

# Board of Commissioners Meeting Packet

Thursday, January 19, 2023, 1:00 p.m.

# 2023

## Norfolk Airport Authority



**2200 Norview Avenue**  
**NAA Board Room**  
**Norfolk, Virginia 23518**  
**(757) 857-3351**

**Deborah H. Painter**  
**Chair**

**Mark A. Perryman, Assoc.**  
**AIA President & CEO and**  
**Board Secretary**

# Norfolk Airport Authority

Board of Commissioners Meeting  
Thursday, January 19, 2023

## AGENDA

### CALL TO ORDER

### REGULAR AGENDA

- *Approval of Board Meeting Minutes, September 22, 2022*
- *Approval of Board Meeting Minutes, December 13, 2022*

### PUBLIC COMMENTS

### CEO & STAFF REPORT

### NAA BOC CHAIR REPORT

### OLD BUSINESS

- *Approval of Policy for All-Virtual Meetings*
- *Approval of Policy for Remote Participation in Meetings*

### CLOSED MEETING *(required)*:

### RECONVENE MEETING *(required)*:

### NEW BUSINESS

- *Approval of NAA Employee Bonus Plan*
- *Approval of Revised Air Service Development Policy*
- *Acceptance of 2022 Annual Financial Statements*

### ADJOURNMENT

# **Regular Agenda**

## **Approval of Board Meeting Minutes**

September 22, 2022

December 13, 2022

# Norfolk Airport Authority

Board of Commissioners Meeting Minutes | Thursday, September 22, 2022, 1:00 p.m.

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The Norfolk Airport Authority (NAA) Board of Commissioners Meeting was held on Thursday, September 22, 2022, at the Norfolk International Airport (NIA), the NAA Board of Commissioners Room, Main Passenger Terminal. Deborah H. Painter, Chair presided.

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**Commissioners Present:** Michael D. Burnette  
Peter G. Decker III, Esquire  
Mekbib Gemedu  
William L. Nusbaum, Esquire  
Deborah H. Painter  
Susan C. Pilato  
Dr. Harold J. Cobb, Jr., Emeritus Commissioner

**Commissioners Absent:** Paul D. Fraim, Esquire  
Bruce Smith

**Staff Present:** Charles W. Braden, Associate Vice President,  
Market Development  
Shannon Day, Administrative Assistant  
Mark A. Perryman, Assoc. AIA, President & CEO  
and Secretary of the Board of Commissioners  
Jarred M. Roenker, CPA, Vice President &  
Chief Financial Officer  
Anthony Rondeau, Executive Vice President &  
Chief Development Officer  
Steven C. Sterling, Executive Vice President &  
Chief of Staff and Assistant Secretary of the  
Board of Commissioners  
Shelia D. Ward, Ph.D., Vice President &  
Chief Operations Officer

**Others Present:** Anita O. Poston, Esquire, Woods Rogers Vandeventer  
Black, Counsel

**Welcome and Call to Order:**

Deborah H. Painter, Chair, determined that a quorum was present as noted above and called the meeting to order at 1:00 p.m.

In honor of Commissioner Malcolm P. Branch, who recently passed away, his seat was left vacant with a white rose at the table. Emeritus Commissioner Cobb lead the meeting attendees in a prayer of comfort and a moment of silence. Chair Painter spoke of Commissioner Branch's leadership, contribution, and commitment to the Authority.

**REGULAR AGENDA****Approval of Minutes of Meeting held on July 28, 2022:**

Commissioner Nusbaum moved to approve the minutes for the meeting on Thursday, July 28, 2022. Commissioner Gameda seconded the motion, and the motion was unanimously approved.

**CEO & Staff Report (Mark A. Perryman, President, and CEO):**

Mr. Perryman's presentation included the following:

**Air Service/Marketing:**

- The new Airport brand identity was launched last month and has been well received.
- A record was set for passengers in July, and August was also a success. The Airport continues to lead other airports in the area in passengers.
- Sun Country Airlines was welcomed as the newest non-signatory airline. Efforts continue to recruit new entrant airlines.

**Capital Development:**

- Updates were provided for the following projects:
  - Runway 5/23 Rehabilitation of Concrete Extensions project is in the design phase. Phase 1 completion is expected in November 2023, and Phase 2 completion is expected in November 2024. There are cost savings of \$5 million per phase due to the reduction in the runway length from 7,400 to 6800, and with the runway length reduction, night work and overnight closures will be reduced.
  - Dollar Tree Corporate Hangar project completion is expected in January 2023.
  - Garage B & C Renovation project is progressing within budget and with minor scope reductions.
  - Passenger Loading Bridge Replacement projects were marginally over budget. Bids were received on August 26, 2022, for the remaining Gates 1, 16, and 25.
- Requests for Qualifications (RFQ):
  - The Fuel Storage and Distribution Facility Design and the Financial Planning Services awards are anticipated in October 2022.
  - Environmental Assessment & On-Call Services contracts were awarded to Landrum & Brown in September.
- Staff identified future major capital projects in the meeting packet.

Finance/Administration:

- Mr. Perryman provided comprehensive Financial Reports for the first month of the year as well as a year-over-year comparison of Fiscal Year 22 and Fiscal Year 21 before the meeting.
- The current Use and Lease Agreement expires on June 30, 2023. Staff will be meeting with Airlines this fall to begin negotiations.
- Departure Media was given a five-year extension option and staff is working on a new advertising proposal.
- A new RFP for the luggage cart concession service was issued in August.
- Huntleigh Corporation was notified of an increase in office rental rate effective January 1, 2023.

Community Outreach:

- Mr. Perryman held meetings with Rear Admiral Christopher “Scotty” Gray, Commander of Navy Region Mid-Atlantic, and with Doug Smith, the President and CEO of the Hampton Roads Alliance.

Staffing:

- The Authority welcomed its newest staff members: Bruce Tingle, Financial Controller, and Adrion Majette, IT Manager
- Interviews have been conducted for three Operations Agent positions and the Diversity and Inclusion Manager position.
- The Corporate Counsel position has been posted.

Strategic Plan:

Mr. Sterling provided a Strategic Plan overview for August 2022 and reported on the progress in each of the four Goals. The Strategic Plan dashboard was distributed to the Commissioners before the meeting. Subcommittees for each focus area have been organized, and initial meetings have been conducted. Mr. Sterling will continue to update the Commissioners on the progress.

**Report from the Chair:**

Chair Painter recommended restructuring the Authority meeting calendar and the committees' responsibilities. There will be six meetings per year with specific agenda items. Chair Painter requested that the Commissioners take a more active advisory role on a committee as described in the proposed bylaws. The Commissioners were asked to let the Chair know their interest in a committee on which they wish to serve.

Ms. Painter called on Commissioner Nusbaum to report on the 2022 ACI-NA Annual Conference which he attended in Minneapolis, MN. A copy of his written report is included in the minutes.

**Closed Meeting 1:45 p.m.:**

Commissioner Decker moved that the Board of the Norfolk Airport Authority convene in a closed meeting pursuant to Virginia Code Section 2.2-3711. A. 5 for a discussion concerning a prospective business where no previous announcement has been made of the business interest in locating its facilities in the community; and pursuant to Section 2.2-3711. A.7 for consultation with

legal counsel and briefings by staff members pertaining to probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating posture of the Authority.

Commissioner Nusbaum seconded the motion, and the Commissioners unanimously approved. Following the vote, the Authority convened in Closed Meeting.

**Reconvene Open Meeting 2:00 p.m.:**

Following the Closed Meeting, Chair Painter reconvened the Open Meeting. Commissioner Decker moved for the adoption of the following Resolution and Certification:

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 Nusbaum 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>Michael B. Burnette</b>	Yes	<b>Peter G. Decker III</b>	Yes
<b>Paul D. Fraim</b>	Absent	<b>Mekbib Gameda</b>	Yes
<b>William L. Nusbaum</b>	Yes	<b>Deborah H. Painter</b>	Yes
<b>Susan C. Pilato</b>	Yes	<b>Bruce Smith</b>	Absent

**New Business:**

Chair Painter called on Ms. Poston to review the proposed revisions to the Authority bylaws which were last revised in 2011. Included in the proposed revisions to the bylaws are the new committee structure, the inclusion of correct references to the Charter, an update to the title of President and Chief Executive, and a change to special meeting requirements.

A motion to adopt the new bylaws was made, seconded, and unanimously approved. A copy of the new bylaws is attached to the minutes.

Ms. Poston also briefly reviewed the proposed *Policy for Remote Participation in Meetings* and the *Policy for Virtual Meetings* which are now permitted by the Virginia Freedom of Information Act. The proposed policies are included in the meeting minutes and will be presented for adoption at the next meeting.

**Adjournment 2:12 p.m.:**

There being no further business, Commissioner Decker moved that the meeting adjourn. Commissioner Gemeda seconded the motion, which was unanimously approved. The next meeting is scheduled for Thursday, October 27, 2022, at 1:00 p.m.

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Deborah H. Painter  
Chair

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Mark A. Perryman, Assoc. AIA  
President & CEO and Secretary  
of the Board of Commissioners



# **BYLAWS NORFOLK AIRPORT AUTHORITY**

## **ARTICLE I THE NORFOLK AIRPORT AUTHORITY**

**Section 1.1 Name.** The name of the Authority shall be Norfolk Airport Authority (“the Authority”).

**Section 1.2 Office of the Authority.** The office of the Authority shall be at Norfolk International Airport, 2200 Norview Avenue, Norfolk, Virginia. The Authority may hold its meetings at this office or at such other location as may be designated in the notice for the meeting.

**Section 1.3 Board of Commissioners.** The Authority was established as a political subdivision of the Commonwealth of Virginia on July 1, 1948 pursuant to Chapter 463 of the 1948 Virginia Acts of Assembly, as amended, and Sections 144(a) to 144(q), inclusive, of the Charter of the City of Norfolk, (“the City”). The governing body of the Authority is the Board of Commissioners (“the Board”). The powers and duties conferred upon the Authority shall be exercised through the Board. The Board shall establish the policies of the Authority. The Board may delegate, to the extent lawful and as it considers necessary and appropriate, any portion of its authority to manage, control, and conduct the business of the Authority to a committee, officer, or agent of the Authority.

**Section 1.4 Commissioners.** The Board shall consist of not less than seven (7) nor more than nine (9) persons appointed by the Council of the City. The Commissioners shall be residents of the City at the time of their appointment and during the term of their office except that one-third of the Commissioners may be from areas outside of the City. All Commissioners shall be appointed for a term of

four (4) years, provided that a Commissioner shall continue to hold office until a successor has been appointed and qualified. Any vacancy shall be filled by the Council for the unexpired term. Before entering upon the duties of office, each Commissioner shall take and subscribe to the oath for City officers provided by the City Charter, and a certificate of the same shall be filed with the City Clerk. Commissioners may be removed from office by the Council of the City in accordance with the Charter. The Commissioners shall receive no salaries but shall be entitled to reimbursement for necessary traveling and other expenses incurred while engaged in the performance of their duties. The Board shall make rules and regulations for its governance and procedure.

## **ARTICLE II** **OFFICERS**

**Section 2.1 Officers.** The Board shall elect officers at its annual meeting each year. The officers so elected shall take office immediately upon their election. The officers of the Authority shall be a chairman and a vice-chairman (referred to hereinafter as Chair and Vice-Chair), a Secretary, and a Treasurer as provided in the Charter. The Chair, Vice-Chair, and Treasurer shall be elected from among the Commissioners. The President of the Authority shall serve as Secretary. No Commissioner shall serve in any one office for more than three (3) full consecutive one-year terms.

**Section 2.2 The Chair.** The powers and duties of the Chair shall include:

- a.** To preside at all meetings of the Board, with the right to vote on all questions.
- b.** To ensure that the laws pertaining to the purposes and functions of the Board are faithfully executed.

- c. To call special meetings of the Board at the Chair's discretion, or upon the written request of a majority of the Commissioners.
- d. To serve as an *ex-officio* member of all committees of the Board.
- e. To perform such other duties usually attendant upon the office of a chair or as assigned by the Board.

**Section 2.3 The Vice-Chair.** The Vice-Chair shall perform the duties of the Chair in the absence or incapacity of the Chair. In the event that the Chair shall cease to serve as a Commissioner for any reason, the Vice-Chair shall perform the duties of the Chair until such time as the Authority shall elect a new Chair. The Vice-Chair shall also perform such other duties as are usually attendant upon the office of a vice-chair or as assigned by the Board.

**Section 2.4 The Secretary.** The Secretary shall keep the records of the Authority. The Secretary shall act as clerk of the public meetings of the Authority, record all votes, and shall keep detailed minutes of the proceedings at such meetings. The Secretary shall keep in safe custody the seal of the Authority and shall have the power to affix such seal to all contracts, bonds, and other instruments authorized to be executed by the Authority. The Secretary shall perform such other duties as are usually attendant upon such office or as assigned by the Board.

**Section 2.5 The Treasurer.** The Treasurer shall have supervision over the finances of the Board, shall sign such documents relating to the business of the Board as may be directed by the Board, and otherwise perform such other duties as are usually attendant upon such office or as assigned by the Board.

**Section 2.6 Absences.** In the absence of the Chair and the Vice-Chair, the remaining Commissioners shall select one of their number to preside as temporary chair of any meeting.

**Section 2.7 Vacancies in Offices.** Should any office of the Board become vacant, the successor shall be elected by the Board at any regular or special meeting.

**Section 2.8 Assistant Secretary.** The Board may appoint one or more Assistant Secretaries whose duties shall be those specifically designated by the Secretary. The person or persons so appointed need not be a Commissioner.

**Section 2.9 Removal of Officers.** An officer may be removed from office on the affirmative vote of a majority of the Commissioners.

