

**RESOLUTION APPROVING CONSENT CALENDAR FOR MEETING OF
JANUARY 17, 2025 OF THE SYRACUSE REGIONAL AIRPORT AUTHORITY**

WHEREAS, the Syracuse Regional Airport Authority (the “**Authority**”) is a public benefit corporation, formed and operating pursuant to Chapter 463 of the Laws of New York 2011 (the “**Enabling Act**”) and Article 8, Title 34 of the New York Public Authorities Law, as amended; and

WHEREAS, under the Authority’s Bylaws, Roberts Rules of Order Newly Revised (“RONR”)¹ governs the procedural conduct of Authority Board meetings; and

WHEREAS, RONR authorizes the use of a Consent Calendar² for routine matters in order to expedite a meeting; and

WHEREAS, at a meeting of the Board held on January 17, 2025 a Consent Calendar was presented to the Board for approval.

NOW, THEREFORE, BE IT RESOLVED, that the Board of the Syracuse Regional Airport Authority hereby approves the January 17, 2025 meeting Consent Calendar items as shown on Schedule “A” annexed to this Resolution.

RESOLUTION ADOPTED DATE: JANUARY 17, 2025

VOTE: *Ayes* 6 *Nays* 0 *Abstentions* 0

SIGNED:


Secretary

¹ Refers to the edition of Roberts Rules of Order currently in effect.

² RONR 12th edition 41:32.

SCHEDULE A

Consent Agenda

1. Approval of Minutes from the December 13, 2024 Regular Board Meeting



**Minutes of the Regular Meeting of the
Syracuse Regional Airport Authority
Friday, December 13, 2024**

Pursuant to the notice duly given and posted, the regular board meeting of the Syracuse Regional Airport Authority was called to order on Friday, December 13, 2024, at 11:00 a.m. in the Syracuse Regional Airport Authority Board Room located in the Syracuse Hancock International Airport by SRAA Board Vice Chair Mr. Michael Frame.

Members Present:

Ms. Jo Anne Gagliano – Chair, Teams
Mr. Michael Frame – Vice Chair
Ms. Latoya Allen
Dr. Shiu-Kai Chin
Dr. Donna DeSiato – (11:23am)
Mr. Tom Fernandez
Mr. Kenneth Kinsey
Mr. Robert Simpson
Mr. Damian Ulatowski

Members Absent:

Mr. Michael Lazar
Mr. Nathaniel Stevens

Also Present:

Mr. Jason Terreri
Mr. Aaron Harris
Ms. Robin Watkins
Ms. Joanne Clancy
Chief Justin Baum
Ms. Debi Marshall
Mr. John Clark

Vice Chair Frame started the SRAA Board meeting at 11:06 a.m.

Roll Call

As noted above all SRAA Board members were present in person or via Teams other than Mr. Lazar and Mr. Stevens.

Consent Agenda:

Vice Chair Frame referenced the September 20, 2024 meeting minutes in the consent agenda and asked for any changes or comments. Having no objections or comments regarding this resolution, Vice Chair

Frame invited a motion. A motion was made by Dr. Chin, seconded by Mr. Simpson, and the consent agenda was unanimously approved.

The resolution was adopted: 9 ayes, 0 nays, 0 abstain

Airport Updates:

Director Terreri reviewed the operating expenses and revenues compared to budget. The trends are headed down due to the airlines not up gauging aircraft and the enplanement numbers are down by 2.5% at the moment with the big driver being Frontier Airlines reducing their seat capacity by about 50% nationwide and reductions in seats by Southwest Airlines departure. The new parking system, Designa, is up and operational with the reservations component to go online in January. He thanked Chief Commercial Officer Mehl and the IT team for their phenomenal job on this difficult project. Landed weights are down since the beginning of the year, but concessions are up. The SRAA does expect to be closer or at budget in Q3 and Q4 of the fiscal year ending June 30, 2025. Jet Blue announced the extension of the double daily service to Orlando, and other conversations with airlines have been positive and we are in communication with them frequently. With the Chips Act signed, and data given to the airlines, we are hoping the capacity will soon increase.

CFO Watkins discussed the Consolidated Rental Car Facility (CONRAC) which is at 60% design and expected to move forward to RFP for construction with shovels in the ground beginning in the June timeframe for an 18-month build. This will be financed through bonds (\$35M) and Rental car fees (CFC) those revenues have restrictions to only use those funds for rental car purposes. A new lot will be built along with a shuttle service to offset the need for parking spaces once the overflow lot closes. Frasca is the financial advisor that the SRAA works with, and Hancock Estabrook is the bond counsel. An underwriter RFP will be issued. The concept drawings, design and traffic pattern were shared with the group which includes a covered walkway from the terminal to the CONRAC.

