



**CITY OF CLEVELAND
MUNICIPAL AIRPORT AUTHORITY
AGENDA
April 15, 2016
9:00 A.M.**

I. CALL TO ORDER

II. ROLL CALL

- A. _____ Lou Patten (Chairman)
- B. _____ Verrill Norwood (Vice Chairman)
- C. _____ Lynn DeVault (Secretary/Treasurer)
- D. _____ Mike McCoy
- E. _____ Steve Wright

III. ACCEPTANCE OF MINUTES (February 2016)

IV. UPDATES

- A. Construction Updates (Mark Fidler)
- B. Runway Extension Project (Mark Fidler)
- C. Director's Report (Mark Fidler)
- D. FBO Report (Taylor Newman)

V. UNFINISHED BUSINESS

- A. Update on Sale of NDB Property – South Lee Highway

VI. NEW BUSINESS

- A. Discussion - Responses to SOQ Request for FBO Services

VII. BOARD MEMBER REPORTS

- A. Lou Patten**
- B. Verrill Norwood**
- C. Lynn DeVault**
- D. Mike McCoy**
- E. Steve Wright**

VIII. ADJOURNMENT

Next Scheduled Meeting – May 20, 2016

Informational Attachments:

Authority Attendance Log (Pages 1)
Payments (Page 2-3)

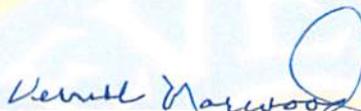
CLEVELAND MUNICIPAL AIRPORT AUTHORITY

- ROLL CALL -

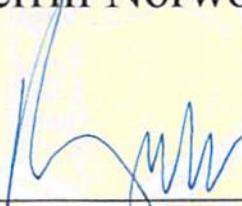
MEETING DATE: Apr 15 2016



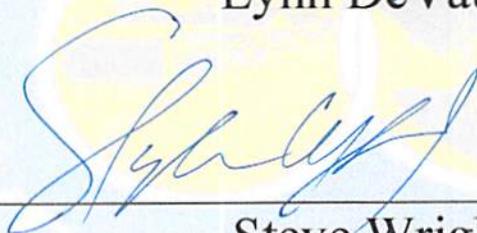
Lou Patten



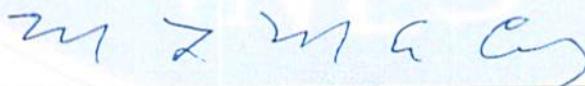
Verrill Norwood



Lynn DeVault



Steve Wright



Mike McCoy

CLEVELAND AIRPORT AUTHORITY

SIGN IN SHEET

MEETING DATE: April 15, 2016

Name & Company Name: (<i>PRINT</i>)	Address:	E-mail:
1 <u>Taylor Newman Crystal ATMC</u>		
2 <u>Randall Hebbner</u>		
3 <u>Joyanna Love Cleveland Daily Banner</u>		
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City of Cleveland
 Account Analysis
 March 2016

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 Id:

Fund: 322-CAPITAL IMPROVEMENTS PROGRAM FUND

---Date---	Reference	Check#	Type	-----Description-----	-----Debit-----	-----Credit-----	-----Balance-----	
--Packet--								

52500-932				CLEVELAND REGIONAL JETPORT				SOUTHSIDE CORPORATE AREA
				Beginning Balance			154,373.56	
03/29/2016	10423-18	55381	CD	PDC CONSULTANTS, LLC	2,800.00		157,173.56	CD4259
				Ending Balance	2,800.00		157,173.56	

52500-933				CLEVELAND REGIONAL JETPORT				ENVIRONMENTAL MONITORING
				Beginning Balance			21,607.00	
03/07/2016	10425-11	55193	CD	PDC CONSULTANTS, LLC	253.00		21,860.00	CD4244
				Ending Balance	253.00		21,860.00	

52500-938				CLEVELAND REGIONAL JETPORT				JETPORT/TAXILANE ADDITION
				Beginning Balance			0.00	
03/30/2016	TAD0655507	55409	CD	PDC CONSULTANTS, LLC	4,125.00		4,125.00	CD4260
				Ending Balance	4,125.00		4,125.00	

52500-941				CLEVELAND REGIONAL JETPORT				GAS LINE EXPENDITURE
				Beginning Balance			66,518.34	
03/07/2016	164029,162	55160	CD	CHATTANOOGA GAS CO.	19,005.24		85,523.58	CD4244
				Ending Balance	19,005.24		85,523.58	

52500-942				CLEVELAND REGIONAL JETPORT				T-HANGARS "2" CONSTRUCTION
				Beginning Balance			646,052.98	
03/01/2016	INV4TAD015	55064	CD	EVANS-AILEY CONSTRUCTION, INC.	7,125.00		653,177.98	CD4241

MARCH PAYMENTS

03/01/2016	INV8BTAD01	55064	CD	EVANS-AILEY CONSTRUCTION, INC.	16,777.73	669,955.71	CD4241
03/01/2016	INV9TAD015	55064	CD	EVANS-AILEY CONSTRUCTION, INC.	61,750.00	731,705.71	CD4241
03/07/2016	INV8ATAD01	55170	CD	EVANS-AILEY CONSTRUCTION, INC.	117,439.83	849,145.54	CD4244
03/14/2016	10426-16H	55266	CD	PDC CONSULTANTS, LLC	2,970.00	852,115.54	CD4249
				Ending Balance	206,062.56	852,115.54	

52500-952

CLEVE REGIONAL JETPORT

APRON DESIGN/T-HANGARS CONST

				Beginning Balance		535,221.02	
03/01/2016	10426-15A	55081	CD	PDC CONSULTANTS, LLC	7,903.00	543,124.02	CD4241
03/01/2016	INV5TAD075	55064	CD	EVANS-AILEY CONSTRUCTION, INC.	16,056.40	559,180.42	CD4241
03/07/2016	10426-14A	55193	CD	PDC CONSULTANTS, LLC	6,025.00	565,205.42	CD4244
03/14/2016	10426-16A	55266	CD	PDC CONSULTANTS, LLC	7,941.00	573,146.42	CD4249
				Ending Balance	37,925.40	573,146.42	

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**Cleveland Municipal Airport Authority
Cleveland Regional Jetport (KRZR)**

Operating Revenues and Expenses

FY 2015: July 1, 2015 thru June 30, 2016

Revenue Sources as of 04/06/16	March			Year to Date = 75.0% of FY 2016			YTD %'age of Budget	Budgeted	
	Quantity	\$ Amount	%'age	Quantity	\$ Amount	%'age		\$ Amount	%'age
Jet-A	17,899.00	\$ 44,415.87	59.6%	137,849.20	\$ 359,256.84	62.3%	40.5%	\$ 886,400.00	70.3%
<u>100LL AVGAS</u>	<u>2,771.80</u>	<u>\$ 11,600.01</u>	<u>15.6%</u>	<u>22,342.10</u>	<u>\$ 98,920.08</u>	<u>17.2%</u>	<u>48.8%</u>	<u>\$ 202,500.00</u>	<u>16.0%</u>
Total Fuel	20,670.80	\$ 56,015.88	75.2%	160,191.30	\$ 458,176.92	79.5%	42.1%	\$ 1,088,900.00	86.3%
4.5% Fuel Tax		\$ (2,520.71)	(3.4)		\$ (20,617.96)	(3.6)%	(42.1%)	\$ (49,000.00)	(3.9)%
NET FUEL		53,495.17	71.8%		\$ 437,558.96	75.9%	42.1%	\$ 1,039,900.00	82.4%
Ramp Fees	8	\$ 604.00	0.8%	123	\$ 8,888.00	1.5%	55.6%	\$ 16,000.00	1.3%
Tie Downs	3	\$ 160.00	0.2%	103	\$ 4,549.50	0.8%	113.7%	\$ 4,000.00	0.3%
<u>GPU Fees</u>			<u>0.0%</u>	13	<u>\$ 345.00</u>	<u>0.1%</u>		<u>\$ -</u>	<u>0.0%</u>
Total Fees		\$ 764.00	1.0%		\$ 13,782.50	2.4%	68.9%	\$ 20,000.00	1.6%
Total Ramp Op's		\$ 54,259.17	72.8%		\$ 451,341.46	78.3%	42.6%	\$ 1,059,900.00	84.0%
T-Hangar Leases	40	\$ 11,308.04	15.2%	198	\$ 55,883.04	9.7%	55.4%	\$ 100,800.00	8.0%
<u>Property Leases</u>	<u>9</u>	<u>\$ 7,113.58</u>	<u>9.5%</u>	<u>80</u>	<u>\$ 58,337.33</u>	<u>10.1%</u>	<u>89.7%</u>	<u>\$ 65,000.00</u>	<u>5.1%</u>
Total Leases		\$ 18,421.62	24.7%		\$ 114,220.37	19.8%	68.9%	\$ 165,800.00	13.1%
FBO Hangar Lease & % Return		\$ 1,250.00	1.7%	3	\$ 4,114.59	0.7%	274.3%	\$ 1,500.00	0.2%
Facility (Room) rent	3	\$ 600.00	0.8%	11	\$ 1,755.00	0.3%	23.4%	\$ 7,500.00	0.6%
Advertising				1	\$ 5,000.00	0.9%	33.3%	\$ 15,000.00	1.2%
Special Events								\$ 11,500.00	0.9%
Other		\$ -			\$ -			\$ -	0.0%
<u>Other</u>		<u>\$ -</u>			<u>\$ -</u>			<u>\$ -</u>	<u>0.0%</u>
Total Other Revenue		\$ 1,850.00	2.5%		\$ 10,869.59	1.9%	30.6%	\$ 35,500.00	2.9%
Total Ops Revenue		\$ 74,530.79	100%		\$ 576,431.42	100%	45.7%	\$ 1,261,200.00	100%
Budgeted Expenses - Prorated Retained		\$ 105,100.00 141.0%			\$ 945,900.00 60.9%		75.0%	\$ 1,261,200.00 100%	
		\$ (30,569.21) (41.0%)			\$ (369,468.58) (64.1%)				
Actual Posted Expense 04/06/16 Retained		\$ 120,513.08 161.7%			\$ 585,404.24 101.6%		46.4%	\$ 1,261,200.00 100%	
		\$ (45,982.29) (61.7%)			\$ (8,972.82) (1.6%)				
Other:		\$ -			\$ -			\$ -	

Notes:

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RP4955GL

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City of Cleveland
Expenditure Report
April 2016

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Fund: 110-GENERAL FUND

Monthly Comparative % 83.3333

Acct Number	Account Name	ANNUAL BUDGET	MTD EXPENSES	YTD EXPENSES	UNEXPENDED
52500-111	SALARIES	73,400.00	2,820.24	53,956.83	19,443.17
52500-119	CONTRACTED SERVICES-FBO	133,000.00		85,249.44	47,750.56
52500-133	SOLD VACATIONS	1,500.00			1,500.00
52500-134	CHRISTMAS BONUS	200.00		108.28	91.72
52500-140	DENTAL INSURANCE				
52500-141	SOCIAL SECURITY TAX	6,200.00	242.52	4,642.14	1,557.86
52500-142	HEALTH INSURANCE			14.00	-14.00
52500-143	RETIREMENT EXP	13,400.00	526.89	10,043.85	3,356.15
52500-144	LIFE & DISABILITY INS	900.00	70.10	701.00	199.00
52500-145	VISION INSURANCE				
52500-149	WORKER'S COMP CLAIMS	500.00			500.00
52500-191	LAUNDRY & DRY CLEANING	600.00		13.90	486.10
52500-197	CLOTHING ALLOWANCE	400.00		350.00	50.00
52500-211	POSTAGE/SHIPPING EXP	300.00		98.48	201.52
52500-221	PRINTING EXP	500.00			500.00
52500-228	SERVICE AGREEMENT-CU				
52500-237	ADVERTISING	5,000.00	84.15	1,567.95	3,432.05
52500-239	SUBSCRIPTIONS/MEMBERSHIPS	1,500.00		414.85	1,085.15
52500-241	UTILITIES EXP	45,000.00		30,060.75	14,939.25
52500-245	TELEPHONE EXP	15,300.00	49.75	7,025.69	8,274.31
52500-251	CONTRACTED SVCS-SECURITY	1,000.00			1,000.00
52500-254	AIRPORT MASTERPLAN				
52500-266	BUILDING MAINTENANCE	7,500.00		4,067.21	3,432.79
52500-267	GROUND MAINTENANCE	10,650.00	1,150.00	7,352.55	3,297.45
52500-282	CAR ALLOWANCE	4,200.00	350.00	3,500.00	700.00
52500-283	TRAVEL & TRAINING EXP	3,000.00			3,000.00
52500-288	WORK SESSION MEALS	500.00			500.00
52500-290	CREDIT CARD FEES	12,000.00		6,859.56	5,140.44
52500-291	LEASE AGREEMENT EXPENSE	15,000.00		15,000.00	
52500-292	FUEL TRUCK LEASES (2)	12,000.00		9,000.00	3,000.00
52500-293	CONTRACTED SCVS-MOWING	4,000.00			4,000.00
52500-319	OFFICE SUPPLIES	1,200.00		113.95	1,086.05
52500-321	OPERATING EXPENSES	700.00			700.00
52500-324	JANITORIAL EXPENSES	2,000.00			2,000.00
52500-331	GASOLINE EXP	1,800.00		715.64	1,084.36
52500-332	REPAIRS & PARTS	7,000.00		5,855.45	1,144.55
52500-333	AVGAS & JETFUEL PURCHASES	668,100.00		324,796.57	343,303.43
52500-511	INS-BLDGS & CONTENTS	9,629.00		9,628.07	0.93
52500-512	INS-VEHICLES & EQUIPMENTS	332.00		332.00	
52500-513	INS-GENERAL LIABILITY	1,216.00		1,216.00	
52500-599	MISCELLANEOUS	500.00		2,720.08	-2,220.08
52500-921	HARDWICK BLDG-JONES				
52500-930	MITIGATION/ROLLING HILLS				

52500-942 SMALL EQUIPMENT

RP4955GL
1,400.00

1,400.00

TOTAL CLEVE REGIONAL JETPORT

1,061,427.00

5,293.65

585,404.24

475,922.76

Fund Total

1,061,427.00

5,293.65

585,404.24

475,922.76

585,404.24 - YTD 3/16
- 464,891.16 YTD 2/16

120,513.08 3/16 EXPENSES

**Cleveland TN Regional Jetport
Monthly Fuel Quantity Report
March, 2016**

	Jet Fuel		AvGas		Totals	
As of 1 March, 2016						
Tank	4,794.00		3,623.00		8,417.00	
Truck	<u>3,000.00</u>	7,794.00	<u>1,000.00</u>	4,623.00	<u>4,000.00</u>	12,417.00
Fuel Purchased:						
03/08/16	8,104.00				8,104.00	
03/16/16	7,870.00				7,870.00	
03/17/16			8,005.00		8,005.00	
03/31/16	7,998.00				<u>7,998.00</u>	
		<u>23,972.00</u>		<u>8,005.00</u>		<u>31,977.00</u>
As of 31 March, 2016 and Purchases		<u>31,766.00</u>		<u>12,628.00</u>		<u>44,394.00</u>
Remaining Inventory at COB 31 March, 2016						
Tank	10,765.00		8,686.00		19,451.00	
Truck	<u>3,000.00</u>		<u>1,000.00</u>		<u>4,000.00</u>	
		<u>13,765.00</u>		<u>9,686.00</u>		<u>23,451.00</u>
Metered Fuel Sold, March 2016		16,917.00		2,771.80		19,688.80
Self Serve Fuel Sold, March 2016		982.00		109.47		1,091.47
Total Metered Fuel Sold		<u>17,899.00</u>		<u>2,881.27</u>		<u>20,780.27</u>
Estimated Fuel Sales from Farm		18,001.00		2,942.00		20,943.00
Difference from Estimated Fuel Sold		-102.00		-60.73		-162.73
Percentage from Estimated		-0.6%		-2.1%		-0.8%

Fuel on hand readings are based on calibrated dip-stick findings. Inherent errors accumulate during the fuel storage and transfer process (temperature fluctuation, residual fuel in system and pipes, evaporation loss, etc).

