

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



MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM Thursday, January 28, 2021, 3:00 p.m. GIAA TERMINAL CONFERENCE ROOM #3

1. CALL TO ORDER AND ATTENDANCE

The January 28, 2021 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 Bamba at 3:03 p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Directors Present:

Brian J. Bamba (Via VTC) Gurvinder Sobti (Via VTC) Donald I. Weakley (Via VTC) Lucy M. Alcorn (Via VTC) Zenon E. Belanger (Via VTC) Doyon A. Morato (Via VTC) Rosie R. Tainatongo (Via VTC)

Offices or positions: Chairman Vice Chairman Board Secretary

Directors Absent: None

GIAA Officials:

John M. Quinata Artemio R. Hernandez, Ph.D. John A. Rios Jean M. Arriola Raymond Mantanona Victor Cruz Ken McDonald Rolenda Faasuamalie (Via VTC) Raymond Quintanilla Anthony Quidachay

Anita P. Arriola, Esq. (Via VTC) William B. Brennan (Via VTC) Frank R. Santos Executive Manager Deputy Executive Manager Comptroller Airport Services Manager ARFF Chief Engineer Supervisor Properties & Facilities Superintendent Airport Marketing Operations Duty Manager Safety Administrator

Arriola Law Firm, GIAA Legal Counsel Arriola Law Firm, GIAA Legal Counsel TMG, GIAA Consultant

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









GIAA Board of Directors Regular Meeting January 28, 2021 Page 2 of 5

2. APPROVAL OF AGENDA

On motion duly made by Director Belanger, seconded by Director Alcorn, the following resolution was unanimously passed via roll call vote:

Resolution No. 21-18

The Board hereby approves the agenda of the January 28, 2021 regular meeting, as presented.

3. APPROVAL OF MINUTES

A. December 29, 2020 - Regular Meeting

On motion duly made by Director Alcorn, seconded by Director Tainatongo, the following resolution was unanimously passed via roll vote:

Resolution No. 21-19

The Board hereby approves the minutes of the December 29, 2020 regular meeting, subject to corrections.

4. **CORRESPONDENCE**

Executive Manager Quinata advised there was no Correspondence to report.

5. OLD BUSINESS

Executive Manager Quinata advised there was no Old Business to present.

6. **NEW BUSINESS**

A. CIP Contract Modifications

The first matter discussed was change order No. 04 for the GIAA Aircraft Rescue Fire Fighting (ARFF) Facility, Phase II - Construction project. Mr. Frank Santos presented the following proposed changes:

- 1) Cost of Change Order No. 04 is \$880,000.00, bringing the total amount of the project to \$21,177,977.42.
- 2) Time extension of 162 calendar days from the Current Contact Completion Date of September 6, 2021, which brings the completion date to February 15, 2022.

Mr. Santos informed the Board that the changes are required for the foundation of the facility and is subject to approval and funding by the FAA, which is currently in progress. Discussion continued relative to soil conditions and future projects, with Mr. Santos advising the Board that future projects will include soil testing in the design phase. Chairman Bamba asked that the GIAA Board of Directors Regular Meeting January 28, 2021 Page 3 of 5

magnitude of the referenced change order be a learning experience for future projects.

Director Alcorn asked for clarification on the Airports share of the funding for the project versus FAA's share. Mr. Santos replied the Airports share is 10%, while the FAA's is 90%.

Director Morato inquired on the value of the previous approved change order for this project and if there is a solution or an overall estimate for the pile driving. Mr. Santos informed the Board that the cost was \$2.2M for the initial pile driving. Director Belanger added that once the soil conditions are better known after pile driving, changes with the design of structure are typical. Discussion followed relative to the FAA's approval of the change orders. Mr. Santos advised that the FAA approved the initial pile driving change order of \$2.2M, the referenced change order is currently being reviewed.

Vice Chairman Sobti inquired on Airports share of 10%, if this funding has been allocated. Mr. Rios replied yes, that it is part of the Capital Improvements Funding, it is not part of the operating budget. Discussion ensued relative to funding.

After further discussion, on motion duly made by Director Belanger, seconded by Secretary Weakley, the following resolution was unanimously approved via roll call vote:

Resolution No. 21-20

The Board hereby approves Work Order No. 04 for GIAA Aircraft Rescue Fire Fighting (ARFF) Facility, Phase II - Construction project, in the amount of \$880,000.00; the time extension of 162 calendar days, with the new completion date of February 15, 2022, subject to FAA approval.

Director Belanger announced that the Board CIP Committee has been meeting regularly to negotiate with Black Construction relative to the International Arrivals Corridor project and they anticipate a resolution within the weeks leading up to the next Board meeting. Chairman Bamba thanked Director Belanger for his oversight on the CIP Committee and the technical engineering issues that have arisen.

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 Executive Manager Quinata. The report included brief updates on Airport operations, CIPs and Regulatory updates. Included with the report was an update relative to COVID-19. Discussion followed relative to CDC requirements for both international and domestic travel.