Director Terreri gave an update on the ACI ASQ program survey. This survey is to benchmark SYR against other airports through Airports Council International (ACI) and this entails people out in the airport conducting surveys from passengers on every amenity, concession, gates, etc., creating a comprehensive look at how things are going at SYR with results in the spring, 2025.

New Business/Discussion:

Resolution approving the Fiscal Year 2025 SRAA Board and Committee Schedule

Vice Chair Frame asked if there were any further changes or questions. Having no further discussion or objections regarding this resolution, a motion was made by Dr. DeSiato and seconded by Ms. Allen.

The resolution was adopted: 9 ayes, 0 nays, 0 abstain

Resolution creating the position of Airport Police Administrative Lieutenant (SRAA)

HR Director Marshall briefed the group on the need for this new role after some restructuring needs were identified by the SRAA Police Department Chief. Chief Baum addressed the group to explain the day-to-day needs for this administrative role which will create efficiencies to eliminate one full time position along with a part time position and this role will be salaried with no overtime. Having no further discussion regarding this resolution, a motion was made by Mr. Frame and seconded by Ms. Allen.

The resolution was adopted: 9 ayes, 0 nays, 0 abstain

Committee Reports

HR Director Marshall noted that there are slides in the Teams folder with updates on Human Resource Committee activities and notified them of the new employee survey going out in January.

Dr. Chin, Chair of the Finance Committee, talked about reviewing the models and impact of large, upcoming projects. Ms. Clancy noted for the group that minutes were attached for each of the committees from each of their respective most recent meetings: Human Resources; Finance; Governance and Audit Committees. There were no further comments.

Executive Session

Vice Chair Frame invited a motion to go into Executive Session to discuss matters pertaining to the proposed lease of real property by the Authority and the financial and employment history of particular persons or corporations. A motion was made by Dr. DeSiato and seconded by Dr. Chin. The Executive Session began at 11:33 a.m. and ended at 12:15p.m. No action was taken.

Adjournment

Having no other topics for discussion, a motion was made by Vice Chair Frame and seconded by Ms. Allen, to adjourn the meeting. The meeting was adjourned at 12:16 p.m.

**RESOLUTION CREATING THE POSITION
OF DIRECTOR OF AIRPORT MAINTENANCE (SRAA)**

WHEREAS, the Syracuse Regional Airport Authority (the "Authority") is a public benefit corporation, formed and operating pursuant to Chapter 463 of the Laws of New York 2011 and Article 8, Title 34 of the New York Public Authorities Law, as amended (collectively, the "Enabling Act"); and

WHEREAS, Section 2799-ggg (12) of the Enabling Act authorizes the Authority to appoint such officers, employees and agents as the Authority may require for the performance of its duties, and to fix and determine their qualifications, duties and compensation; and

WHEREAS, the Authority desires to create the position of Airport Director of Airport Maintenance, which position is a high level administrative and managerial position involving responsibility for overseeing the Airport Terminal Services, Airfield Maintenance, and Facilities Maintenance/Trades divisions of the Airport, as well as other Maintenance divisions as needed, to ensure both airside and landside, including but not limited to airport grounds, airfield, and the airport terminal building, are maintained to the highest standard of care; and

WHEREAS, the creation of this position is a necessary step required by the Onondaga County Personnel Department and the New York State Civil Service Commission; and

WHEREAS, the New York State and Local Employees' Retirement System requires certain specific language be included in such resolutions concerning the title of new positions being created and the standard workday for such new positions.

NOW, THEREFORE, after due deliberation having been had thereon, it is hereby

RESOLVED, that the Board of the Syracuse Regional Airport Authority, location code 51482, hereby creates the following position with the following as standard workdays for such position and will report days worked to the New York State and Local

Employees' Retirement System based on the time keeping system or the record of activities maintained and submitted by these members to the clerk of this body:

Position Title	Standard Work (Hrs/Day)
Director of Airport Maintenance	7.25 hours

, and it is further

RESOLVED, that the Executive Director of the Authority shall take any and all actions necessary to ensure this position is properly designated by the Onondaga County Civil Service Department or any similar governmental entity.

