

**ONTARIO INTERNATIONAL AIRPORT AUTHORITY
REGULAR COMMISSION MEETING
MINUTES
APRIL 24, 2025**

CALL TO ORDER

President Wapner called the Ontario International Airport Authority Commission meeting to order at 2:01 p.m.

ROLL CALL

COMMISSIONERS:

PRESENT:

Alan D. Wapner, President
Ronald D. Loveridge, Treasurer

Curt Hagman, Vice President
Jim W. Bowman, Secretary

ABSENT:

Julia Gouw, Commissioner

A quorum of the OIAA Commissioners was present.

STAFF:

Chief Executive Officer Atif Elkadi
Deputy Commission Clerk Adrienne Fernandez

General Counsel Lori D. Ballance
General Counsel Kevin P. Sullivan

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was performed.

AGENDA REVIEW/ANNOUNCEMENTS

1. INFORMATION RELATIVE TO POSSIBLE CONFLICT OF INTEREST

No conflicts of interests were declared.

PUBLIC COMMENT

President Wapner called for public comment.

Deputy Commission Clerk noted a written comment was received from Mr. Richard Sherman.

Seeing no one come forward, President Wapner closed public comment.

CLOSED SESSION

PUBLIC COMMENT ON CLOSED SESSION

President Wapner called for public comment. Seeing no one come forward, he closed public comment.

CLOSED SESSION

- GC § 54956.9: CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION (1 matter)
- GC § 54957, PUBLIC EMPLOYEE PERFORMANCE EVALUATION
Title: Chief Executive Officer
- GC § 54957.6, CONFERENCE WITH LABOR NEGOTIATORS
Agency designated representative: General Counsel or Outside Counsel
Unrepresented employee: Chief Executive Officer

President Wapner recessed the Open Session and called the Closed Session to order at 2:06 p.m. The Open Session reconvened at 2:54 p.m.

REPORT ON CLOSED SESSION

General Counsel Kevin P. Sullivan announced no reportable action on any Closed Session item.

ANNOUNCEMENTS

2. 5K AT THE RUNWAY CHECK PRESENTATION TO THE USO

Chief Executive Officer Elkadi introduced USO Inland Empire Operations and Programs Manager, Brandi Elias, and USO Executive Director of California, Ryan Okita, and provided a brief overview of the event.

President Wapner provided brief comments and congratulated everyone. The Commission presented a check to the USO as a donation from the fundraising efforts of the 5k at the Runway Event.

CONSENT CALENDAR

3. APPROVAL OF MINUTES

Approved minutes for the OIAA Commissioner Meeting on March 17, 2025.

4. CASH DISBURSEMENT REPORT (BILLS/PAYROLL)

Received and filed the Cash Disbursement Report (Bills/Payroll) for the month ended March 31, 2025.

5. COMMISSIONER'S STIPENDS AS REQUIRED BY AUTHORITY BYLAWS

Approved additional stipends per Article IV, Section 6 of the Authority's Bylaws for President Alan Wapner for the month of March, 2025.

6. PASSENGER FACILITY CHARGE, CUSTOMER FACILITY CHARGE, ANNUAL COMPLIANCE AUDIT AND SINGLE AUDIT FOR FISCAL YEAR ENDED JUNE 30, 2024

Received and filed the Passenger Facility Charge, Customer Facility Charge, annual compliance audit and single audit for fiscal year ended June 30, 2024.

7. PFM FINANCIAL ADVISORS LLC FOR FINANCIAL CONSULTING SERVICES

Authorized the Chief Executive Officer (CEO) to execute an Agreement with PFM Financial Advisors LLC., for financial consulting services for three years, with two one-year extensions, in the amount not to exceed \$1,250,000 over the next five years.

8. AGREEMENT WITH H2 CONSULTING PARTNERS LLC FOR THE ROUTES WORLD EXHIBIT DESIGN AND BUILD SERVICES

Authorized the Chief Executive Officer (CEO) to execute an agreement with H2 Consulting Partners LLC for the Routes World Exhibit Design and Build services, for one year, with two possible one-year contract extensions, not to exceed \$174,500 annually, and authorized an increase in contract authority in the amount of up to \$35,500 for unforeseen services as needed. The total contract authority, including optional extensions and the additional contingency, shall not exceed \$559,000.

9. AMENDMENT TO THE EXISTING CONCESSIONS AGREEMENT WITH BREWERY X

Authorized the Chief Executive Officer (CEO) to negotiate and execute an Amendment to the existing Concession Agreement with Brewery X for an additional restaurant location to be operated in Terminal 4.

10. AGREEMENT WITH BREWERY X FOR CO-BRANDING AND REVENUE SHARING

Authorized the Chief Executive Officer (CEO) to negotiate and execute a Co-Branding and Revenue Sharing Agreement with Brewery X.

MOTION: Moved by Secretary Bowman, seconded by Vice President Hagman, to approve the Consent Calendar. Motion carried by a 4 Yes/0 No/ 1 Absent (Gouw) vote.

ADMINISTRATIVE REPORTS/DISCUSSION/ACTION

11. AMENDMENT TO CHIEF EXECUTIVE OFFICER'S EMPLOYMENT AGREEMENT

Counsel Kevin Sullivan presented the staff report regarding the authorization for the Commission President to sign an Amendment to the CEO's Employment Agreement. Elements of the proposed Amendment were (1) a

five-year extension to the term, (2) a six percent (6%) merit increase in base salary effective to April 1, 2025, (3) a retention bonus for 2025 (only) of ten percent (10%) of base salary, as adjusted by the merit increase in previous item (2), and payable as of April 1, 2025, and (4) the CEO's eligibility to participate in any Key Performance Indicator bonus program for OIAA Executive Team members that may be approved by the OIAA Commission at a later meeting.

MOTION: Moved by Vice President Hagman, seconded by Secretary Bowman, to approve Amendment to Chief Executive Officer's Employment Agreement. Motion carried by a 4 Yes/0 No/ 1 Absent (Gouw) vote.

CEO REPORT

CHIEF EXECUTIVE OFFICER UPDATES

Chief Executive Officer Elkadi provided updates on passenger traffic numbers, changes to flights, and general airport matters.

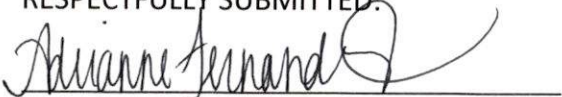
COMMISSIONER MATTERS

There were no Commission matters to report.

ADJOURNMENT

President Wapner adjourned the Ontario International Airport Authority Commissioners Meeting at 3:05 p.m.

RESPECTFULLY SUBMITTED:



ADRIANNE FERNANDEZ,
DEPUTY COMMISSION CLERK

APPROVED:



ALAN D. WAPNER, PRESIDENT