

REGULAR MEETING
ASHEVILLE REGIONAL AIRPORT AUTHORITY
October 12, 2012

The Asheville Regional Airport Authority ("Authority") met on Friday, October 12, 2012 at 8:30 a.m. in the Conference Room at the Authority's Administrative Offices, Asheville Regional Airport ("Airport"), 61 Terminal Drive, Suite 1, Asheville, NC 28732.

MEMBERS PRESENT: David R. Hillier, Chairman; David Gantt, Vice-Chairman; Jeffrey A. Piccirillo, Secretary-Treasurer; Martha W. Thompson; and Bob Roberts

MEMBERS ABSENT: Bill Moyer

STAFF AND LEGAL COUNSEL PRESENT: Vic Buchanan, Authority Legal Counsel; Lew Bleiweis, Executive Director; Michael Reisman, Deputy Executive Director of Development and Operations; C. Jeffrey Augram, Chief of Public Safety; David Nantz, Director of Operations and Maintenance; Royce Holden, IT Director; Vickie Thomas, Director of Finance and Accounting; Suzie Baker, Director of Administration; Tina Kinsey, Director of Marketing & Public Relations; Amy Burritt, Marketing Supervisor; and Ellen Heywood, Recording Secretary

ALSO PRESENT: Jeff Kirby, Michael Baker Corporation

CALL TO ORDER: The Chairman welcomed everyone in attendance and called the meeting to order at 8:30 a.m. The Chairman stated that two Authority Board meetings would take place and the Greater Asheville Regional Airport Authority Board meeting would be held at the conclusion of the Asheville Regional Airport Authority Board meeting.

CONSENT AGENDA: The Chairman advised the Board that Consent Agenda Item B, Approval of the Asheville Regional Airport Authority June 6, 2012 Closed Session Minutes, would be pulled for review in Closed Session.

A. Approval of the Asheville Regional Airport Authority June 6, 2012 Regular Meeting Minutes: Mr. Gantt moved to approve the Asheville Regional Airport Authority June 6, 2012 Regular Meeting Minutes. Mr. Roberts seconded the motion and it carried by a 5 to 0 vote.

CLOSED SESSION: At 8:33 a.m. Mr. Piccirillo moved to go into Closed Session pursuant to Subsection 143-318.11(a) (3) of the General Statutes of North Carolina, to consult with legal counsel in order to preserve the attorney-client privilege. Mr. Gantt seconded the motion and it carried by a 5 to 0 vote.

Esther Manheimer arrived at 8:35 a.m.

Open Session resumed at 8:59 a.m.

Esther Manheimer signed a letter and presented the letter to the Authority Board. The Board also received a letter from the attorney for the City of Asheville. The consensus of the Board was to return to Closed Session to review the letter received from the attorney for the City of Asheville.

CLOSED SESSION: At 9:01 a.m. Mr. Gantt moved to go into Closed Session pursuant to Subsection 143-318.11(a) (3) of the General Statutes of North Carolina, to consult with legal counsel in order to preserve the attorney-client privilege. Mr. Piccirillo seconded the motion and it carried by a 5 to 0 vote.

Open Session resumed at 9:53 a.m.

The Chairman called for a short break.

The Board reconvened at 9:57 a.m.

Mr. Roberts moved to seal the minutes for the two October 12, 2012 Closed Sessions and withhold such minutes from public inspection so long as public inspection would frustrate the purpose or purposes thereof. Ms. Thompson seconded the motion and it carried by a 5 to 0 vote.

APPROVAL OF ASHEVILLE REGIONAL AIRPORT AUTHORITY JUNE 6, 2012

CLOSED SESSION MINUTES: Mr. Piccirillo moved to approve the minutes for the June 6, 2012 Closed Session, and to seal and withhold such minutes from public inspection so long as public inspection would frustrate the purpose or purposes thereof. Mr. Roberts seconded the motion and it carried by a 5 to 0 vote.

The Chairman stated that the Board received a hand-delivered letter from Esther Manheimer at 9:00 a.m. in open session in which letter she resigned from the Authority. The Chairman further stated that the Board also received a letter from the attorney for the City of Asheville at that same time and that letter was reviewed in Closed Session.