Chairman Bamba congratulated Airport Management and staff on a great Virtual Airport Week Proclamation Signing, stating that it was well represented. GIAA Board of Directors Regular Meeting January 28, 2021 Page 4 of 5

8. **REPORT OF THE COMPTROLLER**

Mr. John A. Rios reported on the revenues and expenses of the Authority as of **December 31**, **2020**. Mr. Rios reported that year-to-date Total Signatory Revenues are below budgeted revenues by **-60.6%**, year-to-date Total Concession Revenues and Passenger Facility Charges are below budget by **-16.4%** and **-89.7%**, respectively. Year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues are above the budget estimate by **13.4%**. Year-to-date Total Operating Revenues Actual of **\$6.3M** is **-32.4%** below the budget estimate of **\$9.3M**. Year-to-date Total Operating Expenses are below budget by **-19.0%**. Components of this line item include a **-5.2%** decrease in Personnel Service, a **-29.8%** decrease in Contractual Services, a **-72.5%** 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 **\$-2.5M** reflects an increase of **60.7%** over the year-to-date budgeted amount of **\$-1.5M**. Mr. Rios reported that the year-to-date Debt Service Coverage is at **1.16** versus the requirement of **1.25**.

Deputy Executive Manager Hernandez provided a brief update to the Board relative Bond restructuring, advising the Board that Management met with GEDA, GIAA Underwriters, Barclays, Ricondo Consultants and Lestor Carlson from BBMR for initial discussions on the most opportune time for GIAA to issue bonds and meet with rating agencies. Updates will be given to the Board as discussions progress.

Mr. Rios advised that Management requested for a thirty (30) day extension from the FAA for the FY2020 audit. Chairman Bamba inquired if there is a plan in place for meeting debt service coverage requirements. Deputy Executive Manager Hernandez replied that due to uncertainties, the Comptroller has been analyzing worst case scenarios and looking at how much anticipated federal funding may fill gaps in revenue. Mr. Rios added that with the restructuring, the first analysis done had restructured debt service downward by \$8M, which may assist in the Airport meeting the required 1.25x debt service coverage. Brief discussion followed regarding cost cutting measures.

Discussion ensued relative to COVID-19 and travel.

9. EXECUTIVE SESSION

The next item on the agenda was Executive Session.

Upon written recommendation of counsel, on motion duly made by Chairman Bamba, seconded by Director Tainatongo, and approved via roll call vote, the Board recessed at 4:10 p.m. to convene into Executive Session after a brief recess.

The Board convened into Executive Session at 4:14 p.m. to discuss litigation, pending litigation, and personnel matters. Attending Executive Session were Directors Bamba, Sobti, Weakley, Alcorn, Belanger, Morato, Tainatongo, Executive Manager Quinata, and Legal Counsel, Anita

GIAA Board of Directors Regular Meeting January 28, 2021 Page 5 of 5

Arriola. Also present was the court reporter who will prepare a transcript of the Executive Session.

Chairman Bamba excused himself from Executive Session and remainder of the meeting at 4:30 p.m., leaving Vice Chairman Sobti to preside over the meeting.

Executive Session adjourned at 5:07 p.m., at which time regular session resumed.

10. PUBLIC COMMENTS

There were no Public Comments.

11. ADJOURNMENT

Motion to adjourn duly made by Director Alcorn, seconded by Secretary Weakley; motion unanimously passed. The meeting was adjourned at 5:08 p.m.

Dated this _______, day of ______February_____, 2021.

Brian J. Bamba Chairman

Prepared and Submitted By:

Amanda O'Brien-Rios Corresponding Secretary

Attest:

Donald I. Weakley Board Secretary P.O. Box 8770 Tamuning, GU 96931

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AIRPORT

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BOARD OF DIRECTORS REGULAR MEETING 3:00 p.m., Thursday, January 28, 2021 **GIAA TERMINAL CONFERENCE ROOM #3**

Public Notice First Notice: Pacific Daily News – January 21, 2021 Notice to Media – January 21, 2021

Second Notice: Pacific Daily News – January 26, 2021 Notice to Media – January 26, 2021

AGENDA

- Call to Order and Attendance 1.
- 2. Approval of Agenda
- 3. **Approval of Minutes**
 - A. December 29, 2020 Regular Meeting
- Correspondence 4.
- 5. **Old Business**
- 6. **New Business**

A. CIP Contract Modifications

- 7. **Report of Executive Manager**
- 8. Report of the Comptroller
- 9. Executive Session
- **Public Comments** 10.
- 11. Adjournment









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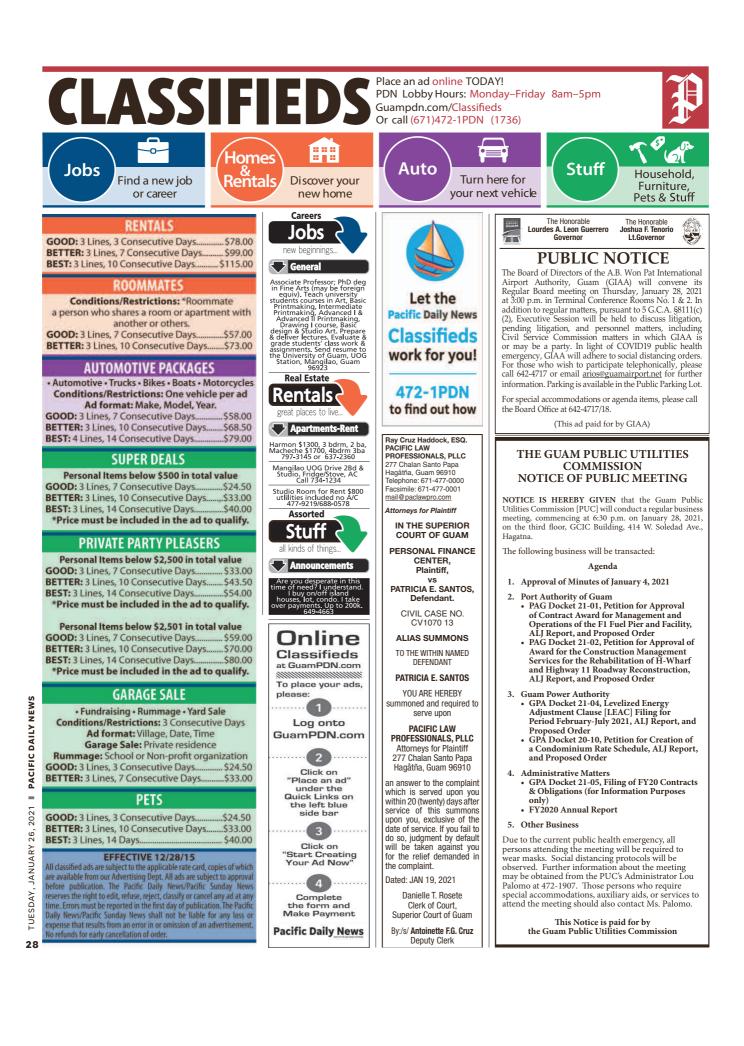


