



Central West Virginia Regional Airport Authority
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MINUTES OF THE MEETING OF THE
BOARD OF MEMBERS OF THE
CENTRAL WEST VIRGINIA REGIONAL AIRPORT AUTHORITY

The meeting of the Board of Members of the Central West Virginia Regional Airport Authority (“CWVRAA” or “Board”) was held in the Public Use Conference Room in the Airport Director’s Office, West Virginia International Yeager Airport (“Airport”), Charleston, West Virginia, and via video conferencing, on January 25, 2023, beginning at Noon, pursuant to proper notice to the public and media.

Board Members Present: A roll call was taken, and the following Members were present: Trip Shumate, *representing the City of Charleston and chairing the meeting*, appearing in person; Mara Boggs, *representing the Kanawha County Commission*, appearing via video conferencing; James Dodrill, *representing the Putnam County Commission*, appearing in person; Todd Goldman, *representing the Kanawha County Commission*, appearing in person; Archie Hubbard, *representing the Boone County Commission*; appearing via video conferencing; Andrew Jordon, *representing the Kanawha County Commission*, appearing in person; Col. Bill Peters, *Ex-Officio*, appearing in person; and General Allen Tackett, *representing the Kanawha County Commission*, appearing in person;

Board Members Absent: Brian Abraham, *representing Governor James Justice*; Ed Hill, *representing the Kanawha County Commission*; Allen Holder, *representing the Lincoln County Commission*; Rodney LeRose, *representing the Nicholas County Commission*; Ben Salango, *representing the Kanawha County Commission*; Bernie Wehrle, *representing the Kanawha County Commission*; and Dr. Lew Whaley, *representing the City of Charleston*.

Also Present: Dominique Ranieri, *Airport Director & CEO*; LJ Marciano, *Chief Operating Officer*; Josh Potter, *Chief Financial Officer*; Eric Johnson, *Chief of Police*; Russ Kennedy, *Operations Manager*; Zach Leftridge, *Accounting Manager*; Barbara Matthey, *Executive Secretary*; Kylie Dible, *Operations*; Katrina Bowers, *Babst Calland*; Mychal Schulz, *Babst Calland*; Alan Peljovich, *ADCI*; Mara Thompson, *ADCI*; Rick Steelhammer, *Gazette-Mail*; Phillip Tucker, *Air Traffic Control*; and, Emmanuel Jaime, *WCHS TV*; Whiteny Merrill, *Suttle & Stalnaker*, appearing via video conferencing; Kristin Moody, *Suttle & Stalnaker*, appearing via video conferencing; Chris Lambert, *Suttle & Stalnaker*, appearing via video conferencing and *Victoria Yeager*; appearing via video conferencing.

In the absence of Chairman Hill, Vice Chairman Shumate conducted the meeting and called for a moment of silence in observance of the death of one of our Board Members, Ms. Priscilla Haden.

Vice Chairman Shumate called the meeting to order at 12:03 PM.

Approval of December 7, 2022, Meeting Minutes: Vice Chairman Shumate presented the December 7, 2022, meeting minutes for approval. Mr. Goldman noted a typographical error in the Airport Director's Report to be corrected. A motion was then made by Mr. Goldman, seconded by Mr. Dodrill, to approve the December 7, 2022, meeting minutes, and the motion unanimously approved.

Airport Director & CEO's Report - Director Ranieri presented to the Board the Airport's Mission Statement and Strategic Vision. After a brief discussion, a motion for approval of the Strategic Vision and Mission Statement was made by Mr. Goldman, seconded by Mr. Dodrill, and unanimously passed. Director Ranieri updated the Board on the following: Winter Weather Event; the Nationwide NOTAM Outage that happened on January 10 – 11, 2023; the Annual FAA Certification Inspection that happened on January 17 – 18, 2023; Tourism Day and West Virginia Aviation Day at the Legislature happening this week; the addition of the Development Department Report to the Board information packet; the upcoming Automobile Rental Concessions – Invitation to Bid; and the 2023-2024 CRW DBE Program. Director Ranieri reminded the Board of the upcoming training that will happen after the February 2023 meeting. Director Ranieri announced that Kylie Dible from our Operations Department was the Employee of the Month.

General Counsel Report – Ms. Bowers of Babst Calland reported to the Board that the firm continued with the evaluation of operational and leasing matters, the review of various contracts, and responses to Freedom of Information Act Requests.

Construction Report – General Tackett reported that the Environmental Impact Study continues to move forward on our extension of the runway. Alan Peljovich of ADCI then continued the report on the progress of the following current construction projects: the Runway 5-23 Rehabilitation: Package 3; Runway 5-23 Rehabilitation: Package 2, which we are tracking about \$1.2 million below budget which affords us the opportunity to go back to FAA and request other things with the remaining money; C2 Jet Bridge Installation; Eagle Mountain Road Sewer Extension; the Shooter Detection System; the Snow Removal Equipment Acquisition and a couple of slips that are being worked on. Mr. Peljovich also reported on the active grant applications being considered.

