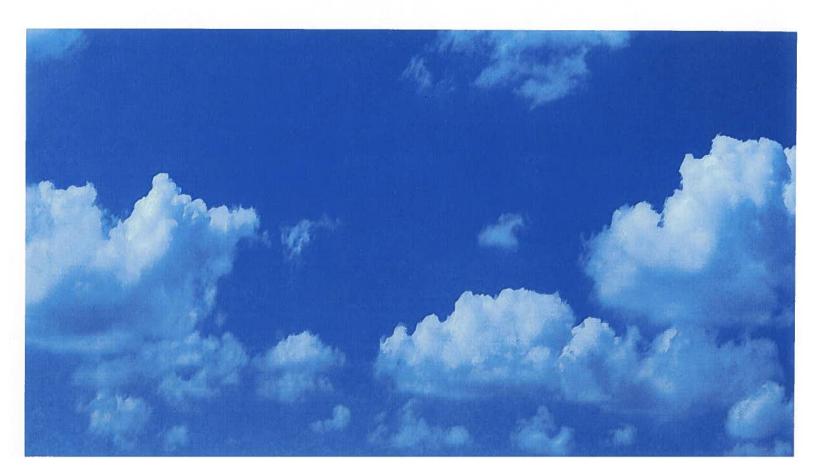


Grand Junction Regional Airport Authority Board Meeting November 19, 2013



GRAND JUNCTION REGIONAL AIRPORT AUTHORITY REGULAR BOARD MEETING AGENDA



DATE:

NOVEMBER 19, 2013 AT 5:15PM

LOCATION:

CITY OF GRAND JUNCTION, CITY HALL

250 NORTH 5TH STREET, GRAND JUNCTION, CO 81501

HEARING ROOM

BOARD MEETING AGENDA

- I. Call to Order
- II. Approval of Agenda
- III. Conflict Disclosures
- **IV. Commissioner Comments**

V. Citizens Comments

The Grand Junction Regional Airport Authority welcomes respectful public comments at its meetings. The Citizens Comment section is open to all individuals that would like to comment. If you wish to speak under the Citizens Comment portion of the agenda, please fill out a comment card prior to the meeting. If you have a written statement for the Board, please have 10 copies available and give them to the Director of Aviation who will distribute them to the Board. The Board Chairman will indicate when you may come forward and comment. Please state your name for the record. Presentations are limited to three minutes and yielding time to others is not permitted.

VI. Consent Agenda

The Consent Agenda is intended to allow the Board to spend its time on the more complex items on the agenda. These items are perceived as non-controversial and can be approved by a single motion. The public or Board Members may ask that an item be removed from the Consent Agenda and be considered individually.

- A. Minutes: October 8, 2013 Regular Board Meeting 1
 B. Minutes: October 29, 2013 Special Board Meeting 2
 C. Financials: September 2013 3
- VII. Action Items
 - A. 2014 Board Calendar____

VIII. Discussion Items

- A. Managers Update Director of Aviation: Rex Tippetts
- B. Security Solutions Update

IX. Adjourn into Executive Session

- A. To confer with the Authority's legal counsel for the purpose of receiving legal advice relating to a pending investigation, as authorized by CRS§ 24-6-402(4) (b).
- X. Any other business which may come before the Board
- XI. Adjournment



Grand Junction Regional Airport Authority Board Regular Board Meeting

Meeting Minutes October 8, 2013

I. Call to Order

Mr. Denny Granum, Board Chairman, called the special meeting of the Grand Junction Regional Airport Authority Board to order at 5:15 PM on October 8, 2013 in Grand Junction, Colorado and in the County of Mesa.

Present:

Commissioners Present:
Denny Granum, Chairman
David Hibberd, Vice Chairman
Sam Susuras

Rick Wagner Steve Wood Paul Nelson

Airport Staff:
Rex Tippetts, Director of Aviation
Amy Jordan, Clerk
Gary Schroen
Kathie Lucas

Other:

Not Available

II. Approval of Agenda

Commissioner Hibberd moved to approve the agenda. Commissioner Nelson seconded. Voice vote: All Aye. The agenda was approved as distributed.

III. Conflict Disclosures

Chairman Granum - Hangar Owner

Vice Chairman Hibberd - Hangar Owner

Commissioner Wood - Hangar Owner

Commissioner Susuras - None

Commissioner Wagner - None

Commissioner Nelson - None

IV. Commissioner Comments

Commissioner Wagner noted that the meeting conducted recently with the Airport Authority Board and the Tenants was productive.

V. Citizens Comments

None.

VI. Consent Agenda

A. Minutes September 17, 2013 Regular Board Meeting

Discussion: NONE.

Commissioner Susuras moved to approve the consent agenda. Commissioner Nelson seconded. Voice vote: All Ayes. The consent agenda was approved as distributed.

VII. Action Items

A. Terminal Phase 1: Proposed Change Order #2

Director of Aviation, Rex Tippetts briefed the Board on change order 32 for the terminal phase I project. Tippetts explained that the majority of the change order is to account for winter conditions and is over \$97,000 of the total change order.

Tippetts explained that the Board has two options with payment, regarding this change order. If approved, the change order could be paid by time and material, or by lump sum. Tippetts noted that the option for lump sum moves the risk to Shaw Construction.

Tippetts explained that the remaining costs in the change order is due to a subcontractor that was lost, due to the delay and escalated cost of material.

Tippetts also noted that Shaw gave back \$10,000 in their fee's, bringing the change order in at \$170,664.

Discussion:

Chairman Granum said that he appreciated the explanation provided by Aviation, as it answered the majority of questions he had.

Commissioner Wagner said that he appreciated the explanation as well. Wagner questioned the fees waived by Shaw construction and asked for additional clarification.

Mike Quinn, with Aviation explained that after talking to Shaw construction, it was their show of good faith that they are ready to go and they want to do this project and have a vested interest.

Commissioner Susuras noted that this was not an unusually gesture by Shaw construction. Susuras said that he has seen similar gestures on other projects, and very much so appreciates the gesture.

Commissioner Susuras moved to accept Change Order #2 for the Terminal Phase I with Shaw Construction. Commissioner Hibberd seconded. Voice vote: All Aye. Motion passes.

