

04/06/2020 4:26 pm

MELISSA C. STICE
CITY CLERK

**Notice and Agenda of
Combined Meeting of
TULSA AIRPORTS IMPROVEMENT TRUST - SPECIAL MEETING
and TULSA AIRPORT AUTHORITY - REGULAR MEETING**

THURSDAY ~ APRIL 9, 2020 ~ 8:30 a.m.

AIRPORT CONFERENCE ROOM #A211
TULSA INTERNATIONAL AIRPORT
7777 AIRPORT DRIVE
TULSA, OKLAHOMA

The Trustees of the Tulsa Airports Improvement Trust (TAIT) and the Members of the Tulsa Airport Authority (TAA) will hold this meeting by videoconferencing and teleconferencing via **Webex**, an online meeting and web conferencing tool.

TAIT Trustees, TAA Members, and the public may attend the Board meeting via videoconferencing and teleconferencing by joining from a computer, tablet, or smartphone using the following link:

<https://tulsaairports.webex.com/tulsaairports/j.php?MTID=m7aa83e89b1cd76a19e6bf202a5538805>

Trustees and members of the public can also dial in using their phone by dialing:

+1-469-210-7159 United States Toll (Dallas) or
+1-312-535-8110 United States Toll (Chicago)
Participants must enter this Access Code: 965 729 144

The public may also join from the following options:

From a video system or application
Dial 965729144@tulsaairports.webex.com
You can also dial 173.243.2.68 and enter your meeting number.

From a Microsoft Lync or Microsoft Skype for Business
Dial 965729144.tulsaairports@lync.webex.com

The following Trustees/Members plan to attend remotely via **Webex** video conferencing, provided that they may still be permitted to appear and attend at the meeting site, Airport Conference Room #A211.

Trustees: Jeff Stava, Chair; G. T. Bynum, Mayor; Joe Robson, Vice-Chair; Mary Smith Crofts, and Kent Harrell.

If during this meeting our audio is lost or compromised, we will attempt to restore communications for a maximum of thirty (30) minutes. If we are unable to restore communications, the meeting will reconvene today, Thursday, April 9th @ 4:00p.m., at the Airport Small Conference Room, Suite A-211, 7777 Airport Drive, Tulsa OK. In the event the meeting is reconvened, you may access the reconvened meeting virtually at:

<https://tulsaairports.webex.com/tulsaairports/j.php?MTID=m55ebad8b6e8fcbb26eb3a7aa67727491>

Trustees and members of the public can also dial in using their phone by dialing:

+1-469-210-7159 United States Toll (Dallas) or

+1-312-535-8110 United States Toll (Chicago)

Participants must enter this Access Code: 965 744 787

The public may also join from the following options:

From a video system or application:

Dial 965744787@tulsaairports.webex.com

You can also dial 173.243.2.68 and enter your meeting number.

From a Microsoft Lync or Microsoft Skype for Business

Dial 965744787.tulsaairports@lync.webex.com

IF YOU REQUIRE SPECIAL ACCOMMODATIONS PURSUANT TO THE AMERICANS WITH DISABILITIES ACT, PLEASE NOTIFY LISA MARTIN AT (918) 838-5000 BY APRIL 08, 2020.

Call Combined Meeting of the Trustees of the Tulsa Airports Improvement Trust and Meeting of the Members of the Tulsa Airport Authority to order.