### **ARTICLE III** **MEETINGS**

**Section 3.1 Virginia Freedom of Information Act.** The business of the Authority shall be conducted in accordance with the requirements of law, including the Virginia Freedom of Information Act. No vote of any kind shall be taken to authorize the transaction of Authority business other than a vote taken at a meeting conducted in accordance with such law.

**Section 3.2 Annual Meeting.** The annual meeting shall be held during July each year or at the first meeting of the Authority thereafter. The election of officers shall be held at the annual meeting.

**Section 3.3 Regular Meetings.** The Authority shall adopt a schedule of regular meetings as business may require.

**Section 3.4 Special Meetings.** In addition to regular meetings, the Chair of the Authority may, when the Chair deems it expedient, and shall, upon the written request of a majority of the Commissioners, call a special meeting of the Authority.

**Section 3.5 Notice of meetings.** The President shall provide notice of meetings to Commissioners by: (i) e-mail, facsimile, telephone or personal delivery at least three (3) working days prior to the date of the meeting; or (ii)

regular mail at the address appearing in the records of the Authority at least five (5) days prior to the date of such meeting. The notice shall state the date, time, and place of the meeting and, in the case of a special meeting, the business to be conducted. No business shall be considered at a special meeting other than as specified in the call, but if all of the Commissioners are present at a special meeting, any and all business may be transacted at such special meeting. Notice to the Commissioners of any meeting is not required if such notice is waived by them or if all Commissioners shall be present at the meeting. Notice shall also be provided to the public as required by law.

**Section 3.6 Quorum.** A majority of the Commissioners shall constitute a quorum for the transaction of all business.

**Section 3.7 Records.** The Board shall keep detailed minutes of its proceedings, which shall be open to inspection according to law. It shall keep suitable records of all financial transactions and shall arrange to have the same audited annually.

**Section 3.8 Robert's Rules of Order.** Procedural matters not covered by these bylaws or otherwise required by law, shall be governed by the most recent edition of *Robert's Rules of Order*. The Chair shall be the final authority on all parliamentary decisions.

**Section 3.9. Closed meetings.** All meetings of the Board and its committees shall be open to the public except that at any time the Chair or other presiding officer may order that the Board or committee consider a matter or matters in the categories permitted by law in a session closed to the public. At the discretion of the Chair or the presiding officer, others who can contribute to the discussion, including appropriate employees, counsel and consultants, may attend a closed meeting with the understanding that they are bound not to divulge what takes place there.

**ARTICLE IV**  
**BOARD COMMITTEES**

**Section 4.1 Appointment of Committees.** The Board may establish such committees to advise the Board on any matter incident to the function of the Authority as it may deem advisable and fix the duties and responsibilities of such committees. As soon as possible after the annual election of officers, the Chair shall appoint the chair of each standing committee of the Authority and appoint the Commissioners to serve as members of such committees. The term of these committee appointments shall be one year or until successors shall be appointed. Each committee shall meet on the call of the committee chair, upon the call of the majority of the Commissioners on the committee, or on the call of the Chair.

Any Commissioner may attend and participate in any committee meeting, but only members of the committee count towards a quorum and may vote.

**Section 4.2 Standing Committees.** The Standing Committees of the Authority shall be the following:

- a. Executive Committee.** The Executive Committee shall consist of the Chair, the Vice-Chair, and the Treasurer of the Board of Commissioners and such other Commissioners as the Board may determine. The Executive Committee shall act on behalf of and at the consensus of the Board in executing matters approved by the Board.
- b. Nominating and Strategy Committee.** The Nominating and Strategy Committee shall be responsible for nominating the slate of officers to be elected by the Board and shall have oversight of the implementation of the strategic plan of the Authority.
- c. Finance and Audit Committee.** The Finance and Audit Committee shall be responsible for the evaluation of the operating and capital

budgets and the financial aspects of all funding for capital expenditures and make recommendations to the Board as may be appropriate and shall be responsible to assure that the Authority staff conducts an annual audit of the financial books of the Authority.

- d. Facilities Development Committee.** The Facilities Development Committee shall assist the President and staff in the evaluation of major capital improvement projects and other matters relating to airport facilities and shall make recommendations to the Board as may be appropriate.
- e. Commercial and Business Committee.** The Commercial and Business Committee shall assist the President and staff in areas that affect the commercial and business aspects of the Authority including but not limited to air service and market development, commercial concessions, general aviation and fixed based operations, and non-traditional revenue sources and land uses and shall make recommendations to the Board as may be appropriate.

**Section 4.3 *Ad hoc* Committees.** The Board shall also establish such *ad hoc* committees as it may deem proper to carry out the business of the Authority.

## **ARTICLE V** **PRESIDENT**

**Section 5.1 The President.** The President (formerly known as the Executive Director) shall be appointed by the Board and shall be the Chief Executive Officer and Secretary of the Authority.

**Section 5.2 Responsibilities of the President.**

- a. The President shall be responsible for the efficient and economical administration of the Airport and for carrying out policies of the Board.
- b. The President shall have prepared, on or before November 15 of each year, or on such other date as the Board shall direct, an Annual Financial Report as of the close of the Fiscal Year for submission to the Board.
- c. The President shall have such other duties as are usually attendant upon that office or as assigned by the Board.

**ARTICLE VI**  
**EXPENDITURE OF FUNDS AND BUDGET**

**Section 6.1 Budget.** The President shall provide a preliminary annual budget for approval of the Board for the forthcoming fiscal year by March 1<sup>st</sup> of each year or on such other date as the Board shall direct.

**Section 6.2 Bank Accounts.** The Board will designate, in writing, certain employees who shall have authority to sign checks against the Authority's bank accounts. Such checks shall be signed by any two of these designated employees.

**Section 6.7 Auditor.** Upon the recommendation of the President, the Authority shall employ the services of a competent Certified Public Accounting firm to perform an annual audit of the books, records, financial transactions, and accounts of the Authority and to prepare and present to the Authority a statement of its financial condition and any recommendations regarding its financial management that the Auditor deems appropriate.



**ARTICLE VII**  
**AMENDMENT OF BY-LAWS**

These By-Laws may be amended or repealed, in whole or in part, by a vote of the majority of the Commissioners at any meeting of the Board where such action has been announced in the notice of such meeting.

**ARTICLE VIII**  
**INDEMNIFICATION**

To the extent permitted by law, the Authority shall defend and indemnify any person who was or is a party or is threatened to be made a party, whether such person is named in the person's individual or official capacity, to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative, unless commenced by the Authority itself, by reason of the fact that such person is or was a Commissioner or officer of the Authority, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding if such person acted in good faith and in a manner such person reasonably believed to be in or not opposed to the best interests of the Authority, and with respect to any criminal action or proceeding, had no reasonable cause to believe such conduct was unlawful.

**ARTICLE IX**  
**MISCELLANEOUS**

**Section 9.1 Gender.** The use of the masculine, feminine, or neuter gender is for convenience only and shall be deemed and construed to include correlative words of the masculine, feminine, or neuter gender, as appropriate.

**Section 9.2 Execution of Documents.** Either the President or the Chair shall execute documents on behalf of the Authority as prescribed by the Board.

ADOPTED by the Board of Commissioners at their regular meeting on September 22, 2022.

**NORFOLK AIRPORT AUTHORITY**

BY: \_\_\_\_\_  
Deborah H. Painter, Chair

REPORT ON ACI-NA 2022 ANNUAL CONFERENCE  
Bill Nusbaum

Commissioners Committee Meeting

*Overviews.*

- Lew Bleiweis (Immediate Past Chair of ACI-NA; E.D of Asheville, NC Airport) attended as a guest and provided an overview of the past year. Main takeaway from his remarks was that the FAA Reauthorization bill will be before Congress in 2023, but that ACI-NA has realized that PFCs aren't going to be increased, and thus won't make that a focus of the 2023 lobbying effort. Airports are advised to either spend or encumber all their CARES Act funding, so unspent funds can't be clawed back by the next Congress.
- Sam Samaddar (Current Chair of ACI-NA; E.D. of Kelowna, B.C. Airport) joined the meeting in progress and reported that ACI-NA is conducting an internal review of what it can do better and developing new strategic priorities, which will feed into a new strategic plan in 2023-2024. It's also implementing DEI and Young Professional initiatives that are coming to fruition (1<sup>st</sup> YP class got their certificates at the Conference).
- Kevin Burke, ACI-NA also came by. He reinforced the importance of the Commissioners Committee for its political connections. He added that the biggest challenge for airports is getting people back to work – whether airport staffs, air traffic controllers or concessionaire staff.

*ACI-NA's Medium Hub Airports Committee.* The slot for the Commissioners Committee's representative to the ACI-NA's Medium Hub Airports Committee is vacant. I suspect if someone from our Board were to volunteer for it, you'd get appointed, and gain an interesting and useful opportunity for insight into the issues Medium Hub airports like ours face across the country, and bringing those insights back to our Board.

*PFAS Discussion.* The concern is that TSA and Homeland Security aren't issuing policies tied to reality on (and in!) the ground. It will be another year before the PFAS rules are issued, so for now, we're told that PFAS is terrible but airports are required to use them until its replacement is available for use. There's concern with how the PFAS replacement will be distributed. Monterey, CA airport has joined the class action lawsuit vs. PFAS' manufacturer.

*Future Commissioners Committee Meetings & Topics.* The Committee will meet on October 17 and December 13. One meeting will deal with Electric Vehicle infrastructure (an increasingly hot topic) – both for passengers/employees AND on the airside, for the electric vehicles being increasingly adopted for towing aircraft and baggage carts, other uses and importantly, for the all-electric aircraft that are being developed for shorter-range travel (up to 500 miles). It was noted that the cabling to support EV charging infrastructure in airport garages will often exceed the garage's weight load design standards. Another meeting topic may cover air taxis – vertical take-off and landing aircraft that, as soon as 2024, will be landing on large, flat rooftops near you – like a Walmart or Home Depot.

*2023 Committee Leadership.* In January, current Commissioners Committee Chair Lesa Seibert (Louisville, KY) will rotate out and be succeeded by Alan Wapner (Ontario, CA International Airport) as Chair and Bill Sudow (MWAA) as Vice Chair, for 1 year terms.

*Plea for Continuity.* I think the Commissioners Committee can serve a useful purpose for our airport if we get involved with it. Harold Cobb, of course, chaired it before Lesa Seibert, but COVID limited how much bang we got from his involvement. The vacant slot on ACI-NA's Medium Hub Airports Committee could prove to be a particularly useful way to get involved. As this meeting was my last one, I encourage one or more of our members to get active in it. Contact: Amanda La Joie, ACI-NA Director, Government & Political Affairs.

## Takeaways from the Exhibition Hall

*Moving Sidewalk.* Starglide Belt Moving Walkways' exhibit promoted a new technology moving sidewalk with a rubber surface rather than aluminum, and consequently with a lower cross-section profile and shallower pit, which could be useful in several ways if deployed on the bridge between our terminals (and also lower utility costs). Obviously, a lot of investigation will be required, so no one should get too giddy about this lead. Contacts: Ken Hamby, Lead Engineer, & Janelle Aslam, VP Product Development.

*Smart Carte Diversifies.* The Smart Carte baggage cart company has diversified into another product line, introducing the most amazing massage chair I've ever sat in. It massages not only your back, but also your neck and calves, and with motions that emulate hands giving a deep tissue massage – and for 19 minutes! I almost had to be poured out of the chair at the end of the massage; it's that good. Their financial model is appealing, too – they install the chairs for free and split their proceeds 50/50 with the airport. I could definitely see this installed in each concourse for folks who get through security early or their flights are delayed. Contact: Bo Ceder, Director of Business Development – Aviation Services.

*Farmer's Fridge.* This growing concession is a refrigerated vending machine that dispenses healthy freshly prepared breakfast items, salads, wraps, and desserts. The containers are recycled by their dispensing machines – you drop them off at a Farmer's Fridge in your destination airport, after eating your meal in flight. They gave me a \$15 credit PROMO card, which Sharon and I used for our lunch for the flight home. Sharon thought her (quite large) caprese salad was excellent, and my turkey, apple and cheddar wrap was tasty, as well, and the total cost was about \$19 (\$4 after our credit!) Unfortunately, their East Coast restocking is done from a North Jersey location, and so they currently only go as far south as DC and Baltimore. To add our airport, they'd need to add other customers in the region (hospitals and universities are their other targets), and it might take them adding a new logistics site further down the Eastern Seaboard. They're probably a year or two off before we could get them here, unless we were to help introduce them to Sentara, CHKD and our universities and EVMS, which could accelerate their interest in our region. Contact: Michael Saletta; [msaletta@farmersfridge.com](mailto:msaletta@farmersfridge.com).

Obviously, with all these exhibitors, I knew my place and made it clear that I was a very short-timer, our senior staff made the decisions, and I made no commitments!

## ACI-NA's Edge4Vets Program

Tom Murphy of ACI-NA's Edge4Vets program and ACI-NA Chief Administration & Operations Officer Nancy Zimini corralled me on Tuesday to discuss ACI-NA's Edge4Vets Program, which helps veterans and transitioning military (i.e., less than 6 months left in their tour of duty) to find jobs in the aviation and airport sectors. The program is currently launching at Charlotte Airport, and they would really like for it to come to Norfolk. I spoke to them about (a) the confluence of our high number (and proportion) of veterans in our region (second only to Northern VA), (b) the extraordinary job that the Hampton Roads Workforce Council does, including operating its own Veterans Employment Center, which focuses on the same goals as Edge4Vets (without, of course, limiting itself to aviation and airports), and (c) the prospect of partnering up with our Workforce Council. Again, I made no commitments, of course, but I expect they'll reach out to Mark Perryman in the near future. Contact: Nancy Zimini, ACI-NA Chief Admin. & Ops. Officer.