B. Building Lease (Air Traffic Control Tower)

Director of Aviation, Rex Tippetts briefed the Board on the air traffic Control Tower (atct0 building Lease. Tippetts noted that this was the previously approved 2810 Building lease, with modifications for the ATCT space. Tippetts explained that West Star Aviation, Inc. needs to relocate fueling and line operations support functions.

Tippetts also noted that this building lease is for approximately 5,135 square feet of office space and garage space in the control tower and the proposed lease rate is \$14.00 per square foot.

Discussion:

Commissioner Wood asked if there would be any issues with relocating the fueling vehicles to that area of the Airport.

Director Tippetts answered that there is no seen issue. Tippetts noted that the ingress and egress of the Airport's emergency response vehicles is the primary concern, but it does not appear that will be affected.

Commissioner Nelson moved to approve the Building Lease for the Air Traffic Control Tower. Commissioner Susuras seconded. Voice vote: All Aye. Motion passes.

C. Purchase & Sale Agreement

Director of Aviation, Rex Tippetts told the Board that this document is something that him and attorney, Mike Morgan have drafted collectively. Tippetts noted that this is a draft of the document that contains all the necessary steps that need to take place to make this project happen. Tippetts also noted that this is not necessarily the document to make the steps happen, but the commitment between West Star and the Airport to move forward.

Tippetts said that modifications are expected and that this document is intended to get the discussion going amongst the Board.

Discussion:

Chairman Granum said that he understands this as an agreement in good faith between the Authority Board and West Star Aviation.

Commissioner Wagner said that he appreciates the recitation of the rights and responsibilities of West Star, including the representation of resiliency and lack of litigation. Commissioner Wagner also said that he appreciates West Star's fiscal ability to follow through on this project. Commissioner Wagner said that there are a lot of blanks that still need to be filled in and would like to see those blanks completed before final Board approval. Commissioner Wagner asked Tippetts about the anticipated timeframe.

Director Tippetts said that time is of the essence, with winter operations approaching. Tippetts noted that getting bond counsel blessing is important, but it is difficult to get that without a written agreement between the parties. Tippetts also said that the tax-exempt status is imperative to this project and the financing.

Director Tippetts said that he would like to get all the comments before the purposed October 29, 2013 workshop, so that a more complete document could be put together for review. Additionally, Tippetts said that he would like to get feedback from the Board, in that is this the path that the board would like to proceed.

Commissioner Wagner said that on some of the items listed in the document are difficult to estimate until we are a bit further down the road, in particular those days allotted to construction.

Chairman Granum asked West Star Aviation's, Bob Raspberry for input.

Mr. Raspberry said that West Star's attorneys are reviewing the document. Mr. Raspberry noted that he is very project oriented and is ready to get this project underway, and needs direction from the Board in how to move forward. Mr. Raspberry noted that the Air Traffic Control tower lease is imperative to get the functions moved, so that the construction on the facility can begin.

Mr. Raspberry said that West Star has already lost a lot of business due to the delay in construction, nearly \$5-10 million in sales. Mr. Raspberry said that he is 100% focused on getting this completed.

Chairman Granum said that the Board just approved the tower lease, so that step is complete. Granum said that the next outstanding item is the approval of the PSA, which is difficult to give final approval on at this time, due to the unknowns.

Chairman Granum said that he wanted to assure Mr. Raspberry that the Board would like to move forward with this project, but final approval of the PSA is difficult at this time.

Commissioner Nelson asked if there was anything the Board Commissioners could do to help drive bond counsel. Mr. Tippetts said that he could take care of

that issue, and that one of the problems is the interest rate, which he is watching regularly.

Commissioner Wood said that he has to consider the "what if's." Commissioner Wood asked if there was any contemplation, if that between now and when the construction is complete of the facility, if alternative funding becomes available, would the parties be willing to consider that funding.

Mr. Raspberry said that he would hope that the Airport Authority would allow West Star to consider alternative financing, if it presents. The Board concurred that if West Star found a better offer on financing, they would like them to be able to consider the financing.

Commissioner Wood noted that the way the PSA is currently drafted, it anticipates one outcome, being that West Star builds the facility, the Airport Authority then purchases that facility for a determined amount. Commissioner Wood said that if the Board and West Star would like both parties to be allowed to look at alternatives, which should be included in the agreement.

Commissioner Wood wanted to know if the facility ends up costing anything over \$8 million dollars, who would be responsible for the overage. Mr. Raspberry said that West Star would be responsible for the overage, and would not receive any equity in the facility.

Commissioner Susuras said that he could care less about how the financing occurs, and the economic impacts and job creations for the Western Slope are what are essential. Commissioner Susuras said that the project needs to move forward.

Commissioner Wood said that, it is at this point that the Board becomes "pregnant." In that once the PSA is executed, both parties are locked.

Commissioner Wood said that he would like to discuss the amount of transient aircraft parking that will be lost through the construction of this facility.

West Star Aviation's, Dave Krogman, mentioned that West Star would be utilizing the space that remains more efficiently.

Chairman Granum asked if this would cause any issues with major diversions, when airports, such as Aspen or Eagle are closed and Grand Junction ends up with a lot of extra aircraft.

Director Tippetts said that it should not have much impact, because the diversion plan utilizes other ramp space, prior to pushing aircraft onto West Star's ramp.

Commissioner Wood asked about the conditions that are included in the PSA, in particular, if the Airport does not receive satisfactory financing, is the Airport is obligated to purchase the facility?

Director Tippetts acknowledged that there are some items that need to be addressed in the agreement, and that Commissioner Wood's comment was similar to one that West Star's attorney's had presented. Tippetts noted that to make this project work, the Airport must keep tax-exempt financing and stay below 4% interest rate.

Commissioner Wood asked what the status of the amendments of the ground leases.

Director Tippetts said that most of them are in progress. Tippetts noted that the amendments concern P&L Properties, West Star Aviation, and Aero GJT.

Commissioner Wood asked the Board if the Airport expects to make money on this deal.

Director Tippetts answered that the facility will not make the Airport money until the building is paid off. Tippetts noted that the Airport gains two additional leases, being the 2810 Hangar Lease and the Tower Lease.

Commissioner Wood asked about the lease for the new hangar facility and if that would be an attachment to the PSA.