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**Cleveland Municipal Airport Authority
Cleveland Regional Jetport (KRZR)**

Operating Revenues and Expenses

FY 2015: July 1, 2015 thru June 30, 2016

Revenue Sources as of 03/08/16	February			Year to Date = 66.6% of FY 2016			YTD %'age of Budget	Budgeted	
	Quantity	\$ Amount	%'age	Quantity	\$ Amount	%'age		\$ Amount	%'age
Jet-A	20,934.40	\$ 43,158.79	61.3%	119,950.20	\$ 314,840.97	62.7%	35.5%	\$ 886,400.00	70.3%
100LL AVGAS	2,175.50	\$ 9,574.17	13.6%	19,570.30	\$ 87,320.07	17.4%	43.1%	\$ 202,500.00	16.0%
Total Fuel	23,109.90	\$ 52,732.96	75.0%	139,520.50	\$ 402,161.04	80.1%	36.9%	\$ 1,088,900.00	86.3%
4.5% Fuel Tax		\$ (2,372.98)	(3.8)		\$ (18,097.25)	(3.6)%	(36.9%)	\$ (49,000.00)	(3.9)%
NET FUEL		50,359.98	71.6%		\$ 384,063.79	76.5%	36.9%	\$ 1,039,900.00	82.4%
Ramp Fees	13	\$ 509.00	0.7%	115	\$ 8,284.00	1.7%	51.8%	\$ 16,000.00	1.3%
Tie Downs	3	\$ 160.00	0.2%	100	\$ 4,389.50	0.9%	109.7%	\$ 4,000.00	0.3%
GPU Fees			0.0%	13	\$ 345.00	0.1%		\$ -	0.0%
Total Fees		\$ 669.00	1.0%		\$ 13,018.50	2.6%	65.1%	\$ 20,000.00	1.6%
Total Ramp Op's		\$ 51,028.98	72.5%		\$ 397,082.29	79.1%	37.5%	\$ 1,059,900.00	84.0%
T-Hangar Leases	21	\$ 6,000.00	8.5%	158	\$ 44,575.00	8.9%	44.2%	\$ 100,800.00	8.0%
Property Leases	9	\$ 7,070.90	10.1%	71	\$ 51,223.75	10.2%	78.8%	\$ 65,000.00	5.1%
Total Leases		\$ 13,070.90	18.6%		\$ 95,798.75	19.1%	57.8%	\$ 165,800.00	13.1%
FBO Hangar Lease & % Re		\$ 1,250.00	1.8%	2	\$ 2,864.59	0.6%	191.0%	\$ 1,500.00	0.2%
Facility (Room) rent				8	\$ 1,155.00	0.2%	15.4%	\$ 7,500.00	0.6%
Advertising	1	\$ 5,000.00	7.1%	1	\$ 5,000.00	1.0%	33.3%	\$ 15,000.00	1.2%
Special Events								\$ 11,500.00	0.9%
Other		\$ -			\$ -			\$ -	0.0%
Other		\$ -			\$ -			\$ -	0.0%
Total Other Revenue		\$ 6,250.00	8.9%		\$ 9,019.59	1.8%	25.4%	\$ 35,500.00	2.9%
Total Ops Revenue		\$ 70,349.88	100%		\$ 501,900.63	100%	39.8%	\$ 1,261,200.00	100%
Budgeted Expenses - Prorated		\$ 105,100.00	149.4%		\$ 840,800.00	167.5%	66.7%	\$ 1,261,200.00	100%
Retained		\$ (34,750.12)	(49.4%)		\$ (338,899.37)	(67.5%)			
Actual Posted Expen: 03/08/16		\$ 58,000.02	82.4%		\$ 464,891.16	92.6%	36.9%	\$ 1,261,200.00	100%
Retained		\$ 12,349.86	17.6%		\$ 37,009.47	7.4%			
Other:		\$ -			\$ -			\$ -	-

Notes:

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City of Cleveland
 Expenditure Report
 February 2016

Page:
 Id:

Fund: 110-GENERAL FUND

Monthly Comparative % 66.6666

ACCT Number	Account Name	ANNUAL BUDGET	MTD EXPENSES	YTD EXPENSES	UNEXPENDED
52500-111	SALARIES	73,400.00	5,640.48	45,496.11	27,903.89
52500-119	CONTRACTED SERVICES-FBO	133,000.00	28,716.12	70,635.28	62,364.72
52500-133	SOLD VACATIONS	1,500.00			1,500.00
52500-134	CHRISTMAS BONUS	200.00		108.28	91.72
52500-140	DENTAL INSURANCE				
52500-141	SOCIAL SECURITY TAX	6,200.00	458.26	3,941.36	2,258.64
52500-142	HEALTH INSURANCE			14.00	-14.00
52500-143	RETIREMENT EXP	13,400.00	995.61	8,521.35	4,878.65
52500-144	LIFE & DISABILITY INS	900.00	70.10	560.80	339.20
52500-145	VISION INSURANCE				
52500-149	WORKER'S COMP CLAIMS	500.00			500.00
52500-191	LAUNDRY & DRY CLEANING	600.00		13.90	486.10
52500-197	CLOTHING ALLOWANCE	400.00		350.00	50.00
52500-211	POSTAGE/SHIPPING EXP	300.00		43.56	256.44
52500-221	PRINTING EXP	500.00			500.00
52500-228	SERVICE AGREEMENT-CU				
52500-237	ADVERTISING	5,000.00		1,483.80	3,516.20
52500-239	SUBSCRIPTIONS/MEMBERSHIPS	1,500.00		387.95	1,112.05
52500-241	UTILITIES EXP	45,000.00	5,012.39	25,393.55	19,606.45
52500-245	TELEPHONE EXP	15,300.00	741.71	5,980.57	9,319.43
52500-251	CONTRACTED SVCS-SECURITY	1,000.00			1,000.00
52500-254	AIRPORT MASTERPLAN				
52500-266	BUILDING MAINTENANCE	7,500.00	592.00	4,235.17	3,264.83
52500-267	GROUND MAINTENANCE	9,500.00	593.14	4,969.13	4,530.87
52500-282	CAR ALLOWANCE	4,200.00	350.00	2,800.00	1,400.00
52500-283	TRAVEL & TRAINING EXP	3,000.00			3,000.00
52500-288	WORK SESSION MEALS	500.00			500.00
52500-290	CREDIT CARD FEES	12,000.00		6,178.11	5,821.89
52500-291	LEASE AGREEMENT EXPENSE	15,000.00		15,000.00	
52500-292	FUEL TRUCK LEASES (2)	12,000.00	1,000.00	8,000.00	4,000.00
52500-293	CONTRACTED SCVS-MOWING	4,000.00			4,000.00
52500-319	OFFICE SUPPLIES	1,200.00		313.94	886.06
52500-321	OPERATING EXPENSES	700.00			700.00
52500-324	JANITORIAL EXPENSES	2,000.00			2,000.00
52500-331	GASOLINE EXP	1,800.00	184.90	562.28	1,237.72
52500-332	REPAIRS & PARTS	7,000.00	1,462.81	5,786.59	1,213.41
52500-333	AVGAS & JETFUEL PURCHASES	900,000.00	11,369.01	243,049.55	656,950.45
52500-511	INS-BLDGS & CONTENTS	9,800.00		9,628.07	171.93
52500-512	INS-VEHICLES & EQUIPMENTS	400.00		332.00	68.00
52500-513	INS-GENERAL LIABILITY	1,300.00		1,216.00	84.00
52500-599	MISCELLANEOUS	500.00	20.00	-110.19	610.19
52500-921	HARDWICK BLDG-JONES				
52500-930	MITIGATION/ROLLING HILLS				

52500-942 SMALL EQUIPMENT	RP2003GL 1,400.00			1,400.00
TOTAL CLEVE REGIONAL JETPORT	1,292,500.00	57,206.53	464,891.16	827,508.84
Fund Total	1,292,500.00	57,206.53	464,891.16	827,508.84

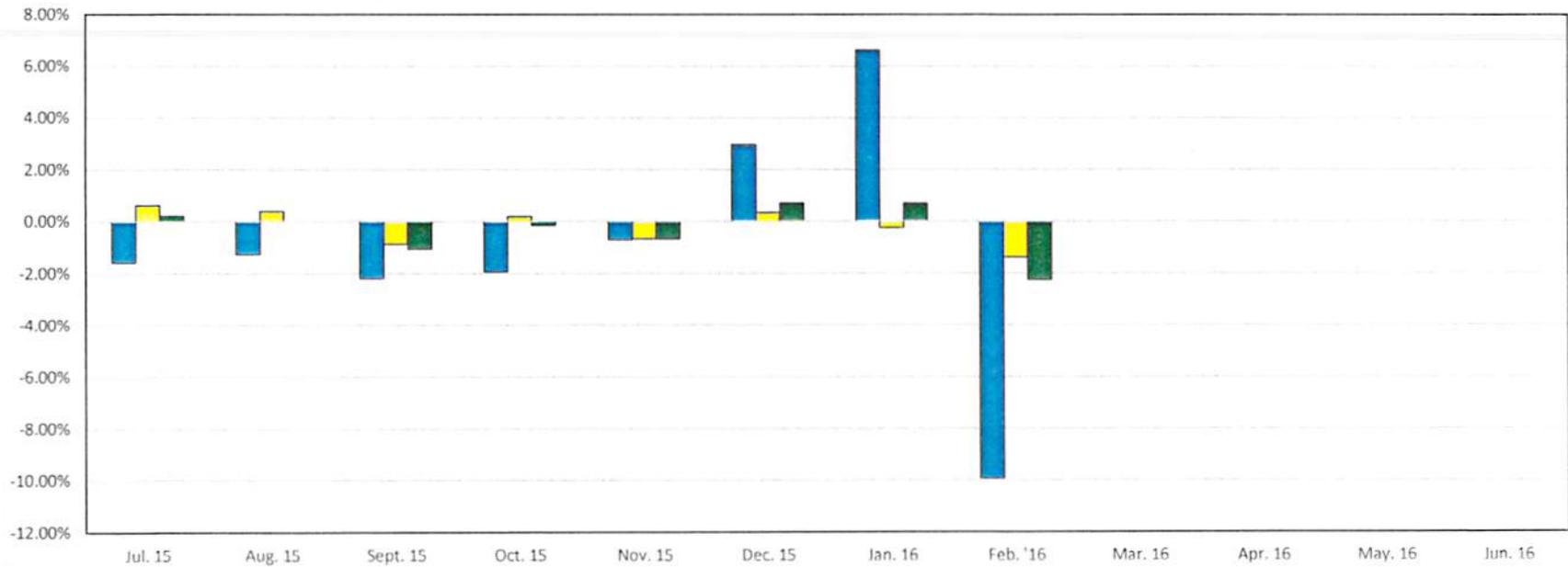
464,891.16 2/16 YTD
 - 406,891.14 1/16 YTD

 \$ 58,000.02 2/16 EXPENSES

**Cleveland TN Regional Jetport
Monthly Fuel Quantity Report
February, 2016**

	Jet Fuel		AvGas		Totals	
As of 1 February, 2016						
Tank	1,867.00		6,038.00		7,905.00	
Truck	<u>3,000.00</u>	4,867.00	<u>1,000.00</u>	7,038.00	<u>4,000.00</u>	11,905.00
Fuel Purchased:						
02/02/16	8,122.00				8,122.00	
02/12/16	8,083.00				8,083.00	
02/25/16	<u>7,949.00</u>				7,949.00	
		24,154.00				24,154.00
As of 31 February, 2016 and Purchases		<u>29,021.00</u>		<u>7,038.00</u>		<u>36,059.00</u>
Remaining Inventory at COB 31 February, 2016						
Tank	4,794.00		3,623.00		8,417.00	
Truck	<u>3,000.00</u>		<u>1,000.00</u>		<u>4,000.00</u>	
		7,794.00		4,623.00		12,417.00
Metered Fuel Sold, February 2016	<u>20,433.00</u>		<u>2,087.90</u>		<u>22,520.90</u>	
Self Serve Fuel Sold, February 2016	501.40		87.58		588.98	
Total Metered Fuel Sold		<u>20,934.40</u>		<u>2,175.48</u>		<u>23,109.88</u>
Estimated Fuel Sales from Farm		21,227.00		2,415.00		23,642.00
Difference from Estimated Fuel Sold		-292.60		-239.52		-532.12
Percentage from Estimated		-1.4%		-9.9%		-2.3%

Fuel on hand readings are based on calibrated dip-stick findings. Inherent errors accumulate during the fuel storage and transfer process (temperature fluctuation, residual fuel in system and pipes, evaporation loss, etc).



Jul. 15	Aug. 15	Sept. 15	Oct. 15	Nov. 15	Dec. 15	Jan. 16	Feb. '16	Mar. 16	Apr. 16	May. 16	Jun. 16
-1.56%	-1.25%	-2.19%	-1.93%	-0.70%	2.97%	6.63%	-9.92%	#DIV/0!	#DIV/0!	#DIV/0!	#DIV/0!
0.62%	0.40%	-0.86%	0.19%	-0.67%	0.33%	-0.24%	-1.38%	#DIV/0!	#DIV/0!	#DIV/0!	#DIV/0!
0.21%	0.00%	-1.06%	-0.15%	-0.68%	0.70%	0.69%	-2.25%	#DIV/0!	#DIV/0!	#DIV/0!	#DIV/0!

Avgas	Total Gallons Sold (All Products)	
	140,191.00	
Jet	Total Difference:	Total %
Net	-669.57	-0.48%

(sum Jul-Feb)

CERTIFICATE OF OCCUPANCY

CITY OF CLEVELAND, TENNESSEE

DEPARTMENT OF BUILDING INSPECTIONS

This certificate issued pursuant to the requirements of the 2012 International Building Code and the 2008 National Electrical Standards certifying that at the time of issuance this structure was in compliance with the various ordinances of the Jurisdiction regulating building construction or use.

For the following:

CONTRACTOR:	EVANS-AILEY CONSTRUCTION, INC	BUILDING PERMIT NO:	15-236
USE AND OCCUPANCY:	U	FIRE SPRINKLER:	NO
CONSTRUCTION TYPE:	V	BUILDING ADDRESS:	251 DRY VALLEY ROAD 2-10 UNIT T-HANGARS
OWNER OF BUILDING:	CITY OF CLEVELAND/MARK FIDLER	LOCALITY/ ZIP:	CLEVELAND, TN 37311
OWNER'S ADDRESS:	190 CHURCH STREET NE CLEVELAND, TN 37311	BY:	BRYAN TURNER, CHIEF BUILDING OFFICIAL

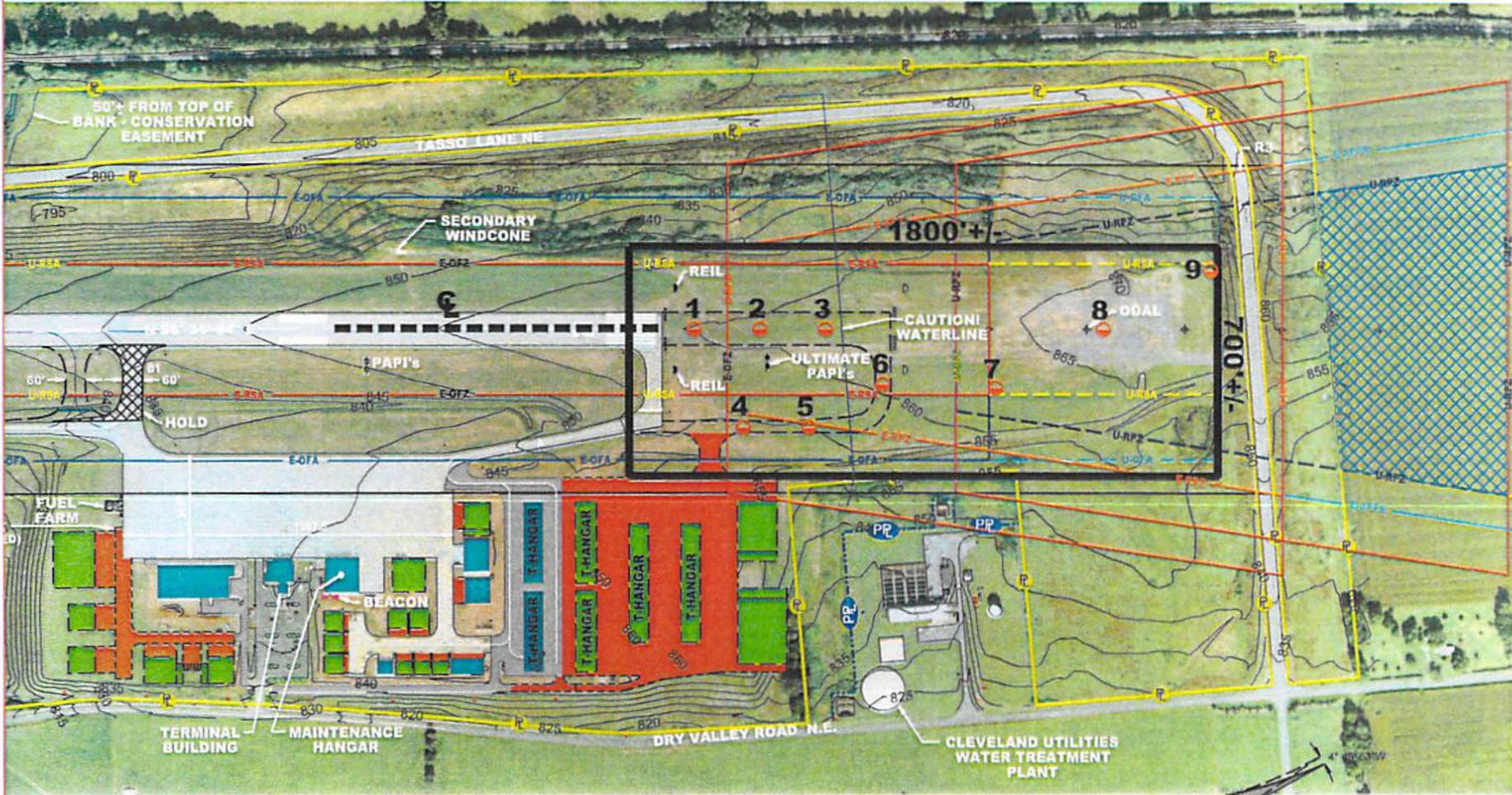

CHIEF BUILDING OFFICIAL

March 23, 2016
Date

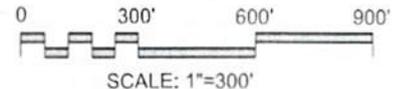
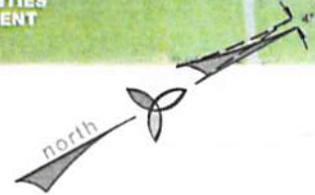
RETAIN FOR PERMANENT RECORD



BORING LOCATIONS 700' RUNWAY EXTENSION CLEVELAND REGIONAL JETPORT PDC# 10428



04-12-2016



Mark Fidler

From: Ron Harrison
Sent: Thursday, April 14, 2016 1:18 PM
To: Mark Fidler
Subject: CFD Driver Training

Mark,

Just wanted to say thank-you for allowing us to use your facilities for our annual driver training again this year; it was a tremendous help to our training department. I appreciate the hospitality!

Ron

Chief Ron Harrison
Cleveland Fire Department
555 South Ocoee St. SE
Cleveland, Tn. 37311
423-476-6713

Mark Fidler

From: Pete Van Dusen
Sent: Thursday, April 14, 2016 1:20 PM
To: Mark Fidler
Subject: Thank You!

Mark,

I just wanted to drop you a note to once again thank you for the use of the airport for our EVOC class. It is often difficult to find an appropriate location for this training. I really do appreciate your cooperation and support.