RESOLUTION ADOPTED

DATE: **January 17, 2025**

VOTE: *Ayes* 6 *Nays* 0 *Abstentions* 0

SIGNED:



Secretary

DIRECTOR OF AIRPORT MAINTENANCE

DISTINGUISHING FEATURES OF THE CLASS:

The work of this high level administrative and managerial position involves responsibility for overseeing the Airport Terminal Services, Airfield Maintenance, and Facilities Maintenance/Trades divisions of the Airport, as well as other Maintenance divisions as needed, to ensure both airside and landside, including but not limited to airport grounds, airfield, and the airport terminal building, are maintained to the highest standard of care. The incumbent will be responsible for effectively planning, developing, implementing, and monitoring all policies and procedures related to these areas. Work is carried out in compliance with all applicable state and federal guidelines and regulations. Work is performed under the general direction of the Chief Operations Officer, who allow the incumbent independence in planning and implementation of procedures. Does related work as required.

TYPICAL WORK ACTIVITIES:

- Provides oversight and direction to Terminal Services, Airfield Maintenance, and Facilities Maintenance/Trades.
- Ensures all administrative duties related to terminal services, airfield maintenance, and facilities maintenance/trades are performed in an acceptable and professional manner.
- Provide effective leadership, support, and development of employees, including communication of reasonable standards of performance, performance management/evaluation, coaching, training, motivation, and discipline.
- Anticipates needs, forecasts results, analyzes and organizes work process and procedures, and delegates assignments and/or work tasks for results.
- Coordinates with senior management in the preparation of budgets and oversees implementation.
- Coordinates with leadership and management for matters affecting airport and terminal maintenance.
- operational contingency procedures for all situations.
- Ensures compliance with FAA and TSA regulations as required.
- Reviews emergency response and safety procedures and develops and implements appropriate policies.
- Coordinates certain activities with public safety officials, outside contractors and agencies where appropriate.
- Ensures training is conducted according to requirements.
- Oversees maintenance of records and files as required by state and federal regulations.
- Works to professionally develop/train staff to airport industry standards.
- Performs other duties as assigned.

FULL PERFORMANCE KNOWLEDGES. SKILLS. ABILITIES AND PERSONAL CHARACTERISTICS:

- Thorough knowledge of advisory circulars pertaining to airport operations, safety, airfield inspections, NOTAMS, and airport design and emergency responses.
- Knowledge of general principles and practices of business management and personnel management.
- Thorough knowledge of the principles and practices of facilities maintenance and management.
- Good knowledge of the principles, methods and equipment common to construction projects.
- Ability to delegate responsibilities and to plan, organize, and coordinate the work of staff with varying job tasks and duties
- Good knowledge of federal, state and local laws and regulations applicable to facilities, buildings and systems related to the upkeep of facilities.
- Knowledge of airport emergency plan (associated with FAA Part 139)
- Knowledge of FAR Part 139 standards and compliance
- Knowledge of TSR 1542 Airport Security Standards.
- Knowledge of applicable labor laws and employee management procedures
- Familiarity with general airport facility and grounds maintenance is desirable
- Ability to manage personnel and resources in a 24 hour/7 day a week environment, including being on call for emergencies
- Ability to plan and evaluate

- Knowledge of productivity principles
- Ability to use Microsoft 365 suite, including Word and Excel
- Ability to read and interpret plans, drawings and specifications
- Ability to work independently with minimal supervision
- Ability to plan and supervise the work of support staff in a manner conducive to full performance and high morale
- Good knowledge of the principles, practices, procedures and techniques of airfield maintenance.
- Ability to make detailed inspections and to recognize potential security or safety hazards.
- Ability to perform in stressful situations and aviation-related emergencies in a professional manner.
- Must maintain an airfield movement area driving permit/certification.
- Ability to read and interpret a variety of blueprints, plans, and specifications applicable to construction work.
- Ability to make detailed technical inspections and to enforce regulations firmly, tactfully, and impartially.
- Ability to prepare detailed project budgets and estimations.
- Ability to communicate clearly, both verbally and in writing, with diverse vendors, tenants, customer base, management, and staff.
- Ability to use tact and courtesy in dealing with employees, visitors, and contractors.
- Ability to keep accurate records and prepare clear and concise reports
- Must possess excellent writing skills and verbal communication skills
- Skilled in developing and maintaining effective interpersonal relations
- Ability to read, understand, and interpret technical and procedural manuals
- Experience in planning and scheduling work for employees
- Ability to meet the physical requirements of the position, with or without a reasonable accommodation
 - Ability to work standing, sitting, or walking for long periods of time
 - Ability to enter, manipulate and process information through computer systems
 - As a safety precaution, hearing ability to detect noises and emergency broadcast signals
 - Ability to ensure regular and reliable attendance
 - Ability to communicate using a two-way radio
 - Ability to work in all weather conditions
 - Ability to drive a vehicle
 - Use of hands and fingers
 - Use eyes to see for close vision and depth perception
 - Ability to lift up to 75 lbs.

