

**TITUSVILLE – COCOA AIRPORT AUTHORITY**

The Regular Meeting of the Titusville - Cocoa Airport Authority was held on December 21, 2006 at 8:30 a.m. at the Titusville - Cocoa Airport Authority Office at 355 Golden Knights Boulevard, Titusville, FL. The following members were present: Mr. Jerry Sansom, Vice Chairman; Ms. Patricia Patch, Secretary - Treasurer; Ms. Veronica Clifford; Mr. Ken Rivard; Mr. Ken Griffin; Dr. Wasim Niazi; Mr. Michael D. Powell, A.C.E., Interim Executive Director; Mr. Victor Watson, Esq., Airport Attorney. Mr. Jay Schenck was absent not present.

**Call to Order**

Mr. Jerry Sansom called the meeting to order. Mr. Sansom asked if there were any additions or revisions to the agenda. Finding none, Mr. Sansom asked for a motion to approve the agenda as presented. Ms. Veronica Clifford made a motion to approve. Mr. Griffin seconded. All voted aye. Motion passed.

**Approval of the Titusville – Cocoa Airport Authority Minutes**

Mr. Sansom called for approval of the minutes for the following meetings:

- a. November 3, 2006 – Budget Workshop
- b. November 14, 2006 – Special Meeting
- c. November 16, 2006 – Special Meeting
- d. November 16, 2006 – Regular Meeting

Mr. Griffin made a motion to approve the minutes as presented. Ms. Patch seconded. Mr. Sansom called the question. All voted aye. Motion passed.

**Consent Agenda****2007 Board Meeting Schedule**

Mr. Sansom asked the Board if anyone wanted to make changes to the proposed schedule. Ms. Patch made a motion to approve the schedule as presented. Mr. Griffin seconded the motion. Mr. Sansom called the question. All voted aye. Motion passed.

**Old Business****Item A – Discussion and Consideration of the Employment Agreement for the Position of Executive Director**

Mr. Sansom stated that each Board member had received a copy of the proposed employment agreement from Mr. Michael Powell for the position of Executive Director, which was based on the previous Director's agreement with certain items

deleted that were n'ot appropriate. Mr. Sansom briefly reviewed the highlights of the agreement, stating that it was proposed as a three year agreement with a six month severance package for termination without cause.

Ms. Patch made a motion to approve the agreement as stipulated. Mr. Griffin seconded the motion. Discussion ensued.

Mr. Griffin stated that there were several items he disagreed with and that he was opposed to doing "business as usual". Mr. Griffin stated that he was opposed to the three year contract and felt it should be changed to a one year contract. Mr. Griffin also stated that he felt the negotiation number should be changed from one-hundred & eighty days to ninety days. Mr. Griffin stated that in section Section 3 there should be nothing after the first period, which ended after "\$80,000 salary per year". Mr. Griffin also stated that he felt the section relating to performance evaluation should be changed from "the Chairman shall review and evaluate performance" to "the Authority shall review and evaluate performance". Discussion ensued amongst the Board in regards to the evaluation process.

Mr. Griffin made a motion to amend the contract as stated. Mr. Rivard seconded. Discussion ensued amongst the Board.

Mr. Sansom restated the motion. Mr. Sansom called the question. All voted aye. Motion passed.

Mr. Sansom opened the floor to the public. Mr. Bob Anderson, Mr. Thomas Newman and Ms. Annette Benson all affirmed their support for Mr. Powell and agreed that they felt a two year contract would be more appropriate. Discussion continued.

Dr. Niazi suggested that perhaps after the first year a two or three year contract could be negotiated based upon Mr. Powell's A.A.E. certification status. Discussion continued amongst the Board.

Mr. Ken Terry and Mr. Tony Yacono made positive comments in support of Mr. Powell.

Ms. Patch made a motion to amend the language of the term to include a one year contract with an offer to extend the contract upon favorable terms. The motion died for the lack of a second.

Ms. Clifford suggested that perhaps the Board could do an evaluation after Mr. Powell received his certification and then add another year to the contract at that time. Ms. Clifford made a motion to amend the language of the term to include a one year automatic renewal at the end of the initial term upon a favorable evaluation. Dr. Niazi seconded the motion. Mr. Sansom stated that he felt the amendment should include language which stated that upon favorable evaluation there would be a salary recommendation. Mr. Rivard suggested that the language

be added to Section Two2, Term A-1 that stated: "Upon favorable evaluation by the Board of a one year automatic renewal at December 22, 2007. Board will consider an increase in salary at that time". Discussion continued amongst the Board.

Mr. Sansom called the question. All voted aye except Mr. Griffin who voted nay. Motion passed.

Mr. Powell stated that he understood the Board's decision, and that he had every confidence that he would excel exceed everyone's expectations. Mr. Powell also stated that he appreciated everyone's support and that he was honored for the opportunity given to him.

The Board voted unanimously to approve the contract as amended.

### **New Business**

#### **Item A – Discussion and Appointment of a New Chairman for the Airport Authority Board of Directors**

Mr. Sansom explained that the former Chairman, Mr. Larry Runyon, had not been reappointed, which left the Authority without a Chairman. Mr. Sansom stated that conventionally the Vice Chairman assumed the position if the Chairman became incapacitated or unable to perform their functions, and if it was permanent, the Vice Chairman would assume the position until for the remainder of that term. Mr. Sansom stated that the Authority's Enabling Legislation did n't not provide any language regarding vacancies of officers and that it indicated officers could hold multiple positions other then than that the Chairman could n't not also be the Secretary. Mr. Sansom also stated that there was a provision that the officers served at the pleasure of the Authority, so if a majority of the Board wanted to do something with regards to positions, the Authority was there to do that. Mr. Sansom proposed that at the next meeting in which the full Board was there, they vote to fill the vacancy of Vice Chairman.

Mr. Griffin stated that he felt the Board should elect a new Chairman and made a motion to that effect. Dr. Niazi seconded. Discussion ensued amongst the Board.

Mr. Sansom called the question. Mr. Rivard, Ms. Clifford, Dr. Niazi and Mr. Griffin voted aye. Ms. Patch and Mr. Sansom voted nay. Motion passed.

Mr. Griffin nominated Mr. Rivard for Chairman, which was seconded by Dr. Niazi and Ms. Patch nominated Mr. Sansom, which was seconded by Ms. Clifford. Three Board members voted for and three against Mr. Rivard. Three Board members voted for and three against Mr. Sansom. The vote was tied.

Mr. Sansom stated that he thought the election would have to be deferred until a majority could be obtained. Mr. Watson stated that he did n't not see what else could be done.

Mr. Rivard made a motion to re-open nominations, which was seconded by Dr. Niazi. Three Board members voted aye and three voted nay. Motion failed.

Mr. Sansom stated his intent to put the election on the next agenda. Mr. Sansom called for a five minute break.

**Item B – Discussion and Consideration of Space Coast Jet Center’s Sub-Lease Agreement with Express One International at Space Coast Regional Airport**

Mr. Sansom called the meeting back to order.

Mr. Powell gave a background summary for Express One International (EOI) and explained that EOI would be temporarily located in the trailer, which housed Debenair Flight School until Building 27 could be refurbished. Mr. Powell requested that the Authority Board resolve to approve the sub-lease and authorize the Executive Director to execute the necessary documentation upon satisfactory review by legal counsel.

Mr. Griffin made a motion to approve. Ms. Patch seconded the motion. Discussion ensued.

Mr. Rivard suggested that the Authority consider discussing giving Space Coast Jet Center (SCJC) assistance to refurbish Building 27. Discussion ensued amongst the Board. Mr. Sansom stated that he felt the issue was beyond the scope of the motion and suggested moving on.

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

**Item C – Discussion and Consideration of the Sale of Singleton Golf and Practice Range to Mr. Joe Luthe and Mr. Frank Gries to be Operated as Airpark Golf Academy, LLC**

Mr. Powell presented the item to the Board and gave a brief background. Mr. Powell stated that Staff had no objections, but it was recommended that Airpark Golf Academy (AGA) provide the Authority an additional deposit due to AGA's expedited move-in request. Mr. Powell requested that the Authority Board resolve to approve the sale and authorize the Executive Director to execute the necessary documentation upon satisfactory review by legal counsel.

Mr. Rivard made a motion to accept the sale. Mr. Griffin seconded. Discussion ensued amongst the Board.

Dr. Niazi asked what the amount of the additional deposit would be. Mr. Powell answered that it would be equal to one month's rent.

Ms. Clifford asked about the appraisals. Mr. Powell explained that they were scheduled to be done at all properties for insurance reasons. Discussion continued.

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

**Item D – Discussion and Consideration of Atlas Aviation's Sub-Lease Agreement with Comp Air at Merritt Island Airport**

Mr. Powell gave a brief description and background of the item.

Mr. Griffin made a motion to approve. Dr. Niazi seconded the motion. Mr. Sansom called the question. All voted aye. Motion passed unanimously.

**Executive Director Report – None**

**Attorney Report – None**

**Check Register & Budget to Actual**

Mr. Powell stated that there was nothing unusual to report.

**Administration & Project Reports**

Mr. Powell reported that the Lighting Project at Merritt Island Airport was waiting on a permit and would be finished as soon as that was obtained.

Ms. Clifford asked if there was any progress on the former church building at Arthur Dunn Airpark and the company that the Staff had been negotiating with for a possible lease. Mr. Powell stated that he hadn't heard from that company in a couple of months. Mr. Rivard suggested that the Board revisit that issue. Mr. Sansom gave Staff direction to put that item on a future agenda. Discussion continued amongst the Board.

Dr. Niazi discussed the now vacant former Mosquito Control building at Merritt Island Airport and whether or not it could generate revenue. Mr. Powell stated that he would look into it.

Mr. Griffin asked about the status obtaining funding for a proposed t-hangar project at Merritt Island Airport. Mr. Powell briefly explained that there were some avenues that he was researching and also explained some of the logistics behind the proposal. Discussion continued amongst the Board.

The Board discussed the possibility of the Authority partnering with the County to help subsidize projects while still maintaining independence. Mr. Griffin asked if that issue could be brought up at the February Regular Board meeting. Mr. Powell stated that he would comply.

Mr. Rivard stated that he would like Staff to provide information regarding some alternate plans and sites for t-hangars that he himself had proposed. Mr. Powell stated that he had been given direction to bring that information to the January Regular Board meeting. Discussion continued.

### **Authority Members Report – None**

### **Public & Tenants Report**

Mr. Tony Yacono stated that he had requested in writing that the BAA be included in the meeting agendas Agendas starting in 2007, so that they could discuss the needs and comments of the tenants. Mr. Yacono also asked when the Brevard County Sheriff's Department project at Merritt Island Airport would be through so that the taxiway could be utilized again. Mr. Sansom, referring to Mr. Yacono's first request, stated that Mr. Yacono didn't have to wait until meetings to discuss any comments or concerns with Staff. Mr. Powell referred to Mr. Brian Pendleton, Airport Engineering, to explain Mr. Yacono's second question. Mr. Pendleton briefly explained and stated that he thought if all went well the taxiway could be open within a week. Mr. Sansom stated that the Board really should discuss whether any specific group should have a specific place on the agenda Agenda and be afforded any more privileges than anyone else in the public. Discussion continued.

Ms. Bobbie Lasher reported on Toys for Tots, stating that several Staff members attended and that the toys were distributed within Brevard County. Ms. Lasher also stated that three Authority Board members were in attendance.

### **Adjournment**

Mr. Sansom called for a motion to adjourn. Mr. Rivard made a motion to adjourn the meeting. Ms. Patch seconded the motion. Mr. Sansom called the question. All voted aye. Meeting was adjourned.

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JERRY SANSOM, VICE CHAIRMAN

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PATRICIA PATCH, SECRETARY/TREASURER