**Pete Van Dusen Training Captain
Cleveland Fire Department
555 South Ocoee Street
Cleveland, TN 37311
(423) 650-7527**

CITY OF CLEVELAND

POTENTIAL SALE OF SURPLUS REAL PROPERTY

The City of Cleveland on behalf of the Cleveland Municipal Airport Authority will accept written offers to purchase surplus real property "as is where is", which offers will be received by the Assistant City Manager until Tuesday, April 5, 2016 at 10:00 a.m., at the Cleveland Municipal Building Annex, 160 2nd Street NE, Cleveland, Tennessee 37311. Offers that are mailed must be sent to the City of Cleveland, Attention: Melinda Carroll, P.O. Box 1519, Cleveland, TN 37364-1519. For more information and opportunity to see the property, please contact Beverley Lindsey at 423-472-4551.

The Cleveland Municipal Airport Authority will review the offers and determine whether to accept one of the offers received. Any offers to purchase the surplus real property, which is situated near the top of a hill overlooking the 1700 block of South Lee Highway (U.S. 11). This site is a 0.52 acre site, which is 22,500 square feet (Map – 057H Group - F Parcel – 005.02). Current Zoning of this site is CH, Highway Commercial. Current site has limited access and is land locked.

The City of Cleveland, through its City Council, reserves the right to reject any and all offers to purchase this real property.

**S & E Partnership
P. O. Box 2727
Cleveland, Tennessee 37320**

April 4, 2016

**Ms. Melinda Carroll
City of Cleveland
Cleveland Municipal Building Annex
160 2nd Street NE
Cleveland, Tennessee 37311**

**Re: Potential Sale of Surplus Property
0.52 acre site
1700 Block of South Lee Highway
Map – 057H Group – F Parcel – 005.02**

Dear Ms. Carroll:

Please accept our offer to purchase the above property "as is where is" for the amount of:

\$ 7,600⁰⁰

Your acceptance of this offer would be appreciated.

Sincerely,
S & E Partnership



Larry Eskew
Managing Member

CRYSTAL AIR, INC.

P.O. Box 21347
Chattanooga, TN 37424
CrystalAirOnline.com
(423) 236-5100

Dear Honorable Members of the Authority

Thank you for the request for qualifications and even though most of you may know us from our operations at Hardwick Field and our operations from the last three plus years at the Cleveland Regional Jetport, we would like to reintroduce you to our company. First, we see an airport and the Fixed Based Operator (FBO) that operates at the airport, as the gateway into a community. This is important to those who visit the community for corporate and industrial needs, as well as those who visit for personal and recreational needs. More times than not, the first person to greet an air traveler to a community are the FBO's employees and we understand how important it is to start with a good impression. First impressions are extremely important to us and to the communities we serve.

Let us first introduce our core staff members:

OUR PEOPLE

Taylor Newman is a Calhoun, TN native. He is the founder of Crystal Air, Inc., and serves as the company's president. He has 24 years of FBO experience ranging in all aspects of operations. He is a graduate of Middle Tennessee State University with a degree in Aerospace emphasizing in Administration. Taylor serves as the company's FAA part 135 charter operation's Director of Operations, a line pilot and check airman. Taylor is a certified flight instructor. Taylor also is the Vice President of Hiwassee Construction Company, Inc., which installs natural gas lines in Bradley, Hamilton, Dade, Catoosa, Walker and Murray County for Atlanta Gas Light Company.

Kevin Webb is a Chattanooga, TN native and is the Chief Pilot for Crystal Air, Inc.'s charter operation. He has been involved in aviation for 20 years and is a graduate of University of Tennessee, Chattanooga with a degree in Civil Engineering.

Rebecca Gibson is from Goodlettsville, TN and is the company's Chief Flight Instructor. She has been involved in aviation for 20 years. 11 of those years she worked mainly at the Sewanee Franklin County Airport in a managerial and flight instructor capacity. During this time Crystal Air Inc. taught aviation classes at the University of the South and also operated in an airport manager capacity and a FBO capacity. Rebecca is a graduate of Middle Tennessee State University with a degree in Aerospace with an emphasis in Professional Pilot. She also has a master's degree in Aerospace Education from Middle Tennessee State University. Prior to working with Crystal Air' Inc., she worked as an assistant chief flight instructor for Middle Tennessee State University. She is also a company charter pilot.

Clay Derryberry is our company Director of Maintenance. Prior to working with us, he worked for 34 years at the Lewisburg Municipal Airport in Lewisburg, TN. During his tenure at Lewisburg, he was the airport manager, FBO manager which included operating his own aircraft maintenance shop, flight school and air charter service.

Bryan Janisch is our FBO facility manager at the Cleveland Regional Jetport. Bryan is from Ooltewah, TN and is an U.S. Air Force veteran. He has worked in civilian aviation for 13 years, 11 of those years were at the Fulton County Airport in Atlanta and at the Chattanooga Metropolitan Airport. Bryan

CRYSTAL AIR, INC.

P.O. Box 21347
Chattanooga, TN 37424
CrystalAirOnline.com
(423) 236-5100

understands the importance of what a quality FBO can do for the customer and therefore the community.

OUR HISTORY

Crystal Air, Inc. has evolved quite a bit since our inception in 1993. At that time, we were TNT Leasing Company, Inc. and we leased construction equipment. In 1995 we started purchasing aircraft to lease to other FBO's. In 1999 we purchased our first new aircraft, a Cessna 172R, which we still operate today. At that time, we started selling off the older airplane's we operated and started purchasing and operating newer aircraft. In 2001, we applied for and were granted our FAA Air Carrier Certificate for air charter operations. In 2003 we started managing and operating other entities aircraft. Currently we operate 8 aircraft internally for charter and/or rental. Our charter and flight school operations were based out of the Collegedale Municipal Airport. In 2012, we moved our Collegedale operations to Wilson Air Center's new facility at Chattanooga's Lovell Field. In 2003 we started operating the Sewanee Franklin County Airport as the airport manager and FBO operations this continued until 2015. In 2007 we were asked to replace J.C. Garrison at Cleveland's Hardwick Field and operated there until we moved to Cleveland Regional Jetport. In 2008 we were asked to replace an FBO at the Dalton Municipal Airport. We operated there until 2013. In 2012, we applied for and were awarded the FBO at Apalachicola Regional Airport. At this facility, we are the FBO for the community and have aircraft maintenance services. We provide pilot services currently for 6 other aircraft owners. We also provide flight instruction, both recurrent and primary, for a large customer base, including many located at Cleveland Regional Jetport.

Through the years, Crystal Air, Inc. has participated in a number of RFP's. We have been asked to come in and run a facility, like when this Authority asked us to take over at Hardwick Field when J.C. Garrison retired. We have participated in relatively hostile situations where we took over in the place where bad blood existed between the former FBO and the municipality that they served for. We have been asked to participate in reissued RFP's where the awarded company was not able to reach a contract with the municipality and therefore the RFP was reissued and we received a contract. In this instance, we actually didn't bid in the first RFP process because of the distance from our normal base of operations, but because we have a significant existing customer base that utilizes the airport we were asked to bid. We have participated and advised various communities that wanted to move from a municipality ran FBO to a private FBO. We have been the airport manager for airports and we have operated where a municipality employed the airport manager and we operated as an FBO.

Statement of Qualification

Crystal Air would be interested in participating and we are qualified to participate in any of the following activities:

Aircraft Maintenance Operator: Crystal Air, Inc. has had a maintenance shop at Cleveland since the Jetport opened; prior to the jetport opening, we had a maintenance operation at the Collegedale

CRYSTAL AIR, INC.

P.O. Box 21347
Chattanooga, TN 37424
CrystalAirOnline.com
(423) 236-5100

Municipal Airport. With a longer-term contract than what we have had at Cleveland in the past, we would be able to hire more individuals and grow our maintenance organization.

Aircraft Flight Training Operator: Since our inception, our staff has trained more people in the surrounding area than any other flight training service. We routinely have multiple applicants testing for their license or rating on a monthly basis. Our staff has accumulated more than 15,000 hours of flight instruction given and they are well respected within the community.

Airport Fixed Based Operator: Crystal Air, Inc. continues to impress the Cleveland Regional Airport's customers on a regular basis. This is evident when we survey the pilot population and the spontaneous compliments we receive during one of our events that we have hosted or help the airport host (ex. Poker Run, Mountain Flying Clinics, Sports Car Club of America events, Civil Air Patrol breakfast, and airport open houses) and amplified by the comments posted on Airnav.com.

Aircraft Charter Operator: Crystal Air, Inc. has held an air charter certificate from the FAA since 2001. We have operated a variety of piston and turbine aircraft since that time. We currently have one aircraft on our certificate and we have another two aircraft pending FAA approval to add to our certificate. We also routinely utilize other operator's air carrier aircraft, usually from the Atlanta or Nashville metro areas.

Crystal Air, Inc. strives on having a friendly, professional, work environment. We have very low turnover and what turnover we do have is facilitated by those employees that we have hired, that we knew would not be with us for life, but were simply building flight time or experience to move onward and upward in the aviation industry. We have had difficulties in recruiting more employees to work at our Cleveland facility due to the fact that our contract was not long and didn't guarantee a prospective employee a long term position.

In closing, Crystal Air, Inc. strives to exceed our customer's expectation in all areas. We firmly believe that enabling our employees to have the ability to make customer service decisions has allowed us to grow our client base. We also believe that the loyalty we have with the local aviation community and our customer service enabled us to survive the downturn in the economy and facilitated our rebound. In 2015, we recorded our highest profit we have had in the last decade! We look forward to our continued involvement at the Cleveland Regional Jetport and we would love to have the opportunity to discuss this with the Authority.

Respectfully Submitted

Taylor Newman

Director of Operations



CORPORATE FLIGHT MANAGEMENT



Submitted by
Corporate Flight Management, Inc.
DUNS # 107059743
CAGE Code: 0ZED7
TIN 621148507
276 Doug Warpoole Road
Smyrna, TN 37167

Point of Contact
Allen Howell
Executive Chairman
Cell: 616.804.6740
Allen.howell@flycfm.com



STAGE II

CARB APPROVED
AIR CARRIER

This submission for statement of qualifications includes data that shall not be disclosed and shall not be duplicated, used or disclosed, in whole or in part, for any purpose other than to evaluate the opportunity for Corporate Flight Management, Inc. (CFM) to enter into an agreement with the recipient. If, however, a contract is awarded to CFM as a result of, or in connection with, the submission of this data, and the recipient incorporates the submission as part of the award, the recipient shall have the right to duplicate, use, or disclose the data.



Submission for the Request for Statement of Qualifications from the Cleveland Regional Jetport Airport Authority by Corporate Flight Management, Inc:

Introduction

Corporate Flight Management, Inc (CFM) is a diversified aviation services company operating globally and dedicated to the improvement of clients' lives by providing sustaining value and excellent service with the utmost integrity.

CFM consistently delivers dynamic, innovative, turnkey aviation services and solutions for the United States Government and foreign government agencies, corporations, airports, and corporate and private aviation aircraft owners. Our experience, leadership and government and industry certifications combined with superior technical capabilities and services enable our team to provide cost-effective aviation solutions, aviation management and specialized services.

CFM Provides Experience and Expertise

This document describes the full complement of Fixed Based Operations services and general aviation support services being proposed in order to build the general aviation market and community at the Cleveland Regional Jetport.

CFM brings a depth of leadership experience and 34 years of continuous business operations to the table in supporting the Cleveland Regional Jetport (CRJ) and delivering the best service available for the community. CFM has a team with the knowledge, experience and past performance to ensure our successful contribution in meeting the vision of the CRJ Airport Authority and the Cleveland community.

The Company:

Corporate Flight Management, Inc. (www.flycfm.com) was formed in July 1982 and started operations as a Part 135 On Demand Air Charter Operation. CFM has grown into one of the top 25 Part 135 operators in the US. CFM has annual sales approaching 50 million dollars and presently employs over 230 people. CFM is a diverse aviation services company that includes FAR Part 135/91 aircraft management and charter services, two Fixed-Base Operations located in the Nashville Tennessee area (KMQY and KJWN), a FAR Part 145 certified repair facility, an aircraft sales division and a FAR 141 flight school and aircraft rental service (Wings of Eagles, LLC).

Ownership:

Corporate Flight Management, Inc is a C-Corp registered in the State of Tennessee and is primarily owned by its executive leadership and directors who are actively involved in the day-to-day operations of the company.

The CFM Executive Leadership Team is comprised of the following individuals:

Matt Chaifetz, Chief Executive Officer: Matt has almost two decades of leadership experience in aviation as both an executive and entrepreneur. He began his career at the age of thirteen as the Founder of Innovative Travel Concepts, which quickly grew to become a leading provider of back-end services to the travel industry. After selling ITC in 2002, Matt enjoyed leadership roles at JetBlue Airways and The Jetstream Group before founding Contour Flight in 2009, an air fulfillment agency specializing in commercial aircraft. Matt joined Corporate Flight Management as an equity partner and Director in 2013 and was previously the company's Chief Commercial Officer. He has been featured in both online and print publications such as Entrepreneur, Fortune Small Business, and USA Today and in 2002 was ranked the #6 on the list of Top 100 Young CEOs in America by Y&E magazine. Matt has appeared frequently on national media outlets such as CNN, CNBC, MSNBC, and Fox News to talk about his businesses and to contribute on matters concerning commercial aviation. He received his undergraduate degree from The George Washington University and is an avid private pilot.

Allen Howell, Executive Chairman: Allen Howell, along with his father Reece Howell, is a founding shareholder and Board Member of CFM and served as the CEO from 1997 through April 2015. The early years included cleaning & fueling aircraft, dispatch, sales, marketing, accounting and administrative positions. Allen was involved with the startup of a Commuter Part-121 Airline in the mid 90's, as well as several other aviation and transportation businesses over the last 20 years. Allen is a graduate of Auburn University with a B.S. Degree in Business Administration with majors in both Marketing and Economics, and he holds a Commercial Multi-Engine Instrument Pilot License with Private Single Land and Sea ratings. He has been a featured contributor on several aviation blog sites such as Forbes Online Aviation column, "Wheels Up", and serves on the Board of Directors for Murfreesboro's **Discovery Center** (<http://explorethedc.org/>).

Leon Custers, Executive Vice President Maintenance: Leon Custers joined CFM in 1997 as a part-time pilot. Fairly soon thereafter, he became Chief Pilot, a position which he held for 3 years. Seeking a change of pace and a new challenge, Leon spent almost 9 years as VP of Aircraft Maintenance. With a very sound base of knowledge regarding all areas of CFM, Leon accepted the position of Chief Operating Officer in 2010. Leon has also been a minority owner of CFM since 2006. Although he has not flown in several years, Leon has acquired over 10,000 hours of flight time in various types of aircraft. During his time here at CFM, he has made it his goal to advance the company through the standardization of systems and procedures and the use of technology.

Cathy Harris, Executive Vice President of Administration: Cathy Harris joined Corporate Flight Management (CFM) in 2015 as Executive Vice President of Administration, where she is responsible for all human resource functions, including recruitment and staffing, benefits, learning and development, employee relations and leadership development. She also has oversight for Inflight Services, Airline Stations, and corporate communications. Ms. Harris is a 23-year industry veteran who started her aviation career at Continental Airlines in 1994. She quickly progressed at Continental before transitioning to ExpressJet Airlines after the company's initial public offering in 2002. In that role, she held roles of increasing responsibility, including human resources, training and standards, sales and marketing, and regulatory compliance before completing her tenure as the vice president of People Resources. She is knowledgeable in nearly every aspect of aviation operations and is recognized for her ability to deliver results in even the most challenging circumstances. She is known in the industry for innovative thinking and the ability to adapt quickly to the ever-changing demands of her position, department, company and industry.

Dan Feemster, Vice President of Government Services: Dan joined Corporate Flight Management (CFM) in 2012 as Vice President of Government Services and is responsible for the marketing, strategic planning, sales and customer relations for the company's Government services business across all service sectors. With years of experience in strategic management and direction, Dan brings his consultative approach to CFM's Government Service clients in helping to satisfy their specific needs, while supporting their ongoing profitability and providing long-lasting value. A Retired Army Lieutenant Colonel, Dan served twenty-four years in the US Army as a Tactical and Strategic Intelligence Officer at six major commands and two national agencies. His extensive experience includes program management, policy, executive level strategic intelligence production, security assistance, and foreign security cooperation programs. He is extremely adept at quickly grasping and understanding the subtle intricacies of cultural, political, and military crises and an expert at strategic and operational planning, operations management, problem solving, team building and strategic communications. In both Commander and Division Chief positions, Dan Feemster was responsible for major operations and large diverse workforces with operations conducted in Bosnia, Kosovo, Africa, the Middle-East, and worldwide natural disaster response. He has operated in foreign countries, in multi-national environments, coordinating operations with foreign armies, international, governmental and non-Governmental organizations, and contractors working in Eastern and Western Europe, Africa and the Middle East. Dan has six years work experience in Africa and African issues; he was selected to serve on the transition team to stand up the U.S. Africa Command responsible for providing advice and analysis to the President and Secretary of Defense on political-military issues in Africa. He has worked toward enabling African Militaries to develop and improve sustainable capacities to deploy and conduct peace support and humanitarian relief operations in Africa and other areas of the world. Mr. Feemster holds a Master of Science degree in Strategic Intelligence and a Bachelor of Science in Psychology, Dan holds an active US Government TOP SECRET/ Sensitive Compartmented Information Clearance and CI Polygraph.