# Norfolk Airport Authority

Board of Commissioners Meeting Minutes | Tuesday, December 13, 2022, 1:00 p.m.

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The Norfolk Airport Authority (NAA) Board of Commissioners Meeting was held on Tuesday, December 13, 2022, at the Norfolk International Airport (NIA), the NAA Board of Commissioners Room, Main Passenger Terminal. Deborah H. Painter, Chair presided.

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**Commissioners Present:** Michael D. Burnette, CCIM  
Peggy H. Newby, RN, BSN, CAOHC, CPC-A  
Deborah H. Painter  
Bruce Smith  
Dr. Harold J. Cobb, Jr., Emeritus Commissioner

**Commissioners Absent:** Peter G. Decker III, Esquire  
Paul D. Fraim, Esquire  
Mekbib Gameda  
Susan C. Pilato

**Staff Present:** Charles W. Braden, Associate Vice President,  
Market Development  
Mark A. Perryman, Assoc. AIA, President & CEO  
and Board Secretary  
Jarred M. Roenker, CPA, Vice President &  
Chief Financial Officer  
Anthony Rondeau, Executive Vice President &  
Chief Development Officer  
Steven C. Sterling, Executive Vice President &  
Chief of Staff and Board Assistant Secretary  
Sheri Watts, Executive Administrative Assistant and Board  
Assistant Secretary

**Others Present:** John Atkinson, Virginia Beach Resident  
Jessica Dennis, Management Analyst, City of Norfolk  
Anita O. Poston, Esquire, Woods Rogers Vandeventer  
Black, Counsel  
Lauren Stroup, Engagement Partner, Cherry Bekaert, LLP  
Martin A. Thomas, Jr., Esquire, Vice Mayor, City of Norfolk

**Welcome and Call to Order (Deborah H. Painter, Chair):**

Deborah H. Painter, Chair, determined that a quorum was not present as noted above and proceeded to call the meeting to order at 1:00 p.m.

Chair Painter recognized Dr. Harold J. Cobb's final meeting as Emeritus Commissioner and expressed her gratitude for his years of dedicated service to the Board of Commissioners. In addition, Ms. Painter acknowledged staff service awards for Charles W. Braden for 35 years and Steven Sterling for 15 years of service.

## REGULAR AGENDA

### **Approval of Minutes of Meeting held on September 22, 2022:**

As no quorum was present, voting on approval of the September 22, 2022, meeting minutes was tabled until the next meeting.

### **Public Comments (1:08 p.m.):**

The Board of Commissioners received comments from Mr. John Atkinson from Virginia Beach requesting consideration for long-term parking privileges for employees of airlines that do not have direct service from the NIA.

### **CEO & Staff Report (Mark A. Perryman, President and CEO):**

Mr. Perryman's presentation included the following:

#### **Air Service/Marketing:**

- ORF continues to lead the area airports in passengers. At the current pace, 2022 will be the best year in ORF's history.
- There are nine new routes added in 2022 compared to 2019. In addition, in March 2023, Spirit Airlines will add Orlando and Fort Lauderdale service.
- ORF market shares are growing steadily.
- As of November 2022, the load factor at ORF is slightly above average among the other thirty-five medium hub airports and the second highest in the Commonwealth.
- ORF is the only airport in Virginia surpass pre-pandemic 2019 airline seat capacity. In addition, ORF seat capacity has outpaced the US System in 2022.

#### **Capital Development:** Updates were provided for the following projects:

- Design for the Runway 5/23 Concrete Extensions project is being finalized. Phase 1 completion is anticipated in November 2023, and Phase 2 in November 2024. The projected cost for both phases is \$30 million. There are cost savings of \$5 million in each phase due to the reduction in the runway length from 7,400 to 6,800. In addition, with the runway length reduction, night work and overnight closures will be reduced.
- Dollar Tree Corporate Hangar project completion is expected in January 2023. The project is entirely funded by Dollar Tree and will be a rental revenue source for ORF.
- Garage B & C Renovation project is progressing.
- Passenger Loading Bridge Replacement project final phase includes the replacement of the remaining Gates 1, 16, and 25.
- The Departures Boulevard Intersection Improvements project will include a roundabout to accommodate increased traffic from Garage D.
- The Moving Sidewalk project will include two moving walkways on the Pedestrian Bridge between the Departure and the Arrival Terminals. Staff is exploring funding sources.
- Solar Energy and Garage LED Lighting project includes the installation of solar panels on top of Garage D and converting the lights in Garage A to LED fixtures.
- Future Major Capital projects were identified by staff and are described in the meeting packet.

**Operational Improvements:** Improvements include:

- Operations Department will go to a 24/7 schedule in January 2023.
- A new gate management system is expected to be completed in January 2023.
- Operations will oversee Monthly Airline Safety meetings.
- Completion of Phase 1 of the new Remain Overnight (RON) parking is expected by year end with Phase 2 completion expected in Summer 2023.

**Finance/Administration:** Financial highlights include:

FY 2022 Audit Summary in comparison to FY 2021:

- Total Revenue increased with a 43.3 percent change
- Total Expenses decreased with a 4.8 percent change
- Total Net Position increased with a 9.9 percent change
- Total Capital Assets increased slightly

October 2022 Financial Report:

Operating Revenues are over budget, and Expenses are under budget.

New Airline Use & Lease Agreement:

- The current agreement expires on June 30, 2023.
- Initial meetings with airlines began on December 8, 2022.
- Significant differences in the agreement, including Capital Improvement Program (CIP) from FY 2022 through FY 2028, Comparison Airline Revenue Metrics, and Proposed Rates and Charges, are summarized in the meeting packet.

**Community Outreach:**

- Mr. Perryman continues his community outreach as described in the meeting packet.

**HR/Staffing:**

- Two of the three Operations Agents are on board.
- The Authority welcomed Kia Moten, its first Manager, Diversity and Inclusion.
- Resumes are in review for the Corporate Counsel position.

Chair Painter requested new members of staff be present at meetings for introductions.

**Strategic Plan:**

Mr. Sterling provided a Strategic Plan overview for November 2022 and reported on each of the four goals. He will continue to update the Commissioners on progress.

**Other:**

New at the Airport:

- Initiated discount parking reservations and a parking loyalty program.
- In January 2023, parking will be cashless.
- Free parking for the first 30 minutes in all lots and garages was established.
- A Cell Phone Lot was opened to prevent parking on the arrivals curb.
- The Sunflower Program for passengers with hidden disabilities was initiated.
- Food and beverage vending machines were installed on concourses and arrivals building



**NAA BOC Chair Report:**

Chair Painter reviewed the new committee responsibilities and descriptions. Each Commissioner has been assigned to a committee with a staff representative. Commissioners were asked if they would like to serve as the Chair of any committees.

**Old Business:**

Approval of the *Policy for All-Virtual Meetings* and the *Policy for Remote Participation* was tabled until the next meeting.

**Closed Meeting:** Closed meeting not required

**New Business:**

**Cherry Bekaert, LLP, Presentation of the FY 2022 Auditor's Report:**

Laura Strobe, Engagement Partner from Cherry Bekaert LLP, provided a detailed review of the FY 2022 Audit. The audit was a "clean" audit, with no modifications required. In addition, there were no reportable instances of noncompliance and no control deficiencies. As no quorum was present, Chair Painter acceptance of the Annual Financial Statements was tabled until the next meeting.

**Staff Recommendation for an On-Airport Hotel Development:**

Staff is continuing to study possible development of an on-airport hotel.

**Adjournment:**

Chair Painter adjourned the meeting at 2:25 pm. The next meeting is scheduled for Thursday, January 19, at 1:00 p.m.

---

Deborah H. Painter  
Chair

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Mark A. Perryman, Assoc. AIA  
President & CEO and Board  
Secretary

## **Old Business**

**Approval of Policy for All-Virtual Meetings**

**Approval of Policy for Remote Participation  
in Meetings**

# NORFOLK AIRPORT AUTHORITY

## POLICY FOR ALL-VIRTUAL MEETINGS

### 1. AUTHORITY AND SCOPE

a. This policy is adopted pursuant to Virginia Code § 2.23708.3 and shall be construed in conformance with the Virginia Freedom of Information Act (VFOIA), Va. Code §§ 2.2-3700—3715.

b. This policy does not govern electronic meetings conducted to address a state of emergency declared by the Governor.

### 2. DEFINITIONS

a. “**Board**” means the Norfolk Airport Authority or any committee of the Authority.

b. “**Member**” means any commissioner of the Authority.

c. “**All-virtual public meeting**” means a public meeting conducted by the Authority using electronic communication means during which all members of the Authority who participate do so remotely rather than being assembled in one physical location, and to which public access is provided through electronic communication means as defined by Va. Code § 2.2-3701.

d. “**Meeting**” means a meeting as defined by Va. Code § 2.2-3701.

### 3. WHEN AN ALL-VIRTUAL PUBLIC MEETING MAY BE AUTHORIZED

An all-virtual public meeting may be held under the following circumstances:

a. It is impracticable or unsafe to assemble a quorum of the Authority in a single location, but a state of emergency has not been declared by the Governor; or

b. Other circumstances warrant the holding of an all-virtual public meeting, including, but not limited to the convenience of an all-virtual meeting; and

c. The Authority has not had more than two all-virtual public meetings, or more than 25 percent of its meetings (rounded up to the next whole number), whichever is greater, during the calendar year; and

- d. The Authority's last meeting was not an all-virtual public meeting.

#### 4. **PROCESS TO AUTHORIZE AN ALL-VIRTUAL PUBLIC MEETING**

- a. The Authority may schedule its all-virtual public meetings at the same time and using the same procedures used to set its regular meetings calendar; or

- b. If the Authority wishes to have an all-virtual public meeting on a date not scheduled in advance on its regular meetings calendar, and an all-virtual public meeting is authorized under Section 3 above, the Chair of the Authority may schedule an all-virtual public meeting provided that any such meeting comports with VFOIA notice requirements.

#### 5. **ALL-VIRTUAL PUBLIC MEETING REQUIREMENTS**

The following applies to any all-virtual public meeting of the Authority that is scheduled in conformance with this Policy:

- a. The meeting notice indicates that the public meeting will be all-virtual, and the Authority will not change the method by which it chooses to meet without providing a new meeting notice in accordance with VFOIA;

- b. Public access is provided by means of electronic communication allowing the public to hear all participating members of the Authority;

- c. If available, audio-visual technology is used allowing the public to see the members of the Authority;

- d. A phone number, email address, or other live contact information is provided to the public to alert the Authority if electronic transmission of the meeting fails for the public; if such transmission fails, the Authority shall recess the meeting until public access is restored;

- e. A copy of the proposed agenda and all agenda packets (unless exempt) are made available to the public electronically at the same time such materials are provided to the Authority;

- f. The public is afforded the opportunity to comment through electronic means, including written comments, at meetings where public comment is customarily received; and

- g. There are no more than two members of the Authority together in one physical location.

h. Minutes are taken as required by VFOIA and must include the fact that the meeting was held by electronic communication means and the type of electronic communication means used.

6. **CLOSED MEETING**

If the Authority goes into a closed meeting, transmission of the meeting will be suspended until the Authority resumes to certify the closed meeting in open session.

7. **STRICT AND UNIFORM APPLICATION OF THIS POLICY**

This Policy shall be applied strictly and uniformly, without exception, and without regard to the matters that will be considered or voted on at the meeting.

DRAFT

# **NORFOLK AIRPORT AUTHORITY**

## **POLICY FOR REMOTE PARTICIPATION IN MEETINGS**

WHEREAS, the Virginia Freedom of Information Act (VFOIA), Va. Code § 2.2-3700, et seq., permits a member of a public body who cannot attend a meeting in person to participate remotely via electronic means from a disclosed off-site location in certain situations; and

WHEREAS, pursuant to Va. Code § 2.2-3708.3, remote participation is permitted when the public body has adopted a written policy that applies equally to all members.

NOW, THEREFORE, BE IT RESOLVED that the Norfolk Airport Authority adopts the following Policy to govern remote participation in meetings of the Authority by members unable to attend due to certain prescribed reasons.

### **1. DEFINITIONS.**

- a. “**Board**” means the Norfolk Airport Authority or any committee of the Authority,
- b. “**Member**” means any Commissioner of the Authority.
- c. “**Remote participation**” means participation by an individual member of the Authority by electronic communication means in a public meeting where a quorum is physically assembled, as defined by Va. Code § 2.2-3701.
- d. “**Meeting**” means a meeting as defined by Va. Code § 2.2-3701.

### **2. MANDATORY REQUIREMENTS.**

Regardless of the reasons why the Member is participating in a meeting from a remote location by electronic communication means, the following conditions must be met:

- a. A quorum of the Authority must be physically assembled at the primary meeting location; and
- b. The Authority must arrange for the voice of the member participating remotely to be heard by all other members at the primary meeting location. If at any point during the meeting the voice of the remotely participating member is no longer able to be heard by all persons at the meeting location, the remotely participating member shall no longer be permitted to participate remotely.

### **3. REASONS FOR REMOTE PARTICIPATION.**

- a. The member is unable to physically attend the meeting due to a temporary or permanent disability or other medical condition that prevents the member’s physical attendance,

- b. The member's physical attendance is prevented by a family member's medical condition that requires the member to provide care for such family member
- c. The member's principal residence location is more than 60 miles from the meeting location; or
- d. The member is prevented from attending by a personal matter and the nature of the personal matter is identified with specificity.

