircraft.

The Chairman announced that he attended the Route Development Strategy Workshop and he had thought it was interesting, he inquired with Management on what was the next step, will the strategy be finalized and brought to the Board for review. The Executive Manager replied that it is in line with the release of GVB's Master Plan. Having gone through the workshop, the Manager stated now GIAA can meet with GVB and GEDA and come up with a Plan that all three (3) Boards can be presented with.

The Chairman mentioned GVB's 2020 Vision Plan, and noted the importance of the three (3) agencies working together in terms of a strategy. Discussion followed relative to GVB's 2020 Vision Plan and Marketing strategies.

8. REPORT OF THE COMPTROLLER

Before moving on with the Comptroller's report, Mr. Carlos Bordallo directed the Board to a handout of proposed amendments to the budget, he explained that the numbers in the Comptroller's report are predicated upon the proposed amendments to the budget. The Comptroller informed the Board that the amendments to the budget came about as a result of the debt service level that was finalized with the Bond issuance and went on to list the amendments, stating that the revisions are simply a shift of obligations to avoid raising the Airline rates. He added that with the new First Hawaiian Bank (FHB) loan, the Debt Service Coverage ratio moved from 1.40 to 1.34, which is still above the required 1.25.

The Chairman inquired on the calculations of the Debt Service Coverage ratio amount for FY13 reported in the Ernst & Young audit report showing over 2.00. The Comptroller replied that this report showing 1.68 is from August and was not updated. The Chairman informed the Board that the objective was to revise the budget to include the Debt Service for the Bond and the Energy Efficiency loan as the numbers were off at the time the Board last reviewed the report. He added that the adjustments to the budget are being brought to the Board so that they are aware and know what to expect by the end of the year. The Chairman asked that the Comptroller explain the Amortization of Assets. The Comptroller informed the Board that it is based on GIAA recovering costs from Capital Improvement Projects through implementing tariffs, in the interest of keeping the rates the same for the Airlines, he stated that he recommended deferring the Amortization of Assets for FY14 and instead include extension of the FHB Energy Efficiency Loan. Chairman Untalan added that in July 2014 when GIAA begins negotiations with the Airlines, GIAA would incorporate back this recovery into the FY15

budget. Discussion followed relative to enplanement costs.

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

Resolution No. 14-29

The Board hereby approves the amendment to the FY14 budget as presented to defer the Amortization of Assets for FY14 for one (1) year to incorporate the Debt Service for the Energy Efficiency Loan, at which time the budget for FY15 will be adjusted to recapture the Amortization of Assets as well as continue to incorporate the Debt Service for the Energy Efficiency Loan.

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 December 31, 2013. Mr. Bordallo reported that year-to-date Total Signatory Revenues are below budgeted revenues by -0.2%, year-to-date Total Concession Revenues and Passenger Facility Charges are above budget estimates by 1.9% and 2.8%, respectively. Further, year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues, are below the budget estimate by -4.5%. Year-to-date Total Operating Revenues Actual of \$16.2M is -0.3% below the budget estimate of \$16.3M. Year-to-date Total Operating Expenses are below budget by -15.4%. The actual year-to-date Net Revenues from Operations of \$7.64M reflects an increase of 24.5% over the year-to-date budgeted amount of \$6.14M. The Authority's year-to-date results for Debt Service Coverage is at 1.44 versus the requirement of 1.25.

Chairman Untalan inquired on the incorporation of both the Merit Bonus and Law Enforcement Pay to the FY13 budget, if those funds had been reserved. The Comptroller replied yes, out of the FY13 budget. The Chairman informed the Board that there have been discussions with Legal Counsel regarding the legality of the Merit Bonus and will be working with Management on an implementation plan.

The Chairman inquired on the cash on hand by the end of last fiscal year. The Comptroller replied the total unrestricted funds at the end of FY13 \$30.1M. Discussion followed relative to cash on hand with the Comptroller informing the Board that after calculations GIAA would have 380 days worth of cash on hand should anything unforeseen happen; 280 days after removing the one (1) time obligation cost for the Merit Bonus.