David Augustin, Executive Vice President of Fixed Based Operations and Asset Management: David Augustin became a partner at CFM in 1983. Over the years, he has been integral in the startup of many departments, working in Line Service, as FBO Manager, Parts Manager, Maintenance Manager and assisting the startup of 2 FBOs. He served as President from 1997-2012 and continues to serve as a member of the Board of Directors. David has a B.S. degree in Aerospace Administration from Middle Tennessee State University, a private single and multi-engine license, a lighter-than-air rating and an airframe and power plant license. He has served on committees for NATA and NBAA and advisory boards for Phillips 66, Air BP, Shell Aviation and Twin Commander Aircraft Corp. Active in his community, David also served 5 years on the Board of Directors of Leadership Rutherford, having held offices as both Vice-President and President. He maintains the flight simulator at the **Discovery Center at Murfree Spring** (<http://www.discoverycenteronline.org/>) and The How Things Fly Gallery at the National Air and Space Museum in Washington, D.C. (<http://airandspace.si.edu/exhibitions/how-things-fly/>)

David Lucas, Executive Vice President of Finance: David Lucas has over 20 years of business management experience. Since 2008, he has operated his own consulting practice, assisting air carriers in obtaining regulatory approvals (such as Commuter Air Carrier Fitness), preparing proposals (such as Essential Air Service bids), and obtaining ticket distribution services through Global Distribution Systems and Online Travel Agents. From 2011 to 2012, David was Executive Vice President of Streamline Air, a commuter air shuttle operator. From 2005 to 2011, David served as Vice President, Treasurer, and Chief Financial Officer, and as a Director of Charter Air Transport, Inc., an operator of EMB-120 commuter airliners. From 2002 to 2009, he was Vice President and Chief Financial Officer of Business Aircraft Group, a provider of flight department services, fixed-base operations, and aircraft sales. In 1999, he co-founded a Viewpoint Avionics, a developer of flight deck information systems for general aviation aircraft. From 1997 to 2002, he

was President of Mergent Technologies, a software development firm specializing in web-based work flow applications. David holds a BS in Business Administration from John Carroll University.

Lee Harris, Executive Vice President of Flight Operations: Lee Harris joined Corporate Flight Management (CFM) in 2015 as Executive Vice President of Flight Operations and Director of Operations charged with standardization, growth and development of the company's flight operations. His aviation career began with ExpressJet Airlines in 1998. Over his 16-year tenure with ExpressJet his responsibilities included Captain, proficiency check airman, advanced simulator instructor, flight officer recruitment and Operations Director for ExpressJet's Corporate Aviation division. In the Operations Director role, Lee built a team that planned and implemented CFR 121 operations in all of the America's and the Caribbean. Those operations included the U.S and foreign military's, U.S governmental agencies, law enforcement, corporate shuttles, large Part 380 public charters, entertainment groups, sports teams and humanitarian efforts within the U.S and Haiti. Lee holds a Bachelor's of Science degree in Professional Aviation and Air Carrier Operations Management from Louisiana Tech University.

Sam Wolf, Vice President of Commercial Operations: Sam Wolf has a varied background in aviation. He has served on the executive team of several multi-faceted aviation companies. Sam oversaw operations for a flight school and several 135 operations before moving to an executive position. Sam is a graduate of the Fisher College of Business at the Ohio State University where he earned a degree in aviation management, completed his pilot ratings, and competed nationally as captain of the Ohio State Flight Team. Sam is an active pilot and flight instructor, and takes great pleasure in introducing people to general aviation for the first time.

Ryan Donahue, Director of Maintenance: Ryan oversees all maintenance operations for CFM, including customer service, 145 Repair Station Activity, and 135 maintenance operations. Ryan has over 15 years of experience in the aviation industry spanning from a A&P Technician, a 135 Director of Maintenance, and 145 Repair Station Accountable Manager. Being with CFM for the past 9 years Ryan has been involved in assisting with aircraft transactions, obtaining Department of Defense approval, and starting remote maintenance operations throughout the country. Before joining Corporate Flight Management in 2007, Ryan also held positions as a Parts Store's Manager, a Lead Aircraft Technician, and a Customer Service Manager for Leading Edge Aviation, headquartered in Tampa, Florida.

Corporate Locations:

Corporate offices, maintenance, accounting, people resources, dispatch and flight operations management are all located at the Smyrna Airport (KMQY). Our corporate offices will relocate in the summer of 2016 to a new 13,400 square foot office complex with two attached 12,000 square foot corporate hangars located ½ mile from our current offices. In addition to the headquarters offices we have over 120,000 square feet of hangar space at the Smyrna Airport for aircraft storage as well as office, shop space to accommodate our clients needs and the requirements to maintain our FAR 145 repair station. CFM operates the FBO at the John C Tune Airport in Nashville TN and has over 50,000 square feet of hangar space, 3000 square feet of office space and a 5000 plus square foot terminal building under lease or ownership. Additional locations of aircraft and bases of operations include Manassas VA, Manistee MI, Nashville International Airport (BNA), Victoria TX, Albertville AL, Danbury CT, New Orleans LA, and Tupelo MS, and White Sands NM.

The following is a summary of the capabilities and services that CFM would provide at the Cleveland Regional Jetport.

Fixed Based Operations:

CFM has been in the Fixed Based Operations (FBO) business since 1986 with our first location at the Smyrna Airport, the old Seward Airforce Base located 10 miles southeast of the Nashville Airport. In 1990 we took over the management of the FBO at the John C Tune Airport, a three-year-old airport at that time, built by the Nashville Airport Authority as a reliever airport for BNA for general aviation based and transient customers.

CFM is unique in that we provide the full scope of General Aviation Services at both locations to include fuel, hangar storage, and concierge services for transient customers, maintenance, avionics, aircraft charter and management, flight training and aircraft rental. We have played a major role in building the general aviation community at both airports by providing excellent service and promoting aviation to the local community as well as transient aircraft coming to our area for business or pleasure. Both FBO's are in modern facilities with JWN's terminal building getting a complete renovation in the summer of 2015 along with the airport getting major renovations and a runway extension. John C Tune (JWN) won airport of the year at the Tennessee Airports Conference in March 2016. Smyrna Airport (MQY), Tennessee's busiest general aviation airport, was awarded airport of the year in 2011. CFM has a history of maintaining positive and strategic relationships with the airport authorities at both airports. At both locations we have developed and built corporate / community hangars and t-hangars to accommodate growth in the based aircraft market.

With a recent restructuring of the focus areas of our executive team, David Augustin will have operational and P&L oversight of the FBO Business unit with dedicated support from Allen Howell for strategic, finance, and business development functions.

Flight Training and Aircraft Rental:

CFM owns a subsidiary company (Wings of Eagles) that provides FAR 141 and FAR 61 flight training at multiple locations. Currently Wings of Eagles has 17 aircraft available for training and rental including late generation Cirrus SR-22's, a complex multi trainer, and various trainer / rental aircraft down to a Cessna Skycatcher light sport aircraft.

Wings of Eagles has been in business since 1998 and has become the premier flight training and aircraft rental company in Middle Tennessee. We have approval to train veterans under the VA / GI Bill program. Because of our FAR 141 certification we also have the ability to work with state technical colleges to develop flight-training curriculum for 2-year degreed and non-degreed professional pilot track programs.

Flight Operations – Charter, Airline Services and Aircraft Management:

CFM operates 35 aircraft (King Air B100 / B200 / B300, (10) Jetstream 31, 32 and 41 turboprops, (3) SAAB 340B turboprops, Learjet 35A, Hawker 800A, Citation 525, 560, 560XL, Challenger 350, Challenger 605, Challenger Global XRS, (3) Canadair Regional Jet CRJ-200 executive, (5) Hawker 400, Phenom 100, Westwind I, Da-40 ISR) for owners and charter operations all over the Continental US. These aircraft are owned or under management or lease agreements with various companies and individual owners and are operated on both domestic and international flights.

Our clients include fortune 500 companies, business owners, high net worth individuals, government entities, state and national politicians, university athletic teams, race teams, casino operators, and group charter clients. Additionally, we have extensive experience operating corporate shuttle operations with our 19 and 30-seat aircraft fleet in numerous locations in and outside the US. We have delivered British Aerospace Jetstreams and Embraer Phenom 100/300's to Europe, Asia, Australia, and South America. The geographical scope of our operations and market is now worldwide.

CFM has operated safe and secure aircraft at various security levels over three decades. CFM is positioned and experienced to execute air charter services 24/7 on demand. We are especially experienced in the area of VIP and Critical Mission on-demand services.

CFM is a 135/91 DoD Approved Air Carrier with FAA and US DOT Commuter and On-Demand Authority and is currently in the certification process with the FAA to obtain FAR 121 authority, which will allow the company to operate aircraft with more than 30 passenger seats in scheduled airline and on-demand charter operations.

CFM was recently awarded a contract from the US DOT Essential Air Service program to operate daily flights between the Tupelo MS Regional Airport (TUP) and the Nashville International Airport (BNA). Service initiated on April 5 and we will operate 30 flights per week between the cities to connect the Tupelo market to the Nashville hub flights with all the major air carriers. The service is being operated under a dba – Contour Airlines (www.contourairlines.com)

Maintenance:

CFM has its main maintenance base at the Smyrna Airport and maintains aircraft under a FAR 145 US repair station as well as approval from the European counterpart to the FAA – EASA. CFM employs over 70 personnel at its main base and performs major and minor airframe inspections and repairs on a number of aircraft types including aircraft in its management fleet and retail clients. CFM is a factory approved service center for Cirrus Design Aircraft and Diamond Aircraft, and is the largest maintenance provider in the Americas for the British Aerospace Jetstream J31/32/41 regional airline turboprop aircraft. Additionally, CFM is an avionics repair and installation facility with dealerships from Garmin, Rockwell Collins, Honeywell, L3, and numerous other avionics manufacturers. CFM has several back shop capabilities including landing gear and other hydraulic component overhaul, non-destructive testing certification, wheel and brake overhaul, fuel nozzle testing and repair, and battery testing and overhaul.

CFM's maintenance business unit also operates a satellite repair station at the JWN airport that serves the based and transient aircraft at that location.

Development of General Aviation at the Cleveland Regional Jetport:

Development of general aviation services and fostering growth of the general aviation community at an airport requires a long-term vision and strategy. Certain services can be more rapidly developed and scaled up than others and the economic model for each service is different.

When CFM started operating at both of our current locations one of the airports was only three years in existence and the other airport was a converted military base that was just getting general aviation services started. We understand the challenges and opportunities of growing a market from the ground up.

The biggest challenges are recruiting, hiring and retaining the right talent in Maintenance Services, Flight Training and FBO management. With a shortage of skilled maintenance technicians and pilots we have to be creative in getting the right team assembled that has a combination of technical skills, communication, leadership and people skills to serve a client base that includes both corporate aviation clients and owner pilots, all of whom are successful people and demand a high level of service along with an assumed technical competence.

Our struggles in the past have been in finding the right people. One of the biggest changes we have made in the past year is to invest in our People Resources Department to include a full time recruiter, a full time leadership and people development director, and adding additional staff to take care of benefits administration and people support. All of the investment in this department will help us find and retain the best people in an industry that will continue to deal with a shortage of technical skilled people. In order to meet our vision of excellence we will have to remain creative in how we retain and develop our people so that we can have the best talent. It is the true difference maker.

It takes time and patience to build the market. We must find the best talent to support the operations at Cleveland and get it right from the start. It is difficult to recover from a bad start in any service offering, so we believe it is better to take time needed to execute flawlessly from day one.

We believe we can immediately staff the FBO with a high quality FBO General Manager (GM) who would initially double up as the Manager of Customer Service. We would begin the recruitment process as soon as we are selected. We would look internally at our own people at our other locations, as well as recruit in the greater Chattanooga area for the right candidate. We would involve the Airport Director and any interested Airport Authority Board members in the interviewing process to make sure we have a mutually acceptable candidate. The GM would be responsible for leading the team and staffing the FBO customer service and line technician positions. Staffing requirements would need to meet the expectations of customer service to the based and transient client at the current level of activity while anticipating the expected growth with additional hangars being built and the growth of transient traffic. There is a minimum staffing requirement to meet our core value of "Safety Above All". Above that staffing level the key is to maintain a level of staffing that meets the customers expectations for excellent service while balancing the need to maintain profitability.

The more difficult position to fill is a maintenance service manager who can build the maintenance business at the airport. It requires a unique skill set, which includes technical proficiency in maintaining a wide variety of aircraft, communication skills to work with the corporate pilot and owner pilot, and business management skills to understand how to manage the revenue and expenses of a maintenance service center. In an industry where the shortage of skilled aircraft technicians is growing, it is a challenge to find the right person. We are confident it can be done; it will just take time.

This was a difficult problem we struggled to solve at our JWN location, but once we solved it with the right leader, the business has grown quickly and our based customers have never been happier. At the time of submission of our qualifications we hesitate to put a timeline on when we could be up and running with a full service maintenance facility. That will require more internal CFM discussions as well as working with the airport authority to understand the needs of the based customers at the airport. If approved to be the operator we would actively engage in a recruiting process to identify the right person to lead this area of the business. We would also engage immediately in a dialogue with the current and future airport based clientele to understand their maintenance requirements at their home base.

Developing the flight training market at the airport can begin immediately by placing an aircraft or multiple aircraft (depending on immediate demand) at the airport for rental and instruction. We would also canvas the current based customers and Chattanooga area aircraft owners for the opportunity to grow the fleet of rental and training aircraft. The business model for building the fleet is a revenue sharing equation between the flight school and aircraft owners that offsets the owner's fixed cost of ownership. We would recruit locally based flight instructors and prefer to have someone who is a career professional flight instructor versus a low time instructor looking to build time. Usually this person is retired from the military, airlines or some other industry and wants to flight instruct for the passion of teaching student pilots. We would approach the local two year and four year colleges and universities for interest in strategic partnerships for developing and promoting pilot training. With the current pilot shortage, learning to fly and obtaining commercial pilot ratings all but guarantees the new commercial pilot a job in the airline or general aviation industry. The terminal building with its state of the art classroom / meeting facilities and the airport facilities and runway are perfect for developing a flight school base. Again this takes time to grow the market, but we believe we can have a quick start up in the flight training business.

CFM has successfully grown its charter and aircraft management business to rank in the top 25 charter operators in the country, moving up 10 positions to number 23 in 2015. We are now the largest charter / management company in the Southeastern US. Our vision for growing our flight operations business is to continue to grow our fleet in the Southeastern and Mid Atlantic states.

We will actively engage with the owners of corporate aircraft based in the Southeast Tennessee market for opportunities to charter manage corporate aircraft. We would also engage in direct business development and sales in the charter market to build a base of local charter customers. Having bases of operations with our own fuel and maintenance support has given us a competitive advantage over national operators in building our managed aircraft clientele. We have the greatest success in growing our fleet where we have our own FBO presence, or a strong relationship with the FBO operator, so that we can perform maintenance and control fuel costs. Growing the fleet of managed aircraft would benefit the CRJ with increased traffic, hangar development and fuel flow.

Summary:

CFM believes we can meet and exceed the expectations of the CRJ Airport Authority and the Cleveland community to grow the market and community of general aviation and build on what has already been done. Cleveland has a unique general aviation airport and terminal facility. The vision of the community for making the airport first class from the start, and looking out with a vision for creating an airport of excellence, is unlike any we have seen.

The key to success in our opinion is to align CFM's interests as a for profit business with the community's long term vision for the airport in a financial and operating structure that works in both the short term and the long term. This will require a financial / management structure that is not traditional to most FBO / Airport agreements. The structure needs to address the short-term needs of both parties to meet a high level of customer service while building the market and transition to a self-sustaining arrangement as the market builds and CFM's revenues increase. You have built state of the art, world-class facilities. We now need to match that with the best aviation leadership, technical talent, systems, technology and processes to deliver excellence.

Should we be the preferred company we would commit to work with the Airport Authority and the Airport Director in an open and transparent manner to craft a lease/management and financial structure that is a win-win for both parties. We would be prepared to engage immediately in the dialogue to craft a solution that works.

We appreciate your consideration of our company and look forward to further discussions.

Allen Howell
Executive Chairman

Volo Aviation

Fixed Base Operation Management Proposal

Cleveland Regional Jetport

April 15, 2016



FBO Services Proposal for Cleveland Regional Jetport

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April 15, 2016

Cleveland Regional Jetport
Attention: Mark Fidler
251 Dry Valley Road NE
Cleveland, TN 37312

Mr. Fidler,

Volo Aviation is very pleased to submit this proposal to provide management and operations oversight of the Cleveland Regional Jetport's Fixed Base of Operations (FBO). We have facilities and infrastructure within the region and are confident that Volo Aviation can serve as an integral member of your overall operation. Our Proposal offers a cost-plus management service structure detailed within our services proposal. As a demonstration of our commitment to partnering with RZR, we offer a waiver of our fee for the first 3 months of our management agreement with RZR and the Cleveland County Airport Authority.

FBO management is the logical next step in Cleveland Regional's future success in attracting new business. In our experience airports such as Cleveland Regional bode well to an FBO Management structure and will present well for both the Airport Authority and the FBO.

The Volo Aviation team is uniquely suited to this task. We've invested over ten years in perfecting our business model with a unity that assures consistent excellence. Our corporate values show up as unsurpassed integrity, quality, safety, security, service, and follow-through. The people fulfilling our mission are uniquely suited at creating new levels of service and performance.

Included in this proposal is a Public/Private/Partnership which includes not only Volo Aviation, but also Global Pilot Academy and Aviation Maintenance Services. These industry leaders, partnered with Cleveland Municipal Airport Authority, will ensure the future success of KRZR.

We understand the vital role that competent FBO management plays in the success and continued growth of an airport. We have extensive experience in growing FBO market share and brand visibility across many locations and markets, identifying how to run them more efficiently through our extended internal and external resources and bringing fresh ideas on how to effectively market a location to attract new business. Most importantly, we bring a firm belief that every successful FBO starts with strong customer service skills displayed at all levels within the organization. This is why our management package includes in-depth training in these crucial skills, with clearly communicated standards and expectations of all employees.

Volo Aviation can provide Cleveland County with experienced FBO management knowledge, and acting as your trusted partner, can help you achieve your goals of stable operations and revenue growth. Bottom line, your next level of success is critically dependent on the next 5-10 years of professional FBO management in concert with existing administration staff that can focus on their important role as facilitators of growth for Cleveland Regional Jetport.

Thank you for this opportunity, we look forward to hearing from you.