NEW BUSINESS:

A. Bill of Assignment, Conveyance, Transfer, Authorization, and Grant to the Greater Asheville Regional Airport Authority: Mr. Buchanan informed the Board that he had prepared a Bill of Assignment which deals with a number of things such as transfer, assignment, and conveyance of certain property to the Greater Asheville Regional Airport Authority and also authorizes the Chairman to sign that document. It also authorizes the Greater Asheville Regional Airport Authority to operate, administer, regulate and control the Asheville Regional Airport.

Mr. Gantt moved that, effective immediately, the Asheville Regional Airport Authority hereby approves, and agrees to be bound by, the Bill of Assignment, Conveyance, Transfer, Authorization, and Grant and each and every provision thereof from and by the Asheville Regional Airport Authority to the Greater Asheville Regional Airport Authority; and hereby authorizes and directs its Chairman to forthwith execute and deliver the Bill of Assignment, Conveyance, Transfer, Authorization, and Grant for, and on behalf of, the Asheville Regional Airport Authority and its governing board. Mr. Piccirillo seconded the motion and it carried by a 5 to 0 vote.

At 10:01 a.m. the Chairman executed the Bill of Assignment document in duplicate on behalf of the Asheville Regional Airport Authority.

B. Resolution to Authorize and Direct the Executive Director to Execute and Deliver Certificates and Documents of Title, and Assignments and Transfers of Leases, Subleases, Agreements, Permits, Contracts and other Documents and Instruments: Mr. Roberts moved to approve the following resolution:

WHEREAS, by an Agreement dated November 29, 1979, and entered into by and between the County of Buncombe and the City of Asheville, the Asheville Regional Airport Authority ("ARAA") was created as a joint agency pursuant to Article 20 of Chapter 160A of the General Statutes of North Carolina; and

WHEREAS, the County of Buncombe and the City of Asheville entered into a Restated and Amended Airport Authority Agreement dated January 22, 2008 ("2008 Agreement"); and

WHEREAS, Section 4 of the 2008 Agreement provided in part that "the management, development, operation, regulation and maintenance of the Asheville Regional Airport shall be under the direct control and supervision" of ARAA; and

WHEREAS, in the past, leases, subleases, agreements, permits, contracts, and other documents and instruments have been executed by ARAA's Managing Director (which position is also referred to as the Executive Director), under authorization by the Board of ARAA; and

WHEREAS, the Greater Asheville Regional Airport Authority ("GARAA") was created by Session Law 2012-121, which was ratified by the General Assembly of North Carolina on June 28, 2012; and

WHEREAS, at the appropriate time or times, all ARAA leases, subleases, agreements, permits, contracts, and other documents and instruments (collectively, "Agreements") shall be assigned by and from ARAA to GARAA; and

WHEREAS, it is the desire of the Board of ARAA to authorize the Executive Director to execute appropriate assignment and transfer documents and instruments.

NOW, THEREFORE, BE IT RESOLVED by the Board of ARAA that:

The Executive Director is hereby authorized and directed to execute and deliver, at the appropriate time or times, certificates and documents of title, and assignments and transfers of leases, subleases, agreements, permits, contracts, and other documents and instruments (collectively, "Documents").

Notwithstanding the foregoing, prior approval from the Board of ARAA shall be required for the execution and delivery of any Documents which would materially change any of the Agreements or materially impact any interest therein or thereunder.

Adopted this 12th day of October, 2012.

Asheville Regional Airport Authority

David R. Hillier, Chairman

Attest:

Jeffrey A. Piccirillo, Secretary-Treasurer

Ms. Thompson seconded the motion and it carried by a 5 to 0 vote.

At 10:05 a.m. the Chairman and Secretary-Treasurer executed the document.

CALL FOR NEXT MEETING:

The Chairman advised the Board that it appears as if one more meeting of the Asheville Regional Airport Authority Board will be necessary. The Chairman stated that it was very uncertain as to when that meeting will be required so the Board is unable to set a date at this time.

