



BOARD OF DIRECTORS REGULAR MEETING
3:00 p.m., Thursday, July 28, 2016
GIAA TERMINAL CONFERENCE ROOM #3

Public Notice

First Notice:

Guam Daily Post – July 20, 2016

Notice to Media – July 20, 2016

Second Notice:

Guam Daily Post – July 26, 2016

Notice to Media – July 26, 2016

AGENDA

1. Call to Order and Attendance
2. Approval of Agenda
3. Approval of Minutes
 - A. June 30, 2016 Regular Meeting
4. Correspondence
5. Old Business
 - A. Status Updates of Capital Improvement Projects
6. New Business
 - A. Approval of Award for Indefinite Delivery & Indefinite Quantity (IDIQ) Jet A-1 Fuel Supply - IFB No. GIAA-006-FY16
 - B. Approval of Award for Demolition and Remediation of Various Airport Facilities, Phase 4 - IFB No. GIAA-C04-FY16 (AIP Grant No. 3-66-0001-82)
 - C. Approval of Work Order - ARRF Vehicles - Project No. GIAA-16-02-16 and AIP No. 3-66-0001-091
7. Report of Executive Manager
8. Report of the Comptroller
9. Executive Session
10. Public Comments
11. Adjournment

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE
A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM
Thursday, July 28, 2016, 3:00 p.m.
GIAA TERMINAL CONFERENCE ROOM #3**

1. CALL TO ORDER AND ATTENDANCE

The July 28, 2016 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 Duenas at 3:06 p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Directors Present:

Ricardo C. Duenas
Gurvinder "Bic" Sobti
Martin J. Gerber
Lucy M. Alcorn
Rosalinda A. Tolan
Deedee S. Camacho

Offices or positions:

Chairman
Board Secretary

Directors Absent:

Katherine C. Sgro (Excused)

Vice Chairperson

GIAA Officials:

Peter Roy Martinez
John A. Rios
Jean M. Arriola
Gerard Bautista
Robert Camacho
Ray Santos
Edward Muna
Franklin Taitano
Victor Cruz
Rolenda Faasuamalie

Deputy Executive Manager
Comptroller
Airport Services Manager
Air Terminal Manager
Airport Police Chief
Airport Fire Chief, Acting
Operations Superintendent
Procurement Supervisor
Engineering Supervisor
Airport Marketing Administrator

Fred Tupaz

Michael A. Pangelinan, Esq.

TMG, LLC

GIAA Legal Counsel

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

2. APPROVAL OF AGENDA

Motion to approve the agenda as presented duly made by Director Tolan, seconded by Director Camacho; motion unanimously passed.

3. APPROVAL OF MINUTES

A. June 30, 2016 Regular Meeting

No corrections or changes were recommended. On motion duly made by Director Alcorn, seconded by Director Gerber, the following resolution was unanimously passed:

Resolution No. 16-54

The Board hereby approves the minutes of the June 30, 2016 regular meeting, subject to corrections.

4. CORRESPONDENCE

Deputy Executive Manager Martinez had no correspondence to report.

5. OLD BUSINESS

A. Status Updates of Capital Improvement Projects

Mr. Fred Tupaz referred the Board to handouts regarding the current Airport projects and provided various updates to the Board.

i. FAA AIP Grant Projects – Undistributed Obligations (UDO)

- 2011 - Miscellaneous Airport Improvements – Phase IV: Grant has been zeroed out, remaining balance was applied to the Tiyan fence line project, which is expected to be completed in September 2016.
- 2013 - Update Airport Master Plan Study: Airport Geographic Information System (AGIS) Survey is pending final approval from the FAA. Once approved, this grant may be closed out.
- 2015 - Acquire Aircraft Rescue & Fire Fighting Vehicle: Work is in progress. ARFF met with vendor to finalize the design of the vehicles, delivery is anticipated for May 2017.
- 2015 - Rehabilitate Runway - 06L/24R: PAPI flight check completed July 22, 2016. Pending the FAA's commissioning process to close out the grant.
- 2015 - Noise Mitigation Measures for Residences within 65 - 69 DNL: Final revisions of the Noise Exposure Maps (NEMs) were submitted, pending final approval by the FAA. RFP for Acoustical Assessment for the remaining houses

under the 2003 Noise Exposure Maps was approved by the FAA, pending legal review before proceeding with the advertisement of the RFP.