Sincerely,

Brian Ciambra

Brian Ciambra

SVP

bciambra@voloaviation.com

203.381.6017 (o) | 914.469.2532 (c)

203.380.9151 fax



SECTION 1 INTRODUCTION

VOLO AVIATION THE PREMIER NAME IN FBO MANAGEMENT

Fixed Base Operations are inherently complex and challenging businesses. Proper and efficient management of personnel, client relationships, technology, quality control, safety, public relations, and a variety of other issues are crucial to the success of your business.

In an industry where margins seem to continually erode, Volo Aviation offers the Independent and municipality owned FBO the opportunity to partner with an established player in order to maximize operational efficiencies, enhance safety and performance, and ultimately grow your market share and profitability in an increasingly challenging environment.

Volo Aviation is an assembly of individuals where the whole really is greater than the sum of its parts. We bring not just our decades of experience in FBO management and operations; we also bring the connections and relationships that can only be forged with time and positive performance.

No other group in the industry has this type of proven historical performance or the diversity of talent within a single entity. With a focus on efficiency, safety, revenue creation, and active community involvement.

Volo Aviation has been able to aid its clients in finding solutions and successes where others have previously failed. This comprehensive approach is what makes Volo Aviation the solution of choice for Independent FBO organizations who wish to streamline and achieve the full potential of their operations. Whether the goal is a better bottom line or increasing asset value to maximize return on capital; Volo Aviation is the answer.



SECTION 1 INTRODUCTION (CONT)

There are many benefits that an Municipally owned FBO can realize by being a part of the growing Volo Aviation network.

Our relationships allow us to cut expenditures, reduce operational inefficiencies, and begin improving your operation from day one. We know that in this business time is everything, so we are ready to move at a moment's notice. Volo Aviation can have boots on the ground in a matter of days and formal action plans established shortly thereafter. We know what separates the winners from the losers in our business: it is the people who comprise the team. Our job is working behind the scenes to ensure you have the most qualified and best trained individuals, equipped with all the necessary tools to find success for both themselves and their FBO.

SPECIFIC BENEFITS INCLUDE:

1. Access to Direct Operating Costs
2. Fuel Procurement - access to preferred supplier pricing
3. Aviation Insurance - placement assistance through our trusted partners
4. Employee benefits administration
5. Access to Sales Initiatives
6. Legal/accounting consultation
7. Human resources management
8. Access to industry-leading programs and training standards, including:
9. Training & Program Manuals
10. Fuel Quality Control Programs • Aircraft Management
11. Aircraft Charter



SECTION 2 QUALIFICATIONS

- A. Who We Are and Where We've Been.
- B. Similar Projects.
- C. Aviation Expertise.
- D. Operations and Maintenance Approach.
- E. The Challenge – Marketing and Business Development.
- F. References.



SECTION 2 QUALIFICATIONS (CONT)

WHO WE ARE

HISTORY

Volo Aviation was initially formed in 1998 as a corporate flight department. The flight department was consolidated into an acquired FAA Part 135 certificated air charter company, and renamed Volo Aviation, Inc. in 2002. Volo Aviation, Inc. did business solely as an air charter company until 2006.

In 2008, the Volo Aviation, Inc. air charter business was consolidated into the FBO company, creating the current Volo Aviation, LLC- a platform that combines aircraft charter, management, and FBO operations.

In 2009 Volo Aviation's founding investor separately undertook the opportunity to develop a new FBO facility at Sikorsky Memorial Airport in Bridgeport, CT through Aircraft Facilities Group LLC. A ground lease was negotiated for the 40-acre site with the City of Bridgeport in 2007, and construction was completed on this award-winning facility in April 2010. This location was not part of the joint venture with Merrill Lynch, and is now a fully operational FBO, as well as the current headquarters for Volo Aviation, LLC.



SECTION 2 QUALIFICATIONS (CONT)

WHO WE ARE

VOLO AVIATION TODAY

Volo Aviation currently operates out of its headquarters in **Stratford, CT (BDR)**, while also managing five other FBO locations: one in **Sebring, FL (SEF)**, one in **Harrisburg, PA (CXY)**, one in **Plattsburgh, NY (PBG)**, one in **Hinesville, GA /Fort Stewart Airfield (LHW)**, **Jacksonville, NC (OAJ)** and one other in **Tampa, FL (VDF)**.

Combined, Volo controls over 70 acres of ramp space, manages rental activity for over half a million square feet of hangar and office space, and delivers over 8,000,000 gallons of fuel annually, 15% of which is military and government sales. We are also responsible for maintaining fuel quality control in our 250,000 gallons of combined storage capacity. Additionally, our team provides above- and below-wing services to commercial airline clients at our Plattsburgh location, which includes ramp services (fueling, deicing, baggage handling, pushback, and lav service) as well as all ticket counter and customer service functions.

In 2013, Volo Aviation partnered with an individual investor, Raj Tala. Skyport Holdings was created to answer the opportunities in the FBO markets along the eastern seaboard, with it's strategic inception already begun in Harrisburg, PA , Tampa, FL and Jacksonville, NC. With the financial backing of Mr. Tala and the management experience of Volo Aviation and with a current Defense Logistics Agency contract in place, we are excited about the opportunities that have recently developed. Skyport Holdings is lead by Managing Member & Principle Raj Tala and Manager & CEO Brian Ciambra.



SECTION 2 QUALIFICATIONS (CONT)

WHO WE ARE

OUR EXPERIENCE

Volo has in-place personnel with expertise in all the core aspects of aviation management- maintenance, pilots, FAA compliance, fueling, aircraft handling, hangar leasing, and accounting. The Volo team is also expert in airport development, leasing and finance, and its marketing personnel are experts in developing branded identities.

A review of the resumes for the Volo Aviation Management Team will provide proof of our experience. Our team has years of experience delivering excellence in some of the most demanding airports in the business, including White Plains, LaGuardia, and Teterboro. We have arranged airline fueling and handling contracts, we have negotiated labor union disputes, and we have repeatedly satisfied demanding corporate clientele. Our team has fueled in the driving rain, deiced in blizzard conditions, and safely secured hangar facilities in the face of impending hurricanes. In short, we've been there, done that.

Additionally, we have consistently grown business (both overall revenue and market share) at "secondary" airports. Sure, it's easy to sell three million gallons of fuel at airports like White Plains- but it's a challenge to attract business away from the primary airports in favor of smaller options. We have proven we can master that challenge in every market we enter. Through a combination of "right-pricing" of fuel and services, exceptional customer service delivery, and creative marketing strategies, Volo Aviation has repeatedly proven it can drive business where others have struggled.

We are confident RZR fits our strategic strategy and will result in a similar positive impact and ultimately resulting in additional traffic and a growing airport. We believe our resume demonstrates positive results and will ultimately yield similar success at RZR.



SECTION 2 QUALIFICATIONS (CONT)

WHO WE ARE

AIRCRAFT MANAGEMENT AND CHARTER OPPORTUNITIES

In addition to comprehensive FBO operations knowledge, Volo Aviation offers the opportunity to engage in other services that may prove beneficial to Cleveland County. Volo Aviation LLC holds its own Air Carrier Certificate issued by the DOT/FAA for on-demand charter work under Part 135 of the Federal Aviation Regulations.

We are authorized by the FAA to provide aircraft charter throughout the world, and have approval for large aircraft charter operations (10 or more passengers). We also offer clients turnkey aircraft management services, where Volo Aviation LLC becomes the personalized flight department for the aircraft owner, and acts as agent and liaison for his or her aircraft affairs.

AIRCRAFT MAINTENANCE

Volo Aviation LLC technicians are trained and experienced in most popular general aviation makes and models, including Gulfstream, Dassault/Falcon, Bombardier, Hawker/Beechcraft, Raytheon, Learjet, and Eurocopter.

Our maintenance department has won the FAA Diamond Award for training and safety. We have also partnered with leading aviation maintenance provider Duncan Aviation, who operates a satellite avionics repair station in our facility at Bridgeport CT.

BEST IN CLASS SERVICES

Volo Aviation prides itself in delivering best-in-class services in each of the areas we operate. As such, we hold several top-level industry recognitions. Our FBO operations are NATA-1st certified, while our aircraft operations are ARG/US Platinum, Wyvern Wingman, and IS-BAO Stage II approved.



SECTION 2 QUALIFICATIONS (CONT)

SIMILAR PROJECTS

CURRENT LOCATIONS:

BRIDGEPORT, CT (BDR) – (2009-Present) Volo Aviation owns this newly constructed facility and operates through a 40-year ground lease with the airport. Completed in 2010, this 40,000 square foot facility is the first new construction at this airport in over 30 years. Acting as the corporate headquarters for Volo Aviation, this location offers the complete range of FBO services, including ground handling, fueling, deicing, and maintenance, as well as aircraft management and charter services. This location is supplied by Shell Aviation, and delivers 800,000 gallons annually.

SEBRING, FL (SEF) (2012-Present) Volo Aviation manages this sole-source FBO location for the Sebring Airport Authority (SAA) under a 7-year contract. As manager, Volo oversees all aspects of FBO operations, as well as offers business oversight and strategic planning. All staff are Volo Aviation employees, and we provide all manner of FBO services. This location also supports all fueling operations for the nearby Avon Park Air Force Range under a military contract. The Range is an area of 106,000 acres that includes a bombing and air-ground training range. The Range has its own fuel farm and delivery trucks, which Volo services and maintains quality control responsibility for. Sebring offers 125,000 square feet of hangar and office, delivers 350,000 gallons of fuel annually, and is supplied by World Fuel Services.

HARRISBURG, PA (CXY) (2013- Present) Volo Aviation manages this sole-source FBO location at Capital City Airport in Harrisburg, PA under a 5-year contract with the FBO owner. All staff are Volo Aviation employees, and they offer all manner of FBO services. CXY has 175,000 square feet of hangar and office space, and delivers 750,000 gallons of fuel annually, of which 250,000 gallons are sold under contract to the Pennsylvania National Guard. Volo Aviation is overseeing hangar and terminal capital improvements, and have already secured new tenants and grown transient traffic since being awarded the management contract. This location is supplied by World Fuel Services.



SECTION 2 QUALIFICATIONS (CONT)

SIMILAR PROJECTS

CURRENT LOCATIONS (CONT):

PLATTSBURGH, NY (PBG) (2013- Present) Volo Aviation manages this sole-source FBO for Clinton County, NY. All staff are Volo Aviation employees. This location also performs above- and below-wing services to commercial airline partners, which include ticketing, customer service, baggage handling, ramp operations, into-plane fueling, and deicing. Plattsburgh offers 175,000 square feet of hangar and office space, and delivers 4.0 million gallons of fuel annually. This location is supplied by World Fuel Services.

HINESVILLE, GA (LHW) (2013- Present) Volo Aviation manages this sole-source FBO location for the MidCoast Regional Airport for Liberty County, GA under a 3-year contract. As manager, Volo oversees all aspects of FBO operations, as well as offers business oversight and strategic planning. All staff are Volo Aviation employees, and we provide all manner of FBO services. The Airports operates under a Joint Use Management with the Military which is shared with Fort Stewart Air Force Base. Hinesville offers 30,000 square feet of hangar and office, delivers 200,000 gallons of fuel annually, and is supplied by World Fuel Services.

TAMPA, FL (VDF) (2014- Present) Volo Aviation manages this sole-source FBO location at Tampa Executive Airport in Tampa, FL under a 5-year contract with the FBO owner. All staff is Volo Aviation employees, and they offer all manner of FBO services. VDF has 100,000 square feet of hangar and office space, and delivers 500,000 gallons of fuel annually; Volo Aviation is overseeing hangar and terminal capital improvements, and has already secured new tenants and grown transient traffic since being awarded the management contract. This location is supplied by World Fuel Services.

JACKSONVILLE, NC (OAJ) (2015-Present) Volo Aviation manages this sole-source FBO location at Albert J. Ellis Airport in Jacksonville, NC under a 5-year contract with the FBO owner. All staff is Volo Aviation employees, and they offer all manner of FBO services. OAJ is currently engaged in the development of a new state of the art 10K square foot commercial hangar. This location also performs all commercial airline into-plane fueling in addition to all GA fueling. Total gallons annually are in excess of 2M. This location is supplied by World Fuel Services.





SECTION 2 QUALIFICATIONS (CONT)

VOLO TODAY

1. Plattsburgh, NY (KPBG)

Plattsburgh International Airport
AIRINC: 131.525
P: 518-325-6000 F: 518-324-5560
Russell Lawless: rawliss@volooaviation.com

2. Bridgeport, CT (KBDR)

Sikorsky Memorial Airport
AIRINC: 131.425
P: 203-381-6000 F: 203-385-3845
Brian Ciambra: bciambra@volooaviation.com

3. Harrisburg, PA (KCXY)

Capital City Airport
AIRINC: 121.95
P: 717-525-9999 F: 717-525-9997
Sherrad Baldwin: sbaldwin@volooaviation.com

4. Jacksonville, NC (KOAJ)

Albert J. Ellis Airport
UNICOM: 123.00
P: 910-324-2500 F: 910-324-3323
James Smith: jsmith@volooaviation.com

5. Hinesville, GA (KLHW)

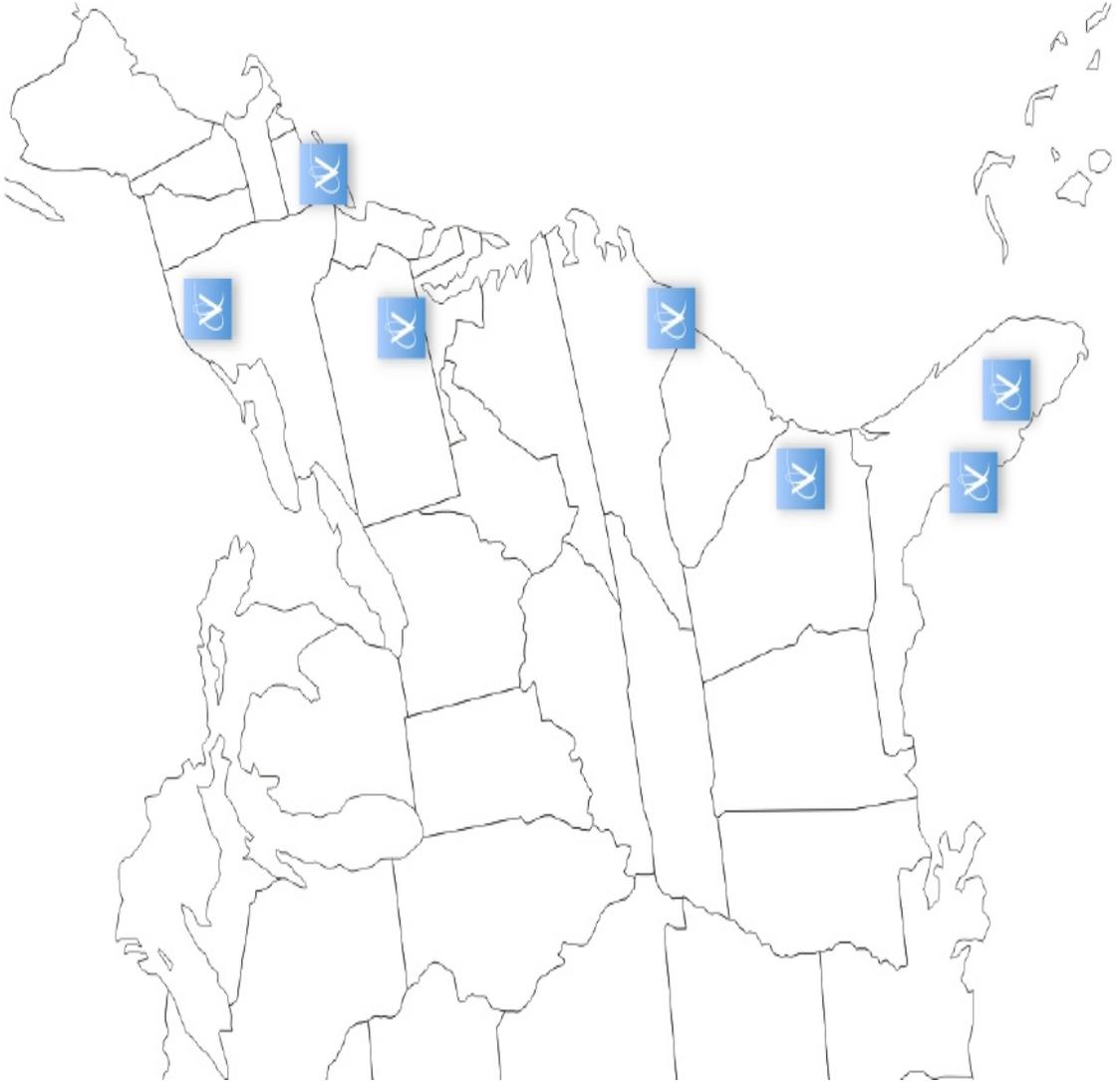
MidCoast Regional Airport At Wright Army Airfield
P: 912-877-IFLY ext 4359 F: 912-877-4366
Charlie Martin: Charlie@midcoastregionalairport.com

6. Tampa, FL (KVDF)

Tampa Executive Airport
UNICOM: 122.700
P: 813-626-1515 F: 813-630-2455
Andy Ochalek: aochalek@volooaviation.com

7. Sebring, FL (KSEF)

Sebring Regional Airport
UNICOM: 122.70
P: 863-655-6455 F: 863-655-6468
Jason Ali: jali@volooaviation.com



SECTION 2 QUALIFICATIONS (CONT)

AVIATION EXPERTISE

Engaging Volo Aviation LLC as your manager grants you access to our entire professional team. Volo Aviation's organization consists of over 100 focused professionals whom strive each day to deliver superior aviation experience in every facet of our business. Our managers and team leaders each have extensive experience in their respective areas of responsibility, which allows us to deliver a comprehensive and standardized product.

Resumes of our managers and team leaders are found on the following pages.