9. EXECUTIVE SESSION

Upon written recommendation of counsel, on motion duly made by Director Gerber and seconded by Director Alcorn, and unanimously approved, at 4:47 p.m. the Board

recessed regular session. The Board convened executive session at 4:52 p.m. to discuss pending litigation.

Executive Session adjourned at 5:00 p.m., at which time the Board reconvened the regular session.

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 Tolan, unanimously approved, at 5:01 p.m., the meeting was adjourned.

Dated this _____, day of _____, 2014.

Attest:

Edward G. Untalan
Chairman

Gurvinder Sobti
Secretary

Prepared and Submitted By:

Amanda O'Brien-Rios
Corresponding Secretary



GIAA Program Status and UDO Analysis on Open AIP Grants

FY	Loc ID	Description	Grant #	Grant Amount	Balance as of 1/30/14	UDO	Balance as of 2/27/14	UDO	Comments
2009	GUM	Improve Airport Utility Infrastructure (Electrical System) - Phase 1	3-66-0001-65	\$7,000,000	\$38,983	1%	\$38,983	1%	
2009	GUM	Conduct Airport Master Plan Study Update	3-66-0001-66	\$700,000	\$51,578	7%	\$0	0%	
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	\$265,801	13%	\$101,940	5%	
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
		Sub Total:		\$22,496,827	\$356,362	2%	\$140,923	1%	
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%	
		<i>Amendment No. 1 to AIP 74</i>	3-66-0001-74	\$325,854	\$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	\$1,870,978	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	\$969,709	63%	\$845,306	55%	
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	\$0	0%	\$0	0%	
2010	GUM	Conduct Environmental Assessment for Sewer and Storm water Drainage	3-66-0001-79	\$700,000	\$422,184	60%	\$409,896	59%	
		Sub Total:		\$18,350,854	\$3,381,976	18%	\$3,245,285	18%	



GIAA Program Status and UDO Analysis on Open AIP Grants

FY	Loc ID	Description	Grant #	Grant Amount	Balance as of 1/30/14	UDO	Balance as of 2/27/14	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%	\$2,127,579	92%	
2011	GUM	Miscellaneous Airport Improvements - Phase 4	3-66-0001-82	\$1,400,000	\$1,322,609	94%	\$1,230,182	88%	
			Sub Total:	\$5,680,479	\$3,544,738	62%	\$3,357,761	59%	
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	\$4,268,244	78%	\$3,623,659	67%	
			Sub Total:	\$7,441,024	\$4,268,244	57%	\$3,623,659	49%	
2013	GUM	Extend Runway 06L/24R - Phase XI	3-66-0001-85	\$2,005,605	\$0	0%	\$0	0%	
2013	GUM	Rehabilitate Runway 06/24R - Phase 3	3-66-0001-86	\$1,876,981	\$1,844,663	98%	\$1,658,441	88%	
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	\$234,072	47%	\$160,178	32%	
			Sub Total:	\$5,399,586	\$3,095,735	57%	\$2,835,619	53%	
			GRAND TOTAL:	\$59,368,770	\$14,647,055	25%	\$13,203,247	22%	