Director Tippetts said that it would be included as an attachment.

Chairman Granum noted that the Board is not going into this to either make money or lose money. Chairman Granum noted that this would be a breakeven proposition.

Director Tippetts said that he would like comments so that a new draft could be completed within the next week to 10 days.

Commissioner Wagner said that he would like, at this point, to authorize Airport Counsel to review the attachments to the PSA for synchronicity and to have counsel contact West Star and their counsel to merge the agreement into whole. Additionally, Commissioner Wagner would like Airport staff to assist as necessary.

Commissioner Wood said that he would like to make a statement about the statements made in the newspaper, in particular one that was made about West Star paying \$100 million to 300 employees. Commissioner Wood felt that it makes projects like this lose credibility.

Chairman Granum wanted to make sure there was nothing else to say and that the direction is clear. Granum noted that counsels need to get involved, bond counsel needs to get involved, and a lot of the questions pertaining to the documentation, prior to the meeting on October 29th.

D. Extension for Request of New Standard Form Lease

Director of Aviation, Rex Tippetts explained to the board that in February 2013, the Board adopted Aeronautical Use Lease Guidelines. Tippetts noted that the Guidelines gave leaseholders 180-days to request a new standard form lease, and anticipated that the new standard aeronautical use ground lease form and associated lease rates would be completed and adopted within 30-days.

Tippetts said that the Authority took longer than expected to develop and approve the new standard form lease and lease rates and in June, the Board approved an extension of 150-days, which is expiring on November 18, 2013, to leaseholders to request a new lease.

Tippetts expressed that this time restraint may be too restrictive to allow leaseholders adequate time to evaluate and make a decision, being that the new lease rate was just approved in September. Tippetts suggested the Board approve an extension to December 31, 2013 for lessees to request a new standard form lease.

Discussion:

Commissioner Wood said that he felt that December 31, 2013 was too short of an extension. Commissioner Wood also said that he would recuse from voting, but not from commenting. Commissioner Wood said that this is a decision that needs to be evaluated carefully, for him personally, and that there should not be a rush. Commissioner Wood suggested the end of February or March would be more appropriate.

Chairman Granum said that he thought that was fine and that there was no rush.

Commissioner Hibberd moved to approve an extension to February 28, 2014, for requests for the new standard from lease. Commissioner Susuras seconded. Voice vote: All Aye. Commissioner Wood abstained from voting. Motion passes.

E. October 29, 2013 Budget Workshop

Chairman Granum said that the meeting on the 29th of October would be a special meeting.

Commissioner Wood asked if there would still be a workshop.

Chairman Granum said yes, it would be a special meeting, followed by the Budget Workshop.

Commissioner Hibberd made a motion to have a special meeting, followed by a workshop, on October 29, 2013. Commissioner Nelson seconded. Voice vote: All Aye. Motion passes.

VIII. Discussion Items

A. Submittal of the Proposed Grand Junction Regional Airport 2014 Budget

Director of Aviation, Rex Tippetts presented the 2014 proposed budget to the Board. Tippetts noted that he would walk through the budget in detail at the October 29th workshop, but would like to highlight a few items at this time.

First, on page 12, Tippetts said that he is requesting the additional of an Airport Specialist I position. Second, on page 16, Tippetts highlighted the pie charts indicating where revenues come from and where revenues go to. Third, on page 19, Tippetts said that he is requesting an increase in parking lot fees from \$8 per day to \$9 per day. Forth, on page 23, Tippetts noted there is a summary of the budget.

B. Manager's Update

Director of Aviation, Rex Tippetts acknowledged the passing of previous employee, Eddie Storer. Tippetts noted that Mr. Storer was the assistant director and construction manager at the airport for many years, and will be greatly missed.

C. West Star Facility Expansion Update

Chairman Granum said that this had been discussed previously in the meeting and that nothing more is needed to be discussed.

D. Security Solutions Update

Commissioner Steve Wood mentioned that the few words that the TSA has required be included in the amendment that both he and staff are not wild about, but are necessary, TSA has since softened their stance on. Wood noted that recently, himself, Rex Tippetts, Commissioner Hibberd, and Commissioner Frishe met with two local TSA officials and confirmed that they will approve plan A, with the softened words. Wood also indicated that they discussed plan B, which is a combination of technology and other means.

Chairman Granum asked about a timeframe.

Commissioner Wood said that the technology demonstration would take place sometime at the beginning of November and would like to invite the TSA local officials to come and observe.

IX. Adjournment into executive Session

Commissioner Hibberd moved to adjourn into executive session to discuss security sensitive information as authorized by Colorado Revised Statute §24-6-402(4) (C). Passenger Exit Lane. Commissioner Susuras seconded. Voice vote, All Aye.

The Board recessed into executive session at 6:30 PM.

X. Adjournment

Commissioner Nelson moved to adjourn the board meeting of October 8, 2013. Commissioner Susuras seconded. Voice vote, All Aye.

The Board adjourned the meeting at approximately 7:40 PM.

Denny Granum, Board Chairman			
ATTEST:			
Amy Jordan, Clerk to the Board	V166-00-00	w.=	-,



Grand Junction Regional Airport Authority Board Special Board Meeting

Meeting Minutes October 29, 2013

I. Call to Order

Mr. Denny Granum, Board Chairman, called the special meeting of the Grand Junction Regional Airport Authority Board to order at 5:15 PM on October 29, 2013 in Grand Junction, Colorado and in the County of Mesa.

Present:

Commissioners Present: Denny Granum, Chairman David Hibberd, Vice Chairman

Tom Frishe Rick Wagner Steve Wood Paul Nelson

Sam Susuras

Airport Staff:

Rex Tippetts, Director of Aviation

Amy Jordan, Clerk Gary Schroen Kathie Lucas Other:
Tom Bart

Joni Edwards
Gary Edwards

Patricia Sliter, Armstrong Consultants

Ken Rice, West Star Aviation

Ty Withee, Shaw Jason Virzi, Jviation Jim Trott, Jviation Michael Quinn, Jviation

Collin and Marisa Fay, Citizen

Bill Pitts, Citizen

Bob Raspberry, West Star Aviation

Shannon Kinslow, TOIL

Dave Krogman, West Star Aviation

Austin Fay, GJRA

Chance Ballegeer, GJRA Lyle Dechant, Mesa County

Bill Marvel, GJAUTA Wayne Clark, GJAUTA

II. Approval of Agenda

Commissioner Wood moved to approve the agenda. Commissioner Nelson seconded. Voice vote: All Aye. The agenda was approved as distributed.