- 1. Approve the Minutes of the Combined March 12, 2020 Meeting of TAIT and TAA.**
- 2. Financial and Operating.**
 - 2.A. Receive and File Operating Reports – TUL/RVS.
 - Chief Executive Officer Report
 - Chief Financial Officer Report

2.B. Approve the following resolution:

A RESOLUTION OF TRUSTEES OF THE TULSA AIRPORTS IMPROVEMENT TRUST (“TRUSTEES”) AUTHORIZING THE ISSUANCE AND SALE OF A GENERAL AIRPORT REVENUE BOND IN A PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000 CONSISTING OF A SINGLE BOND TO BE DESIGNATED “TRUSTEES OF THE TULSA AIRPORTS IMPROVEMENT TRUST, GENERAL AIRPORT REVENUE SUBORDINATE BOND, SERIES 2020C (REVOLVING CREDIT AGREEMENT)” AND THE ISSUANCE AND SALE THEREOF TO A FINANCIAL INSTITUTION, AS SECURITY FOR AND EVIDENCE OF A LOAN TO THE TRUSTEES BY NEGOTIATION TO FINANCE WORKING CAPITAL, OTHER CASH FLOW NEEDS AND COSTS OF ISSUANCE; WAIVING COMPETITIVE BIDDING ON THE SALE OF THE SUBORDINATE BOND; AUTHORIZING THE EXECUTION AND DELIVERY OF A LOAN AGREEMENT BY AND BETWEEN THE TRUSTEES AND A FINANCIAL INSTITUTION; PROVIDING FOR THE PURCHASE OF THE SUBORDINATE BOND, AND THE MAKING OF A LOAN, IN SUCH FORM AND UPON SUCH TERMS, PROVISIONS AND CONDITIONS AS SHALL BE APPROVED BY THE CHAIR OR VICE CHAIR OF THE TRUSTEES; AUTHORIZING THE EXECUTION AND DELIVERY OF A SUPPLEMENTAL BOND INDENTURE, BY AND BETWEEN THE TRUSTEES AND BOKF, NA, AS TRUSTEE; PROVIDING FOR THE ISSUANCE OF AND SECURITY FOR THE SUBORDINATE BOND IN SUCH FORM AND UPON SUCH TERMS, PROVISIONS AND CONDITIONS AS SHALL BE APPROVED BY THE CHAIR OR VICE CHAIR OF THE TRUSTEES; APPROVING THE APPOINTMENT OF BOKF, NA, AS THE TRUSTEE AND THE REGISTRAR AND PAYING AGENT FOR THE SUBORDINATE BOND; MAKING CERTAIN OTHER FINDINGS AND DETERMINATIONS AND OTHERWISE PROVIDING AUTHORIZATION FOR OTHER ACTIONS NECESSARY WITH RESPECT TO THE ISSUANCE OF THE SUBORDINATE BOND.

- 2.C. Approve form of letter agreement for emergency rental and fee deferrals for the airlines and other airport tenants, and authorize the Chief Executive Officer temporary signature authority to approve and execute such letter agreements. Such letter agreements may not authorize more than three months of deferral and must require the counterparty to repay all deferred amounts by December 31, 2020. Additionally, all emergency rental and fee deferrals shall only be approved for those deferrals directly or substantially related to the current National Emergency Concerning the Novel Coronavirus Disease (COVID-19). All deferrals are premised and conditioned on the Airport receiving proportionate share of funds from the CARES Act.
- 2.D. Approve and Award Professional Services Agreement with RSM US LLP for Airport Revenue Auditing Services for a term of one (1) year with four (4) one-year options to extend – TUL/RVS.
- 2.E. Approve and Award Professional Services Agreement with RSM US LLP for Financial and Compliance Audit Services for one (1) year in an amount not-to-exceed \$51,100.00 with four (4) one-year options to extend, for the audit of the fiscal year ended June 30, 2020, effective May 1, 2024 – TUL/RVS.

2.F. Accept Bid and Award Contract (Pest Control Services) with Douglas Kirkham Enterprises, LLC, d/b/a Dandi Guaranty Pest Solutions & Termite Protection, the lowest responsible bidder, for one (1) year with four (4) one-year renewal options in the amount of \$11,512.40, effective June 1, 2020 – TUL.

3. Capital Improvement Contracts, Amendments, Change Orders, or Other Action.

3.A. Reserved. ~ No items.

3.B. Contracts. ~ No items.