**A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM
SERIES 2013 BOND CAPITAL IMPROVEMENT PROJECTS**

Project Title		Total Project Cost	Federal Grants	Bond Proceeds	Balance as of 2/27/14	Purpose / Comments	Status
PRIORITY 1							
1	International Arrivals Corridor with Building Seismic Upgrades	\$53,900,000	\$13,200,000	\$40,699,532	53,899,532.00	Permanent solution to TSA mandate. 3rd level corridor for arrivals only with vertical circulation from gate groups. Must include seismic upgrades.	RFP to designer awarded by the Board. Contract being finalized based on 10% effort.
2	Hold Bag Screening Relocation	\$26,069,263	\$24,899,330	\$728,319	25,627,649.46	In-line bag screening with BHS. Check in capacity restored. Reduced costs for TSA and airlines.	The 70% design submittal with the TSA for review. Contract executed with BHS manufacturer.
3	SSCP Improvements	\$3,100,000		\$3,100,000	3,100,000.00	Increase security screening lanes and expand queuing area.	Pending IDIQ RFP issuance.
4	FIDS Replacement	\$5,000,000		\$5,000,000	4,707,315.00	Replace obsolete and non-reliable system with multimedia multipurpose software/hardware.	Prioritized upgrades in progress.
5	Integrated PLB Replacement	\$8,200,000	\$2,000,000	\$3,507,480	5,507,480.00	Replace 5 aged loading bridges and 34 power and pre-conditioned air point of use units.	Installation in progress for the 34 power and preconditioned air units. Replacement loading bridges being assessed.
6	Common Use Check-In Facilities	\$2,800,000		\$2,800,000	2,800,000.00	Single airline check-in program with counter modifications and expanded use of kiosks. Avoids expanded building footprint.	Common use study for airline review and comment.
7	Fuel System Improvements	\$1,000,000		\$1,000,000	1,000,000.00	Improve fire suppression system and connections.	Improvements being handled through fuel system operator.
8	Parking Expansion	\$7,400,000		\$7,310,594	7,310,593.70	Single level parking deck over commercial vehicle area to replace capacity loss from expanded access road. Improves passenger service.	Preliminary engineering in progress. Designer pending IDIQ RFP issuance.
9	Interisland Passenger Facility	\$3,000,000		\$3,000,000	3,000,000.00	Separate processing facility for domestic interisland operations. No CBP and minimal TSA inspections.	Planning session with CBP, TSA and Guam Customs followed by prospective users.
10	ARFF Facility Replacement	\$11,600,000	\$10,440,000	\$754,007	11,194,007.00	Replace aged Navy structure with code compliant facility meeting FAA standards.	Preliminary engineering completed. Grant application to the FAA being prepared.
11	Cargo Apron Relocation	\$7,700,000	\$6,930,000	\$770,000	\$7,700,000.00	New cargo only apron adjacent to integrated air cargo facility. Hydrant fuel capability.	Preliminary engineering study and FAA grant application being updated.
12	Replace Terminal Seating	\$3,500,000		\$3,500,000	\$3,500,000.00	Replace dilapidated seating and expand additional seating to other terminal areas.	Full re-upholstering of existing seating being evaluated. Architect under IDIQ RFP.
SUB TOTALS		\$133,269,263	\$57,469,330	\$72,169,932	\$129,346,577		

PRIORITY 2						
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.	Pending IDIQ RFP issuance.
14	Terminal Flooring Replacement	\$2,700,000		\$2,700,000	Replace deteriorating tile surface with durable non-skid material with longer life cycle.	Pending IDIQ RFP issuance.
15	Upgrade Airport IT and FMS	\$2,000,000		\$1,678,148	Upgrade financial management system, add facility management GIS and improve infrastructure.	Partial upgrades completed.
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.	Pending IDIQ RFP issuance.
17	Enclose Arrival Tunnels	\$1,200,000		\$1,200,000	Increase arrivals lobby area through enclosing arrival tunnel with climate control.	Pending IDIQ RFP issuance.
18	Replace Conveyance Systems	\$2,600,000		\$2,600,000	Replace with energy efficient equipment. Includes elevators, escalators and moving walks.	Pending IDIQ RFP issuance.
19	Strengthen and Expand Curbside Canopies	\$2,800,000		\$2,800,000	Expand departures curbside canopies for extended weather protection and security reinforcement.	Pending IDIQ RFP issuance.
20	1% Arts Program	\$639,000		\$639,000		For further discussion with the Guam Council of the Arts & Humanities.
21	Unencumbered Proceeds	\$16,271,067		\$16,271,067		
SUB TOTALS		\$33,910,067	\$0	\$33,588,215	33,588,215.42	
TOTALS		\$167,179,330	\$57,469,330	\$105,758,148	\$162,934,793	\$4,244,537 Expended

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

**RELATIVE TO THE EXTENSION OF THE
AGREEMENT FOR LEGAL SERVICES WITH CALVO FISHER & JACOB LLP
AND THE AGREEMENT FOR LEGAL SERVICES WITH
TEKER TORRES & TEKER NOW KNOWN AS TORRES LAW GROUP**

