

ONTARIO INTERNATIONAL AIRPORT AUTHORITY

COMMISSION AGENDA – REGULAR MEETING



JANUARY 27, 2022 AT 2:00 P.M.

Ontario International Airport Authority Regular Meeting

MEETING WILL BE HELD VIA ZOOM AND TELECONFERENCE

ALAN D. WAPNER
President

RONALD O. LOVERIDGE
Vice President

JIM W. BOWMAN
Secretary

CURT HAGMAN
Commissioner

JULIA GOUW
Commissioner

MARK A. THORPE
Chief Executive Officer

LORI D. BALLANCE
General Counsel

JOHN M. SCHUBERT
Treasurer

WELCOME TO THE MEETING OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY

Pursuant to Assembly Bill No. 361, the Ontario International Airport Authority (OIAA) Committee Meeting is being conducted via Zoom and teleconference. Members of the public may utilize alternative measures established by OIAA to view the committee meetings and/or to address the Committee members. Please see participation instructions below.

Zoom link to the January 27, 2022, Commission Meeting*: <https://us02web.zoom.us/j/89194845043>

To dial in, call either: US: +1 669 900 6833 or +1 346 248 7799 or +1 253 215 8782

Webinar ID: 891 9484 5043

*Zoom may require you to enter a response for name and email. To remain anonymous, you may use Attendee and attendee@flyontario.com to bypass this Zoom feature.

ANY MEMBERS OF THE PUBLIC WISHING TO PROVIDE PUBLIC COMMENT MAY DO SO AS FOLLOWS:

LIVE VIA TELEPHONE: You may call (909) 403-1131 the day of the meeting starting at 1:50 p.m. to speak live during the public comment portion of the meeting. You will be asked to identify the Agenda item you wish to address and be placed on hold until the public comment portion of the meeting. Comments are limited to 3 minutes.

E-MAIL: You may submit public comments by e-mail to publiccomment@flyontario.com the day of the meeting no later than 12:00 p.m. Please identify the Agenda item you wish to address in your comments. All e-mail comments will be forwarded to the Commissioners for consideration before the meeting and included in the meeting record.

VOICEMAIL: You may record public comments at (909) 544-5307 the day of the meeting no later than 12:00 p.m. Please identify the Agenda item you wish to address in your comments. Recorded comments are limited to 3 minutes. All voicemail comments will be forwarded to the Commissioners for consideration before the meeting and included in the meeting record.

MAIL: You may mail in public comments to the OIAA Clerk's Office at 1923 E. Avion St., Ontario, CA 91761. Comments by mail must be received the day of the meeting no later than 12:00 p.m. Postmarks are not accepted.

Any members of the public who require special assistance or a reasonable accommodation to participate telephonically in the meeting of the OIAA Commission may contact the Board Clerk at 909-544-5307 or clerk@flyontario.com.

ORDER OF BUSINESS

The regular Commission meeting begins at 2:00 p.m. with Closed Session Public Comment and Closed Session, followed by Public Comment and the Regular Meeting.

(Sign language interpreters, communication access real-time transcription, assistive listening devices, or other auxiliary aids and/or services may be provided upon request. To ensure availability, you are advised to make your request at least 72 hours prior to the meeting you wish to attend. Due to difficulties in securing Sign Language Interpreters, five or more business days' notice is strongly recommended.)

CALL TO ORDER (OPEN SESSION) - 2:00 P.M.

ROLL CALL

Loveridge, Bowman, Hagman, Gouw, President Wapner

PLEDGE OF ALLEGIANCE

CLOSED SESSION PUBLIC COMMENT

The Closed Session Public Comment portion of the Commission meeting is limited to a maximum of 3 minutes for each speaker and comments will be limited to matters appearing on the Closed Session.

CLOSED SESSION

CLOSED SESSION

- GC § 54957, PUBLIC EMPLOYEE PERFORMANCE EVALUATION
Title: Deputy Chief Executive Officer
- CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Gov. Code section 54956.8.)
Property: ONT Terminal 2 and Terminal 4
Agency negotiator: OIAA General Counsel's office
Negotiating parties: HG ONT Retailer JV
Under negotiation: Lease extension term and price

REPORT ON CLOSED SESSION

General Legal Counsel

PUBLIC COMMENTS

The Public Comment portion of the Commission meeting is limited to a maximum of 3 minutes for each Public Comment. Under provisions of the Brown Act, the Commission is prohibited from taking action on oral requests.

AGENDA REVIEW/ANNOUNCEMENTS

The Chief Executive Officer will go over all updated materials and correspondence received after the Agenda was distributed to ensure Commissioners have received them.

1. INFORMATION RELATIVE TO POSSIBLE CONFLICT OF INTEREST

Agenda item contractors, subcontractors and agents 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.

CONSENT CALENDAR

All matters listed under CONSENT CALENDAR will be enacted by one motion in the form listed below. There will be no separate discussion on these items prior to the time Commission votes on them, unless a member of the Commission requests a specific item be removed from the Consent Calendar for a separate vote.

Each member of the public wishing to address the Commission on items listed on the Consent Calendar will be given a total of 3 minutes.

2. APPROVAL OF MINUTES

Minutes for the Ontario International Airport Authority regular meeting on December 23, 2021 and special meeting on January 7, 2022 and approving the same as on file with the Secretary/Assistant Secretary.

3. BILLS/PAYROLL

Bills December 1 through December 31, 2021 and Payroll December 1 through December 31, 2021.

4. ADOPTION OF A RESOLUTION MAKING FINDINGS AND DETERMINATIONS UNDER ASSEMBLY BILL NO. 361 TO CONTINUE AUTHORIZATION OF VIRTUAL MEETINGS OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY FOR A PERIOD OF 30 DAYS

That the Ontario International Airport Authority (OIAA) Commission adopt a Resolution making findings and determinations under Assembly Bill 361 (AB 361) to authorize staff to continue to conduct virtual-only Commission and Committee meetings, in response to COVID-19.