III. Conflict Disclosures

Chairman Granum – Hangar Owner Vice Chairman Hibberd – Hangar Owner Commissioner Wood – Hangar Owner Commissioner Susuras – None Commissioner Frishe – None Commissioner Wagner – None Commissioner Nelson – None

IV. Commissioner Comments

None.

V. Citizens Comments

Bill Pitts, Citizen.

Mr. Pitts acknowledged Mr. Steve Wood and Dave Shepard, for an award they received recently from the Aircraft Owners and Pilots Association (AOPA). Mr. Pitts noted this was for the organization of the tenant association.

Additionally, Mr. Pitts mentioned an article in the newspaper recently that discussed the employment that would be generated by the West Star Aviation Facility Expansion, and noted that over the past 4 years, the Airport has lost over 150 jobs because of the mismanagement of the airport, due to the security gates and fences.

VI. Discussion Items

A. West Star Facility Expansion

Airport Attorney, Michael Morgan, briefed the Board on the West Star Aviation Facility Expansion project. Mr. Morgan gave a brief history of the project, stating that this project commenced with the need for West Star Aviation to build an aircraft paint hangar facility, and West Star's needs for assistance for tax-free bond financing, from the Airport Authority, to make the project work.

Mr. Morgan continued to discuss the economic impact and benefits of the project. Mr. Morgan noted that earlier in 2013, the Board had worked with the Division of Wildlife to amend their ground lease and make ground available for a right-of-transit, to allow this project to move forward.

Mr. Morgan also noted that at the Board's August 29th workshop, the idea emerged that this project would work best if West Star Aviation built the facility itself, being that the facility is complex and specialized, and the airport does not have expertise doing. Following, the Airport Authority would purchase the hangar and lease it back to West Star. Additionally, following that workshop, there were questions on the steps to move forward.

Mr. Morgan discussed the draft Purchase and Sales Agreement (PSA), which is the next major step in this project moving forward, including the three major contingencies the PSA encloses. Those steps include: 1) Five additional lease addendums or assignments. Mr. Morgan then walked through the additional land "cleaning-up" that needs to take place to free the ground space needed for the hangar.

Mr. Morgan discussed the various lessee holds that would need to be amended. The first is an access easement granted to GJT Storage. The second involves 35 feet being transferred from GJT Storage to West Star Aviation. The third involves

West Star amending the Area B Lease to incorporate the 35 feet. The fourth involved the assignment of the Area B Lease from West Star to P&L Properties. The fifth involve P&L Properties amending its leasehold area to remove the area necessary for the paint hangar facility. Mr. Morgan explained that this would "free-up" the land, so that the land is controlled only by the Airport Authority and not encumbered by a lease.

Mr. Morgan explained that the unencumbered area would then need to be leased to West Star through a ground lease, to allow for the construction of the paint hangar facility.

Mr. Morgan then explained the other two contingencies involved in the PSA. One contingency being West Star securing satisfactory financing for the construction of the hangar facility by December 1, 2013, and the final contingency of the PSA, is the Airport Authority securing satisfactory bond financing for the purchase of the hangar by December 15, 2013. Mr. Morgan noted that is the three contingencies just discussed occur, than the PSA becomes effective. Additionally, Mr. Morgan explained that once the PSA becomes effective, West Star would have a determined number of months to build the hangar. Additionally, if West Star builds the hangar within the determined allotted time, to the specifications, obtain a certificate of occupancy, along with additional agreements, then there is a closing of the PSA, and the Airport Authority would then purchase the hangar equal to the construction cost, but not to exceed \$8 million dollars.

Mr. Morgan noted that the time frames are draft, and that those would need to be discussed and decided on by the Board.

Mr. Morgan explained that once the Airport Authority purchased the hangar facility, a Hangar Lease would be put in place and the term would be one necessary to recoup all the costs associated. Mr. Morgan noted that the term is unknown at this point, but that the goal would be to keep West Star's monthly payments to no more than \$113,000.00.

Mr. Morgan said that West Star would be required, at closing, to produce a \$1.2 million dollar letter of credit to secure its payments.

Discussion:

Commissioner Wagner confirmed that the Airport Authority would be obligated to no more than \$8 million dollars. Therefore, if the project comes in over budget, West Star would be required to absorb those overruns. Wagner noted also that if West Star is able to see some savings and is to come in under budget (under \$8 million dollars), that they would then see those savings through either a lower monthly payment, or a decreased term.

Mr. Morgan explained to the Board that if the PSA is satisfactory, that the Board would need to take a variety of actions, listed out in the Action Items section of the agenda. Mr. Morgan also noted that due to the anonymities contained in the PSA, such as the dates and the financing details, the Board could approve the concept of the PSA and it would not be binding, until the anonymities are clarified and the Board proceeds with signature.

Chairman Granum said that if the Board approves the access agreement, and the various lease assignments, those items are of no regret. Therefore, whether this project move forward, or not, the steps necessary to free up the property for the hangar, could easily be taken care of tonight.

Commissioner Wagner noted that the access easement does not require Board signature, it just requires ratification, since it is already complete.

Commissioner Frishe asked Mr. Morgan if it would be possible to make this a comprehensive package and have a completed PSA before approval. Mr. Morgan explained that it would be difficult to make a comprehensive package deal, in that the Airport Authority does not have control over all parties involved, and that all parties should be tied-up prior to signing the PSA.

Commissioner Wagner expressed his understanding of the need to have all the parties committed and that the lender would require some sort of acknowledged responsibility from all involved.

Commissioner Wood questioned why all parties need to be aware of the financing details of each other. Commissioner Wood also asked if the potential lender had reviewed the PSA.

Mr. Morgan said that to his knowledge, the lender has not reviewed the PSA. Mr. Morgan also explained that although the document does not become effective until signed, the document does have items that require participation from the lenders and the lenders should be involved to some extent before the PSA be singed.