WHEREAS, an Agreement for Legal Services was entered into on May 5, 2010, by and between the ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM ("GIAA") and Calvo Fisher & Jacob LLP ("CFJ") (the "CFJ Agreement"); and

WHEREAS, an Agreement for Legal Services – Conflicts Counsel was entered into on May 5, 2010, by and between the ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM ("GIAA") and Teker Torres & Teker now known as Torres Law Group ("Torres") (the "Torres Agreement"); and

WHEREAS, the CFJ Agreement provides for a term of one year commencing on March 23, 2010, with four (4) options to extend for a period of one (1) year each, not to exceed a total contract period of five (5) years with GIAA approval; and

WHEREAS, the Torres Agreement provides for a term of one (1) year commencing on March 1, 2010, with options to extend for succeeding periods of one (1) year each, not to exceed a total contract period of five (5) years with GIAA approval; and

WHEREAS, the Board of Directors has determined that GIAA continues to require the services of CFJ and that it is in the best interests of GIAA to extend the term of the CFJ Agreement for an additional one year period commencing on March 23, 2014, under the same terms and conditions as set forth in the CFJ Agreement.

WHEREAS, the Board of Directors has determined that GIAA continues to require the services of Torres and that it is in the best interests of GIAA to extend the term of the Torres Agreement for an additional one year period commencing on March 1, 2014 under the same terms and conditions as set forth in the Torres Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of GIAA hereby extends the term of the CFJ Agreement for an additional one year period commencing on March 23, 2014 and expiring on March 22, 2015, under the same terms and conditions as set forth in the CFJ Agreement; and

BE IT FURTHER RESOLVED, that the Board of Directors of GIAA hereby extends the term of the Torres Agreement for an additional one year period commencing on March 1, 2014 and expiring on February 28, 2015, under the same terms and conditions as set forth in the Torres Agreement.

DULY AND REGULARLY ADOPTED BY THE BOARD OF DIRECTORS OF THE ANTONIO B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM AT THE FEBRUARY 27, 2014 REGULAR BOARD MEETING.

EDWARD G. UNTALAN, Chairman

JESUS Q. TORRES, Vice Chairman

ROSALINDA A. TOLAN

MARTIN J. GERBER

LUCY M. ALCORN

PEDRO P. ADA III

GURVINDER SOBTI

ATTEST:

GURVINDER SOBTI, Board Secretary

A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM (GIAA)

INTERIM AIR SERVICE DEVELOPMENT INCENTIVE

The following interim air service development incentive program is adopted by the GIAA Board of Directors to attract new air links from unserved city destinations in the Asia-Pacific region and, moreover, in collaboration with the Guam Visitors Bureau's proposed initiatives to stimulate air service from cities in the Peoples' Republic of China. An early initiative is to target the shoulder or non-peak visitor months when the hotel room inventory is available.

1. **Destination Based:** All unserved city destinations in the Asia-Pacific region for direct scheduled air service or scheduled on-demand air service to Guam.
2. **Air Carriers:** GIAA incentive open to all U.S. and foreign based airlines that possess all governmental authorizations. Tour wholesalers and agencies are ineligible to receive the GIAA incentive but may factor such incentive in their negotiations with an airline operator.
3. **Incentive Duration:** Up to a maximum of two (2) years for an unserved destination per air carrier.
4. **Minimum Weekly Frequency:** GIAA incentive applies to new air service with two (2) flights per week.
5. **Rates & Charges Discount:** The GIAA incentive applies to operational rates and charges published in the Airport Tariff Schedule in effect at the time of inaugural service and limited to the Airfield Use (Landing) Fee, Loading Bridge Use, Immigration Inspection, Arrivals and Departure Fees only.

The cumulative percentage discount is based on the following parameters:

- | | |
|------------------------------------|-----|
| A. Basic Discount - | 20% |
| B. Non-Peak Operational Schedule - | 25% |
| C. Load Factor of 85% or Greater - | 5% |

For existing GIAA signatory airlines, the basic incentive discount will be negotiated.

The incentive will be applied on a monthly basis pursuant to the airline activity report for the prior month.

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

AIRLINE ISSUES

China Airlines

China Airlines will be operating 10 charter flights through March serving the FUK/GUM/FUK route, utilizing an A330 with a capacity of 304 pax.