BRIAN CIAMBRA BIO

Brian has over 20 years of aviation experience. Half of Brian's experience has been with the aviation leader in aviation services, **Signature Flight Support**. Within Signature he held the position of Regional General Manager of White Plains NY, Morristown NJ and LaGuardia NY airports. Brian preaches a strong commitment to customer service, values and safety.

He possesses a strong knowledge in the M&A and Executive management of running assets. Brian's most recent positions over the past 10 years have focused on the M&A and as well as the management of FBO and airport assets. At **Skyport Flight Services**, **Brian** was the Managing Director reporting directly to the Board of Directors. He and the investors of Skyport acquired a small underutilized FBO in Westchester County airport NY in 2004. The acquired companies financials were greatly underperforming and within 18 months they were able to significantly turn them around increasing the EBITDA performance from \$500,000 to \$2,200,000.

In late 2006 he began an FBO venture with **Volo Aviation and Merrill Lynch**. Merrill Lynch's commitment was for up to \$250MM. (Brian and the M&A Group spent approximately \$90M). Over the next several years Brian has spearheaded the design of a new FBO chain (**Volo Aviation**). He led every aspect of the acquisitions process as well as the development of the infrastructure from the ground up. Volo Aviation is the only new chain to be developed and branded in the past 3 years. Brian managed the assets for Merrill Lynch and ran the entire FBO business line for Volo Aviation. During their peak with Merrill Lynch they operated and owned 7 FBO's under Brian's direction. Brian assisted in Merrill Lynch's divestiture of the assets and the deal was closed in December of 2010.

Brian currently still serves as Senior Vice President/Managing Director of FBO Operations for Volo Aviation currently overseeing 7 locations throughout the East Coast.

In early 2013 Brian partnered with Mr. Raj Tala to form Skyport Holdings an FBO acquisition venture pursuing FBO's within the secondary markets. In March of 2013 Brian and Raj acquired their first FBO location in Harrisburg, PA and most recently their second in Tampa, FL. Brian serves as the President & CEO of Skyport Holdings.

Brian currently serves on three industry committees with NATA, NBAA and IFBOA. Brian resides in Fairfield County, Connecticut with his wife Jackie and three children.



TODD SMITH BIO

Todd works as the Director of Business Development and provides regional management for multiple FBOs in the Volo Network. Todd has over 25 years in industry, including civil and military airport/FBO management both in and outside the continental United States. He is also a licensed commercial pilot.

Served over 20 years in the United States Army. In addition to his numerous duties and positions throughout his career, Todd's responsibilities included managing a fleet of seventy-plus rotary and fixed winged aircraft, air traffic control, ground and aviation safety and support personnel. Supervise active duty personnel, civil servant technicians and Contractors; served as Contract Officer Representative. In addition to these duties was responsible for the development, oversight and execution of the Pre-Accident Plan and Emergency Management Plan. Todd was awarded the Bronze Star for his service in Afghanistan.

Since his retirement from the military retirement Todd has successfully managed FBOs for private companies including Volo Aviation and during the past four years he has assumed the duties of Business Development Director for Volo Aviation and provides regional management oversight for the organization.

Todd serves on many boards and committees including NBAA, AAAE, and state organizations relevant to municipally run airports. Todd resides in Strafford County, New Hampshire with his wife Tracy , two teenage daughters and awesome English Black Labrador Roland.



CLYDE LIPFORD BIO

Clyde serves as the HS&E/Training Director and has a deep knowledge and experience in fuel quality control, delivery standards, and ramp operations, with a focus on safety. He possesses tremendous skills in developing and maintaining team cohesiveness and communications, as well as maintaining customer loyalty.

With Volo Aviation, he is responsible for oversight of all Line Service operations and overseeing work procedures to ensure proper standards are followed. He is also responsible for all fuel quality control procedures for fuel farms and distribution equipment (API gravity, temperature, and gross). Most importantly Clyde is responsible for all training and fuel quality control records throughout the Skyport and Volo network.

Clyde also serves as a fuel farm operator and inspector for World Fuel Services. Within these duties, he is responsible for inventory management, sampling and testing of fuel products for quality control of 100K gallons of Jet A and 25K of Avgas storage facilities. He trains all new hires for fuel farm operations and performs basic maintenance of the farm facilities as required.

Clyde is also NATA 1st Professional Line Service Certified and Fire Safety Certified.



Yvette Novacek BIO

Yvette is an entrepreneurial Manager with strong sales, customer service, and client loyalty skills. Strong advocate of teamwork, performance excellence and continuous improvement.

With Volo Aviation, Yvette is responsible for overseeing Customer Service staff and emphasizing Volo Aviation standards and protocols. Focus on constant development and improvement of customer service delivery in all internal and external interactions across all Volo platforms. She oversees all marketing efforts to promote Volo Aviation through email, social media, and print marketing campaigns.

Marketing and sales are in Yvette's blood. She was a buyer for Parfumerie Douglas, While there, she was responsible for analyzing inventory, and maintain stock levels by vendor for store. She strategized with store managers to promote sales events with key vendors.

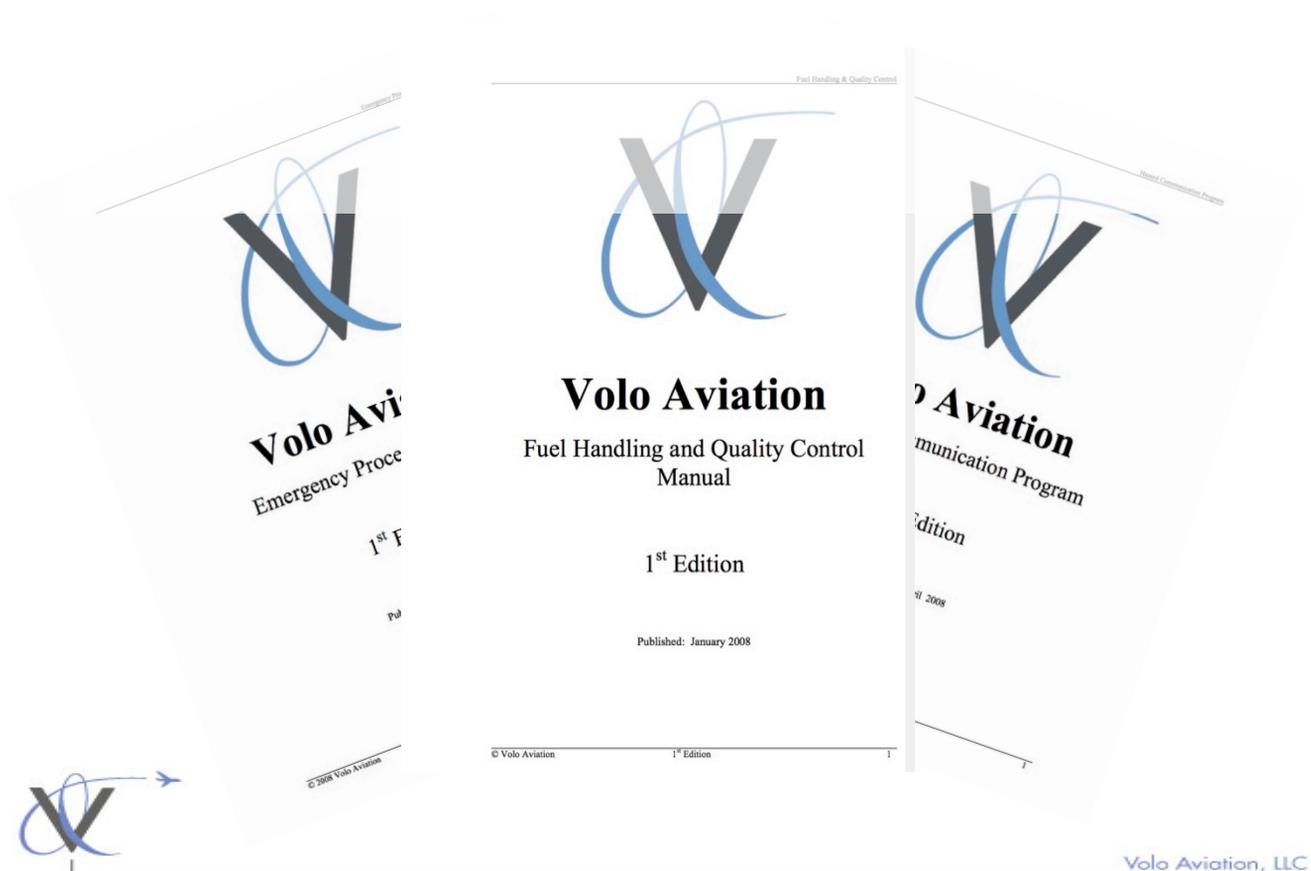
As a manager for the Chanel line of Lord and Taylor, Yvette developed and implemented strategies to expand sales volume and customer base. Functioning as coach and mentor, she developed employees to reach their full potential while encouraging ownership and accountability for results. She increased Chanel product line sales to a ranking of #1 in New York and #3 corporate-wide.



SECTION 2 QUALIFICATIONS (CONT)

VOLO OPERATIONS AND MANAGEMENT APPROACH

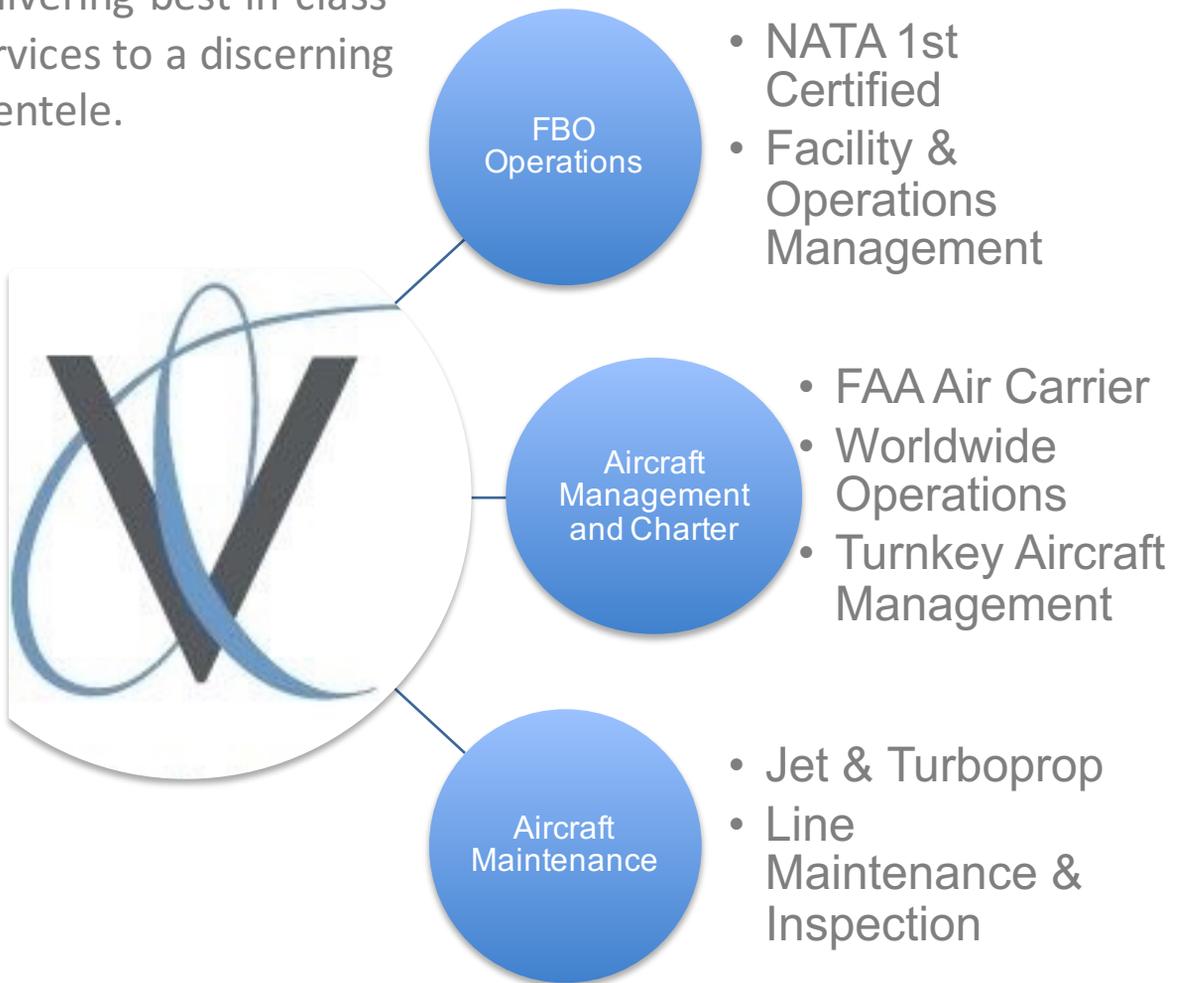
1. Training & Program Manuals
2. Fuel Quality Control Program
3. Inspection/Audit Procedures
4. Human Resources Support
5. Legal/Accounting Support
6. Marketing and Sales Initiatives



SECTION 2 QUALIFICATIONS (CONT)

VOLO FBO OPERATIONS AND MANAGEMENT PROGRAM

A fully integrated aviation company delivering best-in-class services to a discerning clientele.



SECTION 2 QUALIFICATIONS (CONT)

VOLO CHARTER

- Volo Aviation holds an FAA Air Carrier Certificate, and is authorized for global operations under 14 CFR Part 135, On Demand Charter.
- We currently operate a Gulfstream IV, a Falcon 900, a CJ-1 and a TBM on our charter certificate, all based at Bridgeport CT.
- Experienced in-house charter sales team, leveraged with a charter marketing relationship with:
 - Gama, Tailwind, North American Air Charter, Volo enjoys preferred status at Sentient Jet, and is thus able to leverage those companies' capabilities in providing the best in on-demand private charter for our clients across the country.
 - Our due-diligence has identified requirements for on demand charter opportunities specific to RZR and it's surrounding airports. We believe we will be able to identify specific aircraft to potentially base at RZR which will provide on site charter.



SECTION 2 QUALIFICATIONS (CONT)

OUR TRUSTED PARTNERS

Volo Aviation has carefully selected and aligned itself with highly reputable firms to allow consistent service delivery.

Risk Management

Marsh- Marsh acts as our broker of record for placing coverages, including airport and aircraft liability, property, environmental, WC, etc.

Zurich- Zurich provides Volo with commercial property coverage.

Covenant Risk Advisors- Covenant provides Volo with ongoing advice and counsel on risk management.

Fuel Supplier's

World Fuel Services- World Fuel Services is Volo's preferred fuel supplier and provides Volo with ongoing support and access to expertise in relation to fuel storage, delivery, and airport operations.

Phillips 66- is also a valued and utilized vendor within our network.



SECTION 2 QUALIFICATIONS (CONT)

MARKETING PLAN

BASICS

Volo Aviation prides itself on engaging in a cost-effective yet efficient marketing campaign based primarily on locally-based initiatives and outreach. Through our experience operating FBO's at second- and third-tier airports, we have learned that large marketing budgets with expenditures on national campaigns do not necessarily drive desired results. In short, more money does not always mean more business.

Generally, for smaller FBO's that are not located at a "destination" airport, attracting new business usually means going back to the basics: offering a very competitive fuel price and inviting pilots to organized gatherings (fly-ins, safety seminars, etc.). We have found that well-coordinated and targeted efforts that let the aviation community know you are there pay off in a gradual increase in both new and repeat business.

We propose a marketing plan that relies on the following:

Provider listings on industry-leading airport database websites, including:

- AirNav
- CharterNation
- FltPlan.com
- AOPA

Inclusion on Volo Aviation's main website: www.voloaviation.aero

Generating local interest through frequent and relevant information postings on Facebook and other social media outlets

Assistance in maintenance of the existing airport website

Targeted email and phone outreach efforts to both existing and potential clients to communicate upcoming events, special fuel pricing, and other useful information.

SEO- AN EFFECTIVE MARKETING TOOL

Volo Aviation engages in a highly targeted and specific search engine marketing campaign. We use a full-service digital advertising solution provider to help drive brand awareness at the local level. Through a combination of organic search engine optimization (SEO) and Paid Search results, we have been able to increase brand awareness with minimal expense. We can offer that same focus to drive more interest to Cleveland Regional Jetport's website, which will lead to more awareness of the services and amenities you provide. And because we offer you a dedicated page within the main Volo Aviation website, our campaign efforts can help you twofold: traffic landing on our site will see your location as well.



SECTION 2 QUALIFICATIONS (CONT)

MARKETING PLAN

SOCIAL MEDIA- A NECESSARY EVIL

Love it or hate it- social media is an integral part of an effective marketing campaign. Facebook has become its own online reference source, where information contained on a Facebook page is returned as a result to user searches. The great thing about Facebook is it is free, and thus can be a very effective tool in communicating to the public. Volo Aviation encourages our managed FBO's to set up a local Facebook page. We then assist in generating frequent and relevant postings, which we share amongst the other Volo location pages for increased awareness and visibility. We work with local staff to continue developing an online presence that encourages interaction and feedback, which is important to building client loyalty.

Here is a screenshot of an example of Facebook postings on our Harrisburg location page that were shared from the other locations.

The screenshot shows the Facebook page for 'Volo Aviation at Capital City'. Three posts are visible:

- Post 1 (July 8):** "What a beautiful sunset we had yesterday at KCXY. Thank you for the picture CJ". It features a sunset photo of a Texaco gas station. It has 241 views (circled in green) and 9 likes (circled in red).
- Post 2 (July 4):** "Today we celebrate the spirit of America. Volo Aviation wishes everyone a safe and happy Fourth of July!". It features a photo of an airplane with an American flag. It has 19 views (circled in green) and 1 like (circled in red).
- Post 3 (July 3):** "National Aviation Day - August 19 2012 - Wright Brothers National Memorial". It features a link to a news article. It has 236 views (circled in green) and 1 like (circled in red).

Annotations include:

- A red box pointing to the first two posts: "These posts were shared from other Volo pages..."
- A green box pointing to the view counts: "Resulting in more user views than people who 'liked' this page"

As you can see, effective management of Facebook postings and interaction can result in more eyeballs on your location's communications.