RESOLUTION NO. ____

A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY AUTHORIZING REMOTE TELECONFERENCE MEETINGS BY THE COMMISSION AND ALL COMMITTEES IN ACCORDANCE WITH ASSEMBLY BILL 361 FOR A PERIOD OF THIRTY DAYS

5. APPROVAL OF A MEMORANDUM OF AGREEMENT BETWEEN THE FEDERAL AVIATION ADMINISTRATION AND THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY

That the Ontario International Airport Authority (OIAA) Commission approve and authorize the Chief Executive Officer (CEO), or his designee, to execute a Memorandum of Agreement (MOA) between the Federal Aviation Administration (FAA) and the OIAA.

6. APPROVAL OF A PROFESSIONAL SERVICE AGREEMENT WITH AMADEUS AIRPORT IT AMERICAS, INC TO PROVIDE AND IMPLEMENT AN AIRPORT LEASE MANAGEMENT SYSTEM

That the Ontario International Airport Authority (OIAA) Commission approve and authorize the Chief Executive Officer (CEO), or his designee, to execute a professional service agreement between Amadeus Airport IT Americas, Inc., (Amadeus) and the OIAA for a lease management system. Funding for this contract is approved in the Fiscal Year 2021-22 operating budget. The total amount to be paid by the agreement shall not exceed \$392,258, over an initial five-year contract.

ADMINISTRATIVE REPORTS/DISCUSSION/ACTION

7. APPROVAL OF A CONCESSION AGREEMENT WITH BREWERY X, FOR A BREWERY X OUTLET INCORPORATING TWO TOP GOLF SIMULATORS IN TERMINAL 2 AT ONTARIO INTERNATIONAL AIRPORT

That the Ontario International Airport Authority (OIAA) Commission authorize the Chief Executive Officer (CEO), or his designee, to negotiate a ten-year term concession agreement (incorporating 50/50 share of all capital expenses including design and construction, operating expenses and net profit), with one five year option at the discretion of the OIAA Commission, with Brewery X Inc., to manage and operate a Brewery X concession inclusive of two top golf simulators in Terminal 2 at Ontario International Airport (ONT), on a sole source basis.

8. A DISCUSSION REGARDING ESCALATORS IN PASSENGER TERMINALS

For the Ontario International Airport Authority (OIAA) to discuss the escalators in the passenger terminals.

MANAGEMENT REPORT

Executive Office

COMMISSION MATTERS

President Wapner

Vice President Loveridge

Secretary Bowman

Commissioner Hagman

Commissioner Gouw

ADJOURNMENT



DATE: **JANUARY 27, 2022**

CLOSED SESSION REPORT
OIAA// (GC 54957 & 54956.8)
Page 1 of 1

ROLL CALL: Gouw __, Bowman __, Hagman __, Loveridge __, President Wapner __.

STAFF: CEO __, General Counsel __

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

No Reportable Action	Continue	Approved
//	//	//

Disposition: _____

Reported by:

General Legal Counsel / Chief Executive Officer

- CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Gov. Code section 54956.8.)
Property: ONT Terminal 2 and Terminal 4
Agency negotiator: OIAA General Counsel's office
Negotiating parties: HG ONT Retailer JV
Under negotiation: Lease extension term and price

No Reportable Action

Continue

Approved

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Disposition: _____

Reported by:

General Legal Counsel / Chief Executive Officer

ONTARIO INTERNATIONAL AIRPORT AUTHORITY



DATE: JANUARY 27, 2022

SECTION: MINUTE ACTION

SUBJECT: RELATIVE TO POSSIBLE CONFLICT OF INTEREST

RECOMMENDED ACTION(S): Agenda items and contractors/subcontractors may require member abstentions due to possible conflicts of interest.

BACKGROUND: In accordance with California Government Code 84308, members of the Ontario International Airport Authority may not participate in any action concerning a contract where they have received a campaign contribution of more than \$250 in the prior twelve (12) months and from an entity or individual if the member knows or has reason to know that the participant has a financial interest, except for the initial award of a competitively bid public works contract. This agenda contains recommendations for action relative to the following contractors:

Item No	Principals & Agents	Subcontractors
Closed Session	Hudson Group HG ONT Retailers JV	
06	Amadeus Airport IT Americas, Inc.	None
07	Brewery X	None

STAFF MEMBER PRESENTING: Natalie Gonzaga, Board Clerk

Department: Clerk's Office

Submitted to OIAA: January 27, 2022

ITEM NO. 01

ONTARIO INTERNATIONAL AIRPORT AUTHORITY
REGULAR COMMISSION MEETING
MINUTES
DECEMBER 23, 2021
(not official until approved)

A regular meeting of the Ontario International Airport Authority was held on Thursday, December 23, 2021, at 1923 E. Avion Street, Room 100, Ontario, California.

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 2:10 p.m.

ROLL CALL

PRESENT: Commissioners: Curt Hagman (arrived at 2:11 p.m.), Jim W. Bowman, Ronald O. Loveridge, and Alan D. Wapner

ABSENT: Commissioners: Julia Gouw (excused)

Also present were: Deputy Chief Executive Officer Atif J. Elkadi, Assistant General Counsel Kevin Sullivan, OIAA Consultant Greg Devereaux, and Board Clerk Natalie Gonzaga.

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by President Wapner.

CLOSED SESSION PUBLIC COMMENT

There were no closed session public comments.

CLOSED SESSION

President Wapner recessed the regular meeting of the Ontario International Airport Authority to Closed Session at 2:11 p.m.

- GC section 54956.8: REAL PROPERTY NEGOTIATIONS (portions of Airport);
OIAA General Counsel's office as negotiator.

The Ontario International Airport Authority Commission regular meeting was reconvened in public session at 2:23 p.m.

REPORT ON CLOSED SESSION

Assistant General Legal Counsel Sullivan announced there was no reportable action.

