

**DuPAGE AIRPORT AUTHORITY
ANNUAL AND REGULAR BOARD MEETING
Wednesday, January 24, 2018**

The Regular and Annual Meeting of the Board of Commissioners of the DuPage Airport Authority was convened at the Daniel L. Goodwin Flight Center Building, 2700 International Drive, West Chicago, Illinois, First Floor Conference Room; Wednesday, January 24, 2018. Chairman Davis called the meeting to order at 3:00 p.m. and a quorum was present for the meeting.

Commissioners Present: Chavez, Davis, Donnelly, LaMantia, Ledonne, Posch, Sharp, Wagner.

Commissioners Absent: None

DuPage Airport Authority Staff Present: David Bird, Executive Director; Mark Doles, Director of Aviation Facilities and Properties; Patrick Hoard, Director of Finance and Prairie Landing Golf Club; Dan Barna, Operations and Capital Programs Manager; Brian DeCoudres, Flight Center General Manager; Pamela Miller, Executive Assistant and Board Liaison.

Others in Attendance: Phil Luetkehans, Schirott, Luetkehans and Garner; Bruce Garner, Schirott, Luetkehans and Garner; Captain Russel Danwin, Tenant; Don Baxmann, DuPage Pilots Association; Al Goldstein, Tenant; Michael Vonic, CH2M; Craig Loudon, Crawford, Murphy and Tilly; Lissa Druss Christman, Serafin and Associates; Patrick Brady, Next Generation Public Affairs Inc.; Chad Chahbazi, Cenergy; Mark Moran, NIA Hiffman.

Members of the Press:

None

PUBLIC COMMENT

Captain Russel Danwin addressed the Board as a tenant of the Airport. Captain Danwin stated that the self-service fuel system has been out of service periodically and he understands staff has been working hard to keep the system up and running. He suggested the Airport Authority educate pilots on how to properly utilize this equipment so this abuse of the equipment does not continue. Mark Doles explained the issues occurring at the self-service fueling station and that have now been corrected. Discussion followed. Captain Danwin complimented the Airport Authority for the great job done on the new service roads recently completed.

RECESS REGULAR MEETING AND CONVENE THE ANNUAL MEETING

A **MOTION** was made by Commissioner Ledonne to recess the Regular Meeting of the DuPage Airport Authority Board of Commissioners. The motion was seconded by Commissioner Sharp and passed unanimously by roll call vote (8-0). The Regular meeting was recessed at 3:04 p.m. and the Annual Meeting was immediately convened. Upon roll call there was a quorum present for this portion of the meeting.

ELECTION OF OFFICERS FOR THE 2018 FISCAL YEAR

Commissioner Posch made a **MOTION** to open nominations for 2018 Officers of the DuPage Airport Authority Board of Commissioners; this **motion was seconded** by Commissioner Donnelly. The motion was unanimously passed by roll call vote (8-0) and Commissioner Posch entered the following slate of offices into nomination:

Stephen L. Davis as Chairman; Gina LaMantia as Vice Chairman; Michael Ledonne as Treasurer; Donald Sharp as Secretary; Patrick Hoard as Assistant Treasurer and Mark Doles as Assistant Secretary.

Chairman Davis asked for other nominations and there were none; nominations were closed.

Commissioner Wagner made a **MOTION** to approve the slate of officers for 2018 as presented and this **motion was seconded** by Commissioner Sharp. The Slate of Officers for 2018, as moved and seconded, was passed unanimously by roll call vote (8-0).

REVIEW OF COMMITTEE ASSIGNMENTS

Chairman Davis asked Commissioners to contact to make changes in their committee participation if needed. He expressed his appreciation for the good work done by all Committees of the Board.

ADJOURNMENT OF ANNUAL MEETING

A **MOTION** was made by Commissioner Ledonne to adjourn the Annual Board Meeting; the **motion was seconded** by Commissioner Posch. The motion was unanimously passed by voice vote and the Annual Board Meeting adjourned at 3:09 p.m.

The Regular Board Meeting was immediately reconvened and upon roll call a quorum was present for the remainder of the meeting.