SECTION 2 QUALIFICATIONS (CONT)

MARKETING PLAN

GENERATING LOCAL INTEREST

Volo Aviation recognizes the value of maintaining a local focus on your marketing efforts. Our General Managers strive to engage the local community at events that build awareness and interest. Usually, once pilots have visited a Volo facility for a fly-in or other event, they tend to return when engaged in other flying activity. Also, we have found that engaging in community-driven activities such as food bank drives, Toys for Tots, etc. brings a sense of involvement and acceptance from the community, who may not otherwise be aware of the benefits that an airport offers. Our locations often host charitable fundraising dinners, whose guests sometimes become future clients. Frequently at these events we have heard the phrase "I never knew you guys were even here. I'll come by next time I'm up."

2nd Annual Blackhorse 4 Heroes Fundraiser dinner set for Saturday September 28th.



We are pleased to announce our second annual Fundraiser dinner.

Mark your calendar because on Saturday, September 28thth, we're shutting down the new and exclusive Volo Aviation hangar at the Sikorsky Memorial Airport, and opening its doors to you for a special night. Best of all, it's for our veterans, our heroes who served us and keep us free. This event will provide the funding for Blackhorse 4 Heroes to continue its program, serving veterans, and bringing awareness to the public.

So polish your shoes, and get ready. We are going to raise funds while raising the roof. You will also get to learn more about veterans and the incredible way horses help us understand ourselves. You will also get to meet Benjamin the gentle giant. This Clydesdale was rescued and perhaps has more in common with our veterans than we understand.



GETTING INVOLVED WITH THE LOCAL COMMUNITY

Recently, our Harrisburg location organized a breakfast fly-in that featured a local member of Congress to address airport-related concerns. This event was well-attended by both pilots and non-aviation members of the local community. Here is the email that was sent to a local contact list:

Volo Aviation can assist local staff in coordinating and arranging events such as these, as well as handling pre- and post-event notices and communications.

KNOWING YOUR CLIENTS

It can be difficult to determine your client base, and then more difficult to determine how to contact them. Volo Aviation can assist with this challenge. Utilizing tools such as FlightAware, Passur and TraqPaq, we can provide actual data on not only who flew to your airport, but also who flew to alternative airports in the local area, and what the fuel price was at these alternates. Using this data helps tailor the messaging that we send to contacts to inform them of the benefits of using Cleveland Regional Jetport. This data also helps management make informed decisions on how to set fuel pricing.



Scott Perry, US Representative

Don't Miss The Fun ~

Scott Perry - Our US Representative will be joining us for a Fly-In breakfast and to discuss aviation related issues and constituent's ideas and concerns.

0900 - 1200 Saturday, August 24th, 2013 at our facility

Please come and enjoy a FREE Breakfast, Pilot Shop Sale Specials and much more!



Volo Aviation - KCXY
Capital City Airport
112 Airport Road
New Cumberland, PA
17070



SECTION 2 QUALIFICATIONS (CONT)

MARKETING PLAN

REPRESENTATION AT INDUSTRY EVENTS

Volo Aviation personnel attend several industry-specific conference and networking events each year, including the annual NBAA Convention, the NBAA Schedulers and Dispatchers Conference, the NATA Air Charter Summit, and other regional events from time to time. We often choose to exhibit at several of these events, and we can offer Cleveland Regional Airport the opportunity to enhance their visibility by being part of a Volo Aviation exhibit. Occasionally at the larger conferences, Volo Aviation may decide to be “grouped” with a fuel provider (such as World Fuel Services or Shell Aviation), which also enhances visibility, since these large group exhibits tend to attract more foot traffic than a small stand-alone display.

Volo Aviation exhibit booths usually include a multimedia presentation identifying our locations and amenities, as well as print collateral detailing the specifics of each location. The booth is staffed with managers who are knowledgeable and able to answer specific questions as asked by show attendees. The cost of exhibiting at shows is prorated amongst the locations that benefit.



PRESS RELEASES

From time to time Volo Aviation will distribute press releases to announce new business, new locations, new management agreements, service improvements, facility updates, and other important events. We distribute to over 30,000 media outlets, and always include any local distribution that is pertinent to the announcement. A quick Google search of ‘Volo Aviation’ will show the value of press releases, as they remain in the public domain for some time. We also utilize social networking outlets such as LinkedIn to redistribute our press releases, which serves to boost the awareness of the release amongst qualified and targeted individuals. Volo Aviation is a firm believer in press releases, and is proud to announce our achievements to the aviation industry.

ANNUAL MARKETING BUDGET

We will work closely with the Authority in creating an annual budget ‘Advertising/Marketing’ reflects participation as proposed above. This includes a monthly cost of \$500 for display listings in AirNav, CharterNation, FltPlan, and AOPA, as well as an RZR-specific SEO campaign. There is a one-time fee of \$500 to build the location page on the Volo Aviation website, and we estimate two press releases annually for your location, at \$175 each. Exhibitor booths at conventions are shared amongst the locations, and each location is responsible for travel and lodging for staff they may choose to send. (Note- we did not estimate for any RZR staff attendance, but will certainly offer the opportunity). For each expense incurred, Volo Aviation will not mark up any invoice or amount, and will document prorate amounts for grouped or shared expenses. We also envision 4 local events such as breakfast fly-ins and cookouts at a cost of \$250 per event. (Note: these are recommendations, and will only engage in those outlets as directed by the RZR).



SECTION 2 QUALIFICATIONS (CONT)

OUR THOUGHTS DRIVING INCREASED BUSINESS/ CORPORATE TRAFFIC

- Aggressively market airports with competitive fuel pricing for transients.
- Encourage corporate and charter operations to consider RZR.
- Engage qualified charter operators for charter support (Gama Aviation, Tailwind Aviation, JetAccess, North American Air Charter, Venture Jets).
- Improve the Customer Experience through our formalized Customer Service and Line Service standardized training programs which will result in consistent superior service to all clientele.
- Institute and create stability for the employees and clientele.



SECTION 2 QUALIFICATIONS (CONT)

OUR THOUGHTS DRIVING INCREASED GA TRAFFIC

- Aggressively market regionally competitive fuel pricing for transients.
- Aggressively market Tie-Down availability, offer a fuel discount incentive.
- Promote events coupled with fly in breakfast- i.e. free breakfast with fuel purchase.
- Host and promote interest events, i.e. classic cars, ‘Wings & Wheels’, boat & marine, etc.
- Engage area flight schools with preferred fuel pricing offers in efforts to drive them to RZR for cross country/flight school training.
- Partner with local service providers (flight schools, maintenance) towards deliverable cost savings designed to drive traffic (i.e. 50 free gallons for an annual inspection)
- ‘Weekend discount’ program for transients.
- Improve the Customer Experience.



SECTION 2 QUALIFICATIONS (CONT)

BUSINESS DEVELOPMENT

- Hangar Development: Given our experience in developing new hangars and airport facilities from the ground up our expectation is to work hand-in-hand with Cleveland County Airport Authority Administration in order to strategize and develop a large corporate hangar at RZR.
- We have been very successful in promoting “Fly In’ s” to increase transient activity.
 - Fuel discounting
 - Door prizes
 - Guest speakers (local and national political figures as well as industry leaders)
- Increase tenant base through aggressive local, regional, and national marketing and networking.
 - Competitive pricing
 - Fuel discount incentives



SECTION 2 QUALIFICATIONS (CONT)

IN SHORT WE ARE

Because Volo is the only up and coming FBO chain in the secondary market serving the small to medium aircraft market focused on the high tech aircraft owner operator and their need's. Volo has a substantial opportunity to dominate the region. Volo will maintain the following advantages over existing competition:

- Ongoing support to clients.
- Extensive knowledge of the corporate jet user through our proprietary computer needs tracking.
- Providing the highest tech amenities at our locations.
- Superior customer service.
- Specialized training programs for staff: STANDARDIZATION.
- Informative Web site; competitive rates.
- Experienced managers with a proven track record of increasing market share in unique locations.
- Passionate about delivering the best possible customer experience- success is in the details.
- Proponents of an effective and efficient marketing campaign to drive brand awareness both locally and nationally.
- Able to draw on an internal wealth of aviation expertise. FROM THE GROUND UP.



SECTION 2 QUALIFICATIONS (CONT)

VOLO AVIATION- TRADE REFERENCES

1. Mr. Ray Tintle, Director of Aviation
CV Starr & Company
900 Great Meadow Road Stratford CT 06615
Contact # 201.245.0188
Email: Ray.Tintle@cvstarr.com

2. Mr. Michael France, Director of Training
NATA
4226 King Street Alexandria, VA 22302
Contact # 703.845.9000
Email: mfrance@nata.aero

3. Mr. Stephan Ferguson, Airport Manager
City of Bridgeport, Connecticut
1000 Great Meadow Rd Stratford, CT 06615
Contact #: 914.760.2981
Email: stephen.ferguson@bridgeportct.gov

Volo Aviation operate the FBO at Sikorsky Memorial Airport. We employ over 25 employees providing FBO services, Aircraft Charter and Maintenance supporting the Connecticut and New York markets.

4. Mr. Mike Willingham, Airport Director
Sebring Airport Authority
128 Authority Lane Sebring, FL 33870
Contact # 863.655.6444
Email: mike@sebring-airport.com

Volo Aviation acts as FBO manager for this municipally-owned airport in Central Florida. Home of the Sebring International Raceway, and the US Sport Aviation Expo, Sebring Regional Airport is designated an FTZ and support a military fueling contract at nearby Avon Park Bombing Range.

5. Rodney Brown, Deputy County Manager
Clinton County, NY
Contact #: 518.565.4711
Email: brownr@clinton.ny.us

Volo Aviation operates and manages the FBO for Clinton County, NY and provides all Airline ground support and ticketing for three major airline carriers at Plattsburgh International Airport. We employ over 55 employees.



SECTION 3 PUBLIC/PRIVATE/PARTNERSHIP (CONT)

RZR/VOLO AVIATION/GPA/GAM



Proposed Service and Structure will be to industry standard across the board. Our Executive and Transition Team's will come in and assess the existing personnel on board with the existing FBO in order to ensure we retain the best possible staffing in accordance with all regulations and appropriate industry standards.

The following is a summation description of the proposed scope of operation for each business activity and the applicable activity. We are completely prepared to meet the minimum standards of NFTA.

1. Commercial and Military Aircraft Fueling and oil dispensing.
2. Commercial Air/Cargo Carrier ground handling.
3. Aircraft Storage (tie-down and hangar facilities).
4. Aircraft Ramp Services (towing, parking guidance, etc.).
5. Management and Subleasing of airport T-hangars, shade shelters, and tie-downs.
6. Operation of fuel farm for the storage, handling, and delivery of aviation fuel products.
7. High Standard of Customer Service for all pilots and passengers. This will be our first and foremost objective: Bring the FBO aesthetics to the highest of standards demonstrating an aggressive approach towards customer service.
8. Emergency service to disabled general aviation aircraft.
9. Employment of the appropriate number of properly trained and/or certified personnel to provide satisfactory FBO service and handling,
10. Flight Training
11. Aircraft Maintenance

Committed to providing all services in accordance with minimum standards of NFTA.

Fuel offered will be Jet-A with/without PRIST, Avgas and necessary GSE fuels.

In addition, we will provide for any and all deficiencies of equipment required to ensure the highest standards of support are provided.



SECTION 3 PUBLIC/PRIVATE/PARTNERSHIP (CONT)

RZR/VOLO AVIATION/GPA/GAM



Given our initial assessment, Volo Aviation and **Global Aviation Alliance** (which includes Global Pilot Academy and Global Aero Maintenance) are prepared to bring premier aviation maintenance service and Flight Training to Cleveland Regional Jetport. Upon assumption of management by Volo Aviation and with appropriate vetting of the greater Cleveland market, Global Pilot Academy is prepared to position staff and aircraft to support the demand for Flight Training at RZR. Our immediate assessment with limited and combined research has identified the lack of Flight Training services currently in place at RZR as well as aviation maintenance services at RZR.

Our focus will be on the immediate needs of both “light” GA and Part 145 and 141 Operations.

In addition we would be prepared for any emergency or unscheduled transient maintenance activity. As with all other services we would provide, Global would first assess existing infrastructure and personnel in order to provide and retain the best possible operations and staffing in accordance with all regulations and appropriate industry standards.

Please reference separate PowerPoint covering GlobalAlliances scope of work and company background.

In addition to GPA’s desire to operate at RZR, Tailwind Aviation has indicated significant interest to provide aviation maintenance services in addition to part 135 charter partnership should Volo Aviation be awarded a management agreement with Cleveland County.



SECTION 4 PROPOSAL/FEES

SERVICES PROVIDED

Volo Aviation proposes to be engaged as Manager of FBO Services under a Management Services Agreement with the Cleveland Regional Airport, for an annual management fee of **\$65,000**. As Manager, we confirm that we have the desire and capacity to cause to be completed the required services identified in the **Scope of Services** detailed below. Volo Aviation envisions creating a new LLC for this project to efficiently accommodate local taxation and payroll matters.

We feel that being engaged under a flat rate frees us from any potential conflicts acting as Manager. Our goal as your Manager is to procure the best possible rates and pass them directly on to you, our client. Whether it be procuring insurance or negotiating with fuel suppliers, our philosophy is transparency. And yes, we have been able to deliver measurable cost savings to each of our FBO owners by working with this philosophy in mind.

Volo Aviation will oversee all aspects of the FBO business through their RZR staff with day to day oversight from its headquarters in Stratford, CT "BDR" as well as daily oversight and support from it's Regional Management personnel supporting RZR.

SCOPE OF SERVICES

FBO OPERATIONS

As Manager, we will oversee all of the Day to Day aspects of the FBO operation through our RZR staff with day to day oversight from headquarters in Stratford, CT "BDR". Regional support will be recognized on a daily basis with management personnel supporting RZR on the ground on a weekly and potentially daily basis.

AIRPORT & FACILITY OPERATIONS

As Manager, we will provide additional support in assisting the Airport Authority with light maintenance within the airport grounds. i.e. replacing light bulbs, minor repairs within the facility, landscaping, etc.

STAFFING

As Manager, we would quickly perform an audit of current staffing levels and evaluate availability vs. business demand and hours of operation. It is our recommendation the staff be Volo Aviation employees and to discuss any staff level changes or recommendations with the Cleveland Regional Airport Advisory Committee prior to implementing. We envision maintaining the local reporting structure, with the facility Manager reporting to both Brian Ciambra and Todd Smith. Other interested parties County, Airport Authority, etc. may interface with the FBO staff or Volo Management as the situation dictates. Also please refer to Mr. Ciambra's resume, as well as other senior Volo staff, which follow in this section.



SECTION 4 PROPOSAL/FEEES (CONT)

SAFETY/HS&E

As Manager, we will maintain and oversee all safety requirements involved within the FBO business. Our HS&E Manager will perform regularly scheduled visit

STANDARDS PROGRAMS, TRAINING & QUALITY CONTROL

As manager, we will implement our standard training and fuel Quality Control programs and oversee all aspects of Training and Fuel Quality Control.

Volo Aviation FBO management services include a comprehensive suite of manuals, procedures, checklists, and training aids to ensure that all staff members are properly prepared to perform their duties, as well as develop an awareness of the importance of the duties of their colleagues. We find this encourages a sense of teamwork, where all personnel exhibit a professional respect for their coworkers. All of our current line staff are trained to NATA 1st standards, and customer service personnel are trained by personnel from our Stratford, CT headquarters to ensure a consistent and standard service delivery across our platform.

Examples of one of Volo Aviation's service standard follow.

Volo Aviation's Standard Operating Procedures (SOP's) include checklists for staff audits of all facilities and equipment to ensure all assets are able to perform to peak efficiency. We would establish proper reporting protocols between Volo, the County, and other interested parties as required (FAA, DOD, etc.) ensuring that items needing attention are rectified in the most efficient and cost-effective manner possible.

FUEL QUALITY CONTROL

Volo Aviation's Standard internal QC manuals mirror the required ATA manuals as well as additional requirements which we have added to enhance the fuel quality control program and oversight.



SECTION 4 PROPOSAL/FEEES (CONT)

SECURITY

Similar to the quality audits, all staff are trained to Volo Aviation's standards to ensure the safety and security of all premises and personnel. Procedures for personnel clearance, escort, badge challenge, and visitor privileges are established for each location as appropriate.

Examples of Volo Aviation's daily quality audit and physical security program checklists follow.

ADMINSITRATION

As manager we will manage all employee responsibilities from fuel contract management, payroll, benefits and any Human Resources related items. Procurement of insurance, i.e. workers comp, general liability/hangar keepers, auto, etc.

MARKETING & SALES

As manager we will incorporate Cleveland Regional Airport into our FBO Network helping generate national exposure for RZR. We will also develop specific programs focused on RZR. Please reference our Marketing & Sales Plan section for a comprehensive detail.

ADDITIONAL SERVICES

In addition to the required services, Volo Aviation management may include:

- Accounting Support as required, including annual budgeting, periodic variance analysis, and business performance reviews.
- Risk Management, through our partners at Marsh, Chartis, and Covenant Risk Advisors
- Human Resources management.
- Additional services not contemplated, including but not limited to, financial auditing, legal support, etc., will be billed as rendered.
- Access to other business partners such as national flight schools and aviation maintenance providers.



SECTION 4 PROPOSAL/FEES (CONT)

ADVANTAGES

- FBO ownership does not change.
- Owner maintains current equity in their FBO and retains upside and market rebound opportunity.
- Volo will receive a purchase option.
- Volo could assist, and possibly participate in the sale as a broker or potentially the buyer.
- Lower Direct Operating Cost.
- Fuel Procurement.
- Aviation Insurance.
- Hotel Revenue.
- Credit Card Fees.
- Rental Car Revenue.
- Catering Revenue.
- Employee Benefits.
- Hangar Supplies.
- Access to Sales Initiatives.
- Direct access to Volo Sales initiatives, industry contacts and Management team.
- Utilization of an industry leading Flight Tracking Program.
- Utilization of industry leading aircraft and fractional owner list.
- Access to National Fuel relationships with all the major Fractional and larger charter operators.