Mr. Morgan also noted that the Airport Authority's financing is important to be satisfactory to both parties, due to the payback term.

Mr. Morgan noted that the concept of the PSA should be approved, and not signed until all the contingencies are satisfied and the lender involved, preliminarily.

Commissioner Wagner questioned when bond counsel is involved. Mr. Morgan said that preliminary discussions with bond counsel have occurred, but little money has been spent, until this project is solidified.

Commissioner Susuras noted that action items A-E should precede the PSA, and those items should be acted on tonight.

Chairman Granum agreed, and asked that the Board move to the action items on the agenda.

VII. Action Items

A. Access Easement: GJT Storage

Chairman Granum said he would entertain a motion. There was no additional discussion.

Commissioner Susuras moved to ratify the access easement for GJT Storage. Commissioner Nelson seconded. Voice vote: All Aye. Motion passes.

B. Ground Lease Partial Assignment: GJT Storage

Chairman Granum said he would entertain a motion. There was no additional discussion.

Commissioner Wagner moved to approve the partial assignment of the GJT Storage ground lease to West Star Aviation and to authorize the Director of Aviation to execute all necessary documents. Commissioner Frishe seconded. Voice vote: All Aye. Motion passes.

C. Ground Lease Addenda: West Star Aviation

Chairman Granum said he would entertain a motion. There was no additional discussion.

Commissioner Susuras moved to approve the ground lease addenda for West Star Aviation, which amends the ground lease to assume the assignment from GJT Storage, and to authorize the Director of Aviation to execute all necessary documents. Commissioner Nelson seconded. Voice vote: All Aye. Motion passes.

D. Ground Lease Assignment: West Star Aviation

Chairman Granum said he would entertain a motion. There was no additional discussion.

Commissioner Susuras moved to approve the ground lease assignment from West Star Aviation to P&L Properties and to authorize the Director of Aviation to execute all necessary documents. Commissioner Nelson seconded. Voice vote: All Aye. Motion passes.

E. Ground Lease Addenda: P&L Properties

Chairman Granum said he would entertain a motion. Mr. Morgan recommended that this item be approved, but not delivered. There was no additional discussion.

Commissioner Susuras moved to approve but not deliver the ground lease addenda for P&L Properties, which amends the ground lease to assume the assignment from West

Star Aviation, and to authorize the Director of Aviation to execute all necessary documents. Commissioner Nelson seconded. Voice vote: All Aye. Motion passes.

F. Standard Form Ground Lease: West Star Aviation

Director of Aviation, Rex Tippetts explained that this is the draft of the ground lease that would eventually be assigned to West Star Aviation, for the construction period of the hangar project. Tippetts noted that this draft is a modified version of the already approved ground lease, with the changes in redlines.

Tippetts recommended that no action be taken on this item tonight, but requested that the Board review the document and give him comments as soon as possible.

G. Paint Hangar Lease: West Star Aviation

Director of Aviation, Rex Tippetts explained that this is the draft of the hangar lease that would eventually be assigned to West Star Aviation, once the hangar is built and the sale of the hangar to the Airport Authority is closed.

Tippetts recommended that no action be taken on this item tonight, but requested that the Board review the document and give him comments as soon as possible.

H. West Star Aviation: Purchase and Sales Agreement

Chairman Granum opened the floor for discussion to approve the concept of the PSA and allow staff to move forward tightening up the contingencies.

Discussion:

Commissioner Wagner said that he would like to make sure that everyone on the Board feels comfortable moving in that direction.

Commissioner Frishe expressed concern with receiving a new draft version of the PSA the evening before the meeting, and would like more time to review the document.

Commissioner Susuras said that he has no issues with staff and counsel moving forward with the PSA, in concept. Susuras noted that at this stage, all the items that will be acted on are essentially of no regret.

Commissioner Frishe endorsed staff and counsel to move forward, but noted that he was not ready to approve the PSA.

Chairman Granum said that all that needs to be done this evening is to approve the concept and that the actual PSA needs edits, but the contingencies within the PSA need to be moved forward on.

Commissioner Wagner stated that moving forward in concept was necessary, at this point. Wagner noted the past time and efforts that have occurred and said it is time to move forward. Wagner also noted that approving the PSA in concept, does not tie the Authority to anything, and if the specified contingencies are not met, the Authority can walk away.

Commissioner Susuras moved to approve staff and counsel to move forward with the West Star Aviation Purchase and Sales Agreement and requested that staff and counsel report back to the Board with draft documents for review by November 13, 2013. Commissioner Nelson seconded. Voice vote: All Aye. Motion passes.

Discussion:

Commissioner Wood asked is Mr. Morgan would please review the timeline.

Mr. Morgan discussed the three dates, outlined in the PSA:

- 1. November 20th Lease Assignments/Amendments to be complete.
- 2.December 1st West Star Aviation construction financing secure.
- 3.December 15th Airport Authority bond financing secure.

4

I. Resolution 2013-007: Donation of Surplus International Plow Truck

Director of Aviation, Rex Tippetts explained to the Board that the Grand Junction Regional Airports would like to donate International Paystar 5000 Plow Truck to the Alamosa Airport.

The reasons for donation are due to:

- Continued maintenance costs for this unit which is not a primary runway snow removal unit. Though this unit is not used its regular upkeep is still accruing PM maintenance costs, such as oil life and filter regular maintenance, electrical system upkeep, coolant system upkeep, and more.
- Storage space is at a premium at the Airport fleet facilities.

Additionally, if the airport was to sell this unit out right because the this unit was purchased with help from FAA funding, the approval of received funds would have to be granted by the FAA prior to use on FAA approved purchase and that amount would be deducted from the following years available funds provided by the FAA for that year.

The Grand Junction Regional Airport has retained ownership of this unit for 4 years without outstanding repair costs outside of PM service costs thus far however limited use of this unit is resulting in continued and more frequent mechanical up keep related to hydraulic, electrical and mechanical oil seals from lack of use.

Upcoming repairs for this unit include:

- Front steer axle tires replace due to less than 2/32 tread depth wear.
- Steering gear box reseal for CLASS III leaks.

- Regular PM Service due by time only not by hours.
- Transmission/T-case complete service.
- Complete safety inspection to include service brake inspection, hydraulic system operational checks and replacement of some known hydraulic lines that are currently a CLASS I leak at this time.