4. **PROCESS TO REQUEST REMOTE PARTICIPATION.**

- a. A member wishing to participate remotely must notify the Chair that the member is unable to physically attend the meeting on or before the day of the meeting, and at any point before the meeting begins. The member shall also notify the President or an Assistant Secretary. If the requesting member is unable to attend the meeting due to a personal matter, the requesting member must state with specificity the nature of the personal matter.
- b. Remote participation due to a personal matter is limited each calendar year to two meetings or 25 percent of the meetings held per calendar year rounded up to the next whole number, whichever is greater. There is no limit to the number of times that a member may participate remotely for other authorized purposes.
- c. The requesting member is not obligated to provide independent verification regarding the reason for nonattendance, including the medical condition of a family member that prevents attendance.
- d. The Chair shall promptly notify the requesting member whether the request is in conformance with this policy and whether the request is approved or disapproved.

5. **MINUTES.**

a. If the member is allowed to participate remotely due to a temporary or permanent disability or other medical condition, a family member's medical condition that requires the member to provide care to the family member, or because the member's principal residence is located more than 60 miles from the meeting location, the Authority shall record in its minutes (i) the Authority's approval of the member's remote participation; and (ii) a general description of the remote location from which the member participated.

b. If the member is allowed to participate remotely due to a personal matter, the Authority shall record in its minutes (i) the specific nature of the personal matter, (ii) how many times the member has attended remotely due to a personal matter, and (iii) a general description of the remote location from which the member participated.

c. If a member's request to participate remotely is disapproved, the disapproval, including the grounds upon which the requested participation violates this policy or VFOIA, shall be recorded in the minutes with specificity.

6. **CLOSED SESSION.**

If the Authority goes into closed session, the member participating remotely shall ensure that no third party is able to hear or otherwise observe the closed meeting.

7. **STRICT AND UNIFORM APPLICATION OF THIS POLICY.**

This Policy shall be applied strictly and uniformly, without exception, to the entire membership, and without regard to the identity of the member requesting remote participation or the matters that will be considered or voted on at the meeting.

DRAFT



# **Closed Meeting and Reconvene Meeting Documents**

# Norfolk Airport Authority

## Board of Commissioners Meeting

Thursday, January 19, 2023

### Closed Meeting and Reconvene Meeting Documents

#### **Closed Meeting:**

I move that the Executive Committee of the Board of the Norfolk Airport Authority convene in a closed meeting pursuant to Section 2.2-3711. A.3 of the Code of Virginia to discuss the acquisition of real property by the Authority and disposition of real property owned by the Authority where discussion in an open meeting would adversely affect the Authority's bargaining position or negotiating strategy.

*This motion will need to be moved, seconded, and approved in the open meeting.*

#### **Reconvene Meeting:**

*Upon the conclusion of the closed meeting, the following certification must be taken in the open meeting and approved by roll call vote:*

Now, therefore, be it resolved that the Board of the Norfolk Airport Authority hereby certifies that to the best of each Commissioner's knowledge (i) only public business matters 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.

# **New Business**

**Approval of NAA Employee Bonus  
Plan**

**Approval of Revised Air Service  
Development Policy**

**Acceptance of 2022 Annual  
Financial Statements**



# **FY 23 Employee Bonus Plan**

## **Purpose**

The purpose of this FY 23 Employee Bonus Plan (the “Plan”), is to provide incentives for the employees of the Norfolk Airport Authority (the “Authority”) and to align our employee’s actions with the goals of the Authority.

## **Effective Date and Payment Date**

The Plan shall be effective as of January 19, 2023. Benefits under the Plan are expected to be paid in November 2023 (the “Payment Date”) or as soon as administratively possible after the completion of the Authority’s annual financial statement audit.

## **Eligible employees**

All full-time and part-time employees of the Authority (with the exception of the Chief Executive Officer) are eligible for allocation of bonuses under the Plan if they are employed by the Authority on the Payment Date and have been continuously employed at the Authority since October 1, 2022 or earlier.

## **Bonus Pools**

The Authority intends to contribute a percentage of salaries to the Bonus Pools created by this Plan if certain Key Performance Indicators (KPIs) are met during the year. The percentage of salaries to be contributed to the Plan shall be determined at the sole discretion of the Authority, and shall be adjusted based upon achievement of the goal(s) within each of the KPIs.

Two separate bonus pools shall be established under this plan. The first pool shall include bonuses for eligible employees at or above the Assistant Manager level, while the second pool shall include all other eligible employees. The Chief Executive Officer shall have full discretion to allocate funds between each of the bonus pools.

# Payment of Bonus

Bonus payments shall be deemed additional compensation to the employee, and payroll taxes shall be withheld from payments in accordance with all applicable federal, state, and local laws.

# Termination of Employment

This Plan does not create a contract of employment between the Authority and any employee. This Plan does not limit the right of the Authority to discharge or terminate an employee for any reason, or for no reason. The award of any bonus under this Plan is completely discretionary to the Authority and no person shall have any claim to be granted or to receive any bonus. No director, officer, employee, or another person shall have the authority to enter into any agreement with any person for the award or payment of any bonus or to make any representation or warranty with respect thereto.

# Amendment or Termination

The Authority reserves the right to amend or terminate the Plan at any time, and no such amendment or termination shall entitle any employee to a claim under this Plan. The Plan does not commit the Authority to Bonus Payments in future years.

# Declaration

I have read, understand, and acknowledge receipt of the Employee Bonus Plan.

-----  
Employee Name

-----  
Date



**FY 2023 Employee Bonus Plan**

Key Performance Indicator	Responsible Party	Percent of Bonus Pool	Bonus Pool to be Achieved		
			75%	100%	125%
<b>Financial Metrics</b>					
Achieve Fiscal Year Revenue to Expenses Ratio*	CFO	50%	1.20	1.30	1.45
<b>Customer Experience</b>					
Implement a customer experience surveying program	Marketing AVP	10%	n/a	Y	n/a
<b>Safety and Compliance</b>					
Achieve zero regulatory actions taken by TSA, VADEQ, FAA and OSHA	COO	10%	n/a	0	n/a
<b>Community Outreach</b>					
Exceed 110% of the DBE goal	Chief of Staff	10%	n/a	12.0%	n/a
Exceed 110% of the ACDBE goal			n/a	14.23%	n/a
Actively participate in 6 community outreach events with the public^			n/a	6	n/a
Implement a small business participation tracking program			n/a	Y	n/a
<b>Employer of Choice</b>					
Complete DEI Training for all employees	Chief of Staff	10%	n/a	Y	n/a
Establish recurring DEI Trainings			n/a	Y	n/a
Complete the Best Places to Work in Virginia survey			n/a	Y	n/a
<b>Annual Goals</b>					
Improve food and beverage availability to 95% of 2019 levels	Chief of Staff	10%	n/a	95%	n/a
Establish a mechanism to track baggage claim delay time by airline			n/a	Y	n/a
Establish a mechanism to track gate usage by airline			n/a	Y	n/a

\* Revenue to Expenses Ratio is defined as Operating Revenues divided by Net Operating Expenses, with Net Operating Expenses being Operating Expenses after subtracting Depreciation, OPEB actuarial expenses, and Pension actuarial expenses.

^ Active participation in a community outreach program involves two or more Authority employees participating in a forum or community focused event with the intention of building relationships between the Authority and the community.



**RESOLUTION**

**NORFOLK AIRPORT AUTHORITY**

**AIR SERVICE DEVELOPMENT POLICY**

**WHEREAS**, the Norfolk Airport Authority (the “Authority”), as owner and operator of the Norfolk International Airport (the “Airport”), has determined that the promotion of new, additional and competitive air service in markets targeted by the Authority for the benefit of the traveling public is an important goal of the Authority; and

**WHEREAS**, the Authority believes increased competition on new and existing routes will enhance the competitiveness of air fares for the flying public and may significantly reduce passenger leakage to less convenient airports; and

**WHEREAS**, the Authority desires to increase travel using the Airport and to promote competition at the Airport through the use of promotional incentives; and

**WHEREAS**, the Authority finds it appropriate to provide promotional incentives to air carriers for (i) service to airports that are not currently served, (ii) nonstop service to airports where nonstop service is not currently offered, (iii) new entrant air carriers, and (iv) increased frequency of flights to specific airports (collectively, the “New Service”); and

**WHEREAS**, the Authority desires to encourage and support the initial marketing by air carriers and to assist with the promotional costs of obtaining and maintaining the New Service; and

**WHEREAS**, the Board of Commissioners of the Authority adopted an Air Service Development Policy Resolution in 2014 and has amended the Policy from time to time; and

**WHEREAS**, the Authority desires to further revise the Policy guidelines in accordance with the Federal Aviation Administration’s *Air Carrier Incentive Program Guidebook: A Reference for Airport Sponsors* (September 2010), and all other applicable laws, regulations, and policies;

**NOW**, therefore, be it **RESOLVED**, that the Board of Commissioners of the Authority hereby adopts the following Policy:

1. **AIR SERVICE DEVELOPMENT INCENTIVES**. The Authority intends to offer Incentives to commercial Air Carriers which provide New Service to and from the Airport for the purpose of promoting new and additional air service at the Airport and allowing Air Carriers the opportunity to test the productivity of discreet new markets in accordance with the terms set forth herein and as determined and implemented by the Executive Director of the Airport.

2. **NEW SERVICE**. New Service eligible for Incentives must meet the following requirements:

a. **New Service** is defined as:

i Air service provided by a New Entrant Air Carrier that has not provided regularly scheduled service at the Airport for the past 12 months. An Air Carrier that operates at the Airport solely as an affiliate of an Incumbent Air Carrier is not considered a New Entrant Air Carrier at the Airport. An Air Carrier that has provided service at the Airport during the last twelve (12) months is considered an Incumbent Air Carrier.

ii New Priority Destination - An unserved non-stop destination identified by the Authority, in its sole discretion, as one that demonstrates strong passenger demand and is deemed by



the Executive Director to be in need of non-stop flights. A list of the New Priority Destinations is attached as Exhibit 1 and shall be amended from time to time at the Executive Director's discretion.

iii Priority Underserved Destination – A currently served destination identified by the Authority, in its sole discretion, as underserved and is deemed by the Executive Director to be in need of additional non-stop flights. A list of Priority Underserved Destinations is attached as Exhibit 2 and as amended from time to time at the Executive Director's discretion.

iv New Destination (non-priority) – An unserved non-stop domestic destination not identified on the list of New Priority Destinations in Exhibit 1.

v International Destination - Unserved non-stop route flown to and from the Airport and airports outside the United States of America.

b. The New Service identified in paragraphs ii through v of Subsection a. above shall include at least one flight departing the Airport and one flight arriving at the Airport for a minimum of twelve (12) departures and twelve (12) arrivals to and from the new Destination during a twelve (12) week period, as determined by the Authority.

c. The New Service shall not qualify for incentives if it is simply the substitution of contract carriers to and from an airport already served by the Air Carrier or its contract carriers, or if it is repeated seasonal service.

d. The New Service must consist of flights that the Air Carrier has not provided to and from the Airport in the previous twelve (12) month period.

e. Incentives for an Incumbent Air Carrier already serving a destination apply only to New Service to that destination without any loss in previously scheduled service to the same destination.

f. Charter flights and other similar services determined by the Authority to be unavailable to the general traveling public are not eligible for Incentives.

g. When providing Incentives to Air Carriers for New Service, the Airport's rates and charges for Air Carriers not receiving the Incentive may not be negatively impacted by the Incentive without such Air Carrier's express permission.

3. **INCENTIVES AVAILABLE.** The Authority may offer Incentives to any commercial Air Carrier which provides New Service to and from the Airport. Such Incentives may include a combination of fee waivers, fee abatements and reductions in facility rental fees, as well as assistance with promotional expenses related to marketing and advertising the New Service. The Authority may offer the following incentives:

a. New Entrant Air Carrier – Incentives may include waiver of Landing Fees and Facility Rental Fees for a period of up to twelve (12) months. Incentives may also include assistance with marketing and advertising expenses related to the New Service. The Air Carrier will be responsible for payment of Joint Use Fees. After twelve (12) months, the New Entrant Air Carrier may be eligible for additional incentives equivalent of an Incumbent Air Carrier providing New Service.

b. New International Service – Incentives may include waiver of Landing Fees and Facility Rental Fees, including FIS fees for a period of up to twenty-four (24) months. Incentives may also include assistance with marketing and advertising expenses related to the New Service.

c. New Priority Destination – Incentives may include waiver of Landing Fees for a period of up to twelve (12) months. Incentives may also include assistance with marketing and advertising expenses related to the New Service.

d. Priority Underserved Destination – Incentives may include waiver of Landing Fees for a period of up to twelve (12) months. Incentives may also include assistance with marketing and advertising expenses related to the New Service.

e. New Destination (Non-Priority) - Incentives may include a reduction of Landing Fees for a period of up to twelve (12) months. Incentives may also include assistance with marketing and advertising expenses related to the New Service.

f. f. Multiple Route Incentives - The Authority may extend the Incentive period for an Air Carrier to a period not to exceed 24 months if three (3)\* or more eligible destinations (each with a minimum of 2 weekly departures) are announced, and scheduled services start within a four-month (4)\* window. Any additional eligible destinations later announced and served by the Air Carrier that fall within the original 24-month window may also receive the associated incentives through the end of that window. If at any time the Air Carrier drops a route operating under a Multiple Route Incentive agreement, all other markets that benefit from the Multiple Route Incentive agreement will no longer receive the increased waiver period beyond the standard twelve-month (12) period, unless at least three (3) Multiple Route Incentive routes remain active, and flights are operating in accordance with the agreement.