- 2016 - Miscellaneous Airport Improvements – Phase V: Consisting of two (2) projects: First, completion of the fence line project. This project is 93% complete as of July 22, 2016. Completion is anticipated for September 2016. Second, the Demolition of Remnant properties in North Tiyan area. The IFB was closed July 26, 2016. Bids have been evaluated and pending Board action.

ii. Bond Capital Improvement Projects

- International Arrivals Corridor with Building Seismic Upgrades: Design is at 90% completion. Constructability review has been completed by the Construction Manager, SSFM. Workshops are ongoing, scheduled for July 28 and July 29 to resolve a number of items, and then review by the FAA. IFB anticipated to be announced August 2016.
- Hold Bag Screening Relocation: Meeting with stakeholders held on July 27, 2016 to discuss the impact of construction work at the ticket counters for the rewiring of the controls that will begin on August 8, 2016. Project is 69% complete as of June 30, 2016. Partial operation of the system is scheduled for December 2016, with full commissioning expected in March 2017. Based on current activity and what is being forecasted, a fourth machine may need to be requested to be included under this project.
- Parking Expansion: Meetings were held with the stakeholders and the Airports financial consultants, Leigh Fisher and Associates July 12, 2016 - July 15, 2016. The design is being refined and reconfigured by A&E based on information provided by the stakeholders and the consultants.
- ARFF Facility Replacement: A revised Scope of Work was submitted to the FAA for final comments and approval, once approved, proceed with the RFP advertisement.
- Upgrade Airport IT and FMS: Scope of Work for fiber optic relocation project has been completed, pending legal review to proceed with procurement.

iii. Capital Improvement Fund

- Upgrades to Public Restrooms - Final Phase: All public restrooms have completed. United Chief Pilots, Procurement and Admin restrooms in progress. Full completion expected in September 2016.
- Wildlife Management Assessment: Project awarded to PCR Environmental, Inc. at the June 30, 2016 Board meeting, and currently in contract negotiations.
- Improve Leasehold Facilities (GSE, Tech, HC-5): Project awarded to DB's Builders Inc. at the June 30, 2016 Board meeting, currently working on executing the contract. Project is expected to be completed 120 days from the Notice To Proceed.

- **Improve Arrival and Inspection Facilities:** Automated Passport Control units have been installed. Commissioning is pending the programming of Guam-specific software and training of Customs & Border Protection personnel. Estimated completion date is August 2016.
- **Safety Management System:** RFP submittals were received July 22, 2016 and the evaluations of the five (5) submittals are pending.

With regard to Air Service Development, Mr. Tupaz informed the Board that dialogue has continued with Jet Star, an Australian low cost carrier (LCC) and Silk Air, an airline out of Singapore. Jet Star has moved up its planning process and Guam Visitor's Bureau (GVB) is currently in Singapore to meet with carriers and reinforce Guam's commitment to developing this particular sector.

Mr. Tupaz added that he and Air Terminal Manager, Mr. Gerard Bautista and Air Service Development Consultant, ASM had met with Tiger Air, Taiwan in Taipei on July 7, 2016. The meeting went extremely well, with the airline expected to begin services as early as the end of 2016 or early 2017.

6. NEW BUSINESS

- A. Approval of Award for Indefinite Delivery & Indefinite Quantity (IDIQ) Jet A-1 Fuel Supply - IFB No. GIAA-006-FY16**

The Deputy Executive Manager provided background information to the Board on the referenced IFB. Four (4) firms/individuals purchased bid packages and only one (1) firm submitted a bid proposal before the submission deadline. The one (1) firm was evaluated, and determined to be acceptable. As required by the Guam Procurement Regulations, the bid was publicly opened and read aloud in the presence of the bidders. The bid price submittals are as follows in the order they were received and opened:

Bidder/Firm's Name	Amount
IP&E Holdings LLC	Spot Price at Time of Delivery

The Deputy Executive Manager informed the Board that IP&E Holdings LLC has been determined to have met the standards and responsibility and responsiveness outlined in the Guam Procurement Regulations and has been deemed as the lowest responsible, responsive bidder. Therefore, it is recommended that IP&E Holdings LLC be awarded the contract with a term of one (1) year with four (4) one (1) year options, not to exceed a total contract term of five (5) years.

Management informed the Board that the cost depends on the pricing at the time of delivery and the amount of fuel ordered.

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

Resolution No. 16-55

The Board hereby approves the contract award for Indefinite Delivery & Indefinite Quantity (IDIQ) Jet A-1 Fuel Supply - IFB No. GIAA-006-FY16 to IP&E Holdings LLC with a contract term of one (1) year with four (4) one (1) year options, not to exceed a total contract term of five (5) years, subject to review by legal counsel.