A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM Board of Directors Regular Meeting 3:00 p.m., Thursday, January 28, 2021 GIAA Terminal Conference Room #3 WE'RE ON IT

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	SIGN-IN SHEET	
	PRINT NAME	COMPANY/AGENCY
1.	Austin Graut	GIAA
2.	IMAria	GIAN
3.	A.J. Chidadhay	OF GINA
4.	Ray Quintamiller	GIAA
5.	FRANK SALITOS	TM6
6.	VICTOR J. CRUZ	GT AA
7.	Corraine C. Cone	Depo Resources
8.	Raymond Martagna	ARFF
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MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE A.B. WON PAT INTERNATIONAL AIRPORT AUTHORITY, GUAM Tuesday, December 29, 2020, 3:00 p.m. GIAA TERMINAL CONFERENCE ROOM #3

1. CALL TO ORDER AND ATTENDANCE

The December 29, 2020 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 Bamba at 3:06p.m. at the GIAA Terminal Conference Room #3, 355 Chalan Pasaheru, Tamuning, Guam, 96913.

Directors Present:

Brian J. Bamba (Via VTC) Gurvinder Sobti (Via VTC) Donald I. Weakley Lucy M. Alcorn (Via VTC) Zenon E. Belanger Doyon A. Morato (Via VTC) Rosie R. Tainatongo (Via VTC)

Offices or positions:

Chairman Vice Chairman Board Secretary

Directors Absent:

None

GIAA Officials:

Anita Arriola, Esq. (Via VTC) Frank R. Santos Executive Manager Deputy Executive Manager Airport Services Manager ARFF Chief Engineer Supervisor Properties & Facilities Superintendent Airport Marketing Operations Duty Manager Accounting Supervisor Safety Administrator

Arriola Law Firm, GIAA Legal Counsel TMG, GIAA Consultant

Chairman Bamba 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

On motionduly made by Director Alcorn, seconded by Vice Chairman Sobti, the following resolution was unanimously passed:

Resolution No. 21-15

The Board hereby approves the agenda of the December 29, 2020 regular meeting, as presented.

3. APPROVAL OF MINUTES

A. November 24, 2020 - Regular Meeting

On motion duly made by Director Weakley, seconded by Director Belanger, the following resolution was unanimously passed via roll vote:

Resolution No. 21-16

The Board hereby approves the minutes of the November 24, 2020 regular meeting, subject to corrections.

4. CORRESPONDENCE

Executive Manager Quinata advised there was no Correspondence to report.

5. OLD BUSINESS

Executive Manager Quinata advised there was no Old Business to present.

6. NEW BUSINESS

A. CIP Contract Modifications

Thefirst matter discussed was modifications to the Construction Manager (CM) Services and Post Construction Award Services (PCAS) for the Terminal Building Structural Upgrade and Concourse Isolation project. Mr. Frank Santos, GIAA Consultant informed the Board that a no-cost change order was approved for Black Construction, in order to continue discussions on the contract completion date, extending the firm from December 2, 2020 to January 15, 2021. As a result of the extension, there are two (2) contract modifications for the Board to consider. Mr. Santosadvised that there are no changes in fees or scope of work, and went on to present the modifications the Board.

- 1) Contract modification for CM Services was submitted by KHLG, in the amount of \$220,254.95, extending services for 1.5 months, to cover the period of December 2, 2020 to January 15, 2021.
- 2) Contract modification for PCAS was submitted by E&A Engineers, in the

amount of \$207,275.89, to cover the period of December 2, 2020 to January 15, 2021. Subject to FAA's review and approval.

Once discussions are complete with Black Construction, Airport anticipates a reduction in manpower with both KHLG and E&A Engineers.

Chairman Bamba inquired if Director Belanger had any concerns, due to Director Belanger being the Chairman of the CIP Committee. Director Belanger announced that the only change he had would be the GRT listed on the work order for E&A Engineers. Discussion followed relative to proceeding with approving the workorder in order to avoid any further delays in the project. The Board had no objection. Director Alcorn inquired on the corrected GRT amount which was being calculated. Executive Manager Quinata replied that the corrected amount for E&A Engineers workorder including the GRT is \$207,459.18, approximately \$183.00 difference.

Director Morato inquired on the hours listed, if they were projected hours for the 45 days. Mr. Santos replied yes, it is a fixed fee.

After further discussion, on motion duly made by Director Belanger, seconded by Vice Director Alcorn, the following resolution was unanimously approved via roll call vote:

Resolution No. 21-17

The Board hereby approves Work Order No. KHLG-20-07 for Construction Management (CM) Services, in the amount of \$220,254.95,and E&A Engineers for Post Construction Award Services (PCAS), in the amount of \$207,275.89; for the Terminal Building Structural Upgrade and Concourse Isolation project, subject to FAA approval.