MINIMUM QUALIFICATIONS:

- A. Bachelor's degree in Business Management, Aviation Management, or Facilities Management or a related field and five (5) years of work experience, or its part time equivalent, in facilities maintenance and/or building/system management; two (2) years of which must have been in a supervisory capacity.
- B. Associates degree in Business Management, Aviation Management, or Facilities Management or a related field and seven (7) years of work experience, or its part time equivalent, in facilities maintenance and or building/system management; two (2) years of which must have been in a supervisory capacity.
- C. High School Diploma or equivalent and nine (9) years of work experience, or its part time equivalent, in facilities maintenance and or building/system management; two (2) years of which must have been in a supervisory capacity.
- D. Some equivalent combination of A, B, or C.

LICENSE AND CERTIFICATIONS

1. At time of appointment, possession of a valid New York State Driver's License including any special endorsements, as required by the New York State Department of Motor Vehicles for the class of vehicle being operated. Eligibility for and continued possession of the license is required for employment.

2. Must be able to meet and maintain Transportation Security Administration requirements authorizing unescorted access entry to Security Identification Display Area (SIDA).
3. Must Obtain A.A.A.E. Certified Member (CM) designation within the 1st year of employment.

DRAFT

OFFICIAL INTENT RESOLUTION

January 17, 2025

A regular meeting of the Syracuse Regional Airport Authority was convened in public session on January 17, 2025, at 11:02 a.m., local time, at 1000 Colonel Eileen Collins Boulevard, Syracuse, New York.

On a motion duly made by Mr. Michael Lazar and seconded by Mr. Damian Ulatowski the following resolution (the "**Resolution**") was placed before the members of the Syracuse Regional Airport Authority:

RESOLUTION OF THE SYRACUSE REGIONAL AIRPORT AUTHORITY SETTING FORTH ITS OFFICIAL INTENT

WHEREAS, the **SYRACUSE REGIONAL AIRPORT AUTHORITY** (the "**Authority**") is authorized and empowered by provisions of the Syracuse Airport Authority Act, Chapter 463 of the 2011 Laws of the State of New York constituting Title 34 of Article 8 of the Public Authorities Law, Chapter 43-A of the Consolidated Laws of New York, as amended (the "**Act**") to: (A) stimulate and promote economic development, trade and tourism; (B) acquire, construct, reconstruct, continue, develop, equip, expand, improve, maintain, finance and operate aviation and other related facilities and services within central New York; (C) promote safe, secure, efficient and economical air transportation by preserving and enhancing airport capacity; (C) form an integral part of a safe and effective nationwide system of airports to meet the present and future needs of civil aeronautics and national defense and to assure inclusion of the authority's facilities in state, national and international programs for air transportation and for airport or airway capital improvement, all in accordance with the provisions of this title; and (E) ensure that aviation facilities authorized pursuant to this title shall provide for the protection and enhancement of the natural resources and the quality of the environment of the state and the central New York area; and

WHEREAS, under the Act, the Authority is authorized to issue bonds, notes, or other obligations to pay the cost of any project or for any other corporate purpose, including the establishment of reserves to secure the bonds, the payment of principal of, premium, if any, and interest on the bonds and the payment of incidental expenses in connection therewith; and

WHEREAS, bonds, notes, or other obligations issued by the Authority may be general obligations secured by the faith and credit of the Authority or may be special obligations payable solely out of particular revenues or other moneys as may be designated in the proceedings of the Authority under which the obligations shall be authorized to be issued, subject as to priority only to any agreements with the holders of outstanding bonds pledging any particular property, revenues or moneys; and

WHEREAS, the Authority is considering issuing its tax-exempt or taxable CFC Revenue Bonds (Consolidated Rental Car Facility Project) Series 2025 (the "**Series 2025 Bonds**") which may be issued in one or more issues or series to finance a project (the "**Project**") consisting of: (A)(i) the construction of a new, 2-level, approximately 432,000 square foot rental car parking garage facility containing approximately 737 vehicle ready/return stalls and 850 rooftop parking spaces (collectively, the "**CONRAC**") at Issuer's airport complex located at 1000 Colonel Eileen

