

# Board of Commissioners Meeting Packet

Thursday, July 28, 2022, 1:00 p.m.  
Human Resources Conference Room A

# 2022

## Norfolk Airport Authority



**Norfolk International Airport**  
**2200 Norview Avenue**  
**Norfolk, Virginia 23518**  
**757-857-3351**

**Malcolm P. Branch, Chair, NAA  
Board of Commissioners**

**Mark A. Perryman, Assoc. AIA  
Executive Director & CEO  
and Secretary of the Board**

# Norfolk Airport Authority

Board of Commissioners Meeting  
Thursday, July 28, 2022

## AGENDA

### CALL TO ORDER

Introduction: Commissioner Susan C. Pilato, *Malcolm P. Branch, Board Chair*

### REGULAR AGENDA:

- Approval of Board Meeting Minutes, *May 26, 2022*
- Legislative Update, *Anthony Bedell, Senior Corporate and Government Relations Director, Becker & Poliakoff*
- Investment Portfolio Review, *David Calvert, CFA, Director, PFM Asset Management LLC*

**R1** – Recommendation to approve Certification of Corporate/Entity Resolution for Guardian Life Insurance, *Deborah H. Painter, Chair, Finance Committee*

### EXECUTIVE DIRECTOR & CEO'S REPORT

### CHAIRMAN'S REPORT

### OLD BUSINESS

- Strategic Plan Update, *Steven C. Sterling, Chief of Staff*

### CLOSED MEETING *(if required)*

### RECONVENE OPEN MEETING *(if required)*

### NEW BUSINESS:

- Election of Officers for Fiscal Year 2023, *Paul D. Fraim, Esquire, Chair, Nominating Committee*
- Appointment of Assistant Secretaries for Fiscal Year 2023, *Paul D. Fraim, Esquire, Chair, Nominating Committee*
- Approval of Resolution, *Deborah H. Painter, Board Chair Elect*

### ADJOURNMENT

# **REGULAR AGENDA**

# Norfolk Airport Authority

Board of Commissioners Meeting Minutes | Thursday, May 26, 2022, 1:00 p.m.

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The Norfolk Airport Authority (NAA) Board of Commissioners Meeting was held on Thursday, May 26, 2022, at the Norfolk International Airport (NIA), Human Resources Conference Room A, Main Passenger Terminal. Malcolm P. Branch, Chair Presided.

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**Commissioners Present:** Malcolm P. Branch  
Michael D. Burnette  
Peter G. Decker III, Esquire  
Paul D. Fraim, Esquire  
Deborah H. Painter  
Bruce Smith

**Commissioners Absent:** Dr. Harold J. Cobb, Jr., Emeritus Commissioner  
Mekbib Gameda  
William Nusbaum, Esquire

**Staff Present:** Charles W. Braden, Director Market Development  
Shannon Day, Administrative Assistant  
Mark A. Perryman, Assoc. AIA, Executive Director  
& CEO and Secretary of the Board  
Jarred M. Roenker, CPA, Director of Finance  
Anthony E. Rondeau, Deputy Executive Director  
Engineering and Facilities  
Steven C. Sterling, Deputy Executive Director  
Administration and Operations & Assistant  
Secretary of the Board

**Others Present:** Anthony Bedell, Federal Co-Lead Lobbyist, Baker &  
Poliakoff  
Anita O. Poston, Esquire, Senior Partner, Vandeventer  
Black LLP & NAA General Counsel  
Jessica Dennis, Management Analyst, The City of Norfolk  
Office of the City Manager

**Welcome, and Call to Order:**

Malcolm P. Branch, Chair, determined that a quorum was present and called the meeting to order at 1:00 p.m.

## REGULAR AGENDA

### **Approval of Minutes for the Board of Commissioners Meeting held on March 24, 2022:**

Chairman Branch entertained a motion by Commissioner Painter to approve the minutes for the meeting on Thursday, March 24, 2022. Commissioner Fraim seconded the motion, and the Commissioners unanimously approved.

### **Government Lobbying Update, Anthony Bedell, Federal Co-Lead Lobbyist, Baker & Poliakoff:**

Mr. Bedell presented the Federal and Commonwealth government relations update. He highlighted Federal bill HR 7688, which would prohibit “unconscionably excessive” gas prices. On May 11, the House and Senate negotiated the multi-billion-dollar manufacturing and innovation bill known as The AMERICA Competes Act. Transportation Secretary Pete Buttigieg appeared before the House Appropriations Committee to outline the department’s FY 2023 budget, including the Federal Aviation Administration, to further enhance aviation safety, combat aviation's effect on climate, and improve airport infrastructure. House Democrats are working to increase a tax break to assist industries struggling with rising gasoline prices.

