

**EASTERN WV REGIONAL AIRPORT AUTHORITY MEETING MINUTES  
FOR MONDAY– May 14th, 2018**

**Members Present:** Jim Klein, Maria Lorensen, P.J. Orsini, Larry Dunn, Tana Burkhart, Daryl Bryarly, Jason Barrett, Brad Close, and Dan Dulyea

**Member Absent:** Dennis Barron, Ken Collinson, Betty Gunnoe, and Greg Janes

**Also Present:** Jim Marshall from Bailey & Wyant, EWVRAA employees-Neil Doran, Tom McKenzie, and Deana Bittorie

*Everyone stood for the Pledge of Allegiance*

*Daryl asked the Authority Members to honor a moment of silence for George Smith.*

**Petitions from Citizens** – None at this time

***Executive Director’s Report***

Neil Doran highlighted items on the Executive Director’s Report for the Authority members that was included in their packets and sent out via email for review prior to the meeting.

**1<sup>st</sup> Item on the Agenda: Approval of April 9th Meeting Minutes**

The members were sent the April 9th, 2018, EWVRAA Meeting Minutes prior to this meeting, via email, for their review.

*Daryl Bryarly moved to accept the minutes as presented; Tana Burkhart seconded the motion. All were in favor. The motion was carried.*

**2<sup>nd</sup> Item on the Agenda: Approval of April 2018 Budget Report – discussion and action as needed**

The members were sent the April 2018 Budget Report prior to this meeting, via email, for their review.

Brad Close asked the status of the FY16 and FY17 Audits. Deana Bittorie told the members that the FY16 Audit had been concluded and report received, and that previous to the meeting, the FY17 Draft Audit Report had been received for review. Brad asked Deana to send those Audit copies to him for his review. Jim Klein asked Brad Close if using a draft audit report for preliminary discussions or real estate transactions was common. Brad stated it certainly was. Dan Dulyea asked how the hangar lease billing was being processed. He expressed his concern that he had not gotten an invoice for 3 months, but suddenly received invoices with a statement included for 4 months due. Deana Bittorie explained the billing process was monthly and she had set up for statements to be sent out every 90 days, however in her error, there were two clients that had been missed for 2 months of billing, therefore she processed a statement as well as copies of each invoice that needed payment. She assured Dan that his monthly invoice had been set up to be sent via email in the future.

*Dan Dulyea moved to accept the budget as presented and reviewed; Larry Dunn seconded the motion. All were in favor. The motion was carried.*

**3<sup>rd</sup> Item on the Agenda: Billing/Lease questions with Aero-Smith – discussion and action as needed**

Jim Klein updated the authority members with the status and history of this issue and discussion, and how it was not determined by the date the tenant committed to, nor previous to the death of George Smith.

*\*Brad Close motioned to go into Executive Session to discuss this agenda item; P.J. Orsini seconded the motion. All were in favor. The motion was carried.*

*P.J. Orsini motioned to come out of Executive Session; Larry Dunn seconded the motion. All were in favor. The motion was carried.*

*Brad Close motioned to pursue legal action to resolve the lease dispute and outstanding issues with AeroSmith; Daryl Bryarly seconded the motion. All were in favor. The motion was carried.*

**4<sup>th</sup> Item on the Agenda: SASO Application – discussion and action as needed**

Jim Klein explained to the members concerning the documentation received from IMH regarding a MOU sponsor letter/ground lease that was presented and included in their packets. Jim turned the floor over to Neil Doran. Neil gave the updates of the communication with IMH and its relation/link to the 5<sup>th</sup> Agenda Item. Discussion

continued concerning the recommendation of the committee and of legal counsel that the proposal be rejected due to not receiving the documentation to back up the statements in the MOU. After discussion, the members decided there would be no action for the actual MOU at this time. They agreed the committee needed to create a list of requirements/needs and discuss at a later time.