APPROVAL OF MINUTES

Chairman Davis asked for additions or corrections to the minutes of the November 2, 2017 Special Executive Committee Meeting and there were none. Commissioner Posch made a **MOTION** to approve the minutes of the November 2, 2017 Special Executive Committee Meeting and Commissioner Sharp **seconded the motion**. The motion was passed unanimously by roll call vote (8-0).

Chairman Davis asked for additions or corrections to the minutes of the November 15, 2017 Regular Board Meeting and there were none. Commissioner Sharp made a **MOTION** to approve the minutes of the November 15, 2017 Regular Board Meeting and Commissioner Donnelly **seconded the motion**. The motion was passed unanimously by roll call vote (8-0).

Chairman Davis asked for additions or corrections to the minutes of the December 21, 2017 Special Board Meeting and there were none. Commissioner Sharp made a **MOTION** to approve the minutes of the December 21, 2017 Special Board Meeting and Commissioner Posch **seconded the motion**. The motion was passed unanimously by roll call vote (8-0).

DIRECTOR'S REPORT

Executive Director Bird discussed the monthly operating statistics:

Fuel Sales:

Through December 2017 100 LL sales were decreased 14%; Jet A fuel sales were up nearly 2%. Total gallons sold were flat with an increase of 0.3% 2017 versus 2016. Staff will continue to monitor these trends.

Operations:

Total operations for December were increased 25.5%. Itinerant operations in the Chicagoland area for 2017 were off in double digit amounts for nearly all airports monitored.

Staff reviewed national aviation fuel statistics for the past years providing historic information and total gallons sold since 1992 for 100 LL fuel and Jet a Sales. Discussion followed.

Attorney Phil Luetkehans departed the meeting at 3:20 p.m. and Attorney Bruce Garner was present for the remainder of the meeting.

Executive Director Bird commented on the snow operations at the Airport stating since there have been no significant snowfalls this year so far, the Airport Authority is on budget with expenses for snow operations.

The first working meeting for the Master Plan Update was held with staff and Crawford, Murphy and Tilly. Craig Loudon of Crawford, Murphy and Tilly was in attendance to answer questions the Board may have regarding the Master Plan Update. Staff will be establishing a steering committee and Board members are encouraged to participate as a part of the Steering Committee if schedules permit. Discussion followed.

Patrick Brady of Next Generation Public Affairs, lobbyist for the Airport Authority, provided a legislative update and discussion followed.

Mark Doles provided an update of Flight Center Activities. He discussed the increase in fuel sales for January to this point and advised the new transient hangar has already brought additional business and revenues to the Airport. Discussion followed.

REVIEW OF FINANCIAL STATEMENTS

Executive Director Bird asked Patrick Hoard to provide a review of the Financial Statements for December 2017 and discussion followed.

REPORT OF COMMITTEES

Internal Policy and Compliance Committee:

Commissioner LaMantia advised the Internal Policy and Compliance Committee met on January 24 and Item 9. (c) under the *New Business* portion of the agenda was recommended for Board approval; Ordinance 2018-319; Amending the DAA Employee Handbook. This amendment to the Employee Handbook is the result of recent changes in laws regarding sexual harassment

Finance, Budget and Audit Committee:

Commissioner Ledonne reported the Finance, Budget and Audit Committee met and the Resolutions and Ordinances appearing on the Board Meeting agenda were discussed and favorably recommended for Board approval. Commissioner Ledonne added the Finance Committee suggested that a cash balance statement to address non-cash activities be included with the monthly financial reporting. Staff will provide this report at the next Finance Committee Meeting. Commissioner Ledonne advised there will be discussion in the *New Business* portion of the meeting regarding the possible adjustment of one of the 2018 Budget lines.

Golf Committee:

Commissioner Donnelly stated that the Golf Committee did not meet in January. He visited the golf course and spoke with staff: 50 outings are scheduled for 2018 now; 23 weddings planned for 2018. Discussion followed.