Mr. Bedell commended the Airport staff for contributions to the lobbying efforts, including the tour with House Education and Workforce Committee Chairman Bobby Scott; the submission of appropriation and community-funded project requests to Senator Mark Warner; and Mr. Perryman’s scheduled meeting in June to meet with key lawmakers.

The Virginia General Assembly session adjourned on March 12 without an approved budget. As a result, special sessions will take place soon. Finally, he addressed vital budget items, including a tax exemption for aircraft parts, protecting current allocation to Hampton Roads Transit, and protecting the airline service incentive fund.

### **R-1 Recommendation to Approve the Final Budget for Fiscal Year 2023, Deborah H. Painter, Chair, Finance Audit Committee:**

On behalf of the Finance Audit Committee, Committee Chair Painter recommended approval of the Final Budget for Fiscal Year 2023 as distributed to the Board before the meeting and moved for its adoption. The motion was unanimously approved.

### **Closed Meeting 1:40 p.m.:**

Vice-Chair Painter moved that the Board of the Norfolk Airport Authority convene in a closed meeting according to the following provisions of the Virginia Code:

- (i) Section 2.2-3711. A. 1. for discussion and consideration of the promotion, performance, and salaries of specific employees of the Authority;
- (ii) Section 2.2-3711. A. 8. for consultation with legal counsel and briefings by staff members regarding specific legal matters requiring the provision of legal advice by such counsel; and

- (iii) Section 2.2-3711. A. 19. for discussion with staff and legal counsel regarding the status, security, and upgrades to the Authority’s cybersecurity infrastructure and protocols, and actions to respond to such matters where discussion in an open meeting would jeopardize the security and safety of Authority information technology systems and financial software programs.

The motion was duly seconded and approved unanimously.

**Reconvene Open Meeting 2:10 p.m.:**

Following the Closed Meeting, Chairman Branch reconvened the Open Meeting. Vice-Chair Painter moved for the adoption of the following Resolution:

*Now, therefore, be it resolved that the Board of the Norfolk Airport Authority hereby certifies that to the best of each member’s knowledge (i) only public business matters are lawfully exempted from open meeting requirements under the Virginia Code, and (ii) only such public business matters, as were identified in the motion by which the closed meeting was convened, were heard, discussed, or considered in the closed meeting.*

Commissioner Decker III seconded the motion.

The motion was approved by a roll call vote as follows:

<b>Name</b>	<b>Vote</b>	<b>Name</b>	<b>Vote</b>
<b>Malcolm P. Branch</b>	Yes	Bruce Smith	Yes
<b>Mekbib Gameda</b>	Absent	Deborah H. Painter	Yes
<b>Michael B. Burnette</b>	Yes	Peter G. Decker III	Yes
<b>Paul D. Fraim</b>	Yes	William L. Nusbaum	Absent

**Executive Director’s Report:**

None

**Chairman Report:** None

**Old Business :**

**Strategic Plan Update. Steven C. Sterling, Deputy Executive Director of Administration and Operations:**

Mr. Sterling reviewed the Strategic Plan update distributed before the meeting. His presentation focused on the dashboard. Mr. Sterling will continue to update the Commissioners on the Strategic Plan's progress.

**New Business:**

**Appointment of Nomination Committee for Slate of Officers for FY 2023, Malcolm P. Branch, Chair:**

Chairman Branch appointed Commissioner Paul D. Fraim as Chair of the Nomination Committee. Commissioner Fraim accepted the appointment.

**Adjournment 2:05 p.m.:**

There being no further business, Vice-Chair Painter moved that the meeting be adjourned. Commissioner Decker III seconded the motion, which was then unanimously approved. The next scheduled meeting is Thursday, June 23, 2022, at 1:00 p.m.

