

**VIRGINIA HIGHLANDS AIRPORT AUTHORITY  
REGULAR MEETING**

**Members Present:** Frank Sims  
Dr. Ellison Conrad  
Daniel Ruble  
Stephen M. Quilty  
Dr. James E. Baker

**Absent:** Andy Puckett

**Guest Present:** See Attachment

The Virginia Highlands Airport Authority Board of Directors met on Monday, July 08, 2019 at 6:00 P.M. in conference room "A" of the Terminal Building. Mr. Sims, Vice Chairman, determined that a quorum of the Board was present and called the meeting to order. Also present were Mickey Hines, Airport Manager, Jim Elliott, Airport Attorney, Kristy Miller, Executive Assistant and Amber Miller, Administrative Assistant.

Mr. Sims welcomed Mr. Ruble to the Board.

Mr. Sims stated with the approval of the Board, that the Agenda be modified by deferring the Elections of Officers until the August Board meeting, due to not having a full Board.

Dr. Baker moved to defer the Elections of Officers until the August Board meeting. Dr. Conrad seconded the motion. The motion carried unanimously.

Mr. Sims called for approval of the Minutes of the Regular Meeting June 10, 2019.

Dr. Baker moved to approve the minutes of June 10, 2019. Dr. Conrad seconded the motion. The motion carried unanimously.

Mr. Sims presented Mr. Anderson with a plaque and thanked him for his service on the Board the last eight (8) years.

Mr. Anderson stated that it was an honor and a privilege to serve on the Board.

Mr. Sims presented Mr. Maine with a plaque and thanked him for his service on the Board the last eight (8) years.

Mr. Maine stated that it had been a privilege to serve on the Board.

Mr. Sims called for the Financial Report.

**Mr. Sims gave the Financial Report.**

**Mr. Sims called for the Manager's Report.**

**Mr. Hines gave the Manager's Report.**

**Mr. Hines requested approval of the following four (4) items:**

- **DOAV Grant Application – Extend Runway 6 – Phase 3 (Embankment).**
- **FAA Grant Application – Extend Runway 6 – Phase 3 (Embankment).**
- **Independent Fee Evaluation (IFE) - Extend Runway 6 – Phase 3 (Embankment).**
- **Project Order No. Eight (8) - Extend Runway 6 – Phase 3 (Embankment).**

**Discussion ensued.**

**Mr. Sims moved to approve the DOAV Grant Application – Extend Runway 6 – Phase 3 (Embankment). Dr. Baker seconded the motion. The motion carried unanimously.**

**Mr. Sims moved to approve the FAA Grant Application – Extend Runway 6 – Phase 3 (Embankment). Mr. Quilty seconded the motion. The motion carried unanimously.**

**Mr. Sims moved to approve the Independent Fee Evaluation (IFE) – Extend Runway 6 – Phase 3 (Embankment). Dr. Conrad seconded the motion. The motion carried unanimously.**

**Mr. Sims moved to approve the Project Order No. Eight (8) – Extend Runway 6 – Phase 3 (Embankment). Mr. Ruble seconded the motion. The motion carried unanimously.**

**Mr. Hines stated that the Virginia Public Procurement Act (VPPA) limits a fee, for professional engineering services under a contract relating to multiple construction project, to \$500,000.00 per single project and \$1.5 million per contract year – the 12 month contract term. Therefore, VHAA is required to issue a RFQ and select an engineering firm (A-E) for the Extend Runway 6 – Phase 3 (Embankment) project.**

**Mr. Hines requested approval of the Resolution regarding issuing a Request for Qualifications (RFQ) and selecting an Engineering Firm for the Construction Administration services for Runway 6 Extension, Phase 3 (Embankment).**

**Discussion ensued.**

**Dr. Baker moved to approve the Resolution regarding issuing a Request for Qualifications (RFQ) and selecting an Engineering Firm for the Construction Administration services for Runway 6 Extension, Phase 3 (Embankment). Dr. Conrad seconded the motion. The motion carried by a vote of 5 to 0.**

**Mr. Sims called for the Operations Committee Report.**

**Mr. Sims stated that the Operations Committee had not met.**

**Mr. Sims called for the Development Committee Report.**

**Dr. Baker stated that the Development Committee had not met.**

**Mr. Sims called for Unfinished Business.**

**Mr. Quilty stated that if there is no changes to VHAA Strategic Assessment Questionnaire, that he would go ahead and solicit official responses from the Airport Staff and former Board Members and will report back to the Board at the September Board meeting.**

**Discussion ensued.**

**Mr. Sims stated that at the last meeting that the Board wanted a legal opinion as to whether the Board had the obligation to go out to other banks in regards to investing the two hundred and fifty thousand dollars (\$250,000). Mr. Elliott's answer was, no the Board is not obligated to go out to other banks. Then wanted the Airport Manager and staff to reassess the airports cash flow needs to see if they were comfortable with investing the two hundred and fifty thousand dollars (\$250,000) in a CD.**

**Mr. Hines stated that he had met with the staff and that the staff was in agreeance that the two hundred and fifty thousand dollars (\$250,000) should remain in the Airport account instead of being invested.**

**Discussion ensued.**

**No Action was taken. Discussion in regards to the investment of the two hundred and fifty thousand dollars (\$250,000) was tabled until next month's meeting.**

**Mr. Sims called for New Business.**

**None**

**Mr. Sims called for Public Comments.**

None.

Mr. Sims recessed the meeting at 7:27 P.M.