A discussion ensued regarding the conditions of Eagle Mountain Road, Airport Road, and Keystone Drive. These roads are being worked on by the DOT.

Finance – Mr. Goldman presented to the Board the Net Operating Income Statement. Mr. Goldman highlighted a few key points of the consolidated Operating Funds of the Net Operating Income Statement. The CWVRAA is half-way through fiscal year 2023 and, at this time, is up about 4½% in Parking/Building revenue. The CWVRAA is \$1 million over what we budgeted in revenue largely because of cost of fuel. The CWVRAA budgeted to have a net loss of about \$810,000 and halfway through the year is approximately at \$106,000 and can still draw down some federal relief funding to help offset some of that. When looking at the Statement of Cash Balances the Airport shows a non-restricted cash

balance of about \$776,000.00 and a restricted cash balance of about \$5,000,000. In looking at the Outstanding Debt we find that 75% of our debt load is at less than 3% interest rate.

At this time, the Board went out of order on the original Agenda presented to the Board and brought up for discussion the following Action Item:

Independent Auditor's Report for FY 2022 – Kristin Moody presented to the Board a brief explanation of the audit findings. After a brief discussion, a motion was made by Mr. Goldman, seconded by Mr. Jordon, and unanimously passed that, as recommended by the Finance Committee, the Board accept the audit and approve submission to the West Virginia State Auditor's Office Chief Inspector Division and Federal Audit Clearinghouse.

After discussion of the above Action item, the Board then returned to the order of the original Agenda.

Military Affairs and Public Safety Report – Col. Peters reported to the Board that there were 4 cargo stops at Capital Jet Center; we have been reaching out to units to encourage hot fuel training; we are getting ready for the summer season and doing a lot of work getting set up in the FOLA locations. There were 23 fuel stops from 11 units that purchased approximately 14,000 gallons of fuel.

Discussion of revocation of SIDA badges for violations of Airport Rules and Regulations – At 12:45 P.M., a motion to go into executive session to discuss pending matters with our attorneys which are governed by the attorney-client privilege was made by Mr. Dodrill; seconded by Mr. Goldman; and unanimously passed. At 12:51 P.M., a motion to exit executive session and go back into regular session was made by General Tackett, seconded by Mr. Goldman, and unanimously passed. It was noted that no formal action or vote was taken during executive session.

Ad Hoc General Aviation – Mr. Dodrill informed the Board that as a result of the changes that were made to the Minimum Standards Insurance – Appendix A during the December 7, 2022 meeting, some of the off site vendors that wanted to have access to the field to do maintenance and other things on aircraft were accommodated and the Airport Director is working with those that want to come on the field to do maintenance.

Marshall University Bill Noe Flight School Update – As the Marshall team was at the Capitol during Aviation Day, Mr. Dodrill reported that Marshall has acquired another airplane for the fleet and additional students are on the way. Col. Peters reported that there are a lot of check rides with the students and they are doing well.

Action Items:

Discussion of Corotoman, Inc. v. CWVRAA et al., Civil Action No.: 2:21-cv-0045 and consider resolution of the claim filed by the CWVRAA et al., Civil Action No. 2:21-cv-00545 – At 12:55 P.M., a motion to go into executive session to discuss the pending

lawsuit of *Corotoman, Inc. v. CWVRAA* with counsel was made by Mr. Dodrill, seconded by Mr. Goldman, and unanimously passed. At 1:28 P.M., a motion to exit executive session and go back into regular session was made by General Tackett, seconded by Mr. Goldman, and unanimously passed. It was noted that no formal action or vote was taken during executive session. Mr. Dodrill made a motion, seconded by Mr. Goldman to follow the advice of legal counsel related to settlement of the claim filed by the CWVRAA against Bailey and Wyant, LLC in *Corotoman, Inc. v. CWVRAA, et al.*, and it unanimously passed.

Kaplan Kirsch Rockwell Engagement Letter for Airline Agreement and Related Matters – After a brief explanation and discussion, a motion for the Board to approve Chairman Hill to sign the engagement letter with Kaplan Kirsch Rockwell for airline agreement and related matters subject to legal counsel approval was made by General Tackett, seconded by Mr. Goldman, and unanimously passed.

There being no further business to discuss, the meeting adjourned at 1:32 PM.

The next meeting is scheduled for February 22, 2023, at Noon.



Trip Shumate, Vice Chairman



H.B. Wehrle