- B. Approval of Award for Demolition and Remediation of Various Airport Facilities, Phase 4 - IFB No. GIAA-C04-FY16 (AIP Grant No. 3-66-0001-82)**

The Deputy Executive Manager provided background information to the Board on the referenced IFB. Twenty-one (21) firms/individuals purchased bid packages and seven (7) firms submitted bid proposals before the submission deadline. All seven (7) firms were evaluated, and six (6) firms were determined to be acceptable. As required by the Guam Procurement Regulations, the bids were publicly opened and read aloud in the presence of the bidders. The bid price submittals are as follows in the order they were received and opened:

Bidder/Firm's Name	Amount
Rex International Inc.	\$197,400.00
Primo's Heavy Equipment	\$92,600.00
Inland Builders Corp.	\$91,600.00
Maeda Pacific Corp.	106,000.00
Ian Corporation	\$119,207.38
BME & Sons	\$66,746.25

Deputy Executive Manager Ada informed the Board that BME & Sons has been determined to have met the standards and responsibility and responsiveness outlined in the Guam Procurement Regulations and has been deemed as the lowest responsible, responsive bidder. Therefore, it is recommended that BME & Sons be awarded the contract with a total amount of \$66,746.25 for the project in reference.

The Deputy Executive Manager announced that the lowest bid received is 5% below the government estimate of \$70,000.00.

Mr. Tupaz advised the Board that the project includes the disposal of hazardous waste which is a requirement, and the remnant parcels for one facility along the Tiyan Parkway is included under the IFB.

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

Resolution No. 16-56

The Board hereby approves the contract award for Demolition and Remediation of Various Airport Facilities, Phase 4 - IFB No. GIAA-C04-FY16 (AIP grant No. 3-66-0001-82) to BME & Sons in the amount of \$66,746.25, subject to review by legal counsel.

- C. Approval of Work Order –Aircraft Rescue and Fire Fighting ARFF Vehicles - Project No. GIAA-16-02-16 and AIP No. 3-66-0001-091

Mr. Tupaz informed the Board that the two (2) ARFF vehicles anticipated to be delivered in May 2017, require additional equipment that was not covered under the original bid. Management provided the Board with two (2) work orders; the first in the amount of \$71,437.00 and the second in the amount of \$91,076.00. Management is seeking the approval from the FAA to reprogram grant funding to cover the amount of \$91,076.00 at a 90/10 share, if not, Management is requesting to purchase the equipment at the lower cost with CIP funds.

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

Resolution No. 16-57

The Board hereby approves Management's request to fund the work order for ARFF Vehicles - Project No. GIAA-16-02-16 and AIP No. 3-66-0001-091 up to \$91,076.00, pending funding approval from the FAA; or funding from the CIP in the amount of \$71,437.00.

7. REPORT OF THE EXECUTIVE MANAGER

Reference is made to the Executive Manager's Report included as part of the Board's packet, which was presented by the Deputy Executive Manager.

8. REPORT OF THE COMPTROLLER

Mr. John Rios, Comptroller, reported on the revenues and expenses of the Authority as of **June 30, 2016**. Mr. Rios reported that year-to-date Total Signatory Revenues are above budgeted revenues by **2.9%**, year-to-date Total Concession Revenues and Passenger Facility Charges are above and below budget by **0.1%** and **-1.0**, respectively. Year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues are above the budget estimate by **10.2%**. Year-to-date Total Operating Revenues Actual of **\$53.6M** is **3.5%** above the budget estimate of **\$51.8M**. Year-to-date Total Operating Expenses are below budget by **-11.6%**. Components of this line item include a **0.8%** increase in Personnel Service, a **-17.8%** decrease in Contractual Services, a **-49.6%** decrease in Materials & Supplies and a **-100.0%** decrease in Equipment/Furnishings from budgeted amounts for these respective categories. The actual year-to-date Net Revenues from Operations of **\$23.8M** reflects an increase of **31.4%** over the year-to-date budgeted amount of **\$18.1M**. Mr. Rios reported that the year-to-date Debt Service Coverage is at **1.51** versus the requirement of **1.25**.

9. EXECUTIVE SESSION

The next item on the agenda was Executive Session.

Upon written recommendation of counsel, on motion duly made by Director Alcorn, seconded by Director Camacho, and unanimously approved, the Board adjourned to convene into Executive Session at 3:37 p.m.