FAA ISSUES

Tri-annual Full Scale Exercise: Internal planning meetings began February 24th in preparation for the Full-Scale Exercise required every three years under FAR Part 139 for Airport certification by the FAA. The Exercise will require the participation of all responding agencies to test our response to an Airport Emergency under our Airport Emergency Plan. The Exercise is scheduled for Wednesday, May 22, 2014. This follows the next scheduled FAA visit in April 2014 for GIAA's annual certification inspection.

ROUTE DEVELOPMENT

GIAA Management will be meeting with several airlines and their network planners to discuss real opportunities and prospects of serving Guam. A business case and marketing packet is being customized for these airline meetings which will be held as part of Routes Asia, in Surawak, Malaysia from March 9 through 11, 2014. The airport team will consist of GIAA, a GVB rep and our air service development consultants when speaking to these network planners.

IFB

IFB - Purchase and Delivery of One (1) ARFF Vehicle, Class 5, 3,000-Gallon Capacity

IFB No. GIAA-001-FY14

Extended bid opening March 12, 2014

ANNOUNCEMENTS

- ARFF Platoons A and B are preparing for the Islandwide 2014 Firefighter's Muster which is scheduled for March 15 and 16 at the Guam Greyhound. Both platoons will challenge their firefighting contemporaries from the Guam Fire Department, the Navy and Air Force in strength and timed response activities. Leading up to the Muster, goodwill softball and 4-man beach volleyball games will be held from March 10 through 13th. Please support ARFF's fundraising activities for Happy Hour at Club Xscape, on Thursday, February 27 for Platoon B and Friday, February 28, 2014 for Platoon A.
- GIAA has been working very closely with the Lt. Governor's Office and Japan Airlines to benefit projects implemented by the Island Beautification Task Force. The event, entitled "Soaring High" is scheduled for March 14, 2013 from 10am to 1pm. Activities feature a flight around the island and lunch serving thereafter. All participating (flying) guests will be processed as a regular passengers, complete with check in and inspection experiences prior to the flight.
- *Silebrasion Mes Chamorro 2014* is being celebrated throughout the month of March. The theme is "Plant the Seeds of Our Heritage Among Our Children". GIAA is prepared to show our culture to our passengers and tenants with its 3pm Friday meriendas scheduled for March 7, 14 and 21 and the Annual

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

Fiesta scheduled for Thursday, March 27 at 11:00am. GIAA Marketing is also working with GVB to host cultural entertainment to complement the merienda servings and the Fiesta.

February 27, 2014

MEMORANDUM

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

From: Carlos Bordallo *JB*
Comptroller

Subject: Operating Results - Revenues and Expenses as of
January 31, 2014

Attached herewith is GIAA's Operating Results Report for the month ending January 31, 2014. This report summarizes the Budgeted versus Actual Revenues and Expenses for the month and year-to-date results ended January 31, 2014.

The key operating results for 4 month(s) of FY 2014 ending January 31 2014 - (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	\$8,831.4	\$8,953.7	1.4%	-0.2%	\$26,852.9	.5%
Total Concession Revenues	\$5,980.5	\$6,084.3	1.7%	1.9%	\$18,074.4	0.6 %
Total PFC's	\$2,108.9	\$2,118.7	.5%	2.8%	\$6,445.9	0.2%
Total Other Revenues	\$5,023.8	\$4,737.2	-5.7%	-4.5%	\$14,928.5	-1.9%
Total Operating Revenues	\$21,944.5	\$21,893.9	-0.2%	-0.3%	\$66,301.8	-0.1%
Total Operating Expenses	\$13,509.0	\$12,469.6	-7.7%	-15.4%	\$38,731.1	-2.6%
Net Revenues from Operations	\$8,435.5	\$9,424.3	11.7%	24.5%	\$27,570.7	3.7%
Non-Operating Expenses	\$350.0	\$232.3	-33.6%	-39.8%	\$382.3	-23.5%
Other Available Moneys/other sources of funds	\$2,271.8	\$2,120.2	-6.7%	-6.7%	\$6,631.0	-2.2%
Net Debt Service Coverage	1.26	1.51	19.9%	37.2%	1.42	6.1%

Page 2 - Operating Results as of January 31, 2014

Year-to-date Total Signatory Revenues for the month ending January 31, 2014 are above Budgeted revenues by 1.4%. Signatory revenue estimates are based on projections submitted by Signatory airlines and adopted in the annual budget.