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 Executive Manager Quinata. The report included brief updates on Airport operations, CIPs and Regulatory updates. Included with the report was an update relative to COVID-19.

Chairman Bamba offered condolences to the family of GIAA Police Offer, Vincent Castro.

Discussion followed relative to Covid-19 law providing relief stimulus packages, with Mr. Santos announcing that approximately May 2021 there may be a stimulus package available to airports. Chairman Bamba inquired on feedback from the tenants and airlines with the recent relief that the Board authorized. Deputy Executive Manager Hernandez replied that Management is continuing dialogue with tenants and airlines, however a final decision on the type of relief the Airport will offer has not been determined. The Deputy also thanked the Board for allowing Management the flexibility to manage current uncertainties.

Discussion ensued relative to any updates on visitor industry, with the deputy announcing that Management has been working with the Guam Visitor's Bureau (GVB) on ways to kick start the

economy, and various agencies such as Department of Public Health (DPHSS) on arrivals testing, monitoring and compliance.

8. **REPORT OF THE COMPTROLLER**

Ms. Antoniette Bautista, Accounting Supervisor reported on the revenues and expenses of the Authority as of**November 30, 2020**. Ms. Bautista reported that year-to-date Total Signatory Revenues are below budgeted revenues by **-57.8%**, year-to-date Total Concession Revenues and Passenger Facility Charges are above and below budget by **173.1%** and **-90.1%**, respectively. Year-to-date Total Other Revenues, inclusive of non-signatory and non-airline revenues are below the budget estimate by **-1.5%**. Year-to-date Total Operating Revenues Actual of **\$5.7M** is **-1.8%** below the budget estimate of **\$5.8M**. Year-to-date Total Operating Expenses are below budget by **-15.4%**. Components of this line item include an **3.0%** increase in Personnel Service, a **-29.0%** decrease in Contractual Services, a **-82.1%** 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 **\$95.6M** reflects a decrease of **-111.7%** over the year-to-date budgeted amount of **\$-816.0M**. Ms. Bautista reported that the year-to-date Debt Service Coverage is at **1.44** versus the requirement of **1.25**.

Chairman Bamba inquired on receivables from tenants. The Deputy Executive Manager advised that due to the deferrals provided and charging the tenants within the fiscal year, on the comptrollers report these numbers are reported as collected revenues but without actually receiving the cash. If Management makes a more aggressive decision with regard to rent relief, the numbers should be adjusted more.

9. EXECUTIVE SESSION

The next item on the agenda was Executive Session.

Upon written recommendation of counsel, on motion duly made by Director Weakley, seconded by Director Belanger, and approved via roll call vote, the Board recessed to at 3:56 p.m. to convene into Executive Session after a brief recess.

The Board convened into Executive Session at 3:58 p.m. to discuss litigation, pending litigation, and personnel matters. Attending Executive Session were Directors Bamba, Sobti, Weakley, Alcorn, Belanger, Morato, Tainatongo, Executive Manager Quinata, and Legal Counsel, Anita Arriola. Also present was the court reporter who will prepare a transcript of the Executive Session.

Executive Session adjourned at 4:48 p.m., at which time regular session resumed.

10. PUBLIC COMMENTS

GIAA Board of Directors Regular Meeting December 29, 2020 Page 5 of 5

There were no Public Comments.

11. ADJOURNMENT

Motion to adjourn duly made by Director Alcorn, seconded by Director Tainatongo; motion unanimously passed. The meeting was adjourned at 4:50 p.m.

Dated this _____, day of _____, 2020.

Attest:

Brian J. Bamba Chairman Donald I. Weakley Board Secretary

Prepared and Submitted By:

Amanda O'Brien-Rios Corresponding Secretary P.O. Box 8770 Tel (671) 646-0300 Tamuning, GU 96931 Fax (671) 646-8823



Project : GIAA Aircraft Rescue Fire Fighting (ARFF) Facility, Phase II - Construction

Project No.: <u>GIAA – FY15-04-5</u>

AIP No.: 3-66-0001-105

Change Order No.: 04

In connection with Contract No. GIAA-006-FY17 (CM), a construction contract between <u>BME & Sons, Inc.</u>, (Contractor) and <u>Antonio B. Won Pat Guam International Airport Authority</u> (Owner) dated October 02, 2018 for the <u>GIAA Aircraft Rescue Fire Fighting (ARFF) Facility</u>, Phase II – Construction: Project No. <u>GIAA-FY15-04-5 / AIP No. 3-66-0001-105</u>, the following change order is ordered in accordance with the Contract Document General Provisions, Sections 16.2 and 39.8.

- I. Description of Change Order No. 04 includes the following proposed changes.
 - a. Authorization is granted under this Change Order to add additional scope of work to the contract in order to incorporate the construction activities associated with:
 - i. Revision 14 Drawings:
 - Modification to Pile layout at the Water Tank Foundation increasing the number of piles to accommodate a larger water tank.
 - Modification of entrance canopy from grade beam with piles to mat foundation.
 - ii. Test Pile and Production Pile Changes Modification to the layout, quantity, and lengths of piles as a result of the completed test pile program.
 - iii. Miscellaneous minor Architectural and Structural Changes at the Generator Building documented in Rev14 Drawings.
 - iv. Unforeseen conditions (predrilling) related to pile driving operations.
 - b. Reference attached <u>PCO#10 REV5</u> and change proposal analysis, justification and endorsement letter from KHLG & Associates, Inc. dated 24 November 2020.
 - c. Cost of Change Proposal Eight Hundred Eighty Thousand and 00/100 [\$880,000.00].
 - d. Time Extension <u>162 Cal Days</u> from the Current Contact Completion Date of 06 September 2021. New contract completion date will be <u>15 February 2022</u>.
- II. Subject to conditions set forth herein, the Contract completion date shall be extended a total of <u>162</u> <u>cal days</u> from the contractor's current performance period thru CO#3 [747 cal days]. The new cumulative project duration will be 909 cal days with a new completion date of 15 Feb 2022.

