

**ONTARIO INTERNATIONAL AIRPORT AUTHORITY
REGULAR COMMISSION MEETING
MINUTES
JANUARY 28, 2021**

In accordance with the Governor's Declarations of Emergency for the State of California (Executive Orders N-25-20 and N-29-20) and the Governor's Stay at Home Order (Executive Order N-33-20), the Ontario International Airport Authority (OIAA) board meetings were conducted via live stream and teleconference. Members of the public utilized alternative measures established by OIAA to view the board meeting and/or to address the President and Commissioners for the regular meeting held on Thursday, January 28, 2021.

Notice of said meeting was duly given in the time and manner prescribed by law.

CALL TO ORDER

President Wapner called the Ontario International Airport Authority Commission meeting to order at 2:05 p.m.

ROLL CALL

PRESENT VIA ZOOM: Commissioners: Curt Hagman, Ronald O. Loveridge,
and Alan D. Wapner

ABSENT: Commissioners: Julia Gouw and Jim. W. Bowman (excused)

Also present via Zoom webinar were: Chief Executive Officer Mark A. Thorpe, General Counsel Lori Ballance and Board Clerk Natalie Gonzaga.

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Chief Operations Officer Bruce Atlas.

PUBLIC COMMENT

Members of the public wishing to provide public comment for the items on the agenda were able to do so via email comments to clerk@flyontario.com, live via telephone at (909) 414-1718, via telephone recording comments at (909) 544-5307, or by mail.

Richard Sherman, provided an email comment expressing concerns on airplane noise.

AGENDA REVIEW/ANNOUNCEMENT

General Counsel Lori Ballance made an announcement regarding clarifying edits on agenda Item No. 10.

1. INFORMATION RELATIVE TO POSSIBLE CONFLICT OF INTEREST

Note: agenda item contractors, subcontractors and agents which may require member abstentions due to conflict of interests and financial interests. Commission Member abstentions shall be stated under this item for recordation on the appropriate item.

No conflicts were announced.

CONSENT CALENDAR

MOTION: Moved by Vice President Loveridge, seconded by Commissioner Hagman, and carried by a roll call vote of 3-0-2, to approve the consent calendar Items No. 2-8, including Resolution No. 2021-01, with Secretary Bowman and Commissioner Gouw absent (excused).

2. APPROVAL OF MINUTES

Approved minutes for the special meeting of the Ontario International Airport Authority on December 17, 2020, and the cancelled meetings on November 26, 2020 and December 24, 2020, and approved the same as on file with the Secretary/Assistant Secretary.

3. BILLS/PAYROLL

Approved bills December 1, 2020 through December 31, 2020 and Payroll December 1, 2020 through December 31, 2020.

4. APPROVAL OF MEETING STIPENDS

The Ontario International Airport Authority Commission approved meeting stipends for President Wapner for the month of December, 2020.

5. A RESOLUTION DECLARING THE CONTINUED EXISTENCE OF A LOCAL EMERGENCY IN CONNECTION WITH PREPARATIONS THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY IS MAKING, AND ACTIONS IT IS TAKING, IN RESPONSE TO NOVEL CORONAVIRUS (COVID-19), AND COMPLIANCE WITH HEALTH AUTHORITIES' APPLICABLE GUIDANCE REGARDING RESPONDING TO COVID-19

The Ontario International Airport Authority approved a resolution declaring the continued existence of a local emergency in connection with preparations the Authority is making, and

actions it is taking, in response to the outbreak of the novel coronavirus (COVID-19), and compliance with health authorities' applicable guidance regarding responding to COVID-19.

RESOLUTION NO. 2021-01 A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY DECLARING THE CONTINUED EXISTENCE OF A LOCAL EMERGENCY IN CONNECTION WITH PREPARATIONS THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY IS MAKING, AND ACTIONS IT IS TAKING, IN RESPONSE TO NOVEL CORONAVIRUS (COVID-19), AND COMPLIANCE WITH HEALTH AUTHORITIES' APPLICABLE GUIDANCE REGARDING RESPONDING TO COVID-19

6. AWARD OF CONTRACT TO M. WILSON COMPANY CONTRACTORS, INC. FOR THE TRANSPORTATION SECURITY ADMINISTRATION RECAPITALIZATION CONSTRUCTION PROJECT IN TERMINAL 2 AND TERMINAL 4 AT ONTARIO INTERNATIONAL AIRPORT

The Ontario International Airport Authority (OIAA) authorized the Chief Executive Officer (CEO) to execute a contract with M. Wilson Company Contractors, Inc. in the amount of \$4,346,810 for Transportation Security Administration (TSA) Recapitalization Construction Project in Terminal 2 and Terminal 4 at the Ontario International Airport. The total construction cost of \$4,346,810, plus a 10% contingency in the amount of \$434,681 for this project has been requested through a TSA Other Transaction Agreement (OTA) Grant.

7. APPROVE THE SELECTION OF A DIGITAL MEDIA AGENCY OF RECORD AND AUTHORIZE THE CHIEF EXECUTIVE OFFICER TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT WITH FRUITION GROWTH, LLC DBA FRUITION FOR DIGITAL WEB SERVICES AT ONTARIO INTERNATIONAL AIRPORT

The Ontario International Airport Authority (OIAA) authorized the Chief Executive Officer (CEO) to execute a professional services agreement with Fruition Growth, LLC for a one-year term in an amount not-to-exceed \$350,000, and authorize the CEO to exercise two, one-year extension options at \$350,000 annually, for an overall not-to-exceed amount of \$1,050,000, if all options are exercised, for digital web services at Ontario International Airport (ONT). Funding for this contract is approved under the Fiscal Year 2020-21 budget. Funding for subsequent years will be requested through the annual budget process.