Capital Development, Leasing and Customer Fees:

Commissioner Wagner reported that the items appearing on the Agenda were reviewed and discussed by the Committee and favorably recommended for Board approval.

DuPage Business Center:

Executive Director Bird introduced Mark Moran of NAI Hiffman. Mr. Moran stated NAI Hiffman is officially the new marketing agent for the DuPage Business Center and their signs are now visible throughout the Business Center. He added the process of rebranding the Business Center and developing new advertising and marketing brochures and materials is now ongoing and reviewed plans for a Brokers Open House in Spring. Mr. Moran discussed current activity ongoing in the Business Center and discussion followed. Chairman Davis reconfirmed that the Airport Authority Board and Staff are committed to help move the Business Center development forward.

OLD BUSINESS

None

NEW BUSINESS

Proposed Ordinance 2018-317; Adopting Budget and Appropriations Ordinance for the DuPage Airport Authority for the Fiscal Year Beginning January 1, 2018 and Ending December 31, 2018.

Executive Director Bird read into the record Proposed Ordinance 2018-317 and advised this was considered by the Finance Committee and unanimously recommended for Board approval. He advised the Tentative Budget and Appropriations was submitted to DuPage County Board Chairman Cronin and no comments or questions have been received. He continued that all statutory requirements have been met and the final 2018 Budget and Appropriations is presented for Board approval.

Commissioner Ledonne stated that discussion occurred during the Finance Committee Meeting regarding a budgetary cut whereby compensation to associates or employees would need to be deferred to balance the operating expenditures portion of the 2018 budget. He continued that it is the opinion of the Finance Committee that employees who have worked very hard to make sure all things run efficiently at the Airport should be compensated. He recommended that the Board give guidance to the Executive Director that when funds are received into the budget from potential land sales, that portion of the budget for employee raises be addressed and reversed immediately. Discussion occurred and the Board agreed that when the land sales are closed and funds are available, employees raises be approved and be made retroactive from the beginning of the 2018 budget year.

A **MOTION** was made by Commissioner Sharp to approve Proposed Ordinance 2018-317; Adopting Budget and Appropriations Ordinance for the DuPage Airport Authority for the Fiscal Year Beginning January 1, 2018 and Ending December 31, 2018. The **motion was seconded** by Commissioner Posh and was unanimously passed by roll call vote (8-0).

Proposed Ordinance 2018-318; An Ordinance of the DuPage Airport Authority Promulgating Regulations Under the Freedom of Information Act.

Executive Director Bird read into the record Proposed Ordinance 2018-318 and advised the Board is required by statute to pass this Ordinance each year. There was no further discussion.

A **MOTION** was made by Commissioner LaMantia to approve Proposed Ordinance 2018-318; An Ordinance of the DuPage Airport Authority Promulgating Regulations Under the Freedom of Information Act. The **motion was seconded** by Commissioner Sharp and was unanimously passed by roll call vote (8-0).

Proposed Ordinance 2017-319; Amending the DuPage Airport Authority Employee Handbook.

Ordinance amends the Authority's Employee Handbook to comply with latest amendments to the Illinois State Officials and Employee Ethics Act by modifying policies regarding sexual harassment.

Executive Director Bird read into the record Proposed Ordinance 2018-319 and advised this was considered by the Internal Policy and Compliance Committee and unanimously recommended for Board approval. There was no further discussion.

A **MOTION** was made by Commissioner LaMantia to approve Proposed Ordinance 2018-319; Amending the DuPage Airport Authority Employee Handbook. The **motion was seconded** by Commissioner Sharp and was unanimously passed by roll call vote (8-0).

Proposed Resolution 2018-2130; Approving the Use of Outside Attorneys for the Fiscal Year 2018.

Approves utilizing the firms of Schirott, Luetkehans and Garner, LLC and SheppardMullin to provide legal services for the 2018 fiscal year.

Executive Director Bird read into the record Proposed Resolution 2018-2130 and stated this resolution is recommended for Board approval. There was no further discussion.

A **MOTION** was made by Commissioner LaMantia to approve Proposed Resolution 2018-2130; Approving the Use of Outside Attorneys for the Fiscal Year 2018. The **motion was seconded** by Commissioner Sharp and was unanimously passed by roll call vote (8-0).

Proposed Resolution 2018-2131; Authorizing the Execution of a Professional Services Agreement with Serafin & Associates Inc. for Marketing and Communication Services.

Approves an Agreement for providing strategic marketing and communications services for the Airport, Flight Center and Prairie Landing Golf Club for a total not-to-exceed cost of \$42,500.

Executive Director Bird read into the record Proposed Resolution 2018-2131 and advised this was considered by the Finance Committee and unanimously recommended for Board approval. Executive Director Bird introduced Lissa Druss Christman from Serafin and Associates. Ms. Druss Christman, on behalf of Serafin and Associates, expressed thanks to the Board and staff for their six-year partnership. She reviewed the projects that had been undertaken by Serafin for the Airport Authority, Flight Center, and Prairie Landing Golf Club during the past years. She also outlined recommendations for 2018 projects and events. Discussion followed.

A **MOTION** was made by Commissioner Donnelly to approve Proposed Resolution 2018-2131; Authorizing the Execution of a Professional Services Agreement with Serafin & Associates Inc. for Marketing and Communication Services. The **motion was seconded** by Commissioner Posch and was unanimously passed by roll call vote (8-0).

Proposed Resolution 2018-2132; Award of Contract to Harris Golf Cars for the Procurement of 76 Model Year 2018 Electric Golf Carts with GPS and Cart Control.

Approves the procurement of (76) 2018 Model Yamaha Drive 2 electric Golf Carts with YAMATrck Fleet Control System and the trade-in of (76) 2011 Model ClubCar Golf Carts with GPS for a total cost of \$299,912 F.O.B. Prairie Landing Golf Club.

Executive Director Bird read into the record Proposed Resolution 2018-2132 and advised this was considered by the Finance Committee and unanimously recommended for Board approval. There was no further discussion.

A **MOTION** was made by Commissioner Ledonne to approve Proposed Resolution 2018-2132; Award of Contract to Harris Golf Cars for the Procurement of 76 Model Year 2018 electric Golf Carts with GPS and Cart Control. The **motion was seconded** by Commissioner Sharp and was unanimously passed by roll call vote (8-0).

Proposed Resolution 2018-2133; Award of Contract to Petroleum Traders Corporation for the Procurement of Gasoline and Diesel Fuel.

Approves a one (1) year Contract, subject to two (2) one (1) year extensions with Petroleum Traders Corporation for the as-needed procurement of gasoline and diesel fuel for Airport Vehicles and equipment. Per gallon fee based on the Low Chicago OPIS Daily Rate + .0496 unleaded gasoline and + .0505 diesel fuel. Executive Director Bird read into the record Proposed Resolution 2018-2133 and advised this was considered by the Finance Committee and unanimously recommended for Board approval. There was no further discussion.

A **MOTION** was made by Commissioner Sharp to approve Proposed Resolution 2018-2133; Award of contract to Petroleum Traders Corporation for the Procurement of Gasoline and Diesel Fuel. The **motion was seconded** by Commissioner Donnelly and was unanimously passed by roll call vote (8-0).

Proposed Resolution 2018-2134; Delegation of Authority to the Executive Director to Procure One (1) Used Ground Roller.

Delegation of Authority to the Executive Director to accept the lowest, responsive and responsible bid of no greater than \$40,000 for the purchase of a used ground roller. Executive Director Bird read into the record Proposed Resolution 2018-2134 and advised this was considered by the Finance Committee and unanimously recommended for Board approval. There was no further discussion.

A **MOTION** was made by Commissioner Donnelly to approve Proposed Resolution 2018-2134; Delegation of Authority to the Executive Director to Procure One (1) Used Ground Roller. The **motion was seconded** by Commissioner Posch and was passed by roll call vote (8-0).

Proposed Resolution 2018-2135; Authorizing the Procurement of One (1) John Deere 8270R Tractor from a Joint Purchasing Contract with the County of Rock Island and John Deere.

Approves the procurement of one (1) 2018 Model 8270R John Deere Tractor from AHW, LLC. for a total cost of \$212,158.56 F.O.B. DuPage Airport, utilizing the Joint Purchasing contract with the County of Rock Island and John Deere. Executive Director Bird read into the record Proposed Resolution 2018-2135 and advised this was considered by the Finance Committee and unanimously recommended for Board approval. There was no further discussion.

A **MOTION** was made by Commissioner Sharp to approve Proposed Resolution 2018-2135; Authorizing the Procurement of one (1) 2018 Model 8270R Tractor from a Joint Purchasing Contract with the County of Rock Island and John Deere. The **motion was seconded** by Commissioner Wagner and was passed by roll call vote (8-0).

Proposed Resolution 2018-2136; Disposal/Destruction of Surplus Personal Property.

Approves the disposition of (60) low profile barricades with hazard lights, (1) 1991 John Deere Model 318 Tractor, and (2) 2004 New Holland TL100 Tractors through sale by a public internet auction. Executive Director Bird read into the record Proposed Resolution 2018-2136 and advised this was considered by the Finance Committee and unanimously recommended for Board approval.

There was no further discussion.

A **MOTION** was made by Commissioner Ledonne to approve Proposed Resolution 2018-2136; Disposal/Destruction of Surplus Personal Property. The **motion was seconded** by Commissioner Donnelly and was unanimously passed by roll call vote (8-0).

Proposed Resolution 2018-2137; Authorizing the Execution of a Cash Farm Lease with Galusha Farm LLC. for 96 acres.

Authorizes the execution of a one (1) year Cash Farm Lease for 96 acres at \$175 per acre, \$16,800 annual rent. Subject to two (2) one (1) year extensions at the sole discretion of the Authority.

Executive Director Bird read into the record Proposed Resolution 2018-2137 and advised this was considered by the Capital Development Committee and unanimously recommended for Board approval. There was no further discussion.

A **MOTION** was made by Commissioner Sharp to approve Proposed Resolution 2018-2137; Authorizing the Execution of a Cash Farm Lease with Galusha Farm LLC. for 96 Acres. The **motion was seconded** by Commissioner Posch and was passed by roll call vote (8-0).

Proposed Resolution 2018-2138; Authorizing the Execution of Task Order No. 10 with CH2M for Professional Consulting Services Associated with Preliminary Bridging Documents for the Federal Inspection Services Facility at the DuPage Flight Center.

Authorizes the execution of Task Order 10 with CH2M for preliminary bridging document preparation for a new U.S. Customs Federal Inspection Services (FIS) Facility incorporated into the existing Flight Center facilities. Total fees not-to-exceed \$37,375.

Executive Director Bird read into the record Proposed Resolution 2018-2138 and advised this was considered by the Capital Development Committee and unanimously recommended for Board approval. There was no further discussion.

A **MOTION** was made by Commissioner Wagner to approve Proposed Resolution 2018-2138; Authorizing the Execution of Task Order No. 10 with CH2M for Professional Consulting Services Associated with Preliminary Bridging Documents for the Federal Inspection Services Facility at the DuPage Flight Center. The **motion was seconded** by Commissioner Ledonne and was passed unanimously by roll call vote (8-0).

Prior to recessing to Executive Session, Mark Doles introduced Chad Chahbazi, Principle for Cenergy. Mr. Chahbazi needed to leave the meeting and would not be present after the Executive Session. Mr. Chahbazi was available to review the proposal being made by Cenergy for a lease option to locate a solar farm on Airport Authority property. The Board agreed to hear his presentation. Mr. Chahbazi reviewed the experience of the company and outlined the locations for solar farms across the country, many located on various airports in the United States. Mark Doles reviewed how the site on Airport Authority Property, was chosen; the "Old Borrow Pit" located at Kress Road. This area has limited use from an Airport standpoint; it is not usable for future development as it has no infrastructure; it is not usable for farming; and the Airport Authority must continuously maintain this area. Further discussion will continue in the Executive Session to follow. Mr. Chahbazi left the meeting prior to the Executive Session.

RECESS TO EXECUTIVE SESSION

A **MOTION** was made by Commissioner LaMantia to recess to Executive Session for the discussion of pending, probable or imminent litigation; employee matters; the purchase or lease of real property for the use of the DuPage Airport Authority; the setting of a price for sale or lease of property owned by the DuPage Airport Authority; and discussion of destruction of certain verbatim recordings of closed sessions.

The **motion was seconded** by Commissioner Sharp and was passed unanimously by roll call vote (8-0). The Regular Meeting was recessed to Executive Session at 4:35 p. m. and was reconvened at 5:05 p.m. Upon roll call, a quorum was present for the remainder of the Regular Board Meeting. Commissioners Donnelly and Wagner departed the meeting during the Executive Session.

OTHER BUSINESS

Proposed Resolution 2018-2139; Authorizing the Execution of a Vacant Land Purchase Agreement with Discovery Drive Investors, LLC.

Authorizes the execution of a Vacant Land Purchase Agreement with Discovery Drive Investors, LLC. for the sale of approximately 38.93 acres in the DuPage Business Center at a price of \$4,917,793.32, along with an option to purchase an additional 46.1 acres.

Executive Director Bird read into the record Proposed Resolution 2018-2139. There was no further discussion.

A **MOTION** was made by Commissioner Ledonne to approve Proposed Resolution 2018-2139; Authorizing the Execution of a Vacant Land Purchase Agreement with Discovery Drive Investors, LLC. The **motion was seconded** by Commissioner Sharp and was passed unanimously by roll call vote (6-0). Commissioner Donnelly and Commissioner Wagner were not present for the vote.

Proposed Resolution 2018-2140; Authorizing the Execution of an Option Agreement with DMCS LLC.

Authorizes the execution of an Option Agreement with DMCS LLC for the option to lease approximately 9.98 acres of property for 21 years, plus an additional option to lease for another 5 years. Said option must be exercised within 270 days.

Executive Director Bird read into the record Proposed Resolution 2018-2140. There was no further discussion.

A **MOTION** was made by Commissioner Sharp to approve Proposed Resolution 2018-2140; Authorizing the Execution of an Option Agreement with DMCS LLC. The **motion was seconded** by Commissioner Ledonne and was passed unanimously by roll call vote (6-0). Commissioner Donnelly and Commissioner Wagner were not present for the vote.

Proposed Resolution 2018-2141; Authorizing the Execution of a Letter of Intent with GSI Family Offices, LLC.

Authorizes the execution of a Letter of Intent with GSI Family Offices LLC for the sale of approximately 40 acres in the DuPage Business Center at an approximate price of \$5,662,800.

Executive Director Bird read into the record Proposed Resolution 2018-2141. There was no further discussion.

A **MOTION** was made by Commissioner Ledonne to approve Proposed Resolution 2018-2141; Authorizing the Execution of a Letter of Intent with GSI Family Offices, LLC. The **motion was seconded** by Commissioner Sharp and was passed unanimously by roll call vote (6-0). Commissioner Donnelly and Commissioner Wagner were not present for the vote.

Proposed Resolution 2018-2142; Authorizing the Destruction of Certain Verbatim Recordings of Closed Sessions.

Executive Director Bird read into the record Proposed Resolution 2018-2142. There was no further discussion.

A **MOTION** was made by Commissioner Ledonne to approve Proposed Resolution 2018-2142; Authorizing the Destruction of Certain Verbatim Recordings of Closed Sessions. The **motion was seconded** by Commissioner Posch and was passed unanimously by roll call vote (6-0). Commissioner Donnelly and Commissioner Wagner were not present for the vote.

A **MOTION** was made by Commissioner Sharp to adjourn the Regular Meeting of the DuPage Airport Authority Board of Commissioners. The **motion was seconded** by Commissioner Chavez and was passed unanimously by voice vote; the meeting was adjourned at 5:07 p.m.

Board Approved at the March 14, 2018 Meeting
Stephen L. Davis, Chairman