WE'RE ON IT



III. Conditions:

- a. The aforementioned change and work affected thereby are subject to all contract requirements and covenants;
- b. The rights of A.B. Won Pat Guam International Airport Authority are not prejudiced;
- c. All claims against A.B. Won Pat Guam International Airport Authority; which are incidental to, or as a consequence of the aforementioned change, are satisfied in their entirety.

IV. Modification to the contract:

- a. ORIGINAL Contract Amount
- b. Current Revised Contract Amount
- c. Amount of CO#04:
- d. Revised Contract Amount
- e. Contract Award Date
- f. Start of Performance Period:
- g. Current Contract Time:
- h. Current Completion Date:
- i. Contract Time Extension for CO#04:
- j. Revised Contract Completion Date:

\$ 18,113,152.00
\$ 20,397,997.42 (thru CO#03)
\$ 880,000.00
\$ 21,277,977.42
October 02, 2018
August 19, 2019 (Building Permit Issued)
747 Calendar Days
September 06, 2021
162 Calendar Days
February 15, 2022

WE'RE ON I

In witness thereof, the parties have signed this <u>Change Order No. 04</u> on this ______ day of ______, 20_____.

APPROVED:

A.B. WON PAT GUAM INTERNATIONAL AIRPORT AUTHORITY (Contracting Officer)

By:_

Mr. John M. Quinata Executive Manager

Date:_

CERTIFIED FUNDS AVAILABLE;

John A. Rios, Certifying Officer, ABWPGIAA

Date: _____

****Nothing Follows****

BME & Son's, Inc. (Contractor)

By: Bernie Maranan Name:

Title: ____General Manager Date: ____11/25/2020



EXECUTIVE MANAGER'S REPORT GIAA BOARD OF DIRECTORS MEETING January 28, 2021

AIRLINE ISSUES

February 2021 Pax Flights

	UA	PR	IJ	JL	KE	7C	CI	TW	RS
HNL	7x weekly								
NRT	4x weekly			Suspended		Suspended			
KIX						Suspended			
MNL	3x weekly	2x weekly							
SPN	3x weekly								
ROR	1x monthly								
PNI	1x monthly								
YAP	1x monthly								
ICN			1x weekly		Suspended	Suspended		Suspended	Suspended
PUS			Suspended			Suspended			
TPE							Suspended		

February 2021 Cargo Flights

	UA	PR	KE	JL	FX	UP
SFO		2x weekly				
LAX	4X monthly					
HNL						
ICN			1x weekly			
PVG					1x weekly	
HKG	4X monthly					1x weekly
SYD						
MNL	3x weekly					

Market Intelligence

Guam Airport Ranks 9th in International Arrivals December 2020 (NTTO Report)

Prepared by the National Travel and Tourism Office (NTTO) who manages the I-94 arrivals program (I-94) in cooperation with the Department of Homeland Security (DHS)/U.S. Customs and Border Protection (CBP). The I-94 provides a count of visitor arrivals to the United States (with stays of 1-night or more) to calculate U.S. travel and tourism volume exports. Guam Ranks 9th:



EXECUTIVE MANAGER'S REPORT GIAA BOARD OF DIRECTORS MEETING January 28, 2021

Arrival Volumes and Percent Change for Selected Airports/Ports of Entry International passengers, I-94 Air Passengers, APIS (non-citizens)

Airport / Port of Entry	1-94 Overseas Ai	r Passengers		1-94 Overseas Ai	r Passengers		APIS/I-92, Table III.a.			International Passenger Arrivals*				
Recoded Collapsed Port 'Code'	COR - NTTO Visit	COR - NTTO Visitor Definition (a)			COC - NTTO Visitor Definition (b)			Overseas Alien Arrivals (c)			Airport Reported (includes U.S. residents)			
	2019	2020	% Chg.	2019	2020	% Chg.	2019	2020	% Chg.	2019	2020	% Chg.		
 JFK – New York = 'NYC' 	608,738	45,006	-92.6%	612,245	45,113	-92.6%	739,571	84,276	-88.6%	2,728,857	Not Available	-		
MIA – Miami = 'MIA'	494,364	140,607	-71_6%	495,822	140,041	-71.8%	588,147	174,758	-70.3%	1,000,731	Not Available	-		
 LAX – Los Angeles = 'LOS' 	367,126	20,938	-94.3%	371,273	21,316	-94.3%	454,487	38,656	-91.5%	1,021,350	Not Available	-		
 HNL – Honolulu = "HHW" 	197,724	1,827	-99.1%	198,521	1,866	-99.1%	201,026	2,793	-98.6%	268,520	Not Available	-		
SFO – San Francisco = 'SFR'	185,161	11,767	-93.6%	187,675	11,994	-93.6%	257,051	24,352	-90.5%	610,011	Not Available	-		
EWR – Newark = 'NEW'	187,024	21,190	-88.7%	188,345	21,550	-88.6%	235,069	40,920	-82.6%	1,182,787	Not Available	-		
 ORD – Chicago = 'CHI' 	104,111	14,197	-85.4%	106,020	14,700	-86.1%	145,221	25,896	-82.2%	1,065,919	Not Available	-		
 MCO – Orlando = 'ORL' 	153,131	15,768	-89.7%	156,402	15,988	-89.8%	158,640	15,997	-89.9%	298,955	Not Available	-		
9. GUM – Agana = "AGA"	142,613	164	-99.9%	143,026	163	-99.9%	148,852	806	-99.5%	150,273	Not Available	~		
10. IAH Houston = "HOU"	100,656	22,662	-77.5%	102,394	23,243	-77.3%	159,203	75,170	-52.8%	484,891	Not Available	-		
 ATL – Atlanta = 'ATL' 	98,565	16,058	-83.7%	39,768	16,041	-83.9%	141,339	26,375	-81.3%	475,176	Not Available	-		
 IAD – Dulles = 'WAS' 	87,948	13,139	-85.1%	88,733	13,312	-85.0%	128,424	26,219	-79.6%	315,658	Not Available	-		
13. SPN Saipan = 'SAI'	39,969	18	-100.0%	40,166	18	-100.0%	48,739	49	-99.9%	Not Available	Not Available	-		
Sum of Selected 13 Airports/POE	2,767,130	323,341	-88.3%	2,790,390	325,345	-88.3%	3,405,769	536,267	-\$4.3%	9,603,128	-	-		