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Malcolm P. Branch,  
Chair

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Mark A. Perryman, Assoc. AIA  
Executive Director & CEO and  
Secretary







July 22, 2022

Commissioner Deborah H. Painter  
Chair, Finance Committee

Commissioner Paul D. Fraim, Esquire  
Vice-Chair, Finance Committee

Dear Commissioners Painter and Fraim,

Guardian Life Insurance Company requires that we have a Certificate of Corporate/Entity Resolution on file to identify individuals authorized to conduct transactions on behalf of the Norfolk Airport Authority.

I recommend that the Board of Commissioners approve me and Jarred M. Roenker, Chief Financial Officer, to manage the account.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Mark A. Perryman', written over a horizontal line.

Mark A. Perryman, Assoc. AIA  
Executive Director & CEO and  
Secretary of the NAA Board of  
Commissioners

Enclosures:  
Certification of Corporate/Entity Resolution

c: Jarred M. Roenker, CPA  
Chief Financial Officer

Anita Poston, Esquire  
General Counsel



5. The Company may rely upon this Corporate Resolution Certificate as continuing and fully effective until the receipt of written notice of a change in or the revocation of authority under the Resolution. The Company may conduct business with all of the persons identified under the Corporate Resolution Certificate as though they are dealing with the Corporation/Entity directly.
6. The undersigned is authorized and empowered to certify, under the seal of the Corporation/Entity, to the Company to the foregoing, as well as provide, upon request by the Company, (a) a copy of the Resolution; (b) specimen signatures of each person empowered by the Resolution; and/or (c) documentation that the Corporation/Entity is duly organized and existing, and that its charter empowers it to transact business by resolution.
7. The individuals listed above are of legal age to sign on behalf of this Corporation/Entity and enter into legal financial contracts.
8. ~~The Corporation/Entity and its and their directors, officers, employees, agents agree to indemnify and hold the Company harmless from any claim, loss, expense or other liability for effecting any transactions and acting upon any instruction given by the authorized individuals or Corporate Secretary/Assistant Secretary/Authorized Officer.~~

By checking this box, the person(s) signing below authorizes the Company to communicate electronically regarding this transaction.

(Note: If the email entered is different from the email we have on file, you will need to update your email address via the customer portal at guardianlife.com)

I certify that the insured is the sole officer of the Corporation/Entity.\*

*\*If the insured is the sole officer, manager or member, supporting documentation such as filed documents with the Secretary of State's office (listing the corporate officers and their titles) or a copy of the operating agreement, including any amendments, will be required.*

\_\_\_\_\_  
Corporate Secretary/Assistant Secretary/Authorized (Officer other than the insured)

Sheri Lynn Watts

July 28, 2022

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Date

Affix Corporate Seal (If Available)

# **Executive Director's Report**

**Mark A. Perryman, Assoc. AIA  
Executive Director & CEO and  
Secretary of the Board of  
Commissioners**

# **Old Business**

**Steven C. Sterling  
Chief of Staff**

STRONGER TOGETHER. LET'S FLY



# JULY GOALS PROGRESS

**GOAL #1 OUR PEOPLE** Support and develop our staff, maximize organizational and employee efficiency and performance.



7%  
FROM  
MAY

**28%**  
PERCENT COMPLETE

58%

**Objective 1A:** Optimize our organizational structure

35%

**Objective 1B:** Better engage our employees

30%

**Objective 1C:** Foster a culture of transparency, and strong communications, where information is shared and voices are heard

0%

**Objective 1D:** Create a formal employee training and development program

17%

**Objective 1E:** Hire and retain diverse, qualified, and competent employees

**GOAL #2 OUR CUSTOMERS** Grow our traffic and provide a world-class customer experience.



3%  
FROM  
MAY

**19%**  
PERCENT COMPLETE

31%

**Objective 2A:** Increase customer and passenger satisfaction; improve customer experience.

25%

**Objective 2B:** Increase air service offerings and expand direct flight destinations

0%

**Objective 2C:** Identify and capitalize on economic development opportunities

**GOAL #3 OUR COMMITMENT** Create and maintain a welcoming and safe environment for our employees, patrons, and stakeholders.



1%  
FROM  
MAY

**17%**  
PERCENT COMPLETE

44%

**Objective 3A (Diversity):** Assess the Diversity of the Authority

12%

**Objective 3B (Equity):** Ensure applicants and employees are treated fairly and given equal opportunities

0%

**Objective 3C (Inclusion):** Create an Inclusive Work Culture

0%

**Objective 3D:** Enhance Small Business Participation

30%

**Objective 3E:** Improve physical and mental accessibility into and throughout our facilities

**GOAL #4 OUR FACILITY** Optimize facilities to create and sustain growth, expand opportunities, and diversify revenue sources.