3.B.1. Approve Purchase Agreement (R\W 18R-36L Runway Safety and Pavement Improvement Project) with ADB Safegate Americas, LLC, a sole source provider, in the amount of \$133,507.02, subject to receipt of FAA Grant funds – TUL.

3.C. Contract Amendments. ~ No items.

3.D. Change Orders.

3.D.1. Approve Change Order No. 4 (Schwab Hall Project-Phases 2 & 3) with Manhattan Construction Company in the amount of \$40,225.71 – TUL.

3.E. Change of Quantities. ~ No items.

3.F. Other Contract Action. ~ No items.

4. Contracts, Leases, Licenses or Other Action.

4.A. Approve Landlord's Lien Waiver, Access Agreement, and Consent with Bank of America, N.A., on behalf of Spirit Aerosystems, and recommend approval to the City of Tulsa – TUL.

4.B. Approve Acknowledgment and Consent to Subtenant with Tulsair Beechcraft, Inc., (Hangars 11, 12 and 16), effective March 16, 2020 – TUL.

4.C. Approve Acknowledgment and Consent to Subtenant with Omni Air International, LLC, effective March 16, 2020 – TUL.

4.D. Approve Assignment of Sublease and Acknowledgment and Consent to Assignment (Lot 3, Block 4, Southwest Commercial Area) with Linda Lu Booker, as Trustee of the Ray Booker Trust dated September 8, 2010, to Donald R. Chappel and Erin L. Chappel, effective upon closing, but no later than April 14, 2020 – RVS.

4.E. Approve Acknowledgment and Consent to Collateral Assignment from Planenutts, LLC to Arvest Bank (Lot 1, Block 9, Northeast Hangar Development; Hangar B-63), effective upon approval – RVS.

4.F. Approve Mutual Termination of Sublease Agreement with Planenutts, LLC (Lot 1, Block 9, Northeast Hangar Development; Hangar B-63), effective April 1, 2020 – RVS.

4.G. Approve Sublease Agreement with Planenutts, LLC (Lot 1, Block 9, Northeast Hangar Development; Hangar B-63) for fifteen (15) years with two (2) five-year options to extend the term at the standard rate, effective April 1, 2020 – RVS.

5. Other TAIT Business.

6. TAA Business.

6.A. Approve the following resolution:

A RESOLUTION OF THE TULSA AIRPORT AUTHORITY RELATING TO THE TRUSTEES OF THE TULSA AIRPORTS IMPROVEMENT TRUST; RATIFYING, CONFIRMING AND APPROVING THE ISSUANCE AND SALE BY NEGOTIATION OF A REVENUE BOND IN THE PRINCIPAL AMOUNT OF NOT TO EXCEED \$15,000,000, CONSISTING OF A SINGLE BOND TO BE DESIGNATED “TRUSTEES OF THE TULSA AIRPORTS IMPROVEMENT TRUST, GENERAL AIRPORT REVENUE SUBORDINATE BOND, SERIES 2020C (REVOLVING CREDIT AGREEMENT)”; APPROVING THE EXECUTION AND DELIVERY OF A SUPPLEMENTAL BOND INDENTURE BY AND BETWEEN THE TRUSTEES AND BOKF, NA, AS TRUSTEE; PROVIDING FOR THE ISSUANCE AND SECURITY FOR A SINGLE BOND; APPROVING THE RESOLUTION ADOPTED BY THE TRUSTEES ON APRIL 9, 2020 AUTHORIZING THE ISSUANCE OF A SINGLE BOND; APPROVING THE APPOINTMENT OF BOKF, NA, AS THE TRUSTEE AND REGISTRAR AND PAYING AGENT; AND OTHERWISE PROVIDING AUTHORIZATION FOR OTHER ACTIONS NECESSARY WITH RESPECT TO THE ISSUANCE OF THE SUBORDINATE BOND.

7. Adjourn.