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 publiccomment@flyontario.com or in-person during the meeting. All email public comments are provided to the Commissioners prior to the Commission meeting and saved to the meeting record.

Amy Baumann provided an email comment regarding opposition to agenda item #7.

Maria Bennett provided an email comment regarding agenda item #7 opposition.

Sarah Berryman provided an email comment regarding opposition to the Commission meeting being held in-person.

Paul Clarke provided an email comment regarding opposition to the Commission meeting being held in-person.

Shirley Harris provided an email comment regarding opposition to agenda item #7.

Robin Ikeda provided an email comment regarding opposition to agenda item #7 and opposition to the Commission meeting being held in-person.

Nina Karnovsky provided an email comment regarding opposition to agenda item #7.

Catherine Portman provided an email comment regarding opposition to agenda item #7 and opposition to the Commission meeting being held in-person.

Heather Sabin provided an email comment regarding opposition to agenda item #7.

April Schwass provided an email comment regarding opposition to the Commission meeting being held in-person.

Dan Silver provided an email comment regarding opposition to agenda item #7.

Anne Stoll provided an email comment regarding opposition to agenda item #7.

Jeff Strogen provided an email comment regarding opposition to the Commission meeting being held in-person and opposition to agenda item #7.

April Chertkow provided an email comment regarding opposition to agenda item #7 and opposition to the Commission meeting being held in-person.

James Chertkow provided an email comment regarding opposition to agenda item #7.

Marcyn Del Clemets provided an email comment regarding opposition to agenda item #7.

Kimberly Dillbeck provided an email comment regarding opposition to agenda item #7 and opposition to the Commission meeting being held in-person.

Brian and Janice Elliott provided an email comment regarding opposition to agenda item #7.

Camilla Estes provided an email comment regarding opposition to agenda item #7.

Michelle Heinrick provided an email comment regarding opposition to agenda item #7.

Lisa Kelley provided an email comment regarding opposition to agenda item #7 and opposition to the Commission meeting being held in-person.

Sara Kelley provided an email comment regarding opposition to agenda item #7.

Kari Negaard provided an email comment regarding opposition to agenda item #7 and opposition to the Commission meeting being held in-person.

Tina Stoner provided an email comment regarding opposition to agenda item #7.

Natash Walton provided an email comment regarding opposition to agenda item #7.

Shari Wasson provided an email comment regarding opposition to agenda item #7.

Richard Sherman provided an email comment regarding Ontario Airport growth and expansion.

AGENDA REVIEW/ANNOUNCEMENT

1. CONFLICT OF INTEREST

No conflicts were announced.

CONSENT CALENDAR

MOTION: Moved by Commissioner Hagman, seconded by Secretary Bowman, and carried by a vote of 4-0-1, to approve consent calendar Items #2-6, with Commissioner Gouw absent (excused).

2. APPROVAL OF MINUTES

Approved minutes for the Ontario International Airport Authority special meeting on November 23, 2021 and cancelled meeting on November 25, 2021 and approved the same as on file with the Secretary/Assistant Secretary.

3. BILLS/PAYROLL

Approved bills November 1 through November 30, 2021 and Payroll November 1 through November 30, 2021.

4. APPROVAL OF MEETING STIPENDS

The Ontario International Airport Authority Commission approved meeting stipends for President Wapner for the month of November, 2021.

5. APPROVAL OF AN AUTHORITY INCREASE TO OIAA CONTRACT NO. SCONT-000291 WITH WALSH CONSTRUCTION COMPANY II, LLC, FOR THE TAXIWAY C IMPROVEMENT PROJECT AT ONTARIO INTERNATIONAL AIRPORT

The Ontario International Airport Authority (OIAA) Commission authorized the Chief Executive Officer (CEO), or his designee, to increase the existing OIAA Contract No. SCONT-000291 with Walsh Construction Company II, LLC, for the Taxiway C Improvement Project to include the rehabilitation of an unpaved lot used for temporary employee parking in an amount not to exceed \$85,000.

6. APPROVAL OF PURCHASE ORDERS WITH JOAQUIN MANUFACTURING AND THALES AIR TRAFFIC MANAGEMENT U.S. AND AN AMENDMENT TO THE REIMBURSABLE AGREEMENT WITH THE FEDERAL AVIATION ADMINISTRATION FOR RUNWAY 26R INSTRUMENT LANDING SYSTEM UPGRADE PROJECT AT THE ONTARIO INTERNATIONAL AIRPORT

The Ontario International Airport Authority (OIAA) Commission authorized the Chief Executive Officer (CEO), or his designee, to (1) execute a Purchase Order with JoaQuin Manufacturing in the amount of \$638,939 for manufacture of 3 Navigational Aids (NAVAIDS) equipment shelters; (2) execute a Purchase Order with Thales Air Traffic Management U.S. in the amount of \$68,475 for manufacture of the Far Field Monitor system; (3) execute an Amendment to the Federal Aviation Administration (FAA) Reimbursable Agreement in the amount of \$125,673.12 for procurement of

40 - 1500W transformers; and approve a contingency in the amount of 15% for taxes, shipping and other required equipment.

PUBLIC COMMENT

Suzanne Thompson provided a public comment on agenda item #7, in opposition of the agenda item.

Seth Thompson provided a public comment on agenda item #7, in opposition of the agenda item.