Mr. Sims called the meeting back to order at 7:35 P.M.

Mr. Elliott stated that a motion was needed in order for the Virginia Highlands Airport Authority to conduct a Closed Session pursuant to Code of Virginia § 2.2-3711.A.7., for the purpose of consultation with legal counsel and briefings by staff members or consultants pertaining to actual or probable litigation concerning bids for the award of the Authority's construction contract to Extend Runway 6 – Phase 3 (Embankment), where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body. For the purposes of this Motion, "probable litigation" means litigation on which the Authority or its legal counsel has a reasonable basis to believe will be commenced by or against a known party.

Mr. Sims moved to conduct a Closed Session in accordance with the items that were stated by Mr. Elliott. Mr. Ruble seconded the motion. The motion carried unanimously.

Mr. Sims stated that the Closed Session would consist of the Board Members, the Attorney, Airport Manager, Executive Assistant, and Administrative Assistant.

Following the Closed Session, the Board immediately reconvened its Open Session. Having reconvened, members of the Board were advised that if any one of them believes there was a departure from the purposes stated in the motion to go into Closed Session, they now should so state. Mr. Elliott asked if anyone believed there was a departure in the Closed Session from the purposes announced for having a Closed Session. FOIA requires you to speak up now.

No one having identified any departures from the purpose for the closed session, a roll call vote was taken certifying that to the best of each member's knowledge, only public business matters lawfully exempted from open meeting requirements and only such business matters as were identified in the motion by which the closed meeting was convened were heard, discussed or considered in the meeting.

Frank Sims – I so certify  
Ellison Conrad – I so certify  
Daniel Ruble – I so certify  
Stephen Quilty– I so certify  
James Baker – I so certify

Mr. Ruble made the motion to reject a sealed bid submitted in response to the Authority's invitation to bid for the performance as general contractor on the contract known as "Extend Runway 6 – Phase 3 (Embankment). Whereas, the Virginia Highlands Airport Authority (hereinafter "VHAA" is involved in

extending Runway 6, a Project to be funded partially by local funds but also from the Virginia Department of Aviation and most particularly the Federal Aviation Administration (“FAA”), and

Whereas, VHAA advertised for sealed bids in accordance with the Virginia Public Procurement Act (“VPPA”), and

Whereas, pursuant to the VPPA and VHAA’s invitation to bid, the project is to be awarded to the lowest responsive and responsible bidder, and

Whereas, the low bidder for the project was Estes Bros. Const., Inc. (“Estes”), which produced its bid bond and proforma payment and performance bonds, qualifying it as a responsible bidder, and

Whereas, a material clause of the bid documents established a goal for all bidders to reserve 5.2% of their project for Disadvantaged Business Enterprises (“DBE”), as the term DBE is prescribed in all of the FAA’s financing requirements and as set forth in the Authority’s Disadvantaged Business Enterprise Program adopted October, 2016, and

Whereas, Estes failed in its submitted bid to show it had provided for 5.2% of its bid amount for DBEs, and further failed to show it had exercised a good faith effort to obtain an adequate number of DBEs in the monetary amount required of such subcontractors, and

Whereas, Estes failed to provide written word and numerals on the purposed forms, with regret, it is

Resolved, that while Estes is a responsible contractor under the VPPA, its failure to show it had exercised a good faith effort to meet the goal of 5.2% DBE subcontracting and failure to provide written word and numerals on the purposed forms renders its bid non-responsive, and said bid is therefore rejected as provided for in the VPPA and it is further resolved that the Manager of VHAA shall return to Estes the bid bond submitted by it to the VHAA. The Manager of the VHAA is also directed to contact the next low responsible and responsive bidder for the purpose of negotiating for a lower price than bid and reporting said results to the Board of Directors at the next regular or specially called meeting. Dr. Baker seconded the motion. The motion carried unanimously.

Dr. Baker moved to adjourn. Dr. Conrad seconded the motion. The motion carried unanimously. The meeting adjourned at 8:39 P.M.

  
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Dr. James Baker, Assistant Secretary

  
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Frank Sims, Vice Chairman

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
VIRGINIA HIGHLANDS AIRPORT AUTHORITY  
REGARDING  
REQUEST FOR QUALIFICATIONS**

**WHEREAS, the Virginia Public Procurement Act (VPPA) limits a fee, for professional engineering services under a contract relating to multiple construction projects, to \$500,000.00 per single project and \$1.5 million per contract year – the 12-month contract term, and**

**WHEREAS, the Virginia Highlands Airport Authority (VHAA) will be required to issue a Request for Qualifications (Request for Proposals) and select an Engineering Firm for the Construction Administration services for Runway 6 Extension, Phase 3 (Embankment), it is**

**RESOLVED, that the General Manager of the Airport prepare the necessary Request for Qualifications for construction administrative services for the Runway 6 Extension, Phase 3 (Embankment) project within the terms required and provided by the VPPA and U.S Department of Transportation, Federal Aviation Administration Advisory Circular No. 150/5100-14E, publicize same as required by the Act, conduct negotiations and provide his recommendation to this Board for final determination. The General Manager may solicit the assistance of the VHAA legal counsel for any of the above.**

**The forgoing resolution was adopted by a vote of 5 to 0 at the regular scheduled meeting of the Board of Directors of Virginia Highlands Airport Authority the 8<sup>th</sup> day of July, 2019, a quorum present and voting:**

  
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**Assistant Secretary**