Commissioner Susuras moved to approve resolution 2013-007: Donation of Surplus International Plow Truck. Commissioner Frishe seconded. Roll call vote: All Aye. Motion passes.

VIII. Adjournment

Commissioner Frishe moved to adjourn the board meeting of October 29, 2013. Commissioner Nelson seconded. Voice vote, All Aye.

The Board adjourned the meeting at 6:16 PM.

Denny Granum, Board Chairman	
ATTEST:	
Amy Jordan, Clerk to the Board	

GRAND JUNCTION REGIONAL FUND SUMMARY FOR THE 9 MONTHS ENDING SEPTEMBER 30, 2013

AIRPORT OPERATIONS FUND

	PERIOD ACTUAL	YTD ACTUAL	BUDGET	VARIANCE	PCNT
REVENUE					
AIRFIELD	87,466.13	768,989.75	1,092,357.00	323,367.25	70.4
TERMINAL	118,535.32	1,083,156.38	1,543,422.00	460,265.62	70.2
TRANSPORTATION	167,660.46	1,469,952.54	1,981,255.00	511,302.46	74.2
SECURITY	21,195.06	220,982.53	312,300.00	91,317.47	70.8
BUILDINGS & LAND	41,149.17	366,721.47	539,755.00	173,033.53	67.9
MISCELLANEOUS	31,242.96	256,419.15	403,315.00	146,895.85	63.6
	467,249.10	4,166,221.82	5,872,404.00	1,706,182.18	71.0
EXPENDITURES					
ADMINISTRATION	13,417.89	602,661.61	922,312.00	319,650.39	65.3
TERMINAL	53,858.71	637,289.33	1,192,052.00	554,762.67	53.5
AIRPORT OPERATIONS	28,201.53	301,257.39	675,377.00	374,119.61	44.6
ARFF	16,832.61	96,792.60	188,931.00	92,138.40	51.2
SECURITY	10,595.77	138,336.30	330,463.00	192,126.70	41.9
GROUNDS & ROADWAYS	27,390.33	288,381.10	430,736.00	142,354.90	67.0
RENTAL CAR FACILITY	28,535.58	226,909.86	373,255.00	146,345.14	60.8
BUILDING & LAND	53,607.52	194,531.85	246,035.00	51,503.15	79.1
INFORMATION TECHNOLOGY	12,326.80	86,998.80	178,970.00	91,971.20	48.6
FLEET	61,241.62	214,842.83	423,391.00	208,548.17	50.7
	306,008.36	2,788,001.67	4,961,522.00	2,173,520.33	56.2
	161,240.74	1,378,220.15	910,882.00	(467,338.15)	151.3

GRAND JUNCTION REGIONAL BALANCE SHEET AIRPORT OPERATIONS FUND SEPTEMBER 30, 2013

ASSETS

1-10100	DUE FROM CAPITAL & REST. FUND	(49,445,319.87)
1-10101	AMERICAN NATIONAL BANK	.00
1-10102	WELLS FARGO- AIRPORT OPS	.00
1-10103	PETTY CASH	7,050.00
1-10104	HL RUNWAY RACE CASH	.00
1-10107	CASH- FNB OF ROCKIES CHECKING	.00
1-10108	CASH- FNB OF ROCKIES LEASE APP	.00
1-10111	CD-BANK OF WEST(FORMERLY COM.	.00
1-10112	CD- HOME LOAN 200033240	102,736.48
1-10113	HOME LOAN OPERATING ACCT 601	392,118.00
1-10114	HL MONEY MARKET - AIRPORT OPS	724,591.19
1-10115	HL DEBIT CARD ACCOUNT	1,897.07
1-10116	CD- WESTSTAR BANK 88271	.00
1-10117	CD- WESTSTAR BANK 88676	.00
1-10118	CD- FNB OF ROCKIES	.00
1-10119	HL CASH RESTRICTED CAPITAL PRO	3,313,869.09
1-10136	PREPAID EXPENSES	53,423.33
1-10150	RESTRICTED ASSETS	.00
1-10177	CD-BNK OF THE WEST907000852750	.00
1-10185	A/R CASH CLEARING	.00
1-10221	ACCOUNTS RECEIVABLE	390,609.67
	ALLOWANCE FOR DOUBTFUL ACCTS	.00
	TSA LEO RECEIVABLE	.00.
	OTHER RECEIVABLE	4,967.79
	DUE FROM SUBWAY - INTERFUND	.00
	REPUBLIC RECEIVABLE (EST.)	.00
	STATE FUEL TAX RECEIVABLE	11,768.91
	STATE COMM'L FUEL TAX RECV'L	44,658.36
	RENTAL CAR RECEIVABLE (EST.)	.00
	INTEREST RECV'L- NON RESTR	.00
	TENANT DEPOSITS- CDS	.00
	TENANT DEPOSITS- SAVINGS	1,696.68
1-10500		2,416,059.19
	LAND IMPROVEMENTS	83,862,904.35
	LAND IMPR-AIRFIELD-PUBLIC	.00
	AVIATORS' MEMORIAL PARK	.00
	LAND IMPR-AIRFLD-11/29 LEASE	.00
	LAND IMPR-AIRFLD-GA LEASES	.00
	PFC IMPROVEMENTS	.00
	LAND IMPR-TERMINAL/LANDSIDE	.00
	LAND IMPR-LANDSIDE/SHARED	.00
	LAND ACQUIRED	.00
	LAND IMPR- LANDSIDE	.00
	BUILDINGS & IMPROVEMENTS	16,789,575.40
	BLDGS & IMPR-AIRFIELD-PUBLIC	.00
	BLDGS & IMPR-AIRFIELD-LEASES	.00
	BLDGS & IMPR-TERMINAL-AERO	.00
	BLDGS & IMPR-TERM-NON AERO	.00
	BLDGS & IMPR-TERM-PUBLIC	.00
	EQUIPMENT AIREIGIA	4,228,814.34
	EQUIPMENT- AIRFIELD	.00
	PLOW FOR OSHKOSH P-SERIES TRUC	.00
	EQUIPMENT- TERMINAL	.00
	EQUIP- LANDSIDE- TERMINAL	.00
	EQUIPMENT- SHARED	.00
1-10591	CASELLE FUND ACCOUNTING SOFTWA	.00