**15%**  
PERCENT COMPLETE

21%

**Objective 4A:** Enhance the Passenger Experience

2%

**Objective 4B:** Expand and Diversify Revenue Sources

23%

**Objective 4C:** Increase our infrastructure reliability, sustainability, and resiliency; decrease our environmental footprint

## **New Business**

**Paul D. Fraim**  
**Chair, Nominations Committee**



July 20, 2022

Dear Commissioners,

On behalf of the Nomination Committee, it is my recommendation that the Board appoints the following officers:

- Deborah H. Painter – Board Chair
- Mekbib Gameda – Board Vice-Chair
- Peter G. Decker III – Board Treasurer

I am pleased to report that the nominees have agreed to the appointment.

The nominees, subject to the approval of the Board, will serve a one-year term to end on July 31, 2023.

The Committee would like to convey its gratitude for the dedicated leadership and service this past year.

Sincerely,

A handwritten signature in cursive script that reads "Paul D. Frain".

Paul D. Frain, Esquire  
Committee Chair, Nomination Committee

Enclosures: Letters of Appointee Acceptance

C: Mark A. Perryman, Assoc. AIA  
Executive Director & CEO

Anita Poston, Esquire  
General Counsel





July 5, 2022

Mrs. Deborah H. Painter  
123 College Place, P-7  
Norfolk, Virginia 23510

Dear Vice-Chair Painter,

Thank you for your exceptional and active leadership as Board Vice-Chair of the Norfolk Airport Authority Board of Commissioners.

Because of your committed service to the Authority, the Nomination Committee would like to appoint you as its Board Chair from July 1, 2022, to June 30, 2023.

If you accept this appointment, the Committee will bring the recommendation to the full Board for a vote during the July 28, 2022, meeting.

On page 2, sign/date the appropriate response and email the signed document to Sheri Watts, [swatts@norfolkairport.com](mailto:swatts@norfolkairport.com). Your answer will be appreciated by Monday, July 11, 2022.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Paul D. Fraim".

Paul D. Fraim, Esquire  
Committee Chair,  
Nomination Committee

c: Mark A. Perryman, Assoc. AIA  
Executive Director & CEO and Secretary of  
The NAA Board of Commissioners

Sheri Watts  
Executive Administrative Assistant and Assistant  
Secretary of The NAA Board of Commissioners

Anita O. Poston, Esquire  
NAA Board of Commissioner General Counsel

Paul D. Frain, Esquire  
Norfolk Airport Authority  
Committee Chair, Nominations Committee

1. I, Deborah H. Painter, accept the appointment to serve as Board Chair for the Norfolk Airport Authority Board of Commissioners from July 1, 2022, to June 30, 2023.

 7/5/2022  
Signature & Date

2. I, Deborah H. Painter, cannot accept the appointment as Board Chair of the Norfolk Airport Board of Commissioners from July 1, 2022, to June 30, 2023.

\_\_\_\_\_  
Signature & Date



July 5, 2022

Mr. Mekbib Gameda  
717 Yarmouth Street  
Norfolk, Virginia 23510

Dear Board Treasurer Gameda,

Thank you for your exceptional and active leadership as Board Treasurer of the Norfolk Airport Authority Board of Commissioners.

Because of your committed service to the Authority, the Nomination Committee would like to appoint you as its Board Vice-Chair from July 1, 2022, to June 30, 2023.

If you accept this appointment, the Committee will bring the recommendation to the full Board for a vote during the July 28, 2022, meeting.

On page 2, sign/date the appropriate response and email the signed document to Sheri Watts, [swatts@norfolkairport.com](mailto:swatts@norfolkairport.com). Your answer will be appreciated by Monday, July 11, 2022.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Paul D. Fraim".

Paul D. Fraim, Esquire  
Committee Chair,  
Nomination Committee


c: Mark A. Perryman, Assoc. AIA  
Executive Director & CEO and Secretary of  
The NAA Board of Commissioners

Sheri Watts  
Executive Administrative Assistant and Assistant  
Secretary of The NAA Board of Commissioners

Anita O. Poston, Esquire  
NAA Board of Commissioner General Counsel

Paul D. Fraim, Esquire  
Norfolk Airport Authority  
Committee Chair, Nominations Committee

1. I, Mekbib Gemed, accept the appointment to serve as Board Vice-Chair for the Norfolk Airport Authority Board of Commissioners from July 1, 2022, to June 30, 2023.