ADMINISTRATIVE DISCUSSION/ACTION/REPORT

7. A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY TO APPROVE AND ADOPT FINDINGS, INCLUDING AS TO “EXEMPT SURPLUS PROPERTY”, REGARDING THE DISPOSITION OF CERTAIN AIRPORT REAL PROPERTY, AND TO APPROVE AND AUTHORIZE THE CHIEF EXECUTIVE OFFICER (CEO), OR THE CEO’S DESIGNEE, TO EXECUTE NECESSARY DOCUMENTATION FOR A DEVELOPMENT AND ENTITLEMENT AGREEMENT AND A LONG-TERM GROUND LEASE FOR SUCH AIRPORT REAL PROPERTY WITH CANAM ONTARIO, LLC

The Ontario International Airport Authority (OIAA) Commission approved a Resolution making Findings about certain Airport real property, and approving and authorizing the Chief Executive Officer (CEO), or the CEO’s designee, to execute a Ground Lease Agreement and Development and Entitlement Agreement between the OIAA and CanAm Ontario, LLC (CAO). Upon completion of their due diligence the developer will provide a \$10,000,000 non-refundable deposit to OIAA. The rental revenue from CAO to OIAA will be set at the schedule contained in the Ground Lease on the “Commencement Date” of the Lease (which is 18-months after the delivery date or the signing of the Ground Lease). Thereafter, rent will be adjusted annually to the Consumer Price Index, and market adjustment every fifth Lease year. At the end of the lease term, title to CAO’s improvements will become the OIAA’s.

RESOLUTION NO. 2021-22 A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY TO APPROVE AND ADOPT FINDINGS, INCLUDING AS TO “EXEMPT SURPLUS PROPERTY”, REGARDING THE DISPOSITION OF CERTAIN AIRPORT REAL PROPERTY, AND TO APPROVE AND AUTHORIZE THE CHIEF EXECUTIVE OFFICER (CEO), OR THE CEO’S DESIGNEE, TO EXECUTE NECESSARY DOCUMENTATION FOR A DEVELOPMENT AND ENTITLEMENT AGREEMENT AND A LONG-TERM GROUND LEASE FOR SUCH AIRPORT REAL PROPERTY WITH CANAM ONTARIO, LLC

Deputy CEO Elkadi introduced OIAA Consultant Greg Devereaux who provided a presentation on this item. Commissioners made comments and heard from the Developers.

MOTION: Moved by Commissioner Hagman, seconded by Vice President Loveridge, and carried by a vote of 4-0-1, to approve the Ground Lease Agreement and Development and Entitlement Agreement

between the OIAA and CanAm Ontario, LLC (CAO), including adoption of Resolution No. 2021-22, with Commissioner Gouw absent (excused).

MANAGEMENT REPORT

Deputy CEO Elkadi provided an update on passenger numbers and announced the Global Traveler award for fastest-growing airport in the United States for the fourth consecutive year.

COMMISSIONER MATTERS

Commissioner Hagman discussed take home test kits from San Bernardino County.

Vice President Loveridge asked Commissioner Hagman about current San Bernardino County COVID numbers.

Secretary Bowman thanked staff for their work and is looking forward to next year.

President Wapner also thanked staff for their work and requested a report back at the next meeting regarding the terminal escalators.

ADJOURNMENT

President Wapner adjourned the Ontario International Airport Authority Commission meeting at 2:49 p.m.

RESPECTFULLY SUBMITTED:

NATALIE GONZAGA, BOARD CLERK

APPROVED:

ALAN D. WAPNER, PRESIDENT
ONTARIO INTERNATIONAL AIRPORT AUTHORITY

**ONTARIO INTERNATIONAL AIRPORT AUTHORITY
SPECIAL COMMISSION MEETING
MINUTES
January 7, 2022
(not official until approved)**

A special meeting of the Ontario International Airport Authority was held on Friday, January 7, 2022, at 1923 E. Avion Street, Room 100, Ontario, California.

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 1:32 p.m.

ROLL CALL

PRESENT: Commissioners: Curt Hagman, Jim W. Bowman, Ronald O. Loveridge
and Alan D. Wapner

ABSENT: Commissioners: Julia Gouw (excused)

Also present were: Deputy Chief Executive Officer Atif J. Elkadi, Assistant General Counsel Kevin Sullivan, and Board Clerk Natalie Gonzaga.

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Secretary Bowman.

PUBLIC COMMENT

There were no public comments.

AGENDA REVIEW/ANNOUNCEMENT

No announcements were made.

ADMINISTRATIVE REPORTS/DISCUSSION/ACTION

1. CONSIDERATION AND POSSIBLE ADOPTION OF A RESOLUTION MAKING FINDINGS AND DETERMINATIONS UNDER ASSEMBLY BILL NO. 361 TO AUTHORIZE VIRTUAL MEETINGS OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY FOR A PERIOD OF 30 DAYS

The Ontario International Airport Authority (OIAA) Commission adopted a Resolution making findings and determinations under Assembly Bill 361 (AB 361) to authorize staff to conduct virtual-only Commission and Committee meetings, in response to COVID-19.

(not official until approved)

RESOLUTION NO. 2022-01 A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY AUTHORIZING REMOTE TELECONFERENCE MEETINGS BY THE COMMISSION AND ALL COMMITTEES IN ACCORDANCE WITH ASSEMBLY BILL 361 FOR A PERIOD OF THIRTY DAYS

Assistant General Counsel Kevin Sullivan provided background on this item. Commissioners asked questions and motioned to approve the item.

MOTION: Moved by Commissioner Hagman, seconded by Vice President Loveridge, and carried by a vote of 4-0-1, to adopt Resolution No. 2022-01, with Commissioner Gouw absent (excused).

CLOSED SESSION PUBLIC COMMENT

There were no closed session public comments.

CLOSED SESSION

The Commission adjourned into closed session at 1:38 p.m.

GC section 54956.8: REAL PROPERTY NEGOTIATIONS (portions of Airport);
OIAA General Counsel's office as negotiator.

The Commission members exited closed session at 2:41 p.m.

REPORT ON CLOSED SESSION

President Wapner announced there was no reportable action.

ADJOURNMENT

President Wapner adjourned the Ontario International Airport Authority Commission meeting at 2:41 p.m.