**5<sup>th</sup> Item on the Agenda: RFP 2018-001 (Air Cargo) – discussion and action as needed**

Jim Klein explained that the recommendation of the committee was to reject the RFP from Pegasus. *Dan Dulyea made a motion to reject the proposal; Daryl Bryarly seconded the motion. All were in favor. The motion was carried.*

**6<sup>th</sup> Item on the Agenda: Ratification of Residential Property Purchase Agreement – 79 Prayer Lane**

Jim Klein turned the floor over to Neil Doran concerning the ratification of the residential property on 79 Prayer Lane. Neil explained a letter, included in their packets, of a few small items requested by the sellers to take with them from the property at the purchase price offer of \$240,000. Neil also explained the status/discussion of the loan application with First United Bank and the possibility of a 6 month bridge loan to cover us until we can drawdown from FAA grant funds. He added that the grant drawdown amount would be \$275,000 which would allow us extra for disposal of the home, removal of trees, etc. Discussion continued concerning the possibilities of not receiving grant funds in 6 months, and whether or not it property could be rented without the items requested. *Tana Burkhart motioned to ratify the sales contract of 79 Prayer Lane for \$240,000, with the acceptance of the seller request to take the items listed per the letter received; Larry Dunn seconded the motion. All were in favor. The motion was carried.*

\*Chris Ross and Jim Klein agreed to meet at 2:30 the following day, May 15<sup>th</sup>, 2018 to sign/ratify the contract.

**7<sup>th</sup> Item on the Agenda: Ratification of Purchase and Sale Agreement, Corporate Hangar 254 A.B. Parks – discussion and action as needed**

Jim Klein explained that he was given the task of working with Rob Garrett, owner of corporate hangar, located at 254 A.B. Parks. He reminded the authority members that they granted him the approval to negotiate the terms and the terms had been negotiated and an agreement had been met. The purchase price agreed on was \$2.1million with 120 days of due diligence from ratification for the board to approve the finance options that would be recommended. Jim also stated that they agreed to share all documents within 5 days of execution of the agreement. If they cannot provide these documents within that 5 days, the Airport Authority has the right to terminate the agreement up to the 60 day mark. Jim Marshall reviewed the terms of the agreement as presented. Discussion continued about how the 120 days should be utilized and the cosmetic status of the property. P.J. Orsini motioned to ratify the contract for purchase of the corporate hangar located at 254 A.B. Parks as contract was presented; Dan Dulyea seconded the motion. All were in favor. The motion was carried.

**8<sup>th</sup> Item on the Agenda: Approval for Executive Director to spend up to \$5,000 from contract labor line for professional services associated with hangar purchase – discussion and action as needed**

Jim Klein asked the members for their permission to appropriate the flexibility of approval for Neil Doran to use the contract line of the budget, without a special meeting being held with the board, if immediate decisions need to be made for professional services during the 120 day period of due diligence, for the purchase of the corporate hangar.

*Daryl Bryarly motioned to approve for Neil Doran to have the leeway to make decisions/purchases up to \$5,000 from the Contract Labor line for any professional services motivated by the hangar purchase; Maria Lorensen seconded the motion. All were in favor. The motion was carried.*

**9<sup>th</sup> Item on the Agenda: Professional Services Agreement – Preparation of Independent Fee Estimate for FAA AIP Grant projects FY 2018-19 – discussion and action as needed**

Jim Klein asked Neil Doran to expand on the preparation of Independent fee estimate for FAA AIP Grant projects for FY18-19. Neil explained that the FAA projects were still in the works. Within the FAA projects, we get the cost that Michael Baker Consultants will supply to us. The FAA states we need a separate engineering firm, other than Michael Baker, to review the hours and the spreadsheet of the length of the project and have them give an

estimate of their cost. For \$2,130 Neil can purchase this Independent Fee Estimate as required by the FAA. This cost is of course over the spending limits Neil is currently approved to spend.

*Maria motioned to approve the purchase of the Independent Fee Estimate; Daryl Bryarly seconded the motion. All were in favor. The motion was carried.*

*Dan Dulyea motioned to go into Executive Session to discuss real estate matters/additional residential property purchase possibilities, with P.J. Orsini seconding the motion. All were in favor. The motion was carried.*

*Daryl Bryarly motioned to come out of Executive Session. Maria Lorensen seconded the motion. All were in favor. The motion was carried.*

*P.J. Orsini motioned to make a verbal offer of \$40,000, contingent on the appraisal on the Beitzel property near Pond Lane; Daryl Bryarly seconded the motion. All were in favor. The motion was carried.*

*Maria Lorensen motioned to adjourn the meeting, with Tana Burkhart seconding the motion. All were in favor. The motion was carried.*

***The meeting was adjourned at 8:07pm***