  
\_\_\_\_\_, 07/05/2022  
Signature & Date

2. I, Mekbib Gemed, cannot accept the appointment as Board Vice-Chair of the Norfolk Airport Board of Commissioners from July 1, 2022, to June 30, 2023.

\_\_\_\_\_  
Signature & Date



July 5, 2022

Peter G. Decker III, Esquire  
109 E. Main Street, #200  
Norfolk, Virginia 23510

Dear Commissioner Decker III,

Thank you for your excellent and dedicated service as Commissioner of the Norfolk Airport Authority Board of Commissioners.

Because of your committed service to the Authority, the Nomination Committee would like to appoint you as its Board Treasurer from July 1, 2022, to June 30, 2023.

If you accept this appointment, the Committee will bring the recommendation to the full Board for a vote during the July 28, 2022, meeting.

On page 2, sign/date the appropriate response and email the signed document to Sheri Watts, [swatts@norfolkairport.com](mailto:swatts@norfolkairport.com). Your answer will be appreciated by Monday, July 11, 2022.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Paul D. Fraim".

Paul D. Fraim, Esquire  
Committee Chair,  
Nomination Committee

c: Mark A. Perryman, Assoc. AIA  
Executive Director & CEO and Secretary of  
The NAA Board of Commissioners

Sheri Watts  
Executive Administrative Assistant and Assistant  
Secretary of The NAA Board of Commissioners

Anita O. Poston, Esquire  
NAA Board of Commissioner General Counsel

Paul D. Fraim, Esquire  
Norfolk Airport Authority  
Committee Chair, Nominations Committee

1. I, Peter G. Decker III, Esquire, accept the appointment to serve as Board Treasurer for the Norfolk Airport Authority Board of Commissioners from July 1, 2022, to June 30, 2023.

PGD III / 7.11.22  
Signature & Date

2. I, Peter G. Decker III, Esquire, cannot accept the appointment as Board Treasurer of the Norfolk Airport Board of Commissioners from July 1, 2022, to June 30, 2023.

\_\_\_\_\_  
Signature & Date





July 20, 2022

Dear Commissioners,

Secretary and Executive Director & CEO, Mark A. Perryman, has recommended that Sheri Watts, Executive Administrative Assistant, and Steven Sterling, Chief of Staff serve as his Assistant Secretaries for a one-year term ending, July 31, 2023.

The Nomination Committee accepts Mr. Perryman's recommendation and request that you unanimously approve the appointment.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Paul D. Fraim".

Paul D. Fraim, Esquire  
Chair, Nomination Committee

Enclosure: Letter of Recommendation

c: Mark A. Perryman, Assoc. AIA  
Executive Director & CEO

Anita Poston, Esquire  
General Counsel



July 20, 2022

Paul D. Fraim, Esquire  
Chair, Nomination Committee

Dear Commissioner Fraim,

As Secretary, the Bylaws state that I may appoint one or more Assistant Secretaries.

Currently, Sheri Watts, Executive Administrative Assistant, and Steven Sterling, Chief of Staff, serve as Assistant Secretaries for the Board.

I recommend that Sheri Watts and Steven Sterling be reappointed as Assistant Secretaries for a one-year term ending July 31, 2023.

Thank you.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Mark A. Perryman', enclosed within a large, loopy blue scribble.

Mark A. Perryman, Assoc. AIA  
Executive Director & CEO and  
Secretary of the NAA Board of  
Commissioners

C: Sheri Watts  
Steven Sterling



# ADJOURNMENT



**Norfolk Airport Authority**  
**Board of Commissioners Meeting**  
**Thursday, July 28, 2022**  
**1:00 p.m.**

**I, MOVE THAT THE BOARD ADJOURN AND THAT THE  
NEXT REGULAR PUBLIC SESSION OF THE BOARD  
BE HELD AT  
1:00 P.M.,  
ON THURSDAY, August 25, 2022  
IN THE  
HUMAN RESOURCES CONFERENCE ROOM A,  
MAIN PASSENGER TERMINAL,  
NORFOLK INTERNATIONAL AIRPORT  
OR AS OTHERWISE DETERMINED AND NOTICED.**