8. AWARD OF CONTRACT TO PROSEGUR SECURITY USA FOR SECURITY SERVICES AT ONTARIO INTERNATIONAL AIRPORT

The Ontario International Airport Authority (OIAA) authorized the Chief Executive Officer to execute a one-year term services contract with Prosegur Security USA, with a spending authority of up to \$650,000 annually, and authorize the CEO to exercise up to four, one-year extensions, for an overall not-to-exceed spending authority of \$3,250,000, if all options are exercised, for a services contract to fulfill security requirements at loading docks, North and South SAAP's, lost and found, and other assigned security functions as required by OIAA.

Funding for this contract is approved under the Fiscal Year 2020-21 budget. Funding for subsequent years will be requested through the annual budget process.

ADMINISTRATIVE DISCUSSION/ACTION/REPORT

9. APPROVAL OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY'S AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDING JUNE 30, 2020

The Ontario International Airport Authority approved the Audited Financial Statements for the fiscal year ending June 30, 2020.

CEO Thorpe presented this item, announcing OIAA CFO John Schubert and Auditor Bryan S. Gruber, CPA of LSL, who were available for questions.

MOTION: Moved by Commissioner Hagman, seconded by President Wapner, and carried by a roll call vote of 3-0-2, to approve the Audited Financial Statements for the fiscal year ending June 30, 2020, with Secretary Bowman and Commissioner Gouw absent (excused).

10. A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY AUTHORIZING THE ISSUANCE OF SERIES 2021 REVENUE BONDS

The Ontario International Airport Authority (OIAA) adopted a resolution authorizing and providing for the issuance Revenue Bonds, Series 2021 not to exceed \$150 million. Refinancing of OIAA outstanding debt and financing of additional projects.

General Counsel Lori Ballance previously announced two clarifying edits to the agenda item to delete the references to "subordinated" and a change to track the board resolution "to authorize bonds not to exceed \$150 million".

CEO Thorpe presented this item providing an overview of the bond issuance. Commissioners asked clarifying questions regarding the current market and the timeline.

RESOLUTION NO. 2021-02 A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY AUTHORIZING THE ISSUANCE OF ONTARIO INTERNATIONAL AIRPORT AUTHORITY REVENUE BONDS AND CERTAIN RELATED DOCUMENTS AND ACTIONS

MOTION: Moved by Commissioner Hagman, seconded by Vice President Loveridge, and carried by a roll call vote of 3-0-2 to adopt Resolution 2021-02 authorizing the issuance of Series 2021 bonds, with Secretary Bowman and Commissioner Gouw absent (excused).

The OIAA Commission made a motion to continue both Item No. 11 ACIP A and Item No. 12 ACIP B to the February regular board meeting, or sooner if needed, in order to make further amendments.

MOTION: Moved by Vice President Loveridge, seconded by Commissioner Hagman, and carried by a roll call vote of 3-0-2, to continue Items No. 11 and 12 to the February board meeting, or sooner if needed, with Secretary Bowman and Commissioner Gouw absent (excused).

11. A RESOLUTION UPDATING AIR CARRIER INCENTIVE PROGRAM A (ACIP) TO ENCOURAGE AND PROMOTE THE OPERATION OF COMMERCIAL PASSENGER AIR SERVICE TO NEW NONSTOP DESTINATIONS IN THE UNITED STATES, CANADA, AND MEXICO

That the Ontario International Airport Authority (OIAA) Board of Commissioners (Board) adopt a resolution to update and approve the newly proposed ACIP (A), offering Qualified Air Carriers a waiver, up to 12 months, of landing fees and marketing incentives to 33 new nonstop destinations in the United States of America, 2 in Canada, and 3 in Mexico, to encourage and support the launch of new air service from the Ontario International Airport (ONT).

RESOLUTION NO. _____

A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY TO UPDATE AN EXISTING AIR CARRIER INCENTIVE PROGRAM FOR NEW NONSTOP PASSENGER SERVICE TO DESTINATIONS IN THE UNITED STATES, CANADA, AND MEXICO

12. A RESOLUTION UPDATING AIR CARRIER INCENTIVE PROGRAM B (ACIP) TO ENCOURAGE AND PROMOTE THE OPERATION OF COMMERCIAL PASSENGER AIR SERVICE TO NEW NONSTOP INTERNATIONAL DESTINATIONS

That the Ontario International Airport Authority (OIAA) Board of Commissioners (Board) adopt a resolution to approve the newly proposed ACIP (B), offering qualifying Air Carriers a waiver of fees to 10 new nonstop international destinations in Asia, Europe and Central America, to encourage and support the launch of new air service from the Ontario International Airport (ONT).

RESOLUTION NO. _____

A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY UPDATING THE EXISTING AIR CARRIER INCENTIVE PROGRAM COVERING MULTIPLE INTERNATIONAL DESTINATIONS

MANAGEMENT REPORT

Chief Executive Officer Thorpe provided updates on passenger traffic recovery and cargo growth compared to other Southern California Airports.

COMMISSIONER MATTERS

Vice President Loveridge had no comments.

Commissioner Hagman had no comments.

President Wapner had no comments.

CLOSED SESSION

No closed session was held.

- GC 54957, PUBLIC EMPLOYEE PERFORMANCE EVALUATION
Title: Chief Executive Officer

ADJOURNMENT

President Wapner adjourned the Ontario International Airport Authority Commission meeting at 2:28 p.m.

RESPECTFULLY SUBMITTED:



NATALIE GONZAGA, BOARD CLERK
ONTARIO INTERNATIONAL AIRPORT AUTHORITY

APPROVED:



ALAN D. WAPNER, PRESIDENT
ONTARIO INTERNATIONAL AIRPORT AUTHORITY