RESPECTFULLY SUBMITTED:

NATALIE GONZAGA, BOARD CLERK

Ontario International Airport Authority Commission

Special Meeting Minutes

Friday, January 7, 2022

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(not official until approved)

APPROVED:

ALAN D. WAPNER, PRESIDENT
ONTARIO INTERNATIONAL AIRPORT AUTHORITY



DATE: JANUARY 27, 2022

SECTION: CONSENT CALENDAR

SUBJECT: ADOPTION OF A RESOLUTION MAKING FINDINGS AND DETERMINATIONS UNDER ASSEMBLY BILL NO. 361 TO CONTINUE AUTHORIZATION OF VIRTUAL MEETINGS OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY FOR A PERIOD OF 30 DAYS

RELEVANT STRATEGIC OBJECTIVE: Invest in ONT.

RECOMMENDED ACTION(S): That the Ontario International Airport Authority (OIAA) Commission adopt a Resolution making findings and determinations under Assembly Bill 361 (AB 361) to authorize staff to continue to conduct virtual-only Commission and Committee meetings, in response to COVID-19.

BACKGROUND: Governor Newsom declared a state of emergency for California due to the COVID-19 virus on March 4, 2020. On March 12, 2020, the Governor issued Executive Orders relaxing some provisions of the Brown Act meeting requirements to allow remote meetings without legislative body members physically present at the meeting location. The OIAA Commission began conducting meetings virtually on March 26, 2020. The Executive Orders expired September 30, 2021, and the OIAA Commission resumed in-person meetings on October 28, 2021.

The Governor signed Assembly Bill 361 on September 17, 2021, allowing local agency legislative bodies to continue to hold meetings remotely through December 31, 2023, provided local agencies comply with specified requirements. The purpose of Assembly Bill 361 is to improve public access to local agency meetings during the COVID-19 pandemic by allowing broader remote meeting options.

As of December 20, 2021, the Center for Disease Control and Prevention has stated the Omicron variant is expected to result in a rapid increase in infections in the United States. As of December 31, 2021, the

STAFF MEMBER PRESENTING: Atif Elkadi, Deputy Chief Executive Officer

Department: Administration

Submitted to OIAA: January 27, 2022

Chief Executive Officer Approval:

[Signature]

Approved:
Continued to:
Denied:

California Department of Public Health has evidenced emergency conditions related to the Omicron variant, including ongoing COVID-19 cases, hospitalizations, and deaths.

A legislative body member may hold a meeting remotely without needing to comply with the teleconferencing requirements of the Brown Act if:

1. Either a state of emergency remains active, or state or local officials have imposed or recommended measures to promote social distancing.

And

2. The legislative body makes the following findings by majority vote within the last 30 days (vote may occur at that meeting): (A) The legislative body has reconsidered the circumstances of the state of emergency. (B) Any of the following circumstances exist: (i) The state of emergency continues to directly impact the ability of the members to meet safely in person. (ii) State or local officials continue to impose or recommend measures to promote social distancing.
3. The legislative body continues to make the determinations in Item 2 every 30 days thereafter the initial determination.

The Commission adopted Resolution 2022-01 on January 7, 2022 making findings to hold remote meetings in accordance with AB 361, and may continue to extend the authorization in additional thirty (30) day increments for the duration of the declared emergency, or until the Commission decides to return to in-person meetings, or otherwise complies with the regular remote meeting requirements of the Brown Act.

If the Commission does not continue to adopt the Resolution to make the findings required for remote participation per Assembly Bill 361, the Brown Act rules regarding teleconferencing would apply for remote participation. Under the Brown Act rules, the Commission may hold remote meetings provided the meeting meets the following criteria:

- A majority of the Commission members participate in the meeting from locations within the jurisdiction boundaries.
- The meeting notice and agenda identify the teleconference locations, including full address and room number.
- The meeting agendas are posted at each teleconference location at least 72 hours before a regular meeting.
- The public has access to each teleconference location, including hotel room or residence, and each location has the technology, such as a speakerphone, to allow the public to participate in the meeting.
- The agenda must provide the opportunity for the public to address the legislative body directly at each teleconference location.
- The legislative body conducts all votes by roll call.

The adoption of the proposed Resolution would continue to authorize Commission and its Committee meetings to be conducted virtually through February 26, 2022. In order to comply with Assembly Bill 361, the attached Resolution needs to be renewed within 30-day intervals in order to allow for continued virtual meetings. The adoption of the Resolution will also apply to Commission Standing Committees, thus authorizing the Committees to meet virtually as well.

If adopted to continue virtual meetings, it is anticipated that staff will return with another Resolution on February 24, 2022, to re-evaluate at that time and determine if future meetings will be held virtually or in-person.

FISCAL IMPACT SUMMARY: N/A

CEQA COMPLIANCE AND LAND USE APPROVALS: N/A

PRIOR COMMISSION ACTION: N/A

STAFFING IMPACT (# OF POSITIONS): N/A

IMPACT ON OPERATIONS: N/A

EXHIBITS & ATTACHMENTS: Attachment A – Proposed Resolution

The Agenda Report references the terms and conditions of the recommended actions and request for approval. Any document(s) referred to herein and that are not attached or posted online may be reviewed prior to or following scheduled Commission meetings in the Office of the Clerk of the Commission. Office hours are 8:30 a.m. to 5:00 p.m., Monday through Friday, although these hours and review procedures may be modified due to COVID-19 precautions. In that case, the documents may be requested by email at clerk@flyontario.com.

This Agenda Report has been reviewed by OIAA General Counsel.