GRAND JUNCTION REGIONAL BALANCE SHEET AIRPORT OPERATIONS FUND SEPTEMBER 30, 2013

1-10601 1-10602 1-10603 1-10604	ACCUMULATED DEPRECIATION A/D LAND IMPROVEMENTS A/D BUILDINGS & IMPROVEMENTS A/D EQUIPMENT A/D CAPITALIZED INTEREST 2006 SIERRA 4WD CREW CAB TOTAL ASSETS	(.00 34,948,057.20) 7,395,655.03) 2,165,468.69) .00 .00	18,392,239.06
	LIABILITIES AND EQUITY			
	LIABILITIES			
	ACCOUNTS PAYABLE		83,585.71	
	PROJECTS ACCRUED LIABILITIES	520	.00	
	ACCRUED LIABILITIES	(1,305.52)	
	AA STARTUP COST PAYABLE \$75K		.00	
	CREDIT UNION PAYABLE		.00	
	PERA ER PAYABLE- 13.7%		11,040.56	
	PERA EE PAYABLE- 8%		6,504.59	
	401(K) PAYABLE		5,541.91	
	DEPENDENT CARE PAYABLE ACCRUED SALARIES		.00	
	ACCRUED PAYROLL TAXES		60,589.20	
	PRE-PAID RENT - SITA		13,512.74	
	WAGE ASSIGNMENT PAYABLE		.00	
	ACCRUED VAC AND SICK LEAVE		543.20	
	FEE IN LIEU OF IMPROVEMENTS		142,764.47	
	DEPOSITS PAYABLE- TENANTS		.00	
	DEPOSITS PAYABLE- CASH		.00	
	DEP. PAYABLE-RENTAL CAR PRKING		107,985.39	
	REMOTE TRANSMITTER DEPOSIT		1,040.00	
	DEPOSITS PAYABLE- CDS		7,200.00	
	DEPOSITS PAYABLE- GDS DEPOSITS PAYABLE- SAVINGS		.00	
	LEASE APPLICATION DEPOSITS		1,696.68	
	BONDS PAYABLE- CURR PORTION		.00	
	ACCR INT PAYABLE		.00	
	BONDS PAYABLE		.00	
	LESS CURRENT PORTION OF BONDS		.00 .00	
	CO SIB LOAN - CURRENT \$4M			
	CO SIB LOAN - CORRENT \$4M		.00	
	DEFERRED RENTALS- BLM		.00 30,053.12	
	TOTAL LIABILITIES	_		470,752.05
	FUND EQUITY			
1-30900	UNRESTRICTED NET ASSETS		16,543,266.86	
	UNAPPROPRIATED FUND BALANCE:			
	REVENUE OVER EXPENDITURES - YTD	1,378,220.15		
	BALANCE - CURRENT DATE	: 41.34m <u>-</u>	1,378,220.15	
	TOTAL FUND EQUITY	1		17,921,487.01

GRAND JUNCTION REGIONAL BALANCE SHEET AIRPORT OPERATIONS FUND SEPTEMBER 30, 2013

TOTAL LIABILITIES AND EQUITY

18,392,239.06

GRAND JUNCTION REGIONAL FUND SUMMARY FOR THE 9 MONTHS ENDING SEPTEMBER 30, 2013

AIRPORT CAPITAL IMPROVEMENT

	PERIOD ACTUAL	YTD ACTUAL	BUDGET	VARIANCE	PCNT
REVENUE					
FAA AIP REVENUE	181,923.13	2,363,273.88	17,374,222.00	15,010,948.12	13.6
	181,923.13	2,363,273.88	17,374,222.00	15,010,948.12	13.6
EXPENDITURES					
FINANCING COST PRINCIPAL OTHER PROJECTS FAA AIP PROJECTS	70,194.83 .00 16,977.76 54,152.01	635,754.20 288,975.13 532,308.51 1,526,964.00	848,186.00 1,156,811.00 2,700,000.00 15,074,359.00	212,431.80 867,835.87 2,167,691.49 13,547,395.00	75.0 25.0 19.7 10.1
	141,324.60	2,984,001.84	19,779,356.00	16,795,354.16	15.1
	40,598.53	(620,727.96)	(2,405,134.00)	(1,784,406.04)	(25.8)

GRAND JUNCTION REGIONAL BALANCE SHEET AIRPORT CAPITAL IMPROVEMENT SEPTEMBER 30, 2013

2-10100	DUE TO OPERATIONS FUND	49,402,806.45
2-10102	CASH- WELLS FARGO	.00
2-10104	CASH - WELLS FARGO - CFC ACCT	.00
2-10113	HOME LOAN - PFC ACCOUNT 604	1,877,285.78
2-10114	HOME LOAN - CFC ACCOUNT 605	370,006.07
2-10150	RESTRICTED ASSETS	.00
2-10151	TERM BLDG BONDS- ACQ FUND	.00
2-10152	SERIES 2007 CUSTODIAL PRJ 302	.00
2-10153	SERIES 2007 CUST. RESERVES 301	1,540,537.50
2-10154	SERIES 2007 ESCROW 400	.00
2-10155	SERIES '07 CUSTODIAL COST 303	.00
2-10156	PFC ACCOUNT- WELLS FARGO CHKG	.00
2-10157	PFC INVEST- WELLS FARGO MM	.00
2-10158	SERIES 2007 DEBT SERVICE 300	1,264,593.28
2-10159	PFC-INTEREST BEARING ACCT.	.00
2-10172	CASH- BANK OF WEST 495-027112	.00
2-10185	A/R CASH CLEARING	.00
2-10221	ACCOUNTS RECEIVABLE	.00
2-10223	FEDERAL GRANTS RECEIVABLE	484,463.00
2-10224	STATE GRANTS RECEIVABLE	.00
2-10225	PFC RECEIVABLE	.00.
2-10500	CAPITALIZED INTEREST	908,513.25
2-10501	BOND ISSUE COSTS- 2003	.00
2-10502	BOND ISSUE COSTS-SERIES 2007	.00
2-10503	CONSTRUCTION IN PROGRESS	.00
2-10504	AIP CONSTRUCTION IN PROGRESS	1,596,930.03
2-10505	NON-AIP CONSTRCT IN PROGRESS	373,418.27
2-10506	DEFERRED LOSS ON DEFEASANCE'03	.00
2-10604	A/D CAPITALIZED INTEREST	(196,814.37)

