



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

Public Notice

First Notice:

Guam Daily Post – February 25, 2016

Notice to Media – February 25, 2016

Second Notice:

Guam Daily Post – March 1, 2016

Notice to Media – March 1, 2016

AGENDA

1. Call to Order and Attendance
2. Approval of Agenda
3. Approval of Minutes
 - A. January 28, 2016 Regular Meeting
4. Correspondence
5. Old Business
 - A. Status Updates of Capital Improvement Projects
6. New Business
 - A. Approval of FY15 Financial Audit Report by Ernst & Young
 - B. Approval of Award for Commercial Advertising Concession - RFP No. GIAA-010-FY15
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, March 3, 2016, 3:00 p.m.
GIAA TERMINAL CONFERENCE ROOM #3**

1. CALL TO ORDER AND ATTENDANCE

The March 3, 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 Acting Chairman Gerber at 3:09 p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Directors Present:

Martin J. Gerber
Lucy M. Alcorn
Katherine C. Sgro
Deedee S. Camacho

Offices or positions:

Chairman, Acting

Directors Absent:

Gurvinder "Bic" Sobti
Rosalinda A. Tolan

Sick (Excused)
Off-island (Excused)

GIAA Officials:

Charles H. Ada II
Peter Roy Martinez
Jean M. Arriola
Gerard Bautista
Ann Bautista
Benny Baza
Edward Muna II
Franklin Taitano
Joseph Javellana
Joseph Calvo
Rolenda Faasuumalie
Victor Cruz

Executive Manager
Deputy Executive Manager
Airport Services Manager
Air Terminal Manager
General Accounting Supervisor
ARFF Chief
Operations Superintendent
Procurement Supervisor
Program Coordinator IV
Superintendent of Properties & Facilities
Airport Marketing Administrator
Engineering Supervisor

Fred Tupaz
Janalynn Cruz Damian, Esq.

TMG, LLC
GIAA Legal Counsel

The Acting 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

The Executive Manager requested to add item "C" under New Business - Board Standing Committees.

Motion to accept the Executive Manager's recommendation duly made by Director Sgro, seconded by Director Camacho; motion unanimously passed.

3. APPROVAL OF MINUTES

A. January 28, 2016 Regular Meeting

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

Resolution No. 16-18

The Board hereby approves the minutes of the January 28, 2016 regular meeting, subject to corrections.

4. CORRESPONDENCE

A. Resignation Letter of Chairman Edward G. Untalan

Copies provided for the Board's information. Acting Chairman Gerber announced that it was a pleasure working with Chairman Untalan. Director Sgro suggested a resolution be drafted commending the former Chairman for his contribution to the Board of Directors and GIAA. The Executive Manager also suggested a luncheon. The Board agreed.

B. Appointment Letter to GIAA Board of Directors - Ricardo C. Duenas

Copies provided for the Board's information. The Executive Manager announced that Mr. Duenas will serve the remainder of former Chairman Untalan's term, which expires February 2017.

5. OLD BUSINESS

A. Status Updates of Capital Improvement Projects

Mr. 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)

- FY2011 - Miscellaneous Airport Improvements Phase 4: Notice to Proceed to be issued, pending the executed contract from the FAA.
- FY2015 - Acquire Aircraft Rescue & Fire Fighting Vehicle: Bid opening was held on March 1, 2016. Bids are currently under evaluation.
- FY2015 - Noise Mitigation Measures for Residences within 65 - 69 DNL: Noise Exposure Map's (NEM's) are being finalized based on feedback from the FAA. RFP issuance pending final approval of NEM report.

ii. Bond Capital Improvement Projects

- International Arrivals Corridor with Building Seismic Upgrades: Bids for construction under evaluation.
- Hold Bag Screening Relocation: Work in progress. 50% complete as of January 31, 2016.
- Integrated Passenger Loading Bridge Replacement: Passenger Loading Bridge was installed as of February 26, 2016. Testing in progress.
- Parking Expansion: Design on hold at 30%. Public/Private partnership expressed. Design to be coordinated with DPW.
- ARFF Facility Replacement: \$1M for design, programmed for funding by FAA in FY2016. Scope of work for issuance of A&E RFP complete. Bid advertisement is anticipated for March 2016.
- Cargo Apron Relocation: Design has been suspended until further notice. Scope of Work will still be worked on should additional discretionary funds from the FAA become available in FY17.
- Upgrade Airport IT and FMS: Scope of work for bid is complete. Bid should be advertised this month and the bid opening anticipated for May 2016.
- Route 10A Landscape Component: Coordinating with DPW on design progress and schedule for roadway.

Acting Chairman Gerber took this time to commend Management on the Informational Hearing that was scheduled earlier that day before GIAA's oversight committee, he said it went well.

iii. Capital Improvement Fund

- Upgrades to Public Restrooms - Final Phase: Phase I complete. Phase II of Restroom #2 is underway. Phasing plan is being reassessed; project completion anticipated for May 2016, before FestPac.
- Painting & Exterior Surface Improvements and Replace Roofing Systems: Repainting and surface improvements are almost 100% complete. Holding of the baggage carts are almost complete. Temporary roof repairs pending selection of 3rd Floor Arrivals bid opening for coordination and scheduling of project.
- Upgrades to VQ-1 Hangar: Assessment ongoing of Hangar door, roofing and other structural areas.

- Improve Leasehold Facilities (GSE, Tech, HC-5): Scope of Work complete and bid advertisement scheduled for March 2016 with Notice to Proceed in April 2016.
- Tiyán Land Acquisition & Redevelopment: Meeting with Governor's Office, DPW and GIAA took place on February 9, 2016 to identify schedules and funding for acquisition. Expected to be finalized in November 2016.
- Improve Arrival and Inspection Facilities: Scope of Work under completion for issuance of Bid. Anticipating advertisement in March 2016. Kiosks anticipated to be installed by June 2016.
- Apron Rehabilitation – Design: Assess and design rehabilitation improvements to terminal aprons. RFP scheduled for advertisement in March/April 2016. Funding programmed for summer FY2016.
- Miscellaneous Airport Improvements – Phase V: Reprogrammed entitlement grant funding to cover Tiyán Parkway Fencing project and demo of remaining buildings and miscellaneous structures. Moved to Priority 1 for FAA.

Discussion on Ambassador Program. The Executive Manager informed the Board of the taskforce put together by the Governor's Office to address the long wait lines at immigration.

6. NEW BUSINESS

A. Approval of FY15 Financial Audit Report by Ernst & Young

The Executive Manager announced that the Airport's FY15 audit has been completed and introduced Mr. Jim Whitt from Ernst & Young, LLP (E&Y) who, together with the E&Y team has put together the results of the audit.

Mr. Whitt announced that Mr. Ruggie Rosal will conduct the presentation. Mr. Rosal proceeded with the presentation of the audit results via power point. Mr. Ruggie announced that the Airport is now a Low Risk Auditee. After the presentation, Mr. Whitt thanked the Board, Management and Accounting Staff for the opportunity and the exceptional cooperation given to E&Y during the audit process.

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

Resolution No. 16-19

The Board hereby approves the FY15 Financial Audit Report as presented by Ernst & Young.

B. Approval of Award for Commercial Advertising Concession - RFP No. GIAA-010-FY15

Director Camacho announced that she would like to recuse herself from the discussion relating to the award for commercial advertising concession as she has a conflict of interest. Director

Camacho indicated that she will submit her recusal in writing. With the absence of a quorum, the matter was tabled.

C. Approval of Board Standing Committees

The Acting Chairman presented to the Board a memorandum dated March 3, 2016 regarding recommended Board Standing Committees.

On motion duly made by Director Sgro and seconded by Director Camacho, the following resolution was unanimously passed:

Resolution No. 16-20

The Board hereby approves the Board subcommittees, chairpersons, and members as presented:

1. Finance/Operations/Administration
Chairperson: Martin J. Gerber
Members: Director Camacho.
2. Legal/Legislative
Chairperson: Martin J. Gerber
Members: Lucy M. Alcorn
3. Capital Improvement Projects/Property Development
Chairperson: Martin J. Gerber
Member: Gurvinder "Bic" Sobti
4. Tenant Relations/Air Service Development/Marketing
Chairperson: Director Sgro
Members: Linda A. Tolan, Lucy M. Alcorn.

The Chairman congratulated the Board members on accepting their new roles in their respective subcommittees.

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 Executive Manager.

Discussion ensued relative to the issues with USCBP and the plan and costs associated with an instructional video for filling out arrival forms.

Discussion followed relative to the emergency landing of a cargo plane on Guam.

8. REPORT OF THE COMPTROLLER

Ms. Ann Bautista, General Accounting Supervisor, reported on the revenues and expenses of the Authority as of **January 31, 2016**. Ms. Bautista reported that year-to-date Total Signatory Revenues are above budgeted revenues by **3.2%**, year-to-date Total Concession Revenues and Passenger Facility Charges are above and below budget by **0.3%** and **-0.8%**, respectively. Year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues are above the budget estimate by **7.6%**. Year-to-date Total Operating Revenues Actual of **\$23.7M** is **3.0%** above the budget estimate of **\$23.0M**. Year-to-date Total Operating Expenses are below budget by **-20.0%**. Components of this line item include a **-10.9%** decrease in Personnel Service, a **-23.0%** decrease in Contractual Services, a **-66.3%** 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 **\$11.4M** reflects an increase of **49.4%** over the year-to-date budgeted amount of **\$7.6M**. Ms. Bautista reported that the year-to-date Debt Service Coverage is at **1.55** 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 recessed to convene into Executive Session at 4:29 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, Executive Manager Ada, and Legal Counsel Janalynn Cruz Damian.

Executive Session adjourned at 4:45 p.m., at which time the Board reconvened the regular session.

Acting Chairman Gerber announced that there was a request from legal counsel to authorize payment of legal counsel's January invoice for legal services that exceeded the monthly cap.

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

Resolution No. 16-21

The Board hereby authorizes the Authority to issue payment to Calvo Fisher & Jacob LLP for legal fees incurred in January 2016 that exceeded the monthly cap, in the amount of \$22,505.30.

9. PUBLIC COMMENTS

There were no public comments.

At this time Acting Chairman Gerber suggested that the Board adjourn the regular Board meeting and reconvene on Friday, March 11, 2016 at 2:00 p.m. to address further items.


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

Resolution No. 16-22

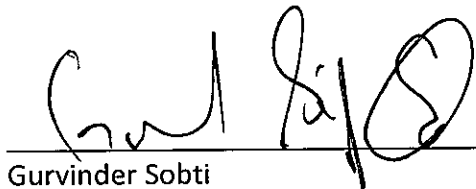
The March 3, 2016 Regular Meeting of the Board of Directors of GIAA is hereby adjourned until Friday, March 11, 2016 at 2:00 p.m., to reconvene at the GIAA Conference Room, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Dated this 31st, day of March, 2016.

Attest:



Martin J. Gerber
Chairman, Acting



Gurvinder Sobti
Secretary

Prepared and Submitted By:




Amanda O'Brien-Rios
Corresponding Secretary

ORDER OF ADJOURNMENT

By Resolution of the Board of Directors of the A.B. Won Pat International Airport Authority, Guam ("GIAA"), the March 3, 2016 Regular Meeting of the Board of Directors of GIAA is hereby adjourned until Friday, March 11, 2016 at 2:00 p.m., to reconvene at the GIAA Conference Room 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Dated this 3rd day of March, 2016.



Martin J. Gerber
Chairman of the Board, Acting

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

SIGN-IN SHEET

	<u>PRINT NAME</u>	<u>COMPANY/AGENCY</u>
1.	Benny A. Baza	ARFF
2.	Chuck ADA	GIAA
3.	Kenny S. Stoight	ARFF
4.	VICTOR J. CRUZ	GIAA
5.	RUGGIE ROSAL	EY
6.	DEBBIE NGATA	EY
7.	John Duedera	EY
8.	J.G. JAVELANA	GIAA
9.	V. GALU D	P/F
10.	P. Faasnamale	GIAA
11.	Gerald B. Bautista	GIAA
12.	Annmarie Muna	AM Ins
13.	MUNA KUNIA	GIAA
14.	Frank P. Batao	GIAA
15.	Ashley Gaertan	OPA
16.	Jim Whit	EY
17.	JEAN PEREIRA	GIAA
18.		
19.		
20.		