4. **TERM OF INCENTIVE AGREEMENTS.**

a. The Air Carrier must enter into a written agreement with the Authority to provide the New Service for a period of not less than twelve (12) consecutive weeks.

b. If the New Service is not provided for at least twelve (12) consecutive weeks, the Authority reserves the right to terminate the Incentives and withhold all further Incentives due the Air Carrier. In addition, the Air Carrier shall reimburse the Authority the full amount of any Incentives already paid to the Air Carrier by the Authority for the New Service.

c. Incentives offered only to New Entrant Air Carriers must be available to all New Entrant Air Carriers on the same basis and may be provided to the New Entrant Air Carrier for a period not exceeding one year. For the purpose of this requirement, New Entrant Air Carriers include those Air Carriers defined in Section 1(a)(i).

d. Incentives offered to all Air Carriers (including both New Entrant Air Carriers and Incumbent Air Carriers) must be available to all similarly situated Air Carriers providing the specified New Service and may be provided to the Air Carrier for a period not exceeding two years. For the purpose of this requirement, similarly situated Air Carriers include those Air Carriers that have provided flights into or out of the Airport for more than one year.

5. **SUBSIDIES PROHIBITED.**

a. The Airport will not provide direct subsidies to Air Carriers. This includes providing aircraft parts, free fuel, interest-free loans, pay for service, or any other form of direct or indirect air carrier subsidy.

b. In order to reduce the risk and appearance of a direct Air Carrier subsidy, when the Authority is providing incentives for the marketing and advertising of the New Service, the Authority may pay such marketing and advertising costs as approved in advance by the Authority directly to the entity providing the marketing or advertising service. As an alternative, the airline may present the Authority a report with campaign creative and media performance, billings to the airline from the media vendors and a summary billing to be paid the airline for reimbursement. The Authority shall pay for such marketing and advertising costs only when the Airport is included in the advertising with the Air Carrier. All such marketing and advertising expenses shall be subject to a marketing plan approved in advance by the Authority.

6. **MISCELLANEOUS.**

a. Incentives under this policy are subject to the availability of Authority funds and facilities.

b. The Executive Director of the Authority may adjust these guidelines as necessary to maintain competitiveness with other airports and to ensure compliance with all applicable laws, regulations and policies.

7. **EFFECTIVE DATE.** This Resolution shall take effect immediately upon its adoption, and continue until January 31, 2025, unless otherwise terminated by the Authority.

This Resolution was adopted by the Board of Commissioners of the Norfolk Airport Authority at its meeting on January 19, 2023.

Norfolk Airport Authority

\_\_\_\_\_

Date

By: \_\_\_\_\_  
Mark A. Perryman  
President & CEO

The undersigned Airline hereby accepts and agrees to be bound by all the terms of the Air Service Development Policy of the Norfolk Airport Authority set forth in the foregoing Resolution.

**AIRLINE:**

By: \_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Typed Name)

Title: \_\_\_\_\_

Date: \_\_\_\_\_



# **NORFOLK AIRPORT AUTHORITY**

**BASIC FINANCIAL STATEMENTS,  
REQUIRED SUPPLEMENTARY INFORMATION,  
SUPPLEMENTAL SCHEDULES, AND AUDIT OF  
FEDERAL AWARDS PERFORMED IN ACCORDANCE  
WITH THE UNIFORM GUIDANCE**

***As of and for the Year Ended June 30, 2022***

***And Report of Independent Auditor***

**NORFOLK AIRPORT AUTHORITY**  
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## Report of Independent Auditor

To the Board of Commissioners  
Norfolk Airport Authority  
Norfolk, Virginia

### Report on the Audit of the Financial Statements

#### **Opinion**

We have audited the accompanying financial statements of the Norfolk Airport Authority (the “Authority”), as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Authority’s basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Authority, as of June 30, 2022, and the respective changes in financial position, and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinion**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America, and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, and the *Specifications for Audits of Authorities, Boards, and Commissions* (the “*Specifications*”), issued by the Auditor of Public Accounts of the Commonwealth of Virginia. Our responsibilities under those standards and *Specifications* are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Authority and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **Change in Accounting Principle**

As discussed in Note 1 to the financial statements, in 2022 the Authority adopted new accounting guidance, Governmental Accounting Standards Board Statement No. 87, *Leases*. Our opinion is not modified with respect to this matter.

#### **Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority’s ability to continue as a going concern for 12 months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

### ***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and, therefore, is not a guarantee that an audit conducted in accordance with generally accepted auditing standards and *Government Auditing Standards* and the *Specifications* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards* and the *Specifications*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

### ***Required Supplementary Information***

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, the pension and other postemployment benefits trend information, and the notes to the Required Supplemental Information, as listed in the table of contents, be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.



### **Supplementary Information**

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Authority's basic financial statements. The accompanying schedule of expenditures of federal awards, as required by Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and the Schedule of Passenger Facility Charge Revenues and Expenditures as required by the Passenger Facility Charge Audit Guide for Public Agencies, issued by the Federal Aviation Administration are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the combining and individual nonmajor fund financial statements and the schedule of expenditures of federal awards are fairly stated, in all material respects, in relation to the basic financial statements as a whole.

### **Other Information**

Management is responsible for the other information included in the annual report. The other information is comprised if the introductory section but does not include the basic financial statements and our auditor's report thereon. Our opinion on the basic financial statements do not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the basic financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

### **Other Reporting Required by Government Auditing Standards**

In accordance with *Government Auditing Standards*, we have also issued our report dated November 4, 2022, on our consideration of the Authority's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control over financial reporting and compliance.

*Cherry Bekaert LLP*

Virginia Beach, Virginia  
November 4, 2022

# **NORFOLK AIRPORT AUTHORITY**

## **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

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The management of the Norfolk Airport Authority (the "Authority") offers readers of its basic financial statements the following narrative overview and analysis of financial activities as of and for the year ended June 30, 2022. The following should be read in conjunction with the basic financial statements and notes thereto.

### **Basic Financial Statements and the Authority Background**

The Authority's financial statements are prepared using the economic resources measurement focus and the accrual basis of accounting. This is a similar basis of accounting as employed by most private-sector enterprises.

The following components are included in the Authority's financial statements:

The Statement of Net Position presents information on the assets, deferred outflows of resources, liabilities, and deferred inflows of resources of the Authority, with the resulting differences reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Authority is improving or deteriorating.

The Statement of Revenues, Expenses, and Changes in Net Position reports revenues and expenses, classified as operating and nonoperating, for the period. The resulting change in net position for the period is combined with the beginning of the year total net position balance in order to reconcile to the end of the year total net position.

The Statement of Cash Flows reports the cash flows experienced by the Authority from operating activities, capital and related financing activities, and investing activities. The net result of the cash provided by or used in these activities for the period, added to the beginning of the year cash balance, is reconciled to the cash balance presented on the Statement of Net Position.

The notes to the basic financial statements explain and provide additional information on the data presented in the basic financial statements as of and for the year ended June 30, 2022.

The Authority was formed in 1988 to account for the operations of the Airport. The Airport is the primary origination and destination airport serving the Virginia Beach-Norfolk, VA-NC Combined Statistical Area. Revenues generated by Airport operations are used to meet all operating expenses and to provide for payment of all principal and interest on debt of the Authority. The Authority is authorized to finance projects by issuing bonds or obtaining loans in its own name.

The Authority leases space to various airlines on a long-term basis and shares a percentage of net revenues or deficits with these airlines at the end of each year. Throughout this report, these airlines are referred to as signatory airlines. Other airlines operate on a per use basis at the Airport and are referred to as non-signatory airlines.

### **Financial and Activity Highlights**

FY 2022 was a return to normal compared to the last two years of economic hardship associated with the pandemic at the Airport. Although passenger traffic has yet to fully return to most airports, the Airport's position as a leisure gateway in combination with the return of business travel resulted in FY 2022 setting a new record high for passenger traffic. In total, 3,947,153 passengers used the Airport during FY 2022, which was an increase of 79.2% over the previous year. As a result of the return of passenger traffic, prudent financial management, and the targeted use of federal aid, the Authority's financial results were outstanding.

**NORFOLK AIRPORT AUTHORITY**  
**MANAGEMENT’S DISCUSSION AND ANALYSIS (UNAUDITED)**

In response to COVID-19, the federal government passed several aid packages which provided funding to airports. These were the Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”), the Coronavirus Response and Relief Supplemental Appropriations Act (“CRRSA”), and the American Rescue Plan Act of 2021 (“ARPA”). Through these acts, the Authority was granted funding which can be used for any legal purpose of the Authority. The Authority is using these grants to pay all debt service, certain employee payroll costs, and to provide tenant rent relief over several fiscal years. The following presents the Authority’s estimated usage of these funds by fiscal year.

	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>	<u>Total</u>
CARES	\$ 5,056,595	\$ 13,790,675	\$ 1,000,000	\$ -	\$ 19,847,270
CRRSA	-	426,391	5,771,698	-	6,198,089
ARPA	-	-	7,404,333	9,400,140	16,804,473
Total	<u>\$ 5,058,615</u>	<u>\$ 14,219,087</u>	<u>\$ 14,178,053</u>	<u>\$ 9,402,163</u>	<u>\$ 42,849,832</u>

Using these federal funds, the Authority’s rates and charges to the airlines are reduced as they serve as a credit in the rates and charges calculation. Due to the application of these federal funds, airline rates and charges were reduced by approximately \$3.2 million in FY 2022 and \$6.5 million in FY 2021. FY 2023 will be the last year in which federal funds are applied to the rates and charges.

A summary of the market share by enplanements of each of the air carriers operating at the Airport for the years ended June 30, 2022, and 2021 is shown below:

	<u>2022</u>		<u>2021</u>		
American	638,158	32.4%	American	394,578	35.9%
Delta	528,763	26.8%	Delta	263,646	23.9%
Southwest	325,066	16.5%	Southwest	191,877	17.4%
United	313,458	15.9%	United	177,247	16.1%
Breeze	64,190	3.2%	Allegiant	45,026	4.1%
Allegiant	50,395	2.6%	Frontier	25,951	2.4%
Frontier	49,169	2.5%	Breeze	1,289	0.1%
Other	1,688	0.1%	Other	1,358	0.1%
Total	<u>1,970,887</u>	<u>100.0%</u>	Total	<u>1,100,972</u>	<u>100.0%</u>

As mentioned above, FY 2022 set the record for most passengers to ever utilize the Airport. Additionally, the Airport contains the only air cargo facility within the metro area. Currently, there are two cargo airlines operating at the Airport.

The Authority adopted the new accounting guidance, Government Accounting Standards Board (“GASB”) Statement No. 87, *Leases* and have restated previously reported June 30, 2022. See Note 1 to the financial statements for additional information.

**NORFOLK AIRPORT AUTHORITY**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

**Revenues**

A summary of the major revenues for the years ended June 30, 2022, and 2021 are shown below:

	Year		Percent Change
	2022	2021 (as restated)	
Operating Revenues:			
Parking	\$ 18,418,315	\$ 9,020,468	104.2%
Landing fees	7,890,044	5,339,578	47.8%
Rent	7,078,387	6,160,924	14.9%
Rental cars	8,761,848	5,228,562	67.6%
Concessions	3,535,814	1,884,054	87.7%
Other	1,028,343	544,854	88.7%
Total Operating Revenues	<u>46,712,751</u>	<u>28,178,440</u>	65.8%
Nonoperating Revenues, Net:			
Federal and state grants and interest	14,366,713	14,857,885	-3.3%
Passenger facility charges and interest	8,253,761	5,033,545	64.0%
Customer facility charges	2,724,476	1,987,140	37.1%
Interest income	117,146	308,606	-62.0%
Other income	323,455	240,974	34.2%
Total Nonoperating Revenues	<u>25,785,551</u>	<u>22,428,150</u>	15.0%
Total Revenues	<u>\$ 72,498,302</u>	<u>\$ 50,606,590</u>	43.3%

Overall, the total operating revenues of the Authority were \$46.7 million in FY 2022, an increase of \$18.5 million compared with 2021. This was primarily driven by the subsiding of the effects of the COVID-19 pandemic, and subsequent recovery of passenger traffic.

The largest drivers of this recovery in operating revenues were parking revenue, which increased \$9.4 million or 104.2%, and rental car revenue, which increased \$3.5 million, or 67.6%. Parking revenues increased due to the recovery of passenger traffic. Rental car revenue increased due to strong incoming leisure demand, along with elevated average rates on rental car transactions.

Landing fees and rent increased by \$2.6 million, or 47.8% and \$0.9 million, or 14.9%, respectively. These revenues increased due to a reduction in credits applied to rental rates from the application of federal funding. Under the terms of the signatory airlines lease agreements, federal funding serves as a reduction of the Authority's expenses.

Concessions revenues and other revenues increased by \$1.7 million, or 87.7% and \$0.5 million, or 88.7%, respectively. This increase was due to the recovery of passenger traffic.

Total nonoperating revenues of \$25.8 million increased by \$3.4 million, or 15.0%. This was primarily driven by an increase in Passenger Facility Charges ("PFCs") and interest of \$3.2 million, or 64.0%. Federal and state grants and interest decreased by \$0.5 million, or 3.3% as a result of less federal COVID-19 funding being drawn. Customer Facility Charges ("CFCs") increased by \$0.7 million, or 37.1% due to higher passenger activity. Interest income decreased by \$0.2 million or 62.0% due to lower interest rates. Other income increased by \$0.1 million, or 34.2% due to higher occupancy of commercial properties.