(a) COR-based Summary & Analysis Report, Table K1, Overseas (Air Only Mode) {b} COC-based Summary & Analysis Report, Table K1, Overseas (Air Only Mode)

(c) APIS/I-92 Data (without flights from Canada and Mexico)

Virgin Orbit Update (Pacific Island Times)

As reported in the Pacific island Times, Virgin Orbits application to launch satellites at Andersen Air Force Base is being reviewed by the FAA. The comment period on the Federal Register ended Nov. 15, 2020.

REGULATORY ISSUES

GIAA ACIP Submission for FAA review

GIAA submitted its Airport Capital Improvement Plan (ACIP) to the FAA for review and funding. The ACIP includes:

- Modification of Terminal Building (Sterile Arrivals Corridor)
- Cargo Apron & Fuel System Extensions
- Noise Mitigation Program
- Zero Emissions (Vehicles)

FAA Administrator Dickson on Enforcement of Unruly Passengers

To address the increase in unruly passengers and enforcement, FAA Administrator Dickson signed an order last week imposing tough penalties (\$35,000 in monetary fines and up to 20 years in prison) against those who disrupt flights. To support this measure, the FAA ADO has us to display a video that speaks directly to passengers and new penalties.

FEMA BRIC sub-grant Application Submitted

GIAA has submitted a grant application to FEMA for "Underground Utility Infrastructure Relocation and Power Distribution- Project Scoping".



EXECUTIVE MANAGER'S REPORT GIAA BOARD OF DIRECTORS MEETING January 28, 2021

FINANCIAL ISSUES

MAG Concessions Rent Relief

Notices were provided to MAG concessions on January 7, 2021 in which GIAA offered rent relief in the form of rent abatements for the months of October through December 2020 in lieu of minimum annual guarantee(s) MAG and fixed counter rents. Rent relief will be based on the higher of 1) percentage of gross sales or 2) main terminal rent based on counter space occupied at the airport tariff rate.

GIAA FY 2020 Financial Audit

Completion of GIAA's FY 2020 Financial Audit is pending DOA's audit of Other Post-Employment Benefits (OPEB). This is anticipated to push GIAA's completion of its audit and presentation to Board to next month.

LEGISLATIVE ISSUES

P.L. 35-137, authorizing GIAA to refinance existing debt was signed into law on January 4, 2021 by Governor Lou Leon Guerrero. Discussion on this will be made part of the Controller's Report.

EMPLOYEE SUPERLATIVES (Fiscal Year 2020)

GIAA's annual Employee Recognition Program was held on Tuesday, January 19, 2021 in the East Ticket Lobby. The following individuals were nominated and were vetted by a nomination committee, who independently selected the winners, based on written submissions. Congratulations to the following persons and divisions for superlative performance in their respective categories:

Employee of the Year:	EMILY TIONGSON, Engineer I (Mechanical)
Supervisor of the Year:	ANTONIO LANIOG, Engineer III (Civil)
Manager of the Year:	KENNETH MCDONALD, Supt. Of Facilities and Equipment
Division of the Year:	ENGINEERING DIVISION
Spirit Award:	CHRISTINE EVANGELISTA, Accounting Technician I
Manager's Award:	OLIVER BEJERANA, Heavy Equipment Mechanic II

ANNOUNCEMENTS

- Thank you to all who supported the successful GIAA and Black Construction steel "Topping Off" event of the International Corridor Project, held Friday, January 15, 2021. The event was memorable and marked an important milestone in the completion of the Airport's 3rd largest capital improvement project. GIAA has applied for the occupancy permit to utilize completed areas of the corridor. A ribbon cutting for Phase I of operational area will be announced when firmly scheduled.
- Installation for new TSA screening equipment in the expanded lanes is underway, anticipated for completion in one month.
- GIAA's Front Line and Tier 2 Personnel have been receiving vaccine at outreach clinics. GIAA is anticipated to have 60% of its employees vaccinated at this time. Diligence is being taken to ensure these personnel are scheduled for their second vaccination on their due dates.
- The FAA Airport Western Pacific Division has released its latest newsletter to member airports. See article featuring Guam Airport's Response to COVID-19, attached.