RESOLUTION NO. 2022-__

A RESOLUTION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY AUTHORIZING REMOTE TELECONFERENCE MEETINGS BY THE COMMISSION AND ALL COMMITTEES IN ACCORDANCE WITH ASSEMBLY BILL 361 FOR A PERIOD OF THIRTY DAYS

WHEREAS, COVID-19 (also known as the “Coronavirus Disease”) is a respiratory disease that has spread across the globe, with thousands of confirmed cases in California, including San Bernardino County; and

WHEREAS, social distancing measures decrease the chance of spread of COVID-19; and

WHEREAS, the Ontario International Airport Authority (OIAA) is committed to preserving and nurturing public access and participation in meetings of the Commission; and

WHEREAS, all meetings of OIAA’s legislative bodies are open and public, as required by the Ralph M. Brown Act (Cal. Gov. Code 54950 – 54963), so that any member of the public may attend, participate, and watch the Commission’s legislative bodies conduct their business; and

WHEREAS, the Brown Act, Government Code section 54953(e), authorizes remote teleconference meetings by a legislative body, without compliance with the requirements of Government Code section 54953(b)(3), subject to the existence of certain conditions; and

WHEREAS, a required condition is that a state of emergency is declared by the Governor pursuant to Government Code section 8625; and

WHEREAS, on March 4, 2020, the Governor proclaimed a state of emergency, which covers the entire state; and

WHEREAS, Government Code Section 54953(e)(3)(A-B) added by AB 361 provides an alternative to having public meetings in accordance with Government Code Section 54953(b)(3) when the OIAA has reconsidered the circumstances of the COVID-19 state of emergency and that the following circumstances exist:

1. The state of emergency as a result of COVID-19 continues to directly impact the ability of the members of the Commission to meet safely in person; or
2. State or local officials continue to recommend measures to promote social distancing.

WHEREAS, Government Code Section 54953(e) *et seq.* further requires that state or local officials have imposed or recommended measures to promote social distancing or the legislative body finds that meeting in person would present an imminent risk to the health or safety of attendees; and

WHEREAS, as of December 20, 2021, the Center for Disease Control and Prevention has stated the Omicron variant is expected to result in a rapid increase in infections in the United States; and

WHEREAS, such conditions under Government Code Section 54953(e)(3)(A-B) now exist in the general area surrounding the Ontario Airport in that:

- (i) State officials recommend social distancing measures (CalOSHA (December 16, 2021) COVID-19 Prevention Emergency Temporary Standards What Employers Need to Know About the December 16 Standards) and
- (ii) Emergency conditions evidenced by COVID-19 and its variants create ongoing COVID-19 cases, hospitalizations, and deaths and meeting in person would present imminent risk to health or safety of attendees (California Department of Public Health (December 31, 2021) State Officials Announce Latest COVID-19 Facts); and

WHEREAS, the OIAA affirms that it will allow for observation and participation by Commissioners and the public via Zoom in an effort to protect the constitutional and statutory rights of all attendees; and

WHEREAS, the OIAA approved Resolution 2022-01 at their special meeting authorizing virtual meetings of the Commission and Committee meetings in accordance with AB 361; and

WHEREAS, Government Code Section 54953 (e)(3) requires that the OIAA review the need and make findings for continuing the teleconferencing procedures as authorized by AB 361 at least once every thirty days.

NOW, THEREFORE, THE COMMISSION OF THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY DOES HEREBY RESOLVE AS FOLLOWS:

Section 1. The above recitals are true and correct and are incorporated herein by this reference.

Section 2. The OIAA finds that the state of emergency conditions related to COVID-19 as set forth in the Governor's Proclamation of a State of Emergency referenced above are on-going.

Section 3. The OIAA further finds that state officials recommend social

distancing measures because conditions causing imminent risk to attendees as described above exist.

Section 4. The OIAA recognizes and affirms the existence and conditions of a state of emergency as proclaimed by the Governor, and affirms, authorizes, and proclaims the existence of a local emergency throughout the general area surrounding the Ontario Airport.

Section 5. The OIAA finds that the state of emergency as a result of COVID-19 continues to directly impact the ability of members of the Commission to meet safely in person and such fact creates an imminent health risk to such members.

Section 6. The OIAA authorizes the Commission and its Committees to conduct their meetings without compliance with Government Code section 54953(b)(3), and to instead comply with the remote meeting requirements as authorized by Government Code section 54953(e) *et seq.*

Section 7. The Chief Executive Officer, or his designee, and the Board Clerk of Ontario International Airport Authority are authorized and directed to take all actions necessary to carry out the intent and purpose of this Resolution including, conducting open and public meetings in accordance with Government Code section 54953(e) and other applicable provisions of the Brown Act.

Section 8. This Resolution shall take effect immediately upon its adoption and shall be effective until the earlier of (i) February 26, 2022, or such time the Commission adopts a subsequent resolution in accordance with Government Code section 54953(e)(3) to extend the time during which the legislative bodies of Ontario International Airport Authority may continue to teleconference without compliance with paragraph (3) of subdivision (b) of section 54953.

PASSED, APPROVED, AND ADOPTED at a special meeting this 27th day of January 2022.

ALAN D. WAPNER
OIAA PRESIDENT

ATTEST:

NATALIE GONZAGA
SECRETARY/ASSISTANT SECRETARY

APPROVED AS TO LEGAL FORM:

LORI D. BALLANCE
GENERAL COUNSEL

STATE OF CALIFORNIA)
COUNTY OF SAN BERNARDINO)
CITY OF ONTARIO)

I, Natalie Gonzaga, Assistant Secretary of the Ontario International Airport Authority, DO HEREBY CERTIFY that foregoing Resolution No. 2022-__ was duly passed and adopted by the Commission of the Ontario International Airport Authority at their regular meeting held on January 27, 2022 by the following roll call vote, to wit:

AYES: COMMISSIONERS:
NOES: COMMISSIONERS:
ABSENT: COMMISSIONERS:

NATALIE GONZAGA
SECRETARY/ASSISTANT SECRETARY

(SEAL)

The foregoing is the original of Resolution No. 2022-__ duly passed and adopted by the Commission of the Ontario International Airport Authority at their regular meeting held January 27, 2022.

NATALIE GONZAGA
SECRETARY/ASSISTANT SECRETARY

(SEAL)

ONTARIO INTERNATIONAL AIRPORT AUTHORITY



DATE: JANUARY 27, 2022

SECTION: CONSENT CALENDAR

SUBJECT: APPROVAL OF A MEMORANDUM OF AGREEMENT BETWEEN THE FEDERAL AVIATION ADMINISTRATION AND THE ONTARIO INTERNATIONAL AIRPORT AUTHORITY

RELEVANT STRATEGIC OBJECTIVE: Master the Basics.

RECOMMENDED ACTION(S): That the Ontario International Airport Authority (OIAA) Commission approve and authorize the Chief Executive Officer (CEO), or his designee, to execute a Memorandum of Agreement (MOA) between the Federal Aviation Administration (FAA) and the OIAA.

FISCAL IMPACT SUMMARY: N/A

BACKGROUND: On October 3, 2003, the Ontario International Airport (ONT), a division of the City of Los Angeles' Department of Airports entered into a Master Lease Agreement with the FAA (DTFA08-03-L-22136) to define all properties leased by the Government. On April 7, 2010, a supplemental lease agreement was executed to amend lease DTFA08-03-L-22136 to add additional FAA systems and equipment not included in the original Master Lease. The term of DTFA08-03-L-22136 ended on September 30, 2020.

In September 2021, the FAA provided the OIAA with a Memorandum of Agreement (MOA) to replace DTFA08-03-L-22136. Additionally, to finalize the MOA the OIAA's Commercial Real Estate Team in collaboration with the FAA's Real Estate and Utilities Team confirmed all existing FAA facilities at ONT. The use of the MOA is to describe all premises/facilities that are related to the FAA's activities in support of the National Airspace System (NAS).

STAFF MEMBER PRESENTING: Chief Commercial Officer, Dan Cappell

Department: Commercial

Submitted to OIAA: January 27, 2022

Chief Executive Officer Approval: 

Approved: _____

Continued to: _____

Denied: _____

ITEM NO. 05

The MOA term will commence on October 1, 2020, and continue through September 30, 2040. During the term, the MOA provides for the construction, operation, and maintenance of FAA owned navigation, communication and weather aids for the support of Air Traffic Operations in the primary interest of safety and direct support of the ongoing operation of the Ontario International Airport.

PROCUREMENT: N/A

CEQA COMPLIANCE AND LAND USE APPROVALS: The Issuance or approval of leases, agreements, renewals, amendments, or extension thereof, granting use of an existing facility at a public airport, involving negligible or no expansion of use is exempt from the requirements of the California Environmental Quality Act (CEQA). In addition, to the extent any alteration of facilities occurs, CEQA Guidelines section 15301 provides an exemption for minor alterations to existing structures or facilities involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination.

STAFFING IMPACT (# OF POSITIONS): N/A

IMPACT ON OPERATIONS: N/A

SCHEDULE: N/A

COMMITTEE RECOMMENDATION: Commercial 1/20/2022.

ATTACHMENTS:

Attachment A – Memorandum of Agreement by and between the OIAA and the FAA

Attachment B – Exhibit of FAA Equipment

Attachment C – Ontario International Airport – Airport Layout Plan

The Agenda Report references the terms and conditions of the recommended actions and request for approval. Any document(s) referred to herein and that are not attached or posted online may be reviewed prior to or following scheduled Commission meetings in the Office of the Clerk of the Commission. Office hours are 8:30 a.m. to 5:00 p.m., Monday through Friday, although these hours and review procedures may be modified due to COVID-19 precautions. In that case, the documents may be requested by email at clerk@flyontario.com.

This Agenda Report has been reviewed by OIAA General Counsel. |



DATE: JANUARY 27, 2022

SECTION: CONSENT CALENDAR

SUBJECT: APPROVAL OF A PROFESSIONAL SERVICE AGREEMENT WITH AMADEUS AIRPORT IT AMERICAS, INC., TO PROVIDE AND IMPLEMENT AN AIRPORT LEASE MANAGEMENT SYSTEM

RELEVANT STRATEGIC OBJECTIVE: Plan for the Future; Master the Basics.

RECOMMENDED ACTION(S): That the Ontario International Airport Authority (OIAA) Commission approve and authorize the Chief Executive Officer (CEO), or his designee, to execute a professional service agreement between Amadeus Airport IT Americas, Inc., (Amadeus) and the OIAA for a lease management system

FISCAL IMPACT SUMMARY: Funding for this contract is approved in the Fiscal Year 2021-22 operating budget. The total amount to be paid by the agreement shall not exceed \$392,258, over an initial five-year contract.

BACKGROUND: On September 6, 2016, the Ontario International Airport Authority approved a contract with ProDIGIQ for various software modules including lease management. The ProDIGIQ contract ended in October 2021 and was not renewed.

Amadeus' PROPworks product will provide the following systems:

- Customer Management
 - Organization of contact information detail
- Contract Management

STAFF MEMBER PRESENTING: Dan Cappell, Chief Commercial Officer

Department: Commercial

Submitted to OIAA: January 27, 2022

Chief Executive Officer Approval:

[Handwritten signature]

Approved: _____
Continued to: _____
Denied: _____

ITEM NO. 06

- Organization of lease/contracts/permits details
- Revenue Management
 - Integration with Workday
- Activity Management
 - Concession and Sales Reporting Activity
- Space Management
 - Connection to GIS System for space allocation
 - Utility Billing
- Tenant Reporting

If approved, Amadeus' PROPworks Lease Management System will assist multiple departments throughout the OIAA (including the Commercial and Finance Teams) more efficiently manage leases, provide financial benchmarking and statistics, and communicate with our business partners.

PROCUREMENT: OIAA Procurement issued an RFP in July 2021. Four responsive bids were received, leading to interview with the two highest scoring bidder that came out of the first selection round. After a thorough procurement process, staff recommended that the OIAA move forward with Amadeus Airport IT Americas, Inc., and their PROPworks software product.

CEQA COMPLIANCE AND LAND USE APPROVALS: The Issuance or approval of leases, agreements, renewals, amendments, or extension thereof, granting use of an existing facility at a public airport, involving negligible or no expansion of use is exempt from the requirements of the California Environmental Quality Act (CEQA). In addition, to the extent any alteration of facilities occurs, CEQA Guidelines section 15301 provides an exemption for minor alterations to existing structures or facilities involving negligible or no expansion of use beyond that existing at the time of the lead agency's determination.

STAFFING IMPACT (# OF POSITIONS): N/A

IMPACT ON OPERATIONS: N/A

SCHEDULE: N/A

COMMITTEE RECOMMENDATION: Commercial 1/20/2022.

ATTACHMENTS: Attachment A – Professional Service Agreement Amadeus/OIAA

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This Agenda Report has been reviewed by OIAA General Counsel.



DATE: JANUARY 27, 2022

SECTION: ADMINISTRATIVE REPORTS/DISCUSSION/ACTION

SUBJECT: APPROVAL OF A CONCESSION AGREEMENT WITH BREWERY X, FOR A BREWERY X OUTLET INCORPORATING TWO TOP GOLF SIMULATORS IN TERMINAL 2 AT ONTARIO INTERNATIONAL AIRPORT

RELEVANT STRATEGIC OBJECTIVE: Invest in ONT; Plan for the Future; Master the Basics.

RECOMMENDED ACTION(S): That the Ontario International Airport Authority (OIAA) Commission authorize the Chief Executive Officer (CEO), or his designee, to negotiate a ten-year term concession agreement (incorporating 50/50 share of all capital expenses including design and construction, operating expenses and net profit), with one five year option at the discretion of the OIAA Commission, with Brewery X Inc., to manage and operate a Brewery X concession inclusive of two top golf simulators in Terminal 2 at Ontario International Airport (ONT), on a sole source basis.

FISCAL IMPACT SUMMARY: The impact of COVID has had a negative impact on concessionaire’s appetite for new contracts with significant capital expenditure based on the traditional MAG and concession fee business model. The Industry is moving to more equal share of risk and reward based contracts. The Brewery X proposal is based on terms and conditions that are a shared business model. Brewery X and the OIAA will be responsible for a 50/50 share of all capital investment inclusive of design, construction and fit out, all operational costs inclusive of marketing and promotional activations and an equal share of net profits. The forecasted P&L is based on a conservative gross forecast over the ten-year term.

BACKGROUND: ONT is a medium hub airport and the OIAA wishes to provide passengers traveling with a friendly environment that helps reduce the stress of travel, while providing them with a superior travel experience and world class amenities. The partnership with the fastest growing local brewery company and establishing the world’s first top golf simulators within an airport (world first exclusive) will reflect

STAFF MEMBER PRESENTING: Atif Elkadi, Deputy Chief Executive Officer

Department: Commercial

Submitted to OIAA: January 27, 2022

Chief Executive Officer Approval: [Signature]

Approved:
Continued to:
Denied:

the attractiveness of OIAA in the industry for new and innovative concepts and business models, while making another important step in providing such highly-sought-after amenities for the continued growth and productivity of the OIAA concession business.

PROCUREMENT: The OIAA issued RFPs for F&B and Retail outlets in 4Q 2018, no responses were forthcoming for either category. The start of the global pandemic impact in March 2020 significantly impacted concessionaire’s “appetite” for new contracts with significant capital expenditure, that remain today. The OIAA entered discussions directly with brands that have been highly successful with the addition of Dunkin Donuts, Subway and Chick-Fil-A. The old Applebee’s outlet has remained vacant since LAWA days , with no one expressing any interest in taking the space. Brewery X is another direct discussion, that has been enhanced by incorporating a new business model that shares the risk and reward in a true partnership contract. In addition, the uniquely and exclusively offered elements that Brewery X offer, highlight that there is only one practicable source for the services and improvements, that cannot be met by another partner.

CEQA COMPLIANCE AND LAND USE APPROVALS: N/A

STAFFING IMPACT (# OF POSITIONS): N/A

IMPACT ON OPERATIONS: N/A

SCHEDULE: To open no later than July 31, 2022.

COMMITTEE RECOMMENDATION: Commercial 1/20/2022.

ATTACHMENTS: N/A

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This Agenda Report has been reviewed by OIAA General Counsel. |



DATE: JANUARY 27, 2022

SECTION: ADMINISTRATIVE REPORT/DISCUSSION/ACTION

SUBJECT: A DISCUSSION REGARDING ESCALATORS IN PASSENGER TERMINALS

RELEVANT STRATEGIC OBJECTIVES: Invest in ONT; Plan for the Future, Master the Basics.

RECOMMENDED ACTION(S): For the Ontario International Airport Authority (OIAA) to discuss the escalators in the passenger terminals.

FISCAL IMPACT SUMMARY: Not applicable.

BACKGROUND: The four escalators in Terminals 2 and 4 were originally installed in 1998. Due to their age and previous lack of regular preventative maintenance, the existing escalators were in need of updates to provide a dramatic decrease in downtime, an ability to shift from reactive, to proactive maintenance, and to provide a significant savings in maintenance cost. In 2020, a complete escalator modification project was completed for the major modernization of the four terminal escalators.

PROCUREMENT: N/A

CEQA COMPLIANCE AND LAND USE APPROVALS: N/A

STAFFING IMPACT (# OF POSITIONS): N/A

IMPACT ON OPERATIONS: N/A

STAFF MEMBER PRESENTING: Atif Elkadi, Deputy Chief Executive Officer

Department: Administration

Submitted to OIAA: January 27, 2022

Approved: _____

Continued to: _____

Denied: _____

**Chief Executive
Officer Approval:**

A handwritten signature in black ink, appearing to read "Mark Thorpe", is written over a horizontal line.

SCHEDULE: N/A

ATTACHMENTS: None.

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This Agenda Report has been reviewed by OIAA General Counsel.

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