



MINUTES

**Birmingham Airport Authority
Board of Directors Meeting
August 18, 2020 (12:00 p.m.)
Birmingham-Shuttlesworth International Airport – Event Room**

Board Members Present	Via Zoom Teleconference	Board Members Absent
Chairman David Germany	Director Robert Kelly	None
Vice-Chairman Bobbie Knight		
Director Christopher Johnson		
Director Ashby Pate		
Director Bill Smith		
Director Darlene Wilson		

Others Present:

Attorney David Smith - Maynard Cooper & Gale Law Firm
Attorney Kenneth Perry - Ken Perry Law Firm, LLC.

I. Welcome Chairman David Germany

Chairman Germany called the meeting to order, welcomed all attendees, acknowledged guests, and provided comments regarding the status of the airline industry due to the COVID-19 pandemic.

Chairman Germany informed the Board that Director Edgar Marx Jr.’s term recently ended on the Board. Chairman Germany expressed his gratitude for Director Marx’s dedication and service during his tenure.

Chairman Germany informed the Board that Director Robert Kelly had been reappointed to the Board for an additional six (6) year term, and introduced newly appointed Board member, Attorney Ashby Pate, whom also had been appointed for a six (6) year term.



III. Approval of Minutes Chairman David Germany

Chairman Germany presented the minutes from the Board of Directors meeting held on June 23, 2020 for approval. A motion to approve the minutes was made by Director Wilson, seconded by Vice – Chairman Knight and approved by a unanimous vote.

IV. CFC Resolution Ingrid Hairston

The Board received a report from Ingrid Hairston, Vice President of Properties & Business Development, regarding approving an amended Customer Facility Charge Resolution to add a definition for the term “Consolidated Rental Car Facilities”. Ms. Hairston informed the Board that this action would close a gap in the initial Resolution and ensures that CFCs may be used to cover capital and operating expenses in all areas of the rental car operation.

The Board engaged in discussion regarding whether the date the resolution was amended should be stated within the document. Upon deliberation the Board decided to vote on the item, with the addendum that staff make the requested change.

Director Wilson made a motion to approve the amended resolution pending adding clarifying language stating the date the resolution was amended. The motion was seconded by Director Smith and approved by a unanimous vote.

V. Attendance & Work Schedule Policy Ronald F. Mathieu, President & CEO

Mr. Mathieu informed the Board that along with the Human Resources department the Authority was currently in the process of revising its current Employee Handbook. Consequently, Mr. Mathieu presented to the Board an updated Attendance and Work Schedule Policy.

Vice President Knight made a motion to approve the updated policy. The motion was seconded by Director Wilson and approved by a unanimous vote.

VI. Political Activity Policy Ronald F. Mathieu, President & CEO

Mr. Mathieu presented to the Board a Political Activity Policy, which he stated was necessary due to the current political climate.

Director Smith made a motion to approve the presented policy. The motion was seconded by Vice President Knight and approved by a unanimous vote.

VII. Engagement Agreement.....Ronald F. Mathieu, President & CEO

Mr. Mathieu presented to the Board an engagement agreement with Banks, Finley, White, & Co. regarding the 2020 Year Audit. Mr. Mathieu informed the Board that the engagement agreement had been previously approved during July’s Audit & Finance Committee Meeting.



Director Wilson made a motion to approve the engagement agreement. The motion was seconded by Director Johnson and approved by a unanimous vote.

VIII. Jones Group..... Ronald F. Mathieu, President & CEO

Mr. Mathieu presented to the Board for approval a one-year contract extension for the Jones Group, with a one-year optional extension regarding their governmental affairs retainer agreement. Mr. Mathieu informed the Board that the Jones Group agreed to a fee reduction due to the current pandemic.

Director Kelly made a motion to approve the contract extension. The motion was seconded by Director Wilson and approved by a unanimous vote.

IX. Dunn Construction.....Marcelo Lima

The Board received a presentation from Marcelo Lima, Vice President of Planning & Development, regarding approving a contract with Dunn Construction for the construction of the Runway 18/36 Rehabilitation Project. Mr. Lima informed the Board that due to continuous use; the runway has experienced pavement fatigue and is approaching the end of its useful life.

Director Smith made a motion to approve the contract. The motion was seconded by Director Kelly and approved by a unanimous vote.

X. Tortorigi Construction..... Marcelo Lima

The Board received a presentation from Mr. Lima pertaining to approving a contract with Tortorigi Construction Inc. for the construction of the Runway 24 Glide Slope Terrain Improvement Project. The project is due to the FAA informing the BAA of inconsistencies to the Runway 24 Glide Slope.

Director Kelly made a motion to approve the contract. The motion was seconded by Director Smith and approved by a unanimous vote.

XI. Landscaping Agreement..... Ronald F. Mathieu, President & CEO

Mr. Mathieu presented to the Board for approval a three (3) year contract with Quality Creative Landscaping for landscaping services for the airport terminal. Which would include providing services to maintain grass, trees, and shrubs and to seasonally plant flowers and landscaping along the entrance to the terminal.

Director Wilson made a motion to approve a contract with Quality Creative Landscaping. The motion was seconded by Director Smith and approved by a unanimous vote.

XII. CEO Report..... Ronald F. Mathieu, President & CEO

The Board of Directors received a report from Mr. Mathieu, regarding current issues pertaining to the Birmingham-Shuttlesworth International Airport. Mr. Mathieu reported on the following



items: Aircraft emergency landing, Grant update, Aviation Council of Alabama Board Appointment, Ongoing negotiations and expiration of agreements, Transportation Committee presentation, Out of the Office Vacation.

XII. Executive Session

During a public meeting of the Board, where a quorum was present, the Board Chair expressed the need for the Board to go into an attorney-client privileged Executive Session. Attorney Kenneth Perry, Ken Perry Law Firm, LLC., offered an oral declaration that the Executive Session exception to Alabama’s Open Meetings Act was applicable to the planned discussion. Following a motion and a second, a roll call vote proceeded as follows:

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| Chairman David Germany | Yes |
| Vice-Chairman Bobbie Knight | Yes |
| Director Christopher Johnson | Yes |
| Director Robert Kelly | Yes |
| Director Bill Smith | Yes |
| Director Darlene Wilson | Yes |
| Director Ashby Pate | Recused himself from the subject matter of the Executive Session. And will remain recused from the matter for its duration. |

By a majority consent of Board members present, an Executive Session was held.

The open meeting did not reconvene after Executive session ended.

Date/ Time Next Meeting

The next Board meeting will be held on September 29, 2020 at 12:00 pm.

Adjournment

With no further business, the meeting was adjourned.

Christopher Johnson, Secretary