SECTION 4 PROPOSAL/FEEES (CONT)

- Labor Volo's efficiency.
- Insurance Procurement and potential savings through Volo's buying power.
- Fuel Cost savings through national fuel contract with World Fuel Services (WFS).
- Access to Volo's Ground Support Technicians. Volo will offer at no additional cost access to the utilization of our it's ground equipment maintenance staff.

Estimated Budget Proposal (excluding hangar keepers, workers comp etc.):

Item	Cost	Summary
Payroll	\$120,000	1 FT GM/Line SVC, 3-4 additional LS/CSR (Mix PT/FT)
Management Fee	\$65,000	3 Months Waived
Hangar N-1 Revenue	\$15,000	20% profit sharing for N-1 Business (\$60K net to CJP, vs. current structure)
Estimated Total	\$200,000	

1. *Additional savings regarding FBO operations (i.e. credit card fees, truck leasing, fuel purchasing, insurance, etc.) will be identified through analysis by CRJ personnel and Volo Aviation.*
2. *5 year term, 5 year option (or **first right of refusal for traditional lease option**).*
3. *3% annual increase of management fee.*
4. *In addition to services outlined within this proposal, all NBAA booth fees are included at no additional cost to CRJ. This will ensure RZR has maximum exposure within the Volo Aviation network at four annual NBAA trade shows.*



**MINUTES
CITY OF CLEVELAND
MUNICIPAL AIRPORT AUTHORITY**

**April 15, 2016
9:00 A.M.**



Be it recorded that the Cleveland Municipal Airport Authority met in a regular session on Friday, April 15, 2016, at 9:00 a.m. in the Cleveland Municipal Council Room.

MEMBERS PRESENT: Lou Patten, Verrill Norwood, Lynn DeVault, Mike McCoy, and Steve Wright

MEMBERS ABSENT: None

CITY STAFF: Kristi Powers (PW Support Services Manager), Mark Fidler (Airport Manager), Beverley Lindsey (Executive Assistant to the City Manager), Janice Casteel (City Manager), John Kimball (City Attorney), Randall Higgins (City Reporter), Renea Brown (Secretary) and Shawn McKay (City Clerk)

FBO STAFF: Taylor Newman

CONSULTANTS: Rick Hudgens

GUESTS: None

MEDIA: Joyanna Love (Cleveland Banner)

CALL TO ORDER

The meeting was called to order by the Chairman, Lou Patten, at 9:01 a.m.

ROLL CALL

Chairman Patten called the roll and is recorded above as Members Present.

ACCEPTANCE OF MINUTES

The Chairman also called for a motion to accept the minutes from the February 19, 2016, meeting. Steve Wright so moved, seconded by Lynn DeVault and was unanimously passed.

UPDATES

Construction Update (and slide show presentation)

T-Hangars

Mark Fidler reported the t-hangars are complete. The certificate of occupancy was issued on April 23rd by the City of Cleveland's Building Inspections. The west hangar was completed on February 26th; the

east hangar was completed and occupied on March 19th. There are still a few remaining punch list items that have to be finished.

MedTrans/Erlanger Hangar

The construction company involved in the lawsuit, Ed Hale Construction Inc., has posted a \$5,000.00 performance bond for the Claim for Labor Lien dispute with Keith Pryor Grading. Mr. Hale has advised he will contest the claims of Mr. Pryor in court.

Ninety percent of the grading work is complete. There will be some sod, but the majority of the area will be cemented. Drainage issues caused by the weather are holding up progress.

The hangar is complete and fully functional. The base, known as LifeForce 1, is now the busiest in the Erlanger system. They had approximately sixty runs last month which all originated from the Jetport. They transport a lot out of Polk County, but also from Atlanta, Asheville and Knoxville.

Southeast Jet Center

Construction is well underway. Crews are working six to seven days a week in order to complete the job as soon as they can. When the area dries out, they plan to pour the connector between the hangar floor and the taxiway. The roof is currently being put on; the doors will be next. High winds have caused a delay.

Runway Extension

Next Monday and Tuesday, survey crews from PDC and geotechnical testing crews from Ardent Geotechnical will be conducting soil compaction and site surveys on the North end of the Jetport complex. This is part of the runway extension design and engineering work now underway by PDC. A copy of the boring locations has been included in the packet.

Chairman Patten asked if it is roughly 1,800 feet from the end of the runway to the Tasso Road extension. Mark said yes. Board Member Wright asked if the line, E/OFA, is as close as you could build to the runway. Mark said yes; you can build as long as you are outside the Obstacle Free Area.

Director's Report

Mark Fidler reported:

- The Poker Run was held on March 26th. Approximately 50 aircraft visited the field with seventy participants in total. Eastern Aviation Fuels provided 100 gallons of 100LL fuel for aircraft participants which was distributed to twenty aircraft on a first come/first served basis. Numerous prizes were awarded including gift certificates for Café Roma, Bald Headed Bistro, Santa Fe Steakhouse, Fulin's, Jordan's and more; plus, Ocoee River Whitewater expeditions and accommodations at local hotels. A \$920 cash prize was awarded to the holder of the winning poker hand.

Mark recognized Bryan Janish for his efforts to make this an outstanding event in securing the door prizes.

- The "Fun with Friends" airport tour was April 5th. Approximately fifteen young and middle aged adults came to tour the Jetport and visit the MedTrans hangar. Attendees got a hands-on inspection of the helicopter.

- The Cleveland Fire Department driver training and qualification was held earlier in the week. The firefighters trained in various apparatuses on a course laid out by the CFD training staff. This is the 2nd year that they have utilized the Jetport for this training.
- The fence damage was repaired in mid-March along with the fire hydrant. The guardrail is still awaiting repairs.
- Mark passed around a guide distributed by the Chamber of Commerce. It is distributed by the Chamber on a nationwide basis along with information packets. He would like to sponsor a Chamber breakfast at the Jetport in the next fiscal year. For those not familiar, it is a monthly breakfast sponsored by local businesses. It is a good opportunity to get local business people out to the Jetport.
- The surplus property sale information is included in the packet. We did receive a response to the ad and an offer from S & E Partnership for \$7,600. In order for the City to proceed with the sale, the Authority will need to approve the offer. **Chairman Patten called for a motion to accept S & E Partnership's offer of \$7,600. Lynn DeVault so moved, seconded by Verrill Norwood and was unanimously passed.** Chairman Patten asked who would get the money; the City or the Authority. Janice Casteel believes the Authority would receive the money. Mark agreed and advised the money would have to be applied to the airport's debt.
- In looking at the bottom line of the financials, it is basically a reflection of the change in the budget as a result of having implemented the new fee structure for the FBO operation. Board Member DeVault asked about the fuel chart that was with the financials. Taylor Newman said sometime back, someone asked for a pictorial view instead of looking at numbers. That's what the chart shows; the difference in percentage from what was metered sold versus what's in the tank. There will be some continuous loss due to evaporation. If you look at the total percentage, we are under a 0.5% loss. That percentage is not bad; he would be concerned if it were 2% or above. Board Member DeVault asked Taylor if he could put a title across the top of the page.

FBO Report

Taylor Newman reported the following:

- He feels they are making a difference in how many gallons of fuel are sold. Base customer sales are flat versus last year's. There are eleven up-sale events reported in March which resulted in nearly a 4,500 gallon differential in income. This is more income on the up-sale of fuel than what would have been received if they had paid the fee structure.
- Flight training is steady. There is another flight instructor who will occasionally be in and out of the Jetport.
- The Poker Run was a great success. There were in excess of fifty planes this year compared to twenty last year. Hamburgers and hotdogs were served and the weather was nice.

Other

Rick Hudgens came to discuss the last t-hangar project. This project had approximately two months in delays due to the manufacturer not shipping the building on time. He has a synopsis of what he and Mark discussed as far as liquidated damages/revenue loss. Liquidated damages are generally there if the engineer has any extra expenses due to time going over. The FAA and the State want you to recoup that. PDC did not have any extra expenses; in fact, they are under. There are nearly 150 inspection

hours that will not be billed to this project. However, the Jetport did lose revenue. This information has been passed along to the contractor, but the Authority still has to approve.

The original contract was 120 calendar days. There were Stop Work Orders; but the building didn't arrive until December. There was horrible weather from December to February, but the contractor pursued. He ended up going into 212 calendar days which is 71 days beyond original time. The west hangar was completed before the east one.

When you look at the figures, there are four \$350 hangars for rent and sixteen \$275 hangars times two. We allowed 60 days; and the calculations with the firewall installation that were not a part of the bid allowed for 21 days. The total loss of revenue is \$10,264.00 which can be assessed to Evans-Ailey Construction. This is 100% Airport Authority money that you will get back because this is money that you put in. You did the bond to fill the shortfall between the difference of what the State paid and what you paid. TAD will not get any of it, and Steve Upshaw, the current project manager, is in agreement.

Chairman Patten said the Authority has lost a great deal of money on this project in revenues. It's not just lost revenue until we received occupancy; because at the projected completion date, there was a waiting list for the t-hangars. Now, we have twelve occupied out of twenty and Mark is trying to get the other eight leased. Even though Evans-Ailey is at fault, he feels primary fault lies with Erect-A-Tube.

Board Member Wright asked Rick what his opinion is. Rick said he is torn. There was a DBE contractor, which you had to have because federal money was involved, who came out to do all of the concrete work. About 1/3 of the way into the piers, Steve Ailey gets a call informing him they are not going to be able to finish the job. Mr. Ailey had found someone to come in and fill the void to pour the slab. The replacement group did not work the fastest. If they had worked faster, Mr. Ailey would not have been charged with as much construction time. In addition when the erection crew came to set up the hangars, they were not there; so the crew went on to another job. When the buildings did arrive, the erection crew was already committed.

Board Member Wright asked if the contractor has any opportunity to recover from Erect-A-Tube. Rick said no. The only way he can recover is to sue Erect-A-Tube. Erect-A-Tube's agreement that is signed when you get a building from them is the date the building is dropped off. You have to have a cashier's check to hand to the driver before he will ever unstrap a piece of steel. It basically throws a contractor in to...if this happens, he has no recourse now; and to sue over \$10,000.00 is not worth it.

Board Member DeVault asked if this was a contractor that had ever been used before. Rick said this was his first job to do with the State of Tennessee and Federal funds. He doesn't feel like the contractor will be seen again. He was a good one; was very personable and honest; and wanted to make things right.

Board Member Wright then asked Mark what his thoughts are. Mark said he feels it is a very fair assessment. The contractor knew it was coming; it was not a surprise.

Mr. Wright wanted to know what the contract said. Rick said \$500 per calendar day which totals \$35,500; he feels this would probably break the contractor. That is why he doesn't want to call it liquidated damages, but rather loss of revenue for the Jetport. Mr. Wright said coming from a contractor, you don't want that on your record.

Board Member DeVault asked how long it is anticipated before the revenue will be replaced. Mark said he doesn't know. He is doing everything he can to get the word out. Ms. DeVault said the \$10,264.00 is the loss up through the date the t-hangars were opened, but they are still empty. Should the Authority consider at least another thirty day window? There is no revenue now and they owe the City. Mark said he doesn't know what the right answer is, but he feels it is fair. Chairman Patten feels if the contractor were more at fault, he would be more inclined to hold them to the full cost of the contract. So much of what happened was out of his control.

Board Member Wright asked if there was a delay on the early end on the Authority's part that caused part of Erect-A-Tube's problem. Rick said there was a small part. There was a situation where the State would not pay for the paving redo which caused a thirty day delay. Rick agrees with Mr. Patten; the contractor went above and beyond to try to make things right. There were some mornings when there was frost on the roof that they would get up there with torches to melt the frost so they could get started.

Board Member Wright made a motion to accept the \$10,264.00 as settlement for the delays. Mike McCoy seconded and was unanimously passed.

Mr. Wright asked for Rick to let Mr. Ailey know that the Authority appreciates his work.

Other – Runway Extension

Rick said the surveyor will be here on Monday and Tuesday. On Tuesday, the testing company will be here to bore through the parking lot. The geotechnical report is anticipated to be back in about thirty days. This will not cause a delay in moving forward with the project. He is looking for it to take two to three months to get the design finished and get the pre-bid. He said he isn't sure if they are going to take it as far as a bid because of the money situation.

Board Member Wright asked if this is a requirement on the taxiway. Rick said it is conceptual. They are doing the ALP on it. Should the taxiway be moved? By FAA guidelines, yes it should. New regulations say you cannot access directly off the ramp, but Tom Burgess said he isn't going to move the taxiway since it is so new.

The runway will be 700 ft. runway with a 1,000 ft. overrun and a full parallel taxiway. The lighting system will be extended out there also. You will still have to go before the State to request some money for an easement over Mr. Moore's property.

Chairman Patten asked when they should start work on getting money for the easement. Rick said tomorrow.

Board Member Wright asked if 6,200 feet is an appropriate runway length for this community. Rick said there are only one or two other GA airports in the state of Tennessee that are longer than 6,200 feet. Mark said 6,200 feet is the longest that can be done and still stay within the confines that we currently own.

UNFINISHED BUSINESS

Update on Sale of NDB Property – South Lee Highway

Discussed under Director's Report

NEW BUSINESS

Discussion – Responses to SOQ Request for FBO Services

Chairman Patten advised there were three SOQ's received for FBO Services. There have already been a couple of meetings with Corporate Flight Management out of Smyrna and Volo Aviation from Connecticut. Crystal Air submitted their request this morning.

Board Member DeVault wanted to know what had to be done from a legal perspective. Do we have to run an RFP and open it up to everyone or can the respondents be used for a narrower field? John Kimball advised the Authority could choose who they wanted to be their FBO. In a nutshell, it is considered a professional service. A contract can be entered into; it doesn't have to be put out to the world. With that being said, even if you don't have to do it, you may want to do it to see what else is out there.

Board Member DeVault said there were twelve possible candidates and twelve specific candidates that we reached out to individually, plus it was put in all the necessary publications. Her question is will they get any more than the existing three if they put out an RFP or should they limit...have a request for proposals from the three?

Board Member DeVault said the Tennessee Aeronautics Division highly recommended Corporate Flight in the state of Tennessee.

John Kimball suggested getting a copy of their current agreements with other airports and see how they run those airports, what they offer, and what they charge. Those agreements are public record.

After much discussion, Board Member DeVault's recommendation is to move forward with the three respondents; ask them any questions; ask them for a proposal. She would like to vote on the proposal by the next meeting.

The Authority is charged to read through the submittals and send any questions to Mark by Monday night. Mark will send a letter to the respondents with a copy of the minimum standards asking them to verify they meet them plus asking them to submit a proposal. Proposals will be due by close of business on May 9th with a work session meeting with them on May 12th to go over their proposals. The next meeting will be moved to May 19th in order for every Authority member to be present to vote. Board Member DeVault asked for Mark to include in his letter an invitation for them to visit again.

Chairman Patten asked about revenue and the respondents possibly asking for extra. Board Member DeVault said she spoke with Shawn McKay before the meeting. A question was asked by one of them regarding what the Authority's debt services were; of course, those are undefined at the moment. She suggested to Shawn that they try to formalize them and actually enter into notes with the City that have repayment terms presumably that match the bond terms. She's all for getting things written down the right way. Some of the proposals will certainly include things that are different than the way we've done things in the past. She wants to make sure everyone understands what the Authority's obligations are to the City before we have contracts with a new FBO.

Janice Casteel said they consider the original building of the airport, land, etc. to be the City's contribution, moving forward she wants everyone to keep in mind the personal property taxes are not separate and are collected as part of the City's property taxes and are included in our base amounts of revenues. She thinks this will go with that consideration that the City has made a contribution and we also expect that revenue as part of the property tax base to be a growing thing for our City.

Board Member DeVault doesn't disagree. Maybe Shawn can draw up a worksheet or something. She would like to define the expectations so the Authority can meet the expectations. Janice said something else to take into consideration is anything over the debt service amount in the upcoming years, should be put back into the airport.

Board Member Wright humbly asked the City to keep the burden as low as they possibly can with what they are asking the Airport to come back and repay. If the Airport Authority owes the City any money, the City will have to say what it is. Other Authority members were in agreement.

Janice Casteel feels the only expectation from the Council's point of view is any hangars, etc. should at least break even and possibly generate revenue for the Airport; on the terminal building, they expected that pledges would come in. She thinks those were the only expectations.

Board Member DeVault would like to get this taken care of before Janice leaves and feels it would be prudent of them to do that before they agree to an FBO contract. They need to put their obligations out there first. She will call to schedule a meeting with Shawn and Janice.

Board Member DeVault wanted to thank Mark Fidler for doing a great job and following up with everyone and scheduling visits with those who wanted to come and being the hands of the Authority.

Board Member Wright asked if there are any proposals on maintenance or anything other than FBO services. Mark said there was one proposal specifically for maintenance from Andreas Montgomery who operates the shop in Athens and Collegedale. However, he did not follow through with any of the paperwork. The Authority would like for Mark to follow up with him.

BOARD MEMBER REPORTS

Lou Patten – None

Verrill Norwood – None

Lynn DeVault – None

Mike McCoy –None

Steve Wright – None

Adjournment

Due to scheduling conflicts, the next meeting is rescheduled for Thursday, May 19th at 9:00 a.m. Since there was no further discussion, Chairman Patten adjourned the meeting at 10:17 a.m.

Respectfully submitted,

Renea Brown,
Recording Secretary

Attachments and Handouts:

Financial Reports

- Expenditure Report
- Operating Revenues & Expenses
- Monthly Fuel Quantity Report

Certificate of Occupancy for T-hangar

Boring Locations for Runway Extension

Thank you Emails

Potential Sale of Surplus Real Property Notice & Offer

Crystal Air Fuel Chart

FBO Services Responses

Information Attachments:

1. Authority Attendance Log
2. Payments