Subject: Operating Results – Revenues and Expenses as of December 31, 2020

Attached herewith is GIAA's Operating Results Report for the month ending December 31, 2020. This report summarizes the Budgeted versus Actual Revenues and Expenses for the month and year-to-date results ended December 31, 2020.

The key operating results for 3 month(s) of FY2021 ending December 31, 2020 - (in \$000's) are

			YE	AR	-TO-DATE	FORECAST FOR FULL YEAR- FY21			
CATEGORY	Actual FY21 Current Month	Budget FY21 Y-T-D		Actual FY21 Y-T-D		% Variance Budget vs. Actual Y-T-D Current		Actual/ Estimate	% Variance Budget vs. Actual/ Estimate
						Month			
Total Signatory Revenues	\$ 580.1	\$	4,134.9	\$	1,629.5	-60.6%	\$	21,986.7	-10.2%
Total Concession Revenues	\$ 427.5	\$	1,527.8	\$	1,277.4	-16.4%	\$	14,723.7	-1.7%
Total PFC's	\$ 31,3	\$	704.6	\$	72.9	-89.7%	\$	3,901.6	-13.9%
Total Other Revenues	\$ 932.7	\$	2,901.0	\$	3,289.0	13.4%	\$	12,948.1	3.1%
Total Operating Revenues	\$ 1,971.6	\$	9,268.2	\$	6,268.9	-32.4%	\$	53,560.2	-5.3%
Total Operating Expenses	\$ 2,823.5	\$	10,824.0	\$	8,768.9	-19,0%	\$	39,912.7	-4.9%
Net Revenues from Operations	\$ (851.9)	\$	(1,555.8)	\$	(2,500.1)	60.7%	\$	13,647.5	-6.5%
Non-Operating Expenses	\$ 62,9	\$	436.0	\$	190.3	-56.4%	\$	554.3	-30.7%
Other Available Moneys/other sources of funds	\$ 4,079.9	\$	5,557.6	\$	7,049.1	26.8%	\$	11,721.9	14.6%
Net Debt Service Coverage	2.48		0.97		1.16	19.2%	1.66		2.9%



From:

John A. Rios Comptroller







Page 2 - Operating Results as of December 31, 2020

Year-to-date Total Signatory Revenues for the month ending December 31, 2020 are below Budgeted revenues by **-60.6%**. Signatory revenue estimates are based on projections submitted by Signatory airlines and adopted in the annual budget.

Year-to-date Total Concession Revenues are -16.4% below budget while Passenger Facility Charges are below the budget estimate by -89.7%.

Year-to-date Total Other Revenues, inclusive of non-signatory and non-airlines revenues, are above the budget estimate by **13.4%**.

Year-to-date Total Operating Revenues actual of \$6.3M is -32.4% below the budget estimate of \$9.3M.

Year-to-date Total Operating Expenses are below budget by -19.0%. Components of this line item include a -5.2% decrease in Personnel Service, a -29.8% decrease in Contractual Services, a -72.5% 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 **\$-2.5M** represents a **60.7%** increase over the year-to-date budgeted amount of **\$-1.5M**.

Finally, our year-to-date results for Debt Service Coverage is at 1.16 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 Airport Services Manager

GUAM INTERNATIONAL AIRPORT AUTHORITY KEY OPERATING RESULTS (\$000's) As of December 31, 2020

	CURRENT MONTH						YEAR - TO -		FULL YEAR FORECAST		
	Actual	Budget	Actual	%Var	Budget	Actual	Budget	Actual	%Var		%Var
	FY2020	FY2021	FY2021	Bud Vs Act'l	Full Year	FY2020	FY2021	FY2021	Bud Vs Act'l	Actual/Est	Bud Vs Act'l
I. Signatory Airline Rents & Fees											
Terminal Bldg Rentals	335.4	237.8	232.9	-2.0%	2,853.8	926.9	713.4	698.8	-2.0%	2,839.2	-0.5%
Departure Fees	653.3	419.1	45.6	-89.1%	6,646.8	1,819.2	1,033.1	108.8	-89.5%	5,722.5	-13.9%
Arrival Fees	651.3	381.2	23.0	-94.0%	6,056.2	1,800.4	942.2	61.8		5,175.9	-14.5%
Immigration Inspection Fees	235.6	151.2	3.9	-97.4%	2,378.4	657.2	371.4	10.7		2,017.7	-15.2%
Common Use Ticket Counter Fees	0.0	48.9	0.8	-98.4%	767.8	0.0	48.9	0.8	-98.4%	719.6	-6.3%
Loading Bridge Use Fees	724.3	286.8	138.3	-51.8%	4,084.3	2,055.6	714.2	382.4	-46.5%	3,752.5	-8.1%
Apron Use Fees	132.1	26.3	32.9	25.3%	370.6	375.5	67.7	86.1		389.0	4.9%
Landing Fees	295.3	94.7	102.6	0.0%	1,334.2	858.0	243.8	280.1	14.9%	1,370.5	0.0%
Total Signatory Revenue	3,027.3	1,646.0	580.1	-64.8%	24,492.1	8,492.8	4,134.9	1,629.5	-60.6%	21,986.7	-10.2%
Enplaned Signatory Pax	173,278	72,345	7,882	-89.1%	1,147,374	482,543	178,337	18,797	-89.5%	987,834	-13.9%
Cost per Enplaned Pax	\$17.47	\$22.75	\$73.60	223.5%	\$21.35	\$17.60	\$23.19	\$86.69	273.9%	\$22.26	4.3%
Revenues from Sources other than											
Signatory Airlines Rents & Fees											
Concession Revenues											
Gen Mdse	1,165.1	396.4	368.4	-7.1%	12,352.5	3,375.6	1,189.2	1,105.3	-7.1%	12,268.5	-0.7%
In-flight Catering	83.4	26.8	21.7	-19.1%	321.6	229.7	80.4	62.8		304.1	-5.5%
Food & Beverage	105.4	51.1	7.5	-85.3%	851.5	291.2	127.7	18.3		742.1	-12.8%
Rental Cars	136.5	19.5	20.5	5.2%	943.0	394.4	54.6	55.4		943.7	0.1%
Other Concession Rev	64.1	30.3	9.3	-69.2%	505.6	173.1	75.8	35.6		465.3	-8.0%
Total Concession Revenues	1,554.6	524.1	427.5	-18.4%	14,974.1	4,464.0	1,527.8	1,277.4	-16.4%	14,723.7	-1.7%
Passenger Facility Charges	688.9	285.8	31.3	-89.0%	4,533.3	1,876.9	704.6	72.9	-89.7%	3,901.6	-13.9%
Other Revenue	1,439.1	1,001.4	932.7	-6.9%	12,560.1	4,246.9	2,901.0	3,289.0	13.4%	12,948.1	3.1%
Total Operating Revenue	6,709.8	3,457.3	1,971.6	-43.0%	56,559.6	19,080.6	9,268.2	6,268.9	-32.4%	53,560.2	-5.3%
II. Operating Expenses:											
Personnel Services	1,543.6	2,271.4	1,719.0	-24.3%	19,685.0	4,636.4	5,299.8	5,024.4	-5.2%	19,409.5	-1.4%
Contractual Services	1,881.0	1,752.3	1,056.7	-39.7%	20,446.9	5,705.3	5,225.4	3,669.1		18,890.6	-7.6%
Materials & Supplies	46.6	148.7	47.8	-67.8%	1,685.9	138.8	274.0	75.5		1,487.4	-11.8%
Equipment/Furnishings	0.0	24.8	0.0	0.0%	150.0	0.0	24.8	0.0	-100.0%	125.3	-16.5%
Total Operating Expenses	3,471.2	4,197.1	2,823.5	-32.7%	41,967.8	10,480.5	10,824.0	8,768.9	-19.0%	39,912.7	-4.9%
		-739.7									