SERVICE RECOGNITION AWARDS:

A. Bill Moyer: The Chairman stated that Mr. Moyer was not available but wanted to read the following Resolution of Appreciation:

Asheville Regional Airport Authority

~ Resolution ~

WHEREAS, the Asheville Regional Airport Authority was created by the City of Asheville and the County of Buncombe for the purpose of maintaining, operating, regulating and improving the Asheville Regional Airport; and

WHEREAS, Bill Moyer served as Member of the Asheville Regional Airport Authority from February 2011 through June 2012; and

WHEREAS, Bill Moyer was selected by the Authority Board after extensive investigation of other highly qualified candidates; and

WHEREAS, Bill Moyer, during his period of service to the Authority, and based upon his extensive legal and other public service experience, provided valuable insight and made many helpful suggestions for improvement to the Asheville Regional Airport and the operation of the Authority;

NOW, THEREFORE, BE IT RESOLVED, that the Asheville Regional Airport Authority expresses its sincere thanks and gratitude to Bill Moyer for his dedicated efforts in serving the needs of the Asheville Regional Airport Authority.

Adopted this 12th day of October, 2012.

David R. Hillier, Chairman

ATTEST:

Jeffrey A. Piccirillo, Secretary/Treasurer

Mr. Gantt moved to approve the Resolution of Appreciation for Bill Moyer. Mr. Piccirillo seconded the motion and it carried by a 5 to 0 vote.

B. Esther Manheimer: The Chairman stated that Ms. Manheimer served on the Asheville Regional Airport Authority Board for a short period of time and in conversation with Ms. Manheimer, learned that she felt a framed aerial photo of the airport would suffice as recognition of her service on the Board. The Chairman presented Ms. Manheimer with the aerial photo and thanked her for her contributions to the meetings. Ms. Manheimer thanked the Board and stated that she enjoyed her brief time on the Board.

C. David Gantt: The Chairman read the following Resolution of Appreciation for Mr. Gantt:

Asheville Regional Airport Authority

~ Resolution ~

WHEREAS, the Asheville Regional Airport Authority was created by the City of Asheville and the County of Buncombe for the purpose of maintaining, operating, regulating and improving the Asheville Regional Airport; and

WHEREAS, David Gantt served as Member of the Asheville Regional Airport Authority from July 2004 through June 2012; and

WHEREAS, David Gantt also served as Vice-Chairman of the Authority from August 2008 through June 2012; and

WHEREAS, David Gantt served contemporaneously as Chairman of the Buncombe County Commissioners; and

WHEREAS, during David Gantt's term on the Authority, great improvements were made at the airport, including more efficient and enhanced baggage claim area, greatly improved customer service, increased parking, renovation of "A Gates", and vast improvement in the governance of the Authority; and

WHEREAS, David Gantt, throughout his term on the Asheville Regional Airport Authority, conscientiously and diligently worked for the improvement of the Asheville Regional Airport in ways too numerous to mention, always bringing to deliberations of the Authority his wisdom, experience, knowledge, and good nature;

NOW, THEREFORE, BE IT RESOLVED, that the Asheville Regional Airport Authority expresses its sincere thanks and gratitude to David Gantt for his dedicated efforts in serving the needs of the Asheville Regional Airport Authority.

Adopted this 12th day of October, 2012.

David R. Hillier, Chairman

ATTEST:

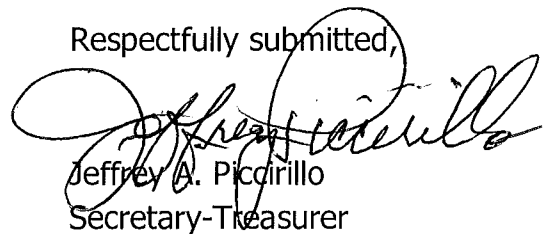
Jeffrey A. Piccirillo, Secretary/Treasurer

Ms. Thompson moved to approve the Resolution of Appreciation for Mr. Gantt. Mr. Roberts seconded the motion and it carried by a 5 to 0 vote.

Mr. Gantt stated that he has been honored to serve and urged the Board to go to conferences and learn what is going on in the industry. Mr. Gantt further encouraged new members to be bold and think big as there's no reason why the airport can't be big and bold. Mr. Gantt stated that Asheville is one of the best airports, has wonderful staff, and the best part of his service has been getting to know the people. Mr. Gantt was proud of all that has been accomplished at the airport and asked that the Authority cherish the leadership Mr. Hillier has provided.

ADJOURNMENT: Mr. Gantt moved to adjourn the meeting at 10:13 a.m. Mr. Roberts seconded the motion and it carried by a 5 to 0 vote.

Respectfully submitted,



Jeffrey A. Piccirillo
Secretary-Treasurer

Approved:



David R. Hillier
Chairman