**NORFOLK AIRPORT AUTHORITY**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

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**Expenses**

A summary of the major expenses for the years ended June 30, 2022, and 2021 are shown below:

	<u>2022</u>	<u>2021</u>	<u>Percent Change</u>
Operating Expenses:			
Salaries and fringe benefits	\$ 18,883,546	\$ 19,833,971	-4.8%
City tax assessment	2,650,000	2,650,000	0.0%
Maintenance and repairs	3,339,243	2,900,045	15.1%
Depreciation	16,319,865	13,726,629	18.9%
Other expenses	11,291,588	9,100,672	24.1%
Total Operating Expenses	<u>52,484,242</u>	<u>48,211,317</u>	8.9%
Nonoperating Expenses:			
Bond issuance costs	-	423,483	-100.0%
Interest expense	2,139,634	3,479,700	-38.5%
Total Nonoperating Expenses	<u>2,139,634</u>	<u>3,903,183</u>	-45.2%
Total Expenses	<u>\$ 54,623,876</u>	<u>\$ 52,114,500</u>	4.8%

Total operating expenses of the Authority were \$52.5 million in FY 2022, an increase of \$4.3 million, or 8.9% compared with 2021. Salaries and fringe benefits decreased by \$1.0 million, or 4.8% primarily due to actuarial gains within the Authority's pension plan. Depreciation expenses increased by \$2.6 million, or 18.9% due to the completion of Parking Garage D. Maintenance and repairs and other expenses increased by \$0.4 million, or 15.1% and \$2.2 million, or 24.1% respectively, due to higher usage from the return of passenger traffic and higher costs.

Total nonoperating expenses were \$2.1 million, a decrease of \$1.8 million, or 45.2%. Bond issuance costs decreased as no new issuances were made in FY 2022. Interest expense decreased due to lower interest rates from the refunding of the Series 2011 bonds with the Series 2021 bonds.

**NORFOLK AIRPORT AUTHORITY**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

**Net Position**

A summary of the major components of the Statement of Net Position as of June 30, 2022, and 2021 is as follows:

	<b>2022</b>	<b>2021 (as restated)</b>	<b>Percent Change</b>
Current assets	\$ 66,068,755	\$ 56,048,731	17.9%
Restricted assets	23,198,789	18,624,357	24.6%
Capital assets, net	285,179,557	281,756,301	1.2%
Other noncurrent assets	6,621,369	4,652,255	42.3%
Total Assets	<u>381,070,492</u>	<u>361,081,644</u>	5.5%
Deferred Outflows of Resources	<u>3,789,906</u>	<u>5,025,101</u>	-24.6%
Current liabilities	5,606,251	8,800,687	-36.3%
Amounts payable from restricted assets	11,230,037	3,052,471	267.9%
Long-term liabilities	89,372,202	109,588,712	-18.4%
Total Liabilities	<u>106,208,490</u>	<u>121,441,870</u>	-12.5%
Deferred Inflows of Resources	<u>15,399,952</u>	<u>5,056,445</u>	204.6%
Net investment in capital assets	188,201,145	184,528,012	2.0%
Restricted net position	23,167,845	16,467,022	40.7%
Unrestricted net position	51,880,944	38,613,396	34.4%
Total Net Position	<u>\$ 263,251,956</u>	<u>\$ 239,608,430</u>	9.9%

Current assets as of June 30, 2022 were \$66.1 million, an increase of \$10.0 million, or 17.9%, which was driven by an increase in operating capital. Restricted assets were \$23.2 million, an increase of \$4.6 million, or 24.6% due to holding additional funds reserved for future capital assets additions. Capital assets, net were \$285.2 million, an increase of \$3.4 million, or 1.2%. Other noncurrent assets of \$6.6 million, increased \$2.0 million, or 42.3% due to additional to leases receivable.

Deferred outflows of resources were \$3.8 million, a decrease of \$1.2 million, or 24.6% due to actuarial adjustments related to the Authority's pension and other postemployment benefits ("OPEB") plans.

Current liabilities were \$5.6 million, a decrease of \$3.2 million, or 36.3%. This decrease was primarily due to timing of construction activity and a reduction of the surplus payable to airlines. Amounts payable from restricted assets were \$11.2 million, an increase of \$8.2 million, or 267.9% due to the timing of debt service payments. Long-term liabilities were \$89.4 million, a decrease of \$20.2 million, or 18.4%. This decrease was driven by timing of debt service payments, along with a reduction in the actuarially calculated pension liability.

Deferred inflows of resources were \$15.4 million, an increase of \$10.3 million, or 204.6% due to actuarially calculated pension adjustments.

Net position was \$263.2 million, an increase of \$23.6 million, an increase of 9.9%. This increase was primarily driven by the grants, PFCs, and CFCs received by the Authority during the year, partially offset by the year's operating loss.

**NORFOLK AIRPORT AUTHORITY**  
**MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

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**Capital Assets**

Capital assets include land, construction in progress, buildings, structures, improvements, roads and runways, equipment, and capitalized interest during construction periods before adoption of GASB Statement 89 in FY 2018. Capital assets are net of related accumulated depreciation. Significant capital asset additions in the current period included the completion of Parking Garage D and rehabilitation of Taxiway C North. A summary of capital assets by category and the associated accumulated depreciation as of June 30, 2022, and 2021, as well as a schedule of additions and retirements for the years ended June 30, 2022, and 2021, are included as follows:

	<b>June 30</b>	
	<b>2022</b>	<b>2021</b>
Summary of Capital Assets:		
Land	\$ 15,771,497	\$ 15,771,497
Buildings, structures, and improvements	403,779,463	318,631,107
Roads and runways	86,897,984	85,936,328
Equipment	49,482,869	48,543,645
Construction in progress	8,942,608	76,248,723
	<u>564,874,421</u>	<u>545,131,300</u>
Accumulated depreciation	<u>(279,694,864)</u>	<u>(263,374,999)</u>
Total	<u>\$ 285,179,557</u>	<u>\$ 281,756,301</u>

Schedule of additions and retirements:

	<b>June 30</b>	
	<b>2022</b>	<b>2021</b>
Capital assets, beginning of year	\$ 281,756,301	\$ 244,404,824
Additions	19,743,121	51,153,695
Retirements	-	(75,589)
Depreciation	<u>(16,319,865)</u>	<u>(13,726,629)</u>
Capital assets, end of year	<u>\$ 285,181,579</u>	<u>\$ 281,758,322</u>

There were no major projects underway as of June 30, 2022. However, several major projects were in the design phase with construction anticipated to begin in FY 2023. The most significant of these is a rehabilitation of the airport's primary runway (5/23), and the conversion of a parking lot from ground transportation use to aircraft remain overnight parking. Approval was granted within the FY 2022 budget for capital expenditures worth approximately \$72.3 million. Approximately 86% of these expenditures will be funded via federal grants, state grants, and PFCs. See Note 5 within the notes to basic financial statements section for further information.

# **NORFOLK AIRPORT AUTHORITY**

## **MANAGEMENT'S DISCUSSION AND ANALYSIS (UNAUDITED)**

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### **Capital Financing and Debt Management**

The Authority finances capital projects through a combination of revenues, federal and state grants, PFCs, CFCs, and revenue bonds.

The Authority's Series 2021 and 2019 bonds are rated A3 (stable outlook) by Moody's and A (stable outlook) by Standard & Poor's.

The Authority, through its Master Indenture of Trust, has agreed to maintain debt service coverage of not less than 1.25. Debt service coverage is calculated as defined in the Master Indenture of Trust. Historically, the Authority has maintained a coverage ratio significantly higher than its requirement. For FY 2022, the debt service coverage was 7.12, or 3.81 without federal COVID funding. For FY 2021, the debt service coverage was 3.06, or (0.27) without federal COVID funding. See Note 6 within the notes to basic financial statements section for further information.

### **Economic Factors**

The Airport is located on the border of the cities of Norfolk and Virginia Beach and is the primary airport serving the Virginia Beach-Norfolk CSA, which is the 34<sup>th</sup> largest CSA in the country. The area contains a dynamic mix of economic activity. Included within its boundaries are the Port of Virginia, tourism destinations in Virginia Beach and the North Carolina Outer Banks, and a significant military presence anchored by Naval Station Norfolk – the largest naval base in the world. Additionally, the region is the headquarters for two Fortune 500 companies. As mentioned above, FY 2022 set the record for most passengers to ever utilize the Airport. This success has continued into FY 2023, with Q1 passenger counts up 12.4% over FY 2022 Q1 results. Additionally, in November 2022, it was announced that Spirit Airlines will begin service at the Airport in March 2023. This will bring the total number of carriers operating scheduled service out of the Airport to eight. Additionally, the Airport contains the only air cargo facility within the metro area. Currently, there are two cargo airlines operating at the Airport.

### **Contacting the Authority's Financial Management**

This financial report is designed to provide interested parties with a general overview of the Authority finances. Should you have any questions about this report or need additional information, please contact the Norfolk Airport Authority, Attention: Jarred Roenker, Chief Financial Officer, 2200 Norview Avenue, Norfolk, VA 23518-5807. Alternatively, information about the operation of the Authority can be obtained via the internet at [www.norfolkairport.com](http://www.norfolkairport.com).



# NORFOLK AIRPORT AUTHORITY

## STATEMENT OF NET POSITION

JUNE 30, 2022

### ASSETS

#### Current Assets:

Cash and cash equivalents	\$ 54,523,074
Investments	6,121,934
Accounts receivable, net	2,042,166
Lease receivable	2,061,125
Grants receivable	999,640
Prepaid expenses	320,816
Total Current Assets	<u>66,068,755</u>

#### Restricted Assets:

Cash and cash equivalents	18,099,858
Investments	4,300,409
Passenger facility charges receivable	798,522
Total Restricted Assets	<u>23,198,789</u>

#### Capital Assets:

Land	15,771,497
Buildings, structures, and improvements	403,779,463
Roads and runways	86,897,984
Equipment	49,482,869
Construction in progress	8,942,608
	<u>564,874,421</u>
Less accumulated depreciation	<u>(279,694,864)</u>
Total Capital Assets, Net	<u>285,179,557</u>

Lease receivable	5,327,620
Other assets	1,293,749
Total Assets	<u>\$ 381,068,470</u>

### DEFERRED OUTFLOWS OF RESOURCES

Deferred amount on refunding	24,944
Deferred outflows related to pensions	3,008,653
Deferred outflows related to OPEB plans	756,309
Total Deferred Outflows of Resources	<u>\$ 3,789,906</u>

The accompanying notes to the basic financial statements are an integral part of these statements.

**NORFOLK AIRPORT AUTHORITY**  
**STATEMENT OF NET POSITION (CONTINUED)**

*JUNE 30, 2022*

**LIABILITIES**

Current Liabilities:

Accounts payable	\$ 1,980,462
Accrued leave and wages	2,688,801
Other accrued expenses	332,703
Other liabilities	466,697
Total Current Liabilities	<u>5,468,663</u>

Amounts Payable from Restricted Assets:

Accrued interest	1,907,888
Current portion of bonds payable	5,291,594
Total Amounts Payable from Restricted Assets	<u>7,199,482</u>

Long-Term Liabilities:

Bonds payable, less current portion	89,550,415
Net pension liability	1,323,578
Net OPEB liability	2,022,490
Other long-term liabilities	643,862
Total Long-Term Liabilities	<u>93,540,345</u>
Total Liabilities	<u>\$ 106,208,490</u>

**DEFERRED INFLOWS OF RESOURCES**

Deferred amount on refunding	\$ 284,402
Deferred inflows related to pensions	7,334,157
Deferred inflows related to OPEB plans	650,768
Deferred inflows for leases	7,130,625
Total Deferred Inflows of Resources	<u>\$ 15,399,952</u>

**NET POSITION**

Net investment in capital assets	\$ 188,201,145
Restricted for:	
Capital projects	16,119,640
Debt service	7,048,205
Unrestricted	51,880,944
Total Net Position	<u>\$ 263,249,934</u>

The accompanying notes to the basic financial statements are an integral part of these statements.

**NORFOLK AIRPORT AUTHORITY****STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION**

YEAR ENDED JUNE 30, 2022

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Operating revenues:	
Parking	\$ 18,418,315
Landing fees	7,890,044
Rent	7,078,387
Rental cars	8,761,848
Concessions	3,535,814
Other	1,028,343
Total operating revenues	<u>46,712,751</u>
Operating expenses:	
Salaries and fringe benefits	18,883,546
Depreciation	16,319,865
Utilities	2,782,976
Maintenance and repairs	3,339,243
Administrative	713,991
Professional services	547,325
Advertising and promotion	873,274
Insurance	1,090,412
Security and other services	3,817,861
Sanitation	1,100,977
City tax assessment	2,650,000
Other	364,772
Total operating expenses	<u>52,484,242</u>
Operating loss	<u>(5,771,491)</u>
Nonoperating revenues (expenses):	
Federal grant revenues	14,306,102
State grant revenues	35,000
Passenger facility charges	8,246,427
Customer facility charges	2,724,476
State grant interest income	25,611
Passenger facility charges interest income	7,334
Investment income (expense)	117,146
Other income	323,455
Interest expense	(2,139,634)
Net nonoperating revenues	<u>23,645,917</u>
Change in net position before capital grants	17,874,426
Capital grants	5,767,079
Change in net position	23,641,505
Total net position, beginning of the year (as restated)	<u>239,608,429</u>
Total net position, end of the year	<u>\$ 263,249,934</u>

The accompanying notes to the basic financial statements are an integral part of these statements.