GUAM INTERNATIONAL AIRPORT AUTHORITY KEY OPERATING RESULTS (\$000's) As of December 31, 2020

	CURRENT MONTH						YEAR - TO -	FULL YEAR FORECAST			
	Actual FY2020	Budget FY2021	Actual FY2021	%Var Bud Vs Act'l	Budget Full Year	Actual FY2020	Budget FY2021	Actual FY2021	%Var Bud Vs Act'l	Actual/Est	%Var Bud Vs Act'l
						I					
III. Other Revenues and Expenses											
Less: Non-operating /Non-recurring Expense (Post Employment/Emergency)	44.9	0.0	62.9	#DIV/0!	800.0	379.4	436.0	190.3	-56.4%	554.3	-30.7%
Add: Interest on Investments	160.0	54.0	0.0	-100.0%	648.3	335.1	162.1	85.3	-47.4%	571.5	-11.8%
Net Revenues	3,353.7	-685.7	-914.9	33.4%	14,440.1	8,555.8	-1,829.7	-2,605.1	0.7	13,664.7	-5.4%
Add: Other sources of Funds (Federal Reimb)	14.9	1,533.3	3,760.7	0.0%	6,400.0	56.8	4,600.0	6,091.5	1.2	7,891.5	23.3%
Add: Other available moneys	529.9	319.2	319.2	0.0%	3,830.4	1,589.7	957.6	957.6	0.0%	3,830.4	0.0%
Net Revenues and Other Available Moneys	3,898.5	1,166.8	3,165.0	171.2%	24,670.5	10,202.2	3,727.9	4,444.0	19.2%	25,386.6	2.9%
Debt Service payments	1,261.8	1,276.8	1,276.8	0.0%		4,643.2	3,830.4	3,830.4	0.0%	15,321.7	0.0%
Debt Service Coverage	3.09	0.91	2.48	171.2%	1.61	2.20	0.97	1.16		1.66	2.9%



ANITA P. ARRIOLA JOAQUIN C. ARRIOLA, JR.

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WILLIAM BUCKY BRENNAN NICOLE G. CRUZ MARK E. COWAN, OF COUNSEL

January 19, 2021

VIA BOARD SECRETARY

Mr. Brian J. Bamba Chairman Members of the GIAA Board of Directors A.B. Won Pat International Airport Guam 355 Chalan Pasaheru Tamuning, Guam 96913

RE: Recommendation to go into Executive Session at Regular Board Meeting for January 28, 2021

Dear Mr. Chairman and Members of the GIAA Board of Directors,

This is to recommend and advise, pursuant to 5 G.C.A. § 8111(c)(1), of the need to go into executive session at the regular board meeting for the GIAA Board of Directors on January 28, 2021.

This recommendation is subject to approval by an affirmative vote of a majority of the members of the GIAA Board of Directors.

Very truly yours,

ite P. amel ANITA P. ARRIOLA

cc: Mr. John M. Quinata Executive Manager

> Mr. Ricky Hernandez Deputy Executive Manager

Email: <u>aarriola@arriolafirm.com</u> 259 MARTYR STREET, SUITE 201, HAGATNA, GUAM 96910 TEL: 671-477-9730/33 FAX: 671-477-9734 EMAIL: ATTORNEYS@ARRIOLAFIRM.COM *FOUNDED BY JOAOUIN C. ARRIOLA, RETIRED*