

**February 24, 2020**  
**REGULAR BOARD MEETING**  
Chair John Shaski

**Board Members Present:** John Shaski, Greg Ward, Victor Celentino, Debbie Groh, Daniel Schiffer

**Board Member Absent:** Jordan Leaming

**Ex-Officios Present:** Joe Brehler & Kam Washburn

**Management, Staff and Employees Present:** Rob Benstein, Dale Feldpausch, Karissa Weight, Eric Patrick, Spencer Flynn, Corey Rees, Ron O'Neil, Ashley Lucas and Bonnie Wohlfert

**Members of the Public Present:** Andon Pogoncheff and Brian Gallagher; Fraser Trebilcock

**CALL TO ORDER & ROLL CALL**

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1. John Shaski, Chair, called the Regular Board Meeting of the Capital Region Airport Authority to order at 4:30 p.m. with a quorum present.

**APPROVAL OF MINUTES**

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- a. Greg Ward moved the Board approve the minutes of the January 27, 2020 Regular Board Meeting.
- b. Greg Ward moved the Board approve the minutes of the January 28, 2020 Marketing Committee Meeting.
- c. Debbie Groh moved the Board approve the minutes of the January 29, 2020 Personnel Committee Meeting.
- d. Greg Ward moved the Board approve the minutes of the February 5, 2020 Personnel Committee Meeting.
- e. Debbie Groh moved the Board approve the minutes of the February 13, 2020 Personnel Committee Meeting.
- f. Daniel Schiffer moved the Board approve the minutes of the February 13, 2020 Marketing Committee Meeting.
- g. The motions passed unanimously.

**COMMUNICATIONS & SPECIAL ITEMS**

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1. None

**PUBLIC COMMENT**

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1. None

**REPORT**

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1. Brian T. Gallagher, Fraser Trebilcock, Deferred Compensation Plan  
Mr. Gallagher explained the benefits of moving from individual trustees to a corporate trustee for the Deferred Compensation Plan. Alerus Financial, N.A. has expertise in this area and a corporate trustee provides more continuity since there is no need to add/remove trustees when personnel change. A corporate trustee also eliminates any appearance of impropriety. Alerus is already the custodian of the Deferred Compensation Plan therefore adding Alerus as the Directed Trustee is not a significant change. Daniel Schiffer asked Mr. Gallagher if, in his professional opinion, this was a reasonable move. Mr. Gallagher advised that it is very common and within the Authority of the Board.

## **RECOMMENDATIONS FOR ACTION**

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### **#20-02 Removal of Wayne Sieloff and Dale Feldpausch as individual trustees and appointment of Alerus Financial, N.A. (Alerus Financial) as corporate trustee of the Capital Region Airport Authority Deferred Compensation Plan Trust (the Plan)**

- a. Victor Celentino moved the Capital Region Airport Authority Board approve the removal of Mr. Sieloff and Mr. Feldpausch as individual Trustees and that Alerus Financial be appointed as a corporate successor trustee of the Plan, effective March 1, 2020 and pursuant to the terms set forth in the CRAA Deferred Compensation Plan Trust Agreement. Also, that the CRAA Deferred Compensation Plan Trust Agreement be restated on the terms set forth in a trust agreement between CRAA and Alerus, effective March 1, 2020 and authorized the President – CEO to approve the language of that restated agreement and sign all documents necessary or convenient to implement the foregoing resolution.
- b. The motion passed unanimously.

### **#20-03 Accept Amended State Contract for 2016 AIP Federal Grant**

- a. Victor Celentino moved the Capital Region Airport Authority Board accept amended State Contract 2016-0502/A1 and authorized the President – CEO to sign all associated documents on behalf of the Authority
- b. The motion passed unanimously.

### **#20-04 Approval of Amended FY2020 Capital Budget**

- a. Victor Celentino moved the Capital Region Airport Authority Board approve the amended FY2020 Capital Budget in the amount of \$2,771,327.
- b. Rob Benstein explained the reasons for cancelling, changing or adding each project.
- c. The motion passed unanimously.