# NORFOLK AIRPORT AUTHORITY

## STATEMENT OF CASH FLOWS

YEAR ENDED JUNE 30, 2022

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### Cash flows from operating activities:

Collections from customers	\$ 47,201,358
Payments to employees for services	(19,348,302)
Payments for city tax assessment	(2,650,000)
Payments to suppliers	(15,734,053)
	<hr/>
Net cash provided by operating activities	9,469,003

### Cash flows from capital and related financing activities:

Principal payments on bonds	(964,714)
Acquisition of capital assets	(22,546,899)
Interest paid on debt	(3,294,187)
Passenger facility charges	8,742,344
Customer facility charges	2,724,476
Federal and state grants received	20,180,069
	<hr/>
Net cash provided by capital and related financing activities	4,841,089

### Cash flows from investing activities:

Investment income	473,546
Purchases of investments	(93,767,669)
Proceeds from maturities of investments	99,384,015
	<hr/>
Net cash provided by investing activities	6,089,892

Net INcrease in cash and restricted cash	20,399,984
Cash and restricted cash, beginning of year	52,222,948
	<hr/>
Cash and restricted cash, end of year	\$ 72,622,932

### Cash and cash equivalents are presented in the accompanying statements of net position as follows:

Cash	\$ 54,523,074
Restricted cash	18,099,858
	<hr/>
	\$ 72,622,932

The accompanying notes to the basic financial statements are an integral part of these statements.

**NORFOLK AIRPORT AUTHORITY**  
**STATEMENTS OF CASH FLOWS (CONTINUED)**

*YEAR ENDED JUNE 30, 2022*

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**Reconciliation of operating loss to net cash provided by operating activities:**

Operating loss	\$ (5,771,491)
Adjustments to reconcile operating loss to net cash (used in) provided by operating activities:	
Depreciation	16,319,865
Decrease (increase) in operating assets:	
Accounts receivable	489,014
Leases receivable	(407)
Prepaid expenses	(14,201)
Other assets	(69,641)
Increase (decrease) in operating liabilities:	
Accounts payable	499,529
Accrued leave and wages	(10,252)
Other accrued expenses	61,130
Surplus payable to airlines	(1,545,350)
Net pension liability	(679,415)
Net OPEB liability	26,193
Other liabilities	216,775
Deferred amount on refunding	(52,745)
Net cash provided by operating activities	<u>\$ 9,469,004</u>

**Supplemental disclosure of noncash capital and related financing activities:**

The Authority incurred noncash capital expenditures related to construction in progress in the amount of \$637,004 that are included in accounts payable as of June 30, 2022.

The accompanying notes to the basic financial statements are an integral part of these statements.

# NORFOLK AIRPORT AUTHORITY

## NOTES TO BASIC FINANCIAL STATEMENTS

JUNE 30, 2022

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### **(1) Summary of Significant Accounting Policies**

#### **(a) Organization and Purpose**

The Norfolk Airport Authority (the "Authority") was formed on April 4, 1988 from the Norfolk Port and Industrial Authority to account for the operations of the Norfolk International Airport (the "Airport"). The Authority is an independent subdivision of the Commonwealth of Virginia. Revenues generated by Airport operations are used to meet all operating expenses and to provide for payment of all principal and interest on debt of the Authority. The Authority is authorized to finance projects by issuing bonds or obtaining loans in its own name.

#### **(b) Basis of Accounting**

The Authority prepares its financial statements in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") as applied to governmental entities. The Governmental Accounting Standards Board ("GASB") is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The Authority uses the economic resources measurement focus and the accrual basis of accounting. Under this method, revenues are recorded when earned and expenses are recorded at the time liabilities are incurred. Current assets include cash and amounts convertible to cash during the next normal operating cycle, or one year. Current liabilities include those obligations to be liquidated with current assets. The Authority generally uses restricted assets first for expenses incurred for which both restricted and unrestricted assets are available. The Authority may defer the use of restricted assets based on a review of the specific transaction.

#### **(c) Revenue Recognition**

Rentals and concession fees are generated from airlines, parking structures and lots, food service, rental cars, fixed-base operators, and other commercial operators and are included in the applicable operating revenue accounts. Concession revenue is recognized based on the Authority's share of reported concessionaire revenue.

#### **(d) Cash and Cash Equivalents**

The Authority considers all highly liquid debt instruments purchased with original maturities of three months or less to be cash equivalents.

#### **(e) Accounts Receivable**

Accounts receivable are reported when earned, net of estimated uncollectible amounts. An allowance for doubtful accounts is established based on management estimates of uncollectible revenue billings, if any. As a customer's balance is deemed uncollectible, the receivable is offset against this allowance. Subsequent receipt of a receivable previously written off is applied to this allowance. There was no allowance for doubtful accounts as of June 30, 2022.

#### **(f) Leases Receivable**

The Authority recognizes a lease receivable and a deferred inflow of resources at the commencement of the lease term, with certain exceptions for leases of assets held as investments, certain regulated leases, short-term leases, and leases that transfer ownership of the underlying asset. The lease receivable is measured at the present value of the lease payments expected to be received during the lease term. The deferred inflow of resources is measured as the value of the lease receivable in addition to any payments received at or before the commencement of the lease term that relate to future periods.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

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**(1) Summary of Significant Accounting Policies (continued)**

**(g) Capital Assets**

Capital assets with an initial individual cost of \$10,000 or more are capitalized at cost. The Authority provides for depreciation of all capital assets by the straight-line method over estimated useful lives as follows:

Buildings and structures	20 to 50 years
Improvements	5 to 30 years
Roads and runways	10 to 40 years
Equipment	3 to 50 years

Major renewals and improvements that extend a capital asset's useful life are capitalized; maintenance and repairs are expensed when incurred.

When a capital asset is retired or otherwise disposed of, the related cost and accumulated depreciation are eliminated from the accounts and any resulting gain or loss is reflected in operating revenues or expenses.

**(h) Bond Premiums, Discounts, and Issuance Costs**

Bond premiums and discounts incurred to issue debt are capitalized and amortized as interest expense over the related bond issue period using the effective interest method. With the exception of prepaid bond insurance costs discussed in item (i) below, bond issuance costs are expensed in the period incurred.

**(i) Deferred Outflows/Inflows of Resources**

In addition to assets, the Statement of Net Position contains a separate section for deferred outflows of resources, which represent a consumption of net position that applies to a future period and will be recognized as an outflow of resources in a future period. The Authority recognizes deferred outflows for debt refundings, pension plans, and other postemployment benefits ("OPEB") plans.

In addition to liabilities, the Statement of Net Position contains a separate section for deferred inflows of resources, which represent an acquisition of net position that applies to a future period and will be recognized as an inflow of resources in a future period. The Authority recognizes deferred inflows for debt refunding, leases, pension, and OPEB plans. Deferred outflows and deferred inflows of resources for debt refundings are amortized over the shorter maturity of the refunded or refunding debt. The pension and OPEB deferred inflows and outflows related to the difference between expected and actual experience, changes in assumptions, and changes in proportion are recognized using a systematic and rational method over a closed period equal to the average of the expected remaining service lives of all employees that are provided with pensions and OPEB through the plans. The pension and OPEB deferred inflows and outflows related to the difference between projected and actual earnings are recognized using a systematic and rational method over a closed five-year period. The pension and OPEB deferred outflows of resources related to contributions subsequent to the measurement date are recognized as a reduction of the net pension and OPEB liabilities in the subsequent FY.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

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**(1) Summary of Significant Accounting Policies (continued)**

**(j) Operating Revenues and Expenses**

Operating revenues and expenses consist of all revenue and expenses not related to capital and related financing or investing transactions.

**(k) Use of Estimates**

The preparation of the financial statements requires management to make a number of estimates and assumptions related to reported amounts of assets, deferred outflows of resources, liabilities, and deferred inflows of resources, and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses and changes in net position during the reporting period. Significant items subject to such estimates include the valuation allowance for receivables and assets and obligations related to employee benefits. Actual results could differ from those estimates.

**(l) Pensions**

The Authority participates in the Virginia Retirement System (“VRS”), an agent multiple-employer, public employee retirement system with separate agent multiple pools for each locality, which acts as a common investment and administrative agent for political subdivisions in the Commonwealth of Virginia. For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions and pension expense, information about the fiduciary net position of the Authority’s Retirement Plan, and the additions to/deductions from the Authority’s Retirement Plan’s fiduciary net position have been determined on the same basis as they were reported by the VRS. For this purpose, benefit payments (including refunds of employee contributions) are recognized when paid in accordance with the benefit terms. Investments are reported at fair value.

**(m) OPEB Plans**

**(i) Group Life Insurance**

The VRS Group Life Insurance (“GLI”) Program is a multiple-employer, cost-sharing plan. It provides coverage to state employees, teachers, and employees of participating political subdivisions. The GLI Program was established pursuant to Section 51.1-500 et seq. of the Code of Virginia, as amended, and which provides the authority under which benefit terms are established or may be amended. The GLI Program is a defined benefit plan that provides a basic group life insurance benefit for employees of participating employers.

**(ii) Line of Duty Act Program**

The VRS Line of Duty Act Program (“LODA”) is a multiple-employer, cost-sharing plan. The LODA Program was established pursuant to Section 9.1-400 et seq. of the Code of Virginia, as amended, and which provides the authority under which benefit terms are established or may be amended. The LODA Program provides death and health insurance benefits to eligible state employees and local government employees, including volunteers, who die or become disabled as a result of the performance of their duties as a public safety officer. In addition, health insurance benefits are provided to eligible survivors and family members.



**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

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**(1) Summary of Significant Accounting Policies (continued)**

***(iii) Political Subdivision Employee Virginia Local Disability Program***

The VRS Political Subdivision Employee Virginia Local Disability Program (“VLDP”) is a multiple-employer, cost-sharing plan. All full-time, salaried general employees; including local law enforcement officers, firefighters, or emergency medical technicians of political subdivisions who do not provide enhanced hazardous duty benefits, who are in the VRS Hybrid Retirement Plan benefit structure, and whose employer has not elected to opt out of the VRS-sponsored program, are automatically covered by the VLDP. This plan is administered by the VRS, along with pension and other OPEB plans, for eligible public employer groups in the Commonwealth of Virginia. Political subdivisions are required by Title 51.1 of the Code of Virginia, as amended to provide short-term and long-term disability benefits for their Hybrid employees either through a local plan or through the VLDP.

For purposes of measuring the net GLI, LODA, and VLDP Programs’ corresponding OPEB liability, each individual plan’s deferred outflows of resources and deferred inflows of resources related to the OPEB, and OPEB expense, information about the fiduciary net position of the OPEB and the additions to/deductions from the OPEB’s fiduciary net position have been determined on the same basis as they were reported by VRS. In addition, benefit payments are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

***(n) Fair Value***

The Authority utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible. The Authority determines fair value based on assumptions that market participants would use in pricing an asset or liability in the principal or most advantageous market.

When considering market participant assumptions in fair value measurements, the following fair value hierarchy distinguishes between observable and unobservable inputs, which are categorized in one of the following levels:

- *Level 1 Inputs* – Unadjusted quoted prices in active markets for identical assets or liabilities accessible to the reporting entity at measurement date.
- *Level 2 Inputs* – Other than quoted prices included in Level 1 inputs that are observable for the asset or liability, either directly or indirectly, for substantively the full term of the asset or liability.
- *Level 3 Inputs* – Unobservable inputs for the asset or liability used to measure fair value to the extent that observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at measurement date.

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identified assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements).

The level in the fair value hierarchy within which a fair value measurement, in its entirety falls in, is based on the lowest level input that is significant to the fair value measurement in its entirety.

Portfolio investments are assigned a level based upon the observability of the inputs which are significant to the overall valuation. The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(1) Summary of Significant Accounting Policies (continued)**

**(o) New Accounting Pronouncements – GASB Statement No. 87**

As of July 1, 2020, the Authority adopted the provisions of GASB 87, *Leases*, which amended the existing accounting standards for lease reporting. The new guidance requires lessors in a leasing arrangement to recognize a lease receivable and a deferred inflow of resources for most leases (other than leases that meet the definition of a short-term lease) at lease commencement. The deferred inflow (lessors) will be equal to the present value of lease payments.

The impact of the above on the respective financial statement amounts as of June 30, 2021, are as follows:

	<u>Net Position</u>
June 30, 2021, originally reported	\$ 239,350,716
Change in accounting standard	257,713
June 30, 2021, as restated	<u>\$ 239,608,429</u>

**(2) Deposits and Investments**

The Authority maintains several restricted cash and investment funds in addition to its operating funds. These funds are disclosed on the accompanying Statement of Net Position as restricted cash and cash equivalents and investments.

The Code of Virginia authorizes the Authority to invest in certificates of deposit with national banks located within the Commonwealth of Virginia, obligations of the United States or its agencies, obligations of the Commonwealth of Virginia or its political subdivisions, and certain other investments.

**(a) Deposits**

The carrying values of the Authority's deposits with banks were \$72,622,932 and the bank balances were \$72,693,929 at June 30, 2022. The entire bank balance was covered by federal depository insurance or collateralized in accordance with the Virginia Security for Public Deposits Act (the "Act"). In accordance with the Act, the depository institution pledged collateral in the form of federal agency obligations with a market value equal to 110% of the Authority's deposits with a third party trustee in the name of the Treasurer of the Commonwealth of Virginia. In the event the banking institution fails, the Treasurer will take possession of the collateral, liquidate it, and reimburse the Authority up to the value of its deposits. The State Treasury Board is responsible for monitoring compliance with the collateralization and reporting requirements of the Act and for notifying local governments of compliance by banks.

**(b) Investments**

The Authority's investment policy (the "Policy") permits investments and investment practices that meet or exceed all statutes governing the investment of public funds in Virginia and any investment restrictions imposed by bond covenants. The Policy establishes limitations on the investment options to include U.S. government obligations, Commonwealth of Virginia Local Government Investment Pool ("LGIP"), prime quality commercial paper, and certain corporate notes, banker's, acceptances, repurchase agreements, negotiable certificates of deposit, bank deposit notes, and mutual funds that invest exclusively in securities specifically permitted by the Code of Virginia.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(2) Deposits and Investments (continued)**

**(c) Credit Risk**

Credit risk is defined as the risk that an issuer or other counterparty to an investment will not fulfill its obligations. As required by state statute, the Policy requires that commercial paper have a short-term debt rating of no less than “A-1” (or its equivalent) from at least two of the following: Moody’s Investors Service, Standard & Poor’s, Fitch Ratings, and Duff & Phelps. Corporate notes, negotiable certificates of deposit, and bank deposit notes maturing in less than one year must have a short-term debt rating of at least “A-1” by Standard & Poor’s and “P-1” by Moody’s Investors Service. Notes having a maturity of greater than one year must be rated “AA” by Standard & Poor’s and “Aa” by Moody’s Investors Service.