TOTAL ASSETS 57,621,739.26

LIABILITIES AND EQUITY

LIABILITIES

2-20100	ACCOUNTS PAYABLE	58.91
2-20101	PROJECTS ACCOUNTS PAYABLE	.00
2-20165	RETAINAGE PAYABLE	.00
2-20300	LINE OF CREDIT PAYABLE	.00
2-20301	AIRPORT REV BOND -CURR PORTION	770,000.00
2-20302	ACCR INT PAYABLE- 07 REV BOND	254,260.90
2-20303	ST/CO SIB LOAN - CURR PORTION	386,810.60
2-20304	ACCR INT PAYABLE - CO SIB LOAN	6,095.43
2-20401	TERM BLDG BOND (2003) RESERVES	.00
2-20501	AIRPORT REV.&REFND BND\$19,560K	15,400,000.00
2-20502	PREMIUM ON REV&REFUNDING BOND	8,202.83
2-20503	ST OF CO SIB LOAN - LT PORTION	2,347,044.09

TOTAL LIABILITIES 19,172,472.76

FUND EQUITY

GRAND JUNCTION REGIONAL BALANCE SHEET AIRPORT CAPITAL IMPROVEMENT SEPTEMBER 30, 2013

2-30100	PASSENGER FACILITY CHARGES				.00	
2-30101	RETAINED EARNINGS RESERVE-PFCS				781,464.54	
2-30102	RETAINED EARN RESERVE-PFC INT				151,394.01	
2-30400	CAPITAL IMPR RES-PARKING				305,018.00	
2-30500	CAPITAL CONTRIBUTIONS				48,843.61	
2-30900	UNRESTRICTED NET ASSETS				37,783,274.30	
	UNAPPROPRIATED FUND BALANCE:					
	REVENUE OVER EXPENDITURES - YTD	(620,727.96)			
	BALANCE - CURRENT DATE			,	620,727,96)	
				<u>`</u>	020,727.50)	
	TOTAL FUND EQUITY				_	38,449,266.50
	TOTAL LIABILITIES AND EQUITY					57,621,739.26

GRAND JUNCTION REGIONAL FUND SUMMARY FOR THE 9 MONTHS ENDING SEPTEMBER 30, 2013

SUBWAY RESTAURANT

	PERIOD ACTUAL	YTD ACTUAL	BUDGET	VARIANCE	PCNT
REVENUE					
REVENUE	38,654.29	345,989.33	584,790.00	238,800.67	59.2
	38,654.29	345,989.33	584,790.00	238,800.67	59.2
EXPENDITURES					
EXPENDITURES	27,770.60	269,058.69	584,790.00	315,731.31	46.0
	27,770.60	269,058.69	584,790.00	315,731.31	46.0
	10,883.69	76,930.64	.00	(76,930.64)	.0

GRAND JUNCTION REGIONAL BALANCE SHEET SUBWAY RESTAURANT SEPTEMBER 30, 2013

	ASSETS			
3-10100	DUE TO OPERATIONS FUND		42,513.42	
3-10101	CASH-WF CKG-SUBWAY OPS		.00	
3-10102	CASH-WF-SUBWAY DEPOSITORY		.00	
3-10103	SUBWAY CASH IN DRAWERS		1,400.00	
3-10104	MEAL VOUCHER RECEIVABLE		30.66	
3-10113	HOME LOAN-SUBWAY OPERATNG 602		44,241.05	
3-10114	HOME LOAN SUBWAY DEPOSTORY 603		68,600.92	
3-10221	RECEIVABLE FROM CREDIT CARD CO		2,926.83	
3-10226	DUE TO AIRPORT - INTERFUND		.00	
3-10232	OTHER RECEIVABLE		.00	
	TOTAL ASSETS			159,712.88
	LIABILITIES AND EQUITY			
200	LIABILITIES			
3-20100	ACCOUNTS PAYABLE-SUBWAY		6,072.35	
	STATE & COUNTY SALE TAX LIAB		870.52	
	CITY OF GJ SALES TAX LIABILITY		.00	
3-20108	SALE OF SUBWAY CARD(RECEIVBLE)		(190.00)	
	TOTAL LIABILITIES			6,752.87
	FUND EQUITY			
3-30900	UNRESTRICTED NET ASSETS		76,029.37	
	UNAPPROPRIATED FUND BALANCE: REVENUE OVER EXPENDITURES - YTD	76,930.64		
	BALANCE - CURRENT DATE		76,930.64	
	TOTAL FUND EQUITY			152,960.01
	TOTAL LIABILITIES AND EQUITY		:	159,712.88

Grand Junction Regional Airport Authority Board of Commissioner Meeting



AGENDA ITEM

Proposed 2014 Board Workshop and Meeting Schedule

EXECUTIVE SUMMARY

The Grand Junction Regional Airport Bylaws, Section 5, states, "Meetings shall be held at least once each calendar month, unless cancelled or delayed as provided herein."

It was determined by the Board of Commissioners that the 1st Tuesday of each month be programmed as Workshops, and the 3rd Tuesday of each month be programmed as Meetings.

Following this order, Airport Staff has outlined the workshop and meeting dates for 2014, with appropriate modifications to accommodate staff absences.

RECOMMENDATION

Staff recommends the Board adopt the 2014 Workshop and Meeting Calendar.

STAFF CONTACT

Rex A. Tippetts, A.A.E.

PROPOSED

2014 Board Meeting Calendar

Grand Junction Regional Airport Authority

JANUARY								
S	M	T	W	T	F	S		
			1	2	3	4		
5	6	7	8	9	10	11		
12	13	14	15	16	17	18		
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26	27	28	29	30	31			

FEBRUARY								
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MARCH									
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30	31								

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JUNE								
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King	JULY								
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AUGUST								
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31								

SEPTEMBER									
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	OCTOBER								
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	NOVEMBER									
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DECEMBER								
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28	29	30	31					

BOARD WORKSHOP

BOARD MEETING

HOLIDAY