### **#20-05 Award of Contract for Airfield Inspection and Record Management System**

- a. Daniel Schiffer moved the Capital Region Airport Authority Board award the contract for the Airfield Inspection & Records Management System to Grey Wall Software – Veoci in an amount not to exceed \$104,000 for a five-year agreement and authorized the President – CEO or designee to sign all documents on behalf of the Authority.
- b. The motion passed unanimously.

### **#20-06 Approval of Capital Region International Airport Rebranding Project**

- a. Daniel Schiffer presented the Capital Region Airport Authority Board the CRIA Rebranding Project resolution.
- b. A lengthy discussion ensued that involved the following topics:
  - The need/reason to change the name and rebrand.
  - Why the name was changed to Capital Region International Airport in 2008.
  - Cost involved to rebrand and critical timing of the roll out.
  - If the staff has the bandwidth (time) needed to implement the project.
- c. John Shaski requested that dollar amounts be added to the existing timeline provided by Spencer Flynn.
- d. Greg Ward moved to table the resolution until the March board meeting.
- e. The roll call vote for the motion to table was: Mr. Celentino, Yes; Ms. Groh, Yes; Mr. Schiffer, Yes; Mr. Ward, Yes; Mr. Shaski, Yes.

### **#20-07 Delegation of Authority to Chair of Personnel Committee to approve Executive Search Firm Services and Contracts**

- a. Daniel Schiffer moved the Capital Region Airport Authority authorize the Chair of the Personnel Committee, Greg Ward, to execute all future contracts and sign all documents

- resulting from the Authority's quote process for an Executive Search Firm. Per the CRAA purchasing procedures, the contract shall not exceed Fifty Thousand Dollars (\$50,000).
- b. Greg explained that the committee has conducted about 12 internal employee interviews and a short external survey will be sent to about 50 community stakeholders. This resolution will authorize the selection of a search firm and the full board will be involved in the interview process. Greg thanked the members of the Personnel Committee, Debbie Groh and Victor Celentino as well as Karissa Weight, Director of Talent & Engagement. The next Personnel Committee meeting is scheduled for March 5, 2020 at 5:00 pm.
  - c. The motion passed unanimously.

## REPORTS

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### **Dale Feldpausch, Vice-President & CFO**

Presented financials for period ending December 31, 2019

### **Robert Benstein, Interim President & CEO**

- Rob attended the Routes Americas conference with Mike Bown, our air service consultant. They met with our three incumbent airlines as well as a newer carrier that is expanding its operations in the Midwest. The meetings were all quite positive. No major changes are anticipated; however, we can expect to see small capacity increases over time.
- Terry Lutz, a Mason tenant, hosted an open house (hangar) on Saturday, February 22, 2020. During the event, John George, our maintenance technician, was recognized for his hard work and dedication to serving the airport and its tenants. (a copy of the letter from Mark Bathurst, Director, Aviation Maintenance Technology, Lansing Community College was distributed).
- Rob and several staff members will be attending the Lansing Regional Chamber of Commerce dinner on Thursday, February 27, 2020.

## OLD BUSINESS

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1. None

## NEW BUSINESS

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1. None

## PUBLIC COMMENT

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1. None

## BOARD COMMENTS

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1. Kam Washburn, new Clinton County Ex-Officio, thanked Rob Benstein for the recent airport tour. Kam was very impressed with the condition of the airport and praised the dedicated employees, management team and board members.

## ENTER CLOSED SESSION

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1. Victor Celentino moved to enter Closed Session at 6:01 pm to consider personnel evaluation of Interim Airport President & CEO – MCL 15.268(a).
2. The roll call vote was: Mr. Celentino, Yes; Ms. Groh, Yes; Mr. Schiffer, Yes; Mr. Ward, Yes; Mr. Shaski, Yes.
3. The motion passed unanimously.

## RETURN TO OPEN SESSION

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1. Victor Celentino moved the Board return to Open Session at 6:54 pm.
2. The motion passed unanimously.

**ADJOURNMENT**

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1. John Shaski moved the meeting be adjourned at 6:54 pm.
2. The motion carried, and the meeting was adjourned.

*signed*  
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John Shaski, Chair

*signed*  
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Bonnie Wohlfert, Secretary