As of June 30, 2022, the Standard & Poor’s ratings on the Authority’s rated securities included 57.3% of AAAm, 4.6% of AAA, 36.5% of AA+, and 1.6% of A-1+.

**(d) Concentration of Credit Risk**

The Policy establishes limitations on portfolio composition by issuer in order to control concentration of credit risk. No more than 5% of the Authority’s portfolio will be invested in the securities of any single issuer with the following exceptions:

U.S. Treasury	100% maximum
Each federal agency	35% maximum
Each repurchase agreement counterparty	25% maximum
LGIP	75% maximum
Registered investments (mutual funds)	75% maximum

As of June 30, 2022, the Authority’s portfolio was invested as follows:

<u>Issuer</u>	<u>Percentage of Portfolio</u>
U.S. Treasury	53.2%
Commercial paper	3.7%
Corporate notes	43.1%
	<u>100.0%</u>

**(e) Interest Rate Risk**

Interest rate risk is defined as the risk that changes in interest rates will adversely affect the fair value of an investment. The Authority’s policy limits the investment of funds as a means of limiting exposure to fair value losses arising from permitted investments with a stated maturity of no more than five years from the date of purchase. To control the volatility of investments, a duration target not to exceed three years is determined for the core portfolio.

Proceeds from the sale of bonds issued by the Authority shall be invested in compliance with the specific requirements of the bond covenants without further restriction as to the maximum term of securities purchased.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(2) Deposits and Investments (continued)**

As of June 30, 2022, the carrying values and weighted average maturity of the Authority's investments were as follows:

<u>Investment type</u>	<u>Fair Value</u>	<u>Weighted Average Maturity in Years</u>
U.S. Treasury securities	\$ 6,190,478	1.25
Corporate notes	4,231,865	0.68
Total investments	<u>\$ 10,422,343</u>	

**(f) Custodial Credit Risk**

Custodial credit risk for deposits is defined as the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of the outside party. The custodial credit risk for investments is defined as the risk that, in the event of failure of the counterparty to a transaction, a government will not be able to recover the value of the investment or collateral securities that are in the possession of an outside party. The policy requires that all investment securities purchased by the Authority or held as collateral on deposits or investments shall be held in third party safekeeping at a qualified public depository that may not otherwise be a counterparty to the investment transaction.

As of June 30, 2022, all the Authority's investments were held in a bank's trust department in the Authority's name.

**(g) Summary of Deposits and Investments**

A reconciliation of the carrying value of deposits and investments reported above to amounts reported in the Statement of Net Position at June 30, 2022 is as follows:

Deposits	\$ 72,622,932
Investments	10,422,343
	<u>\$ 83,047,297</u>
Current assets:	
Cash and cash equivalents	\$ 54,523,074
Investments	6,121,934
Restricted assets:	
Cash and cash equivalents	18,099,858
Investments	4,300,409
	<u>\$ 83,045,275</u>

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

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**(2) Deposits and Investments (continued)**

**(h) Fair Value Measurements**

The Authority has the following recurring fair value measurements as of June 30, 2022:

U.S. Treasury securities and corporate notes of \$10,422,343 are valued using a matrix pricing model (Level 2 inputs).

**(3) Restricted Assets**

The Authority received \$2,000,000 during FY 2022 from the Commonwealth Airport Fund (State block grant) for the Authority's use in financing capital asset additions. These funds are provided in advance of actual expenditure or specific project approval based on the relative size of each of the Commonwealth's air carrier airports and are restricted for expenditures on qualifying projects.

The trust indenture securing the Series 2021 and Series 2019 bonds payable requires segregation of certain assets into restricted accounts. These restricted accounts include a construction account holding funds for the design and construction of capital improvements, a capitalized interest account, a debt service reserve account, and a cost of issuance account. The passenger facility charge cash and receivable accounts are also restricted assets, as there are federal restrictions on how these funds may be disposed. All cash and investments are held by the following financial institutions: US Bank, Truist, Fidelity, and the Virginia Department of the Treasury's LGIP. Restricted assets consist of the following at June 30, 2022:

State block grant account	\$ 12,876,505
Bond ordinance related	7,079,149
Passenger facility charges account	2,399,613
Passenger facility charges receivable	798,522
Other restricted assets	45,000
Restricted assets	<u>\$ 23,198,789</u>

The current authorization from the Federal Aviation Administration ("FAA") permits the Authority to collect Passenger Facility Charges ("PFC") of \$4.50 per eligible enplaned passenger up to an aggregate amount of \$172,173,416. As of June 30, 2022, the remaining collection authority was \$28,886,087 and expires January 2026. The net receipts from PFC are accounted for on the accrual basis of accounting and are restricted to use on FAA-approved projects. Unexpended PFC and related interest are included as restricted net position for projects that are approved by the FAA.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(4) Leases**

The Authority leases portions of the Airport property to tenants. The leases are discounted at 1.54%. As the lessor, the Authority recognizes lease revenue and interest revenue in a systematic and rational manner over the terms of the underlying leases. Lease receivables are measured based on payments using the interest method during the respective lease terms. Current-year amounts related to these leases are as follows:

Operating revenues:

Rent	\$	591,128
Concessions	\$	1,064,796

Nonoperating revenues:

Investment income (interest revenue)	\$	130,406
Other income	\$	356,972

Leasing principal and interest payments to be received at June 30, 2022 were as follows:

<b><u>Years Ending June 30:</u></b>	<b><u>Principal</u></b>	<b><u>Interest</u></b>
2023	\$ 2,061,125	\$ 99,162
2024	1,729,239	69,405
2025	1,360,977	45,537
2026	1,128,804	26,493
2027	738,130	11,869
2028-2029	370,470	4,530
	<b><u>\$ 7,388,745</u></b>	<b><u>\$ 256,996</u></b>

Additionally, the Authority has leases that are not recognized as receivables or within deferred inflows of resources as they meet the definition of a regulated lease. These leases are generally aeronautical in nature and are subject to certain regulations set forth by the FAA. The leases with the airlines are related to the main terminal buildings and are leased on a preferential use basis. Separate leases with cargo terminal operators, general aviation operators, and hangar leases are maintained on an exclusive use basis. The Authority recognized lease revenue during FY 2022 related to these regulated leases of \$3,806,485, which was recognized as rent revenue in the Statement of Revenues, Expenses, and Changes in Net Position.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(4) Leases (continued)**

Future minimum payments under these regulated leases are expected as follows:

**Years Ending June 30:**

2023	\$	4,741,668
2024		1,442,275
2025		130,858
2026		131,531
2027		132,217
2028-2032		594,026
2033-2037		431,722
2038-2042		226,480
2043-2044		198,042
	<u>\$</u>	<u>8,028,819</u>

**(5) Capital Assets**

The following is a summary of the changes in capital assets for the year ended June 30, 2022:

	<u>Balances,</u> <u>June 30, 2021</u>	<u>Increases</u>	<u>Decreases</u>	<u>Balances,</u> <u>June 30, 2022</u>
Capital assets not being depreciated:				
Land	\$ 15,771,497	\$ -	\$ -	\$ 15,771,497
Construction in progress	76,248,723	18,655,190	(85,961,306)	8,942,607
	<u>92,020,220</u>	<u>18,655,190</u>	<u>(85,961,306)</u>	<u>24,714,104</u>
Capital assets being depreciated:				
Building, structures, and improvements	318,631,107	85,148,356	-	403,779,463
Roads and runways	85,936,328	961,656	-	86,897,984
Equipment	48,543,645	939,224	-	49,482,869
Less accumulated depreciation for:				
Building, structures, and improvements	(165,076,274)	(12,544,652)	-	(177,620,926)
Roads and runways	(62,877,639)	(1,819,063)	-	(64,696,702)
Equipment	(35,421,086)	(1,956,150)	-	(37,377,236)
	<u>189,736,081</u>	<u>70,729,371</u>	<u>-</u>	<u>260,465,452</u>
Capital assets, net	<u>\$ 281,756,301</u>	<u>\$ 89,384,561</u>	<u>\$ (85,961,306)</u>	<u>\$ 285,179,556</u>

Depreciation expense for the year ended June 30, 2022 was \$16,319,865.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

*JUNE 30, 2022*

**(6) Bonds Payable**

Bonds payable comprise the following at June 30, 2022:

Series 2019 bonds payable	\$ 54,435,000
Series 2021 bonds payable	25,850,000
	<u>80,285,000</u>
Unamortized premium	14,557,010
	<u><u>\$ 94,842,010</u></u>

In June 2021, the Authority completed the sale of \$20,890,000 Airport Revenue Bonds Series 2021A (Non-AMT), \$2,690,000 Airport Revenue Bonds Series 2021B (AMT), and \$2,270,000 Airport Revenue Bonds Series 2021C (Federally Taxable). Proceeds of the Series 2021 Bonds were used to defease and refund its previously outstanding Series 2011 Bonds. The Series 2021 Bonds are payable from general revenues of the Authority and certain funds and accounts established under the indenture. Principal payments on the Series 2021 Bonds are due on July 1 of each year through July 1, 2031. Interest is payable on the bonds on January 1 and July 1 of each year, with interest rates ranging from 0.3% to 5.0% during the term of the bonds. The bond resolutions include reserve requirements, including the requirement that total revenues provide for 100% of operating expenses and net revenues provide at least 125% of the debt service requirement for the following year.

In June 2020, the Authority entered into a Subordinate Lien Revolving Line of Credit with STI Institutional & Government, Inc. (a subsidiary of Truist Financial Corporation). This line of credit has a maximum principal sum outstanding of \$30,000,000 and a term of five years. The proceeds from the line of credit are being used as short-term financing for capital projects. The line of credit is secured by a lien on general revenues on a subordinate basis from general revenues and CFC revenues of the Authority and certain funds and accounts established under the indenture. Under the terms of the line of credit, interest payments are due monthly and principal payments are due at the maturity date of June 2025. Interest is variable and is calculated each month as 79% of the sum of LIBOR plus 69 basis points. The interest rate is subject to a minimum rate of 1.14%.

In June 2019, the Authority completed the sale of \$54,435,000 Airport Revenue Bonds Series 2019 (Non-AMT). Proceeds of the Series 2019 Bonds were used to construct the Authority's Parking Garage D. The Series 2019 Bonds are payable from general revenues and CFC revenues of the Authority and certain funds and accounts established under the indenture. Principal payments on the Series 2019 Bonds are due on July 1 of each year through July 1, 2043. Interest is payable on the bonds on January 1 and July 1 of each year, with an interest rate of 5.00% during the term of the bonds. The bond resolutions include reserve requirements, including the requirement that total revenues provide for 100% of operating expenses and net revenues provide at least 125% of the debt service requirement for the following year.



**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(6) Bonds Payable**

Maturities of bond principal and interest to be provided for all bonds outstanding at June 30, 2022 were as follows:

<u>Years Ending June 30:</u>	<u>Principal</u>	<u>Interest</u>
2023	\$ 3,935,000	\$ 3,760,555
2024	4,235,000	3,624,405
2025	4,355,000	3,442,575
2026	4,280,000	3,247,825
2027	3,960,000	3,063,800
2028-2032	22,875,000	12,131,875
2033-2037	12,720,000	7,633,750
2038-2042	16,235,000	4,030,625
2043-2044	7,690,000	389,250
	<u>\$ 80,285,000</u>	<u>\$ 41,324,660</u>

Revenue bond activity for the year ended June 30, 2022 is as follows:

	<u>Balance, June 30, 2021</u>	<u>Issuance of Bonds</u>	<u>Amortization of Premium</u>	<u>Bond Payments</u>	<u>Balance, June 30, 2022</u>	<u>Current Portion</u>
Series 2021	\$ 31,211,257	\$ -	\$ (942,196)	\$ -	\$ 30,269,061	\$ 4,479,841
Series 2019	65,333,656	-	(760,707)	-	64,572,949	4,842,308
Line of credit	964,714	-	-	(964,714)	-	-
	<u>\$ 97,509,627</u>	<u>\$ -</u>	<u>\$ (1,702,903)</u>	<u>\$ (964,714)</u>	<u>\$ 94,842,010</u>	<u>\$ 9,322,149</u>

**Bond Covenant**

The bond indenture states the Authority will provide general revenues at least 125% of the debt service requirement on all related bonds secured by general revenues then outstanding for the sinking fund year ending on the next June 30. At June 30, 2022, the rate covenant was met. The indenture further provides that in the event the coverage is not met for a single year, the Authority shall hire a consultant to study revenues, expenses, and debt coverage for the following year and to provide guidance on rates and charges and meeting the rate coverage calculation. A noncompliance with the covenant is not a default until it is not met for two consecutive years.

**(7) Airport Use Agreement**

Effective July 1, 2013, the Authority entered into an Airline Use and Lease Agreement (the "Agreement") with the signatory airlines operating scheduled passenger service at the Airport, which was renewed effective August 28, 2018. The current term of the Agreement for all signatory carriers is through June 30, 2023. The Agreement provides for airlines to pay rates and charges calculated based on established cost centers. The Agreement provides for the Authority to share surplus revenues with the signatory airlines (the "Airlines") after all operating and maintenