

## Minutes of the Regular Meeting of the Syracuse Regional Airport Authority

June 9, 2017

Pursuant to notice duly given and posted, the regular meeting of the Syracuse Regional Airport Authority was called to order on Friday, June 9, 2017 at 11:02 am in the Syracuse Regional Airport Authority Board Room located in the Syracuse Hancock International Airport by Chair, Mr. Patrick Mannion.

### Members Present:

Mr. Patrick Mannion-Chair  
Dr. Shiu-Kai Chin  
Dr. Donna DeSiato (arrived at 11:08)  
Mr. John B. Johnson Jr.  
Mr. Michael Lazar  
Ms. Beth Rougeux  
Mr. Bill Simmons (arrived at 11:20)

### Members Absent:

Mr. Khalid Bey  
Mr. Bill Fisher  
Mr. Michael Quill  
Mr. Mark Vanesky

### Also Present:

Ms. Christina Callahan  
Mr. Trent Amond  
Mr. Brian Dorman  
Ms. Cheryl Herzog  
Ms. Linda Ryan  
Mr. R. John Clark  
Mr. Tim Frateschi  
Hon. Morris Sorbello

### Roll Call

As noted, all Board members were present, except for Mr. Khalid Bey, Mr. Bill Fisher, Mr. Michael Quill and Mr. Mark Venesky

### Reading and Approval of the Minutes

A motion was made by Dr. Chin and seconded by Ms. Rougeux and was unanimously approved to accept the minutes from the May 12, 2017 meeting.

The motion was approved 5 ayes, 0 nays.

## **Presentation: Tony Basile, Director of Operations, NUAIR**

Mr. Tony Basile gave a presentation to the Board about NUAIR and their research and testing operation for Unmanned Aircraft.

## **Prior to New Business**

Ms. Callahan requested an opportunity to introduce a few individuals in the audience. Ms. Callahan spoke of creating a focus group of individuals from the business community to help us understand on how our airport is viewed, what the business community needs are, Air Service Development and the Terminal Improvements. Ms. Callahan informed the board that she reached out to CenterState and spoke with Mr. Rob Simpson to recommend someone from his organization. Ms. Callahan introduced Ms. Valerie Finarty, VP of Operations at Hill-Rom and Richard Marritt, Chief Marketing Officer. Ms. Valerie Finarty and Mr. Richard Marritt stated they are very interested in leading this focus group and helping the Airport.

## **New Business**

- **Resolution Adopting the 2017-2018 Syracuse Regional Airport Authority Operating Budget** was moved by Mr. Johnson and seconded by Dr. Chin and Mr. Lazar and was unanimously approved.  
The resolution was presented by Mr. Amond. Mr. Amond indicated this is the first year of the new Airline Use Agreement, the first time we are using the rates and charges methodology, which was used to prepare the budget presented today. Mr. Amond reviewed the budget with the Board.  
There was no further discussion regarding the resolution  
The resolution was adopted: 7 ayes, 0 nays
- **Resolution Adopting the 2017-2018 Syracuse Regional Airport Authority Capital Budget (2) Authorizing Executive Director to Apply for and Accept Grant Offers and Enter into Grant Agreements with the Federal Aviation Administration and New York State Department of Transportation for such Projects; (3) Enter into Contracts to Undertake and Complete Projects; (4) Authorizing Expenditure of Funds on Projects** was moved by Dr. Chin and seconded by Mr. Lazar and was unanimously approved.  
The resolution was presented by Mr. Amond.  
There was no further discussion regarding the resolution.  
The resolution was adopted: 7 ayes, 0 nays
- **Resolution Authorizing a Leasehold Mortgage for MGL Airport Realty, LLC** as amended was moved by Ms. Rougeux and seconded by Mr. Simmons and was unanimously approved.

The resolution was presented by Mr. Tim Frateschi, Attorney, representing the Authority on this matter. Mr. Frateschi explained that Mohawk Global Logistics has a leasehold on the building. The leasehold was entered with the City of Syracuse in 2010. Mohawk Global Logistics is looking to take out a \$1 million dollar loan, the loan will allow them to improve their facility. M&T Bank is asking the Authority as well as the City of Syracuse to allow them to put a leasehold mortgage on the leasehold. Mr. Frateschi explained the resolution to the Board.

Mr. Frateschi indicated he had two changes that needed to be made in the resolution; (1) on page one last paragraph the date of November 25, 2013 needs to read November 15, 2010. (2) Mr. Frateschi indicated that since the Board is not meeting again until September, he would like to give Ms. Callahan the authority to sign whatever documents are required to enter into this transaction. On the second page of the resolution paragraph 5 will be changed to read;

**WHEREAS**, Tenant is seeking financing for leasehold improvements as set forth in the Lease Agreement and, through M&T BANK, is requesting the Authority and the City of Syracuse to execute a Non-Disturbance and Attornment agreement, substantially in the form set forth on Exhibit A *and any other documents legal counsel deems necessary to close the transaction contemplated therein;*

Mr. Frateschi would like to amend the resolution with the new language to allow this change. Mr. Frateschi stated he is working with the City of Syracuse on this and if the City of Syracuse has any objections they would let it be known to M&T Bank.

Chair Mannion asked about the last paragraph of the resolution “The Authority waives any conflict the Authority’s Counsel has by representing M&T Bank in this matter.” Mr. Frateschi explained this was included since the Authority’s Attorney has a conflict to represent one of the parties. Mr. John Clark clarified that his firm has a conflict. It was requested by the Board that the language be changed from the word “waives” to the word “acknowledges”. All Board members were in agreement.

## **Management Report**

### **Terminal Project Update**

Ms. Callahan informed the Board that she wanted to provide an update on the Terminal Improvement Project because of the compressed timeframe. Ms. Callahan explained there has been a couple of meetings since the Board last met. Mr. Lazar has been representing the Ad Hoc Committee. C&S Engineers and Gensler presented the update to the Board.

## **Committee Reports**

- HR Committee – The HR Committee Report was given by Ms. Beth Rougeux. (Minutes included in packet) Ms. Callahan updated the Board of two Town Hall Meetings scheduled for next Wednesday, June 14<sup>th</sup> at 7:00 and 3:00, the notice has been sent out.

## Old Business

- **Executive Session**

Chair Mannion made a motion to go into executive session to discuss a variety of matters pertaining to: (1) proposed, pending or current litigation; (2) the financial, credit and employment history of particular persons or corporations; and (3) a proposed lease of real property by the Authority. The motion was approved by Dr. DeSiato and seconded by Mr. Simmons. Board members, Ms. Callahan, Mr. Amond and Mr. R. John Clark went into executive session at 12:29 a.m.

Executive session ended at 1:20 p.m.

Mr. Simmons left the meeting.

The Board adjourned from Executive Session with a **Resolution to Authorize the Executive Director to Complete the Modifications to the Syracuse Jet Management, LLC and Freeman Holdings Group, LLC on their Mortgage Leasehold Arrangement, in Accordance with what the Board had reviewed in Executive Session and to Authorize the Executive Director to approve it.** Mr. Mannion did request that Mr. Fisher and Mr. Mannion have an opportunity to review the document before it is signed, and if there is something that is substantially different it will be brought back to the Board in September.

- The Resolution was moved by Dr. DeSiato and seconded by Mr. Johnson and was unanimously approved

The motion was approved: 6 ayes, 0 nays

Mr. John Clark stated once the Resolution is prepared, Ms. Callahan can distribute to the Board. Chair Mannion clarified that the Board cannot vote electronically, so that is why it is being authorized in advance.

## Adjournment

A motion was made by Chair Mannion and seconded by Dr. Chin to adjourn the meeting.

The motion was approved: 6 ayes, 0 nays

The meeting was adjourned at 1:29 p.m.