Year-to-date Total Concession Revenues and Passenger Facility Charges are above budget estimates by 1.7% and .5%.

Year-to date Total Other Revenues, inclusive of non-signatory and non-airline revenues, are below the budget estimate by -5.7%.

Year-to-date Total Operating Revenues Actual of **\$21.94M** is **-.2%** below the budget estimate of **\$21.89M**.

Year-to-date Total Operating Expenses are below budget by **-7.7%**. Components of this line item include a **-4.1%** decrease in Personnel Service, a **-8.6%** decrease in Contractual Services, a **-35.6%** decrease in Materials & Supplies and a **100%** decrease in Equipment/Furnishings from budgeted amounts for these respective categories.

The actual year-to-date Net Revenues from Operations of **\$9.42M** reflects an increase of **11.7%** over the year-to-date budgeted amount of **\$8.44M**.

Finally, our year-to-date results for Debt Service Coverage is at **1.42** 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 January 31, 2014

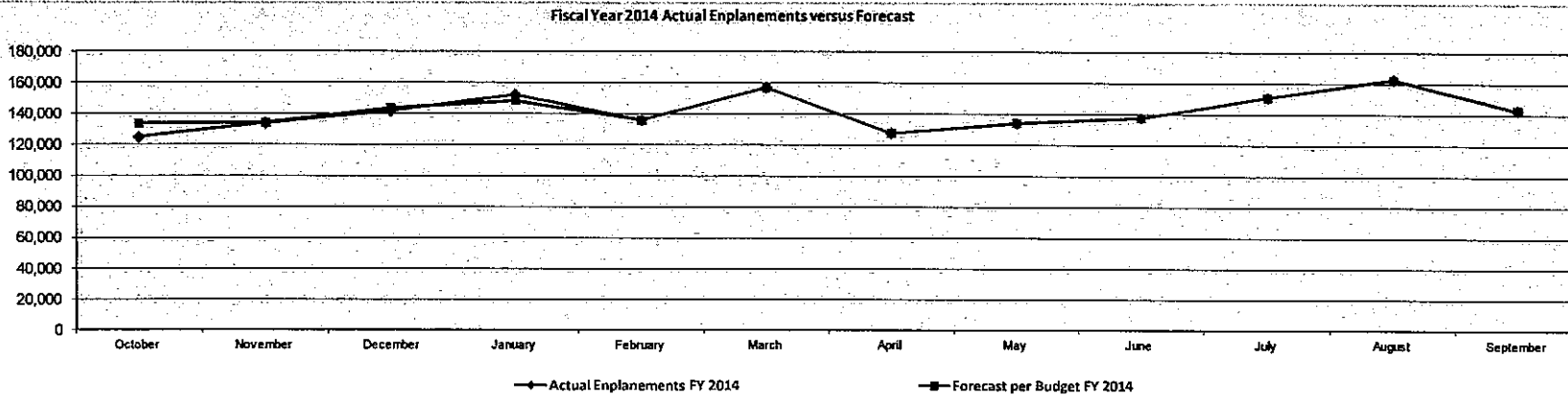
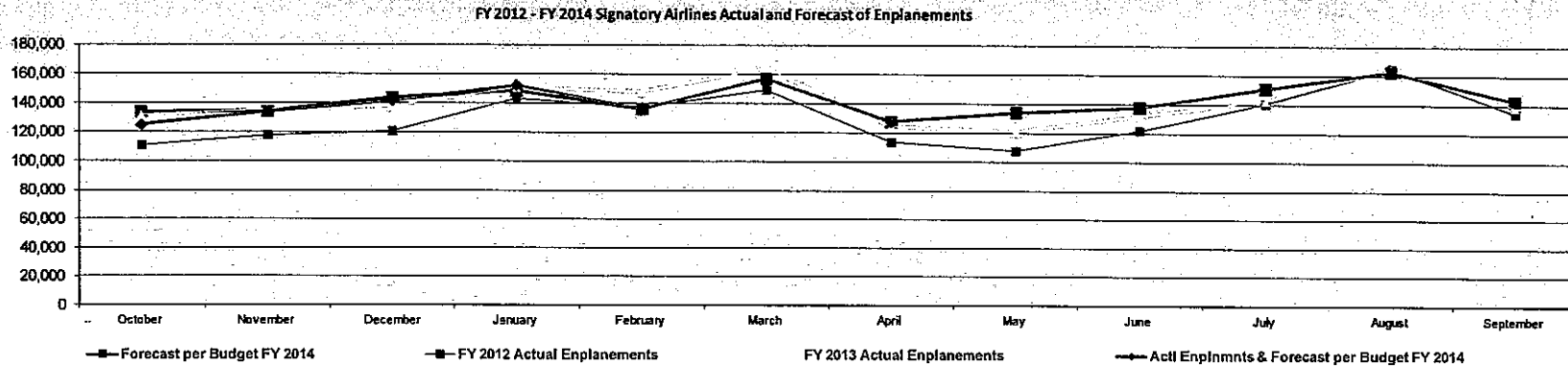
	CURRENT MONTH				Budget Full Year	YEAR - TO - DATE				FULL YEAR FORECAST	
	Actual FY2013	Budget FY2014	Actual FY2014	%Var Bud Vs Act'l		Actual FY2013	Budget FY2014	Actual FY2014	%Var Bud Vs Act'l	Actual/Est	%Var Bud Vs Act'l
I. Signatory Airline Rents & Fees											
Terminal Bldg Rentals	277.0	256.8	258.5	0.7%	3,082.1	1,108.0	1,027.4	1,034.0	0.6%	3,088.7	0.2%
Departure Fees	617.5	516.5	533.5	3.3%	5,951.4	2,276.4	1,949.2	1,926.2	-1.2%	5,928.3	-0.4%
Arrival Fees	644.8	512.1	565.3	10.4%	5,908.9	2,430.9	1,925.8	2,035.2	5.7%	6,018.3	1.9%
Immigration Inspection Fees	238.2	178.5	212.5	19.1%	2,042.9	904.0	669.2	765.0	14.3%	2,138.6	4.7%
Loading Bridge Use Fees	417.4	516.5	526.8	2.0%	6,045.5	1,549.8	1,992.7	1,892.5	-5.0%	5,945.3	-1.7%
Apron Use Fees	154.8	146.9	155.8	6.0%	1,532.7	555.0	524.9	538.2	2.5%	1,546.0	0.9%
