



**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE
A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM
Friday, December 1, 2017, 10:30 a.m. Reconvened Meeting
GIAA TERMINAL CONFERENCE ROOM #3**

1. CALL TO ORDER AND ATTENDANCE

The regular meeting of the Board of Directors of the A.B. Won Pat International Airport Authority, Guam ("GIAA" or the "Authority") held on November 30, 2017, was reconvened and called to order by Chairman Duenas on December 1, 2017 at 10:42 a.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Directors Present:

Ricardo C. Duenas
Katherine C. Sgro
Gurvinder "Bic" Sobti
Martin J. Gerber
Lucy M. Alcorn
Rosalinda A. Tolan

Offices or positions:

Chairman
Vice Chairperson
Board Secretary

Directors Absent:

Deedee S. Camacho (Excused)

GIAA Officials:

Charles H. Ada II
Pedro R. Martinez
John A. Rios
Jean M. Arriola

Executive Manager
Deputy Executive Manager
Comptroller
Airport Services Manager

Janalynn C. Damian, Esq.
Michael A. Pangelinan
Eduardo Calvo
Kathleen Fisher
Frank R. Santos

GIAA Legal Counsel
GIAA Legal Counsel
GIAA Legal Counsel
GIAA Legal Counsel
GIAA Consultant

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

2. 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 Gerber, and unanimously approved.

The Board convened into Executive Session at 10:44 a.m. to discuss pending or threatened litigation to which GIAA is or may be a party.

Attending Executive Session were Directors Duenas, Sgro, Gerber, and Alcorn, Executive Manager Ada, and Legal Counsel Janalynn Cruz Damian, Michael A. Pangelinan, Eduardo A. Calvo, Kathleen Fisher, Jay Trickett, and Genevieve P. Rapadas. Also present was the court reporter who will prepare a transcript of the Executive Session.

Director Sobti and Director Tolan did not participate in this portion of Executive Session due to previously stated conflicts of interest and exited the conference room.

At 11:08, Executive Manager Ada left executive session and Deputy Executive Manager Martinez entered the conference room to attend the remaining portion of executive session.

At 11:45 a.m. Director Sobti and Director Tolan re-entered the conference to participate in the second portion of Executive Session. Legal Counsel Eduardo A. Calvo, Kathleen Fisher, Jay Trickett, and Genevieve Rapadas left executive session and Legal Counsel Dana Gutierrez entered the conference room to participate in the second portion of executive session.

Executive Session adjourned at 12:12p.m., at which time the Board reconvened regular session.

All Board members present in the conference room.

As a result of discussion during Executive Session, Chairman Duenas announced that there was one more matter to approve, and asked that Legal Counsel share with the Board.

After further discussion, on motion duly made by Vice Chairperson Sgro, seconded by Director Alcorn, the following resolution was unanimously approved, with the exception of Director Sobti and Director Tolan who did not participate in or vote on the matter due to previously stated conflicts of interest:

Resolution No. 18-10

The Board hereby approves the Specialty Retail Litigation budget forecast for the next four months as presented during Executive Session by Legal Counsel, ratifies payment of prior legal services payments made by Management relating to said litigation, and approves payment of legal services invoices relating to said litigation for the next four months as presented by Legal Counsel in the Specialty Retail Litigation budget forecast during Executive Session.

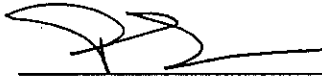
3. PUBLIC COMMENTS

There were no Public Comments.

4. ADJOURNMENT

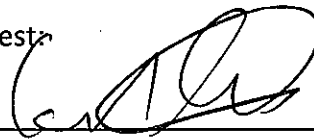
Motion to adjourn duly made by Director Alcorn, seconded by Director Tolan; motion unanimously passed. The meeting adjourned at 12:14 p.m.

Dated this 28th, day of December, 2017.



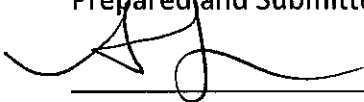
Ricardo C. Duenas
Chairman

Attest:



Gurvinder Sobti
Secretary

Prepared and Submitted By:



Amanda O'Brien-Rios
Corresponding Secretary

BOARD OF DIRECTORS REGULAR MEETING
3:00 p.m., Thursday, November 30, 2017
GIAA TERMINAL CONFERENCE ROOM #3

Public Notice

First Notice:

Guam Daily Post – November 22, 2017

Notice to Media – November 22, 2017

Second Notice:

Guam Daily Post – November 28, 2017

Notice to Media – November 28, 2017

AGENDA

1. Call to Order and Attendance
2. Approval of Agenda
3. Approval of Minutes
 - A. October 26, 2017 Regular Meeting
4. Correspondence
5. Old Business
 - A. Status Updates of Capital Improvement Projects
6. New Business
 - A. Finance Committee Report
 - B. Ratification of Quarterly Travel
7. Report of Executive Manager
8. Report of the Comptroller
9. Executive Session
10. Public Comments
11. Adjournment

A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM
Board of Directors Reconvened Meeting
10:30 a.m., Friday, December 1, 2017
GIAA Terminal Conference Room #3

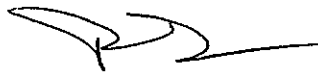
SIGN-IN SHEET

	<u>PRINT NAME</u>	<u>COMPANY/AGENCY</u>
1.	Jim Amato	GUAA
2.	Jay Trickett	CFJ
3.	FFD Calvo	CFJ
4.	Kathleen Fisher	CFJ
5.	Genevieve Puradas	CFJ
6.		
7.		
8.		
9.		
10.		
11.		
12.		
13.		
14.		
15.		
16.		
17.		
18.		
19.		
20.		

ORDER OF ADJOURNMENT

By Resolution of the Board of Directors of the A.B. Won Pat International Airport Authority, Guam ("GIAA"), the November 30, 2017 Regular Meeting of the Board of Directors of GIAA is hereby adjourned until Friday, December 1, 2017 at 10:30 a.m., to reconvene at the GIAA Conference Room 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Dated this 30th day of November, 2017.



Ricardo C. Duenas
Chairman of the Board

CALVO FISHER & JACOB LLP

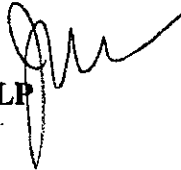
259 MARTYR STREET, SUITE 100
HAGATÑA, GUAM 96910
P: 671.646.9355 F: 671.646.9403
WWW.CALVOFISHER.COM

writer's direct e-mail:
jdorian@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: November 27, 2017

SUBJECT: Executive Session

Pursuant to 5 GCA § 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.