To clarify for the record, on motion duly made by Director Alcorn, seconded by Director Camacho, and unanimously approved, the Board recessed to convene into Executive Session at 3:44 p.m. to discuss pending or threatened litigation to which GIAA is or may be a party. Attending Executive Session were members of the Board, Deputy Executive Manager Martinez, and Legal Counsel, Michael A. Pangelinan.

Executive Session adjourned at 3:56 p.m., at which time the Board reconvened the regular session.

Chairman Duenas announced that there was a request from legal counsel for the Board to approve and authorize payment to Calvo Fisher & Jacob LLP, for June 2016 invoices for general legal services.

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

Resolution No. 16-58

The Board hereby authorizes the Authority to issue payment to Calvo Fisher & Jacob LLP for the general legal fees incurred in June 2016 that exceed the monthly cap, invoices totaling \$72,255.23.

10. PUBLIC COMMENTS

The next item on the agenda was Public Comments.

Mr. Al Dilks introduced himself to the Board and Management. He informed the Board of his distress relative to Freedom Air. He has been unable to obtain his financial records from the company as all property was seized in 2015 due to bankruptcy, in turn he has had to pay Department of Revenue and Taxation. He is requesting for the Authority to release his financial records.

Chairman Duenas explained to Mr. Dilks that although GIAA may have taken possession of the hard assets, the financial records are not included as a hard asset. He went on to add that this is not to say that the records are not sitting in a file cabinet in a GIAA warehouse. This would fall under the responsibility of the bankruptcy trustee to marshal all of the assets for the court prior to the court disposing or transferring them to GIAA or any other individual who has a claim

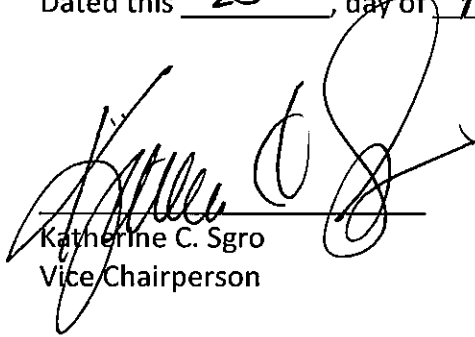
against the company. Legal Counsel, Michael Pangelinan added that it is the Superior Court of Guam Marshalls that have possession, GIAA would need to work with them in order to review the inventory.

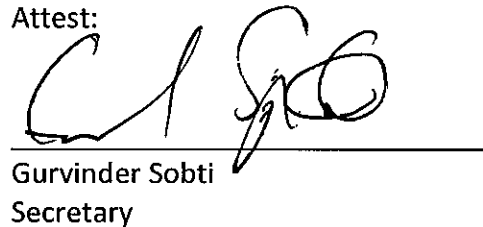
Chairman Duenas requested that Management work with the Superior Court of Guam Marshalls to check the inventory and identify if GIAA is in possession of Mr. Dilks's financial records and then make the determination with Legal Counsel on how to proceed. Mr. Dilks thanked the Board for their time.

11. ADJOURNMENT

Motion to adjourn duly made by Director Alcorn, seconded by Director Camacho; motion unanimously passed. The meeting was adjourned at 4:06 p.m.

Dated this 25th day of August, 2016.


Katherine C. Sgro
Vice Chairperson

Attest:

Gurvinder Sobti
Secretary

Prepared and Submitted By:


Amanda O'Brien-Rios
Corresponding Secretary

A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM
Board of Directors Regular Board Meeting
3:00 p.m. Thursday, July 28, 2016
GIAA Terminal Conference Room #3

SIGN-IN SHEET

	<u>PRINT NAME</u>	<u>COMPANY/AGENCY</u>
1.	ALFRED DILKS	SELF
2.	Blaine Dydasco	Sen. Tom Ada.
3.	JM Amick	GUAM
4.	Michael Pangelinan	CFS
5.	FRANK P. TATAKIO	GIAA.
6.	VICTOR J. CRUZ	GIAA
7.	Rhonda Faasrudie	Co GIAA
8.	Letitia Law-Byerly	LOTIE DUTY FREE
9.	Lara Ozaki	Glimpse Publications
10.	ROBERT CANSAO	A.V.
11.	TRICIA GRANILLO	AM INSURANCE
12.	DAVID SANTOS	GIAM
13.	DAVID SANTOS	ARFF GIAA
14.		
15.		
16.		
17.		
18.		
19.		
20.		