Landing Fees	256.0	207.7	220.9	6.4%	2,167.0	917.7	742.1	762.7	2.8%	2,187.6	1.0%
Total Signatory Revenue	2,605.6	2,335.1	2,473.3	5.9%	26,730.5	9,741.8	8,831.4	8,953.7	1.4%	26,852.9	0.5%
Enplaned Signatory Pax	150,971	148,586	152,311	2.5%	1,711,959	539,430	560,713	552,968	-1.4%	1,704,213	-0.5%
Cost per Enplaned Pax	\$17.26	\$15.72	\$16.24	3.3%	\$15.61	\$18.06	\$15.75	\$16.19	2.8%	\$15.76	0.9%
Revenues from Sources other than Signatory Airlines Rents & Fees											
Concession Revenues											
Gen Mdse (DFS)	663.2	1,201.2	1,225.9	2.1%	14,414.9	2,576.5	4,805.0	4,925.8	2.5%	14,535.7	0.8%
In-flight Catering	68.1	74.9	76.6	2.3%	802.1	253.8	269.8	277.7	2.9%	810.0	1.0%
Food & Beverage	81.5	89.6	82.3	-8.2%	942.3	302.9	304.2	305.1	0.3%	943.3	0.1%
Rental Cars	80.7	80.2	84.9	5.8%	970.0	316.0	320.9	314.1	-2.1%	963.2	-0.7%
Other Concession Rev	67.0	70.1	65.0	-7.4%	841.3	276.8	280.6	261.7	-6.8%	822.4	-2.3%
Total Concession Revenues	960.4	1,516.1	1,534.5	1.2%	17,970.6	3,726.0	5,980.5	6,084.3	1.7%	18,074.4	0.6%
Passenger Facility Charges	748.1	558.9	524.9	-6.1%	6,436.1	2,253.2	2,108.9	2,118.7	0.5%	6,445.9	0.2%
Other Revenue	1,302.0	1,273.5	1,155.5	-9.3%	15,215.1	5,140.7	5,023.8	4,737.2	-5.7%	14,928.5	-1.9%
Total Operating Revenue	5,616.1	5,683.6	5,688.2	0.1%	66,352.4	20,861.7	21,944.5	21,893.9	-0.2%	66,301.8	-0.1%
II. Operating Expenses:											
Personnel Services	1,421.8	1,328.4	1,487.1	12.0%	17,269.0	4,939.6	5,977.8	5,732.0	-4.1%	17,023.3	-1.4%
Contractual Services	1,486.4	1,897.6	2,084.3	9.8%	20,824.5	6,079.3	7,001.7	6,400.5	-8.6%	20,223.3	-2.9%
Materials & Supplies	146.7	152.5	133.0	-12.8%	1,499.9	266.3	523.5	337.1	-35.6%	1,313.4	-12.4%
Equipment/Furnishings	0.0	6.0	0.0	0.0%	177.0	0.0	6.0	0.0	-100.0%	171.0	0.0%
Total Operating Expenses	3,054.9	3,384.5	3,704.5	9.5%	39,770.5	11,285.1	13,509.0	12,469.6	-7.7%	38,731.1	-2.6%
Net Revenues from Operations	2,561.2	2,299.0	1,983.8	-13.7%	26,581.9	9,576.6	8,435.5	9,424.3	11.7%	27,570.7	3.7%

GUAM INTERNATIONAL AIRPORT AUTHORITY
KEY OPERATING RESULTS (\$000's)
as of January 31, 2014

	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)	21.8	0.0	21.6	0.0%	500.0	173.6	350.0	232.3	-33.6%	382.3	-23.5%
Add: Interest on Investments	79.2	83.6	44.4	-46.8%	1,003.1	349.6	334.4	175.0	-47.7%	843.7	-15.9%
Net Revenues	2,618.7	2,382.6	2,006.6	-15.8%	27,085.0	9,752.5	8,419.9	9,367.0	11.2%	28,032.2	3.5%
Add: Other Sources of Funds	33.2	37.9	0.0	0.0%	454.8	150.7	151.6	0.0	-100.0%	303.2	-33.3%
Add: Other Available Moneys	360.7	527.3	527.3	0.0%	6,327.9	1,442.8	2,120.2	2,120.2	0.0%	6,327.9	0.0%
Net Revenues and Other Available Moneys	3,012.6	2,947.9	2,533.9	-14.0%	33,867.7	11,346.1	10,691.7	11,487.3	7.4%	34,663.2	2.3%
Debt Service payments	1,442.8	2,109.3	2,109.3	0.0%	25,311.4	5,767.6	8,480.9	7,596.5	-10.4%	24,427.0	-3.5%
Debt Service Coverage	2.09	1.40	1.20	-14.0%	1.34	1.97	1.26	1.51	19.9%	1.42	6.1%
Debt Service Requirement	1.25	1.25	1.25		1.25	1.25	1.25	1.25		1.25	

SUMMARY SIGNATORY AGREEMENT

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	1,281,016
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	1,446,898
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 Enplnmnts & Forecast per Budget FY 2014	124,805	134,044	141,808	152,311	136,168	157,310	127,908	134,404	137,919	151,310	163,010	143,217	1,704,213
FY 2014 versus FY 2013	-5.39%	-1.09%	2.62%	0.89%	-8.32%	-4.30%	2.57%	10.96%	4.24%	5.84%	-1.22%	3.10%	0.57%

[illegible]

CALVO FISHER & JACOB LLP

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writer's direct e-mail:
jdhamian@calvofisher.com

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: February 18, 2014

SUBJECT: Executive Session

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.