Collins Boulevard, Syracuse, New York leased by the Issuer from the City of Syracuse (Tax Map ID Nos. 58.-1-10, 58.-1-7, 58.1-8 and 58.-1-13 (the “**Airport**”); (ii) the construction, reconstruction, or renovation of site improvements incidental to the CONRAC, including a covered walkway to the Airport’s terminal, road improvements, and a bus stop (the “**Site Improvements**”), (iii) the installation in and around the CONRAC of certain items of equipment, machinery, fixtures, and other items of tangible personal property, including rental car kiosks and electric vehicle charging stations (the “**Equipment**” and, together with the CONRAC and the Equipment, the “**Project Facility**”); (B) the funding of capitalized interest; (C) the funding of a debt service reserve fund to secure the Series 2025 Bonds, if any; and (D) the payment of certain costs and expenses incidental to the issuance of the of the Series 2025 Bonds; and

WHEREAS, the Authority reasonably expects to that all or a portion of the proceeds of the Series 2025 Bonds will be used to reimburse the Authority for costs of the Project (the “**Project Costs**”) paid by the Authority prior to the issuance of the Series 2025 Bonds; and

WHEREAS, the Authority anticipates that it may finance all or a portion of the Project Costs with the proceeds of tax-exempt bonds in an a maximum principal amount of \$65,000,000; and

WHEREAS, the Authority wishes to express its official intent to reimburse expenditures incurred prior to the issuance of the Bonds from the Bond proceeds, all in compliance with United States Treasury Regulations Section 1.150-2 and other applicable laws and regulations.

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

1. The Authority is hereby authorized to undertake the Project incur Project Costs in such amounts as the Executive Director, the Chief Financial Officer or their designee (each, an “**Authorized Officer**”) may authorize as appropriate.

2. Expenditures made by the Authority toward the Project Costs may, to the extent otherwise qualified by law or regulation, be reimbursed from the Bond proceeds up to a maximum principal amount of \$65,000,000.

3. Each Authorized Officer is hereby authorized to keep and maintain appropriate records with respect to such expenditures in order that they qualify for reimbursement from Bond proceeds at the time the Bonds are issued.

4. The Institution hereby declares its official intent to finance the Project Costs with proceeds of the Bonds to be issued on behalf of the Authority by the Issuer. This resolution is intended to constitute the declaration of the Authority’s “official intent” to reimburse expenditures in connection with the Project with proceeds of obligations issued for that purpose in accordance with United States Treasury Department Regulations Section 1.150-2.

5. Hancock Estabrook, LLP is hereby appointed as bond counsel and disclosure counsel in connection with the transactions contemplated in these Resolutions.

6. Each Authorized Officer is hereby authorized and empowered to execute such documents and instruments as may be necessary to carry out the intent of these Resolutions.

7. These Resolutions shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to vote on roll call, which resulted as follows:

Jo Anne C. Gagliano	<u> </u> Present	<u> x </u> Yes	<u> </u> No
Michael Frame	<u> </u> Present	<u> </u> Yes	<u> N/A </u> No
Dr. Shiu-Kai Chin	<u> </u> Present	<u> </u> Yes	<u> N/A </u> No
Nathaniel J. Stevens	<u> </u> Present	<u> </u> Yes	<u> N/A </u> No
Michael J. Lazar	<u> </u> Present	<u> x </u> Yes	<u> </u> No
Robert Simpson	<u> </u> Present	<u> x </u> Yes	<u> </u> No
Mr. Damian Ulatowski	<u> </u> Present	<u> x </u> Yes	<u> </u> No
Latoya Allen	<u> </u> Present	<u> x </u> Yes	<u> </u> No
Kenneth Kinsey	<u> </u> Present	<u> </u> Yes	<u> N/A </u> No
Thomas Fernandez	<u> </u> Present	<u> x </u> Yes	<u> </u> No
Dr. Donna DeSiato	<u> </u> Present	<u> x </u> Yes	<u> </u> No

The Resolution was thereupon declared duly adopted.

N/A - Board member not present

STATE OF NEW YORK)
 : SS.:
COUNTY OF ONONDAGA)

I, the undersigned Secretary of the Syracuse Regional Airport Authority, DO HEREBY CERTIFY THAT:

I have compared the foregoing copy of a resolution of the Board of the Syracuse Regional Airport Authority (the "Authority") with the original thereof on file in the office of the Authority, and the same is a true and correct copy of such resolution and of the proceedings of the Authority in connection with such matter.

Such resolution was passed at a meeting of the Board of the Authority duly convened in public session on January 17, 2025 at 11 a.m. local time, at 1000 Colonel Eileen Collins Boulevard, Syracuse, New York at which the following members were:

I FURTHER CERTIFY that (i) all members of the Authority had due notice of said meeting, (ii) pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 17th day of January 2025.


H. Jason Terreri, Secretary

JOANNE M. CLANCY
Notary Public, State of New York
No. 01CL6231060
Qualified In Onondaga County
Commission Expires: November 15, 2026

