

TITUSVILLE – COCOA AIRPORT AUTHORITY

A Special Meeting of the Titusville - Cocoa Airport Authority was held on March 5, 2021 at 8:30 a.m. at the Titusville - Cocoa Airport Authority Office at 355 Golden Knights Boulevard, Titusville, FL and Via Video Conference. The following members were present: Mr. Jerry Sansom, Chairman; Mr. Al Elebash, Secretary; Mr. Donn Mount, Treasurer; Mr. Al Voss; Mr. Roger Molitor; Mr. Mark Grainger; Mr. Michael D. Powell, C.M., ACE, CEO; Mr. Adam Bird, Attorney. Mr. John Craig, Vice Chairman, was in attendance via Video Conference.

Call to Order

Mr. Sansom called the meeting to order and determined that a quorum was present.

Approval of the Agenda

Mr. Sansom stated that he would like to add an item to the agenda, as a separate item before New Business. Mr. Sansom stated that he wanted to discuss a meeting he attending with the County Commissioners. Mr. Sansom asked if there were any other changes to the Agenda. Mr. Molitor stated that he had a list items he wanted to discuss. Mr. Sansom stated that the list would be added to the Agenda as Item B. Mr. Sansom called for a motion to approve the Agenda as amended. Mr. Molitor made the motion. Mr. Mount seconded. Mr. Sansom called the question. There were no objections. Motion passed.

New Business

Mr. Sansom stated that after the last Regular Board meeting he attended the County Commission meeting to inform the Commissioners of the direction that the Airport Authority was taking. Mr. Sansom stated that the Commissioners had considerable questions about Mr. Bird's report on the investigation, and that they felt that the Board hadn't done enough in regards to the employee that had been suspended previously. Mr. Sansom stated that Chair Rita Pritchett, who had been at the last Airport Authority meeting, stated that she didn't appreciate the treatment she and the other Airport Authority Board members had received by himself at the last meeting. Mr. Sansom stated that Chair Pritchett stated she had received several complaints to include people from the outside as well as some of the Airport Authority Board Members. Mr. Sansom stated that he was surprised that the Board members felt mistreated at the last meeting, but that Chair Pritchett had stated that she would like to see more changes than had already been proposed, so Mr. Sansom stated that as of that moment he was stepping down as the Chairman, and would serve out his term as a Board member. Discussion continued.

Mr. Molitor stated that he would like to nominate Mr. Craig to be Chairman. Mr. Bird stated that because Mr. Craig was in attendance via video conference, it would be best to wait until he was there in person, and nominate another Board member as acting Chair for the day. Mr. Molitor amended his motion to nominate Mr. Mount

as acting Chair for the day. Mr. Voss seconded. Mr. Sansom called the question. All voted aye. Motion passed. Mr. Mount took over as acting Chair.

Item A – Discussion of the Transition

Mr. Mount stated that since Mr. Craig was the committee chair for the transition, he would turn the floor over to him. Mr. Craig stated that hand-outs had been provided to the Board. Mr. Craig stated that he had put together a short report, and briefly went over the transition plan and timeline, pointing out that Mr. Powell's last day would be April 19, 2021. Mr. Craig stated that because of Sunshine Law, the transition would be a little lengthier due to the nature of the search for a new director. Discussion continued.

Mr. Craig stated that there would need to be a plan for continuity moving forward, and there were two different ways the Board could choose to go. Mr. Craig stated that the first way would be to hire someone internal as the Interim Director to handle the day to day, or the second way would be to hire from an outside agency. Mr. Craig stated that he believed Mr. Justin Hopman, currently the Manager of Operations and Facilities, had the capability of taking control of the Airport Authority, and that he had indicated his willingness to do so during the transition. Mr. Craig stated that Mr. Hopman's resume was included in the hand-outs. Mr. Craig stated that he had also included Ms. Kimberly Paschke's latest duties and responsibilities along with things that she did prior, so she had some capability of taking care of many of the day to day tasks going forward, along with help from the two consultants, Michael Baker and AVCON, for grant administration matters. Mr. Craig stated that the County Commissioners had offered utilization of County services to assist in financial matters, as well as assistance from Mr. Steve Borowski, who was the Manager at Grant-Valkaria Airport.

At 8:54 a.m. there was a technical issue and the meeting was recessed.

The meeting reconvened at 9:12 a.m.

Mr. Craig went over the search plan, stating that he had spoken with three separate hiring consultants and had received proposals from two. Mr. Craig stated that it may not be something the Board wanted to decide right now, but it was something to think about if the Airport Authority wanted to go with an outside group to assist in the search. Discussion continued.

Mr. Craig stated that if the Board chose to do the search internally, there were probably some community members in Brevard County that could assist the Airport Authority in processing applicants. Mr. Craig stated that this was a good opportunity for the Board to figure out what they were looking for in a director. Mr. Craig discussed a few more details of the recommended plan.

Mr. Craig stated that in order to keep the public and tenants in the loop, the Board would need to make sure they had a plan laid out so there was a trail to follow that people could understand, specifically in regards to the Sunshine Law.

Mr. Craig stated that Space Florida was still interested in continuing to look at Space Coast Regional Airport as a Spaceport and assisting with that, but they did have a timeline, which was around the middle of April. Mr. Craig stated that the Board needed to make sure that they kept their eye on all the things that were close to coming up for a vote.

Mr. Craig stated that Mr. Aaron McDaniel from Michael Baker International had put together a job description for the director, which was included in the hand-outs. Mr. Craig stated that he had discussed with several people in regards to the title, and there seemed to be a consensus that the title CEO was a little off-putting. Mr. Craig stated that there were suggestions that perhaps The Airport Authority could go back to using Executive Airport Director or something of that nature. Discussion continued amongst the Board.

Mr. Elebash asked if either of the proposed hiring consultants could assist with the job description and the salary range based on their knowledge. Mr. Craig stated that both firms were definitely capable of that. Discussion continued.

Mr. Craig stated that Mr. McDaniel had spoken with FDOT and FAA to see which grant reimbursables were still outstanding, and there was quite a bit of money that was still out there. Mr. Craig stated that many of them were closing out in the June 2021 timeframe. Mr. Craig turned the floor over to Mr. McDaniel. Mr. McDaniel stated that there had been a couple of requests made within the last two of weeks, but they had not been accepted yet. Mr. McDaniel stated that with FDOT there was \$713,000 that needed to be requested and \$150,000 from one FAA project and \$168,000 on the other FAA project that was the closed and was the one that the Airport Authority would not be able to get back.

Mr. Powell stated that the Airport Authority had just received a check for \$495,000 and that there was a long list of requirements that had to be put together for reimbursements. Mr. Powell stated that the last part of the process was for the Board to review the invoices for approval. Discussion continued.

Mr. McDaniel stated that it may be a good idea for the Board to not only see the invoices that were being paid, but also to see when the Airport Authority was getting those receivables back with some type of report. Mr. Mount stated that it would be a good idea if Mr. McDaniel had the ability to look at the Delphi system for FAA, since he already had access to the JACIP system for FDOT. Mr. McDaniel agreed that he could look at the reports only and report to the Board, but would not be able to draw any of the funds because it would be a conflict of interest. Discussion continued.

Mr. Mount stated that he felt the Airport Authority should give Mr. McDaniel access to FAA's Delphi System. Mr. Craig stated that he felt that the Board first needed to make a decision on how they were going to do the continuity of leadership. Mr. Craig stated that whoever the Board hired to be the director would

be the one responsible for hiring their employee for running the financial side of it. Discussion continued.

Mr. Molitor made a motion to appoint Mr. Hopman as the Interim Director. Mr. Voss seconded. Discussion continued.

Mr. Mount asked Mr. Hopman to speak to the Board. Mr. Hopman stated that he was willing to do whatever it took to provide continuity of leadership. Mr. Molitor discussed increasing Mr. Hopman's pay. Mr. Bird stated that there would be a question of whether or not they would have to re-classify Mr. Hopman to get him to the compensation range that matched what the Airport Authority thought it should be for the additional duties. Mr. Bird gave a brief explanation. Discussion continued amongst the Board.

Mr. Mount called the question. All voted aye. Motion passed unanimously.

Mr. Craig stated that the next step was to have the Board think about how the Airport Authority should proceed in searching for a director. Discussion continued.

Mr. Craig asked Mr. Powell about the Spaceport Business Plan that Space Florida was offering and needed business proposals by April 15th. Mr. Powell stated that Airport Authority Staff had already presented to Space Florida a Strategic Spaceport Business Plan, which was supposedly 100% funded. Mr. Powell stated that right at the point they were going to approve that, Space Florida made a determination that they couldn't support or fund a business plan, but they could fund a full-blown master plan, so Staff needed to re-submit for the master plan at 100% funding and April 15th was the deadline. Mr. Powell stated that Michael Baker was working on that and would submit it to Space Florida. Mr. McDaniel stated that it would be finished before the 1st of April. Discussion continued.

Item B – Discussion of a List by Mr. Roger Molitor

Mr. Molitor discussed his list, which was handed out to the Board. Mr. Molitor stated that he was a bit uneasy about the length of time the employees were staying after their resignations had been accepted. Mr. Molitor asked where things stood with the audit. Mr. Powell stated that he believed the audit firm was going to either present in March or April.

Mr. Molitor stated that one of the things he had trouble with was the financial reports, and asked if the audit firm to help set up a financial system that was easier to understand. Mr. Bird stated that his guess was that it wasn't part of the contract and he believed that there might also be a conflict of interest. Discussion continued.

Mr. Molitor asked Mr. Craig if he would be in person at the next meeting. Mr. Craig stated that he would not. Mr. Craig stated he could attend via video conference. Mr. Mount stated that normally, it would be the line of succession, so the next officer in line after the Vice Chairman would be the Treasurer. Mr. Grainger stated that he would not be in attendance.

Mr. Molitor stated that he would like to see if Staff could get the agenda to the Board a little sooner than it has been. Discussion continued.

Mr. Mount suggested the possibility of holding meetings every two weeks during the transition period. Mr. Sansom stated that he would have to attend the meetings via video conference. Mr. Bird stated that they may want to schedule all of the meetings ahead of time.

Mr. Mount stated that he could help out with the financial aspect of the transition.

Adjournment

Mr. Mount adjourned the meeting at 10:52 a.m.

JOHN CRAIG, VICE CHAIRMAN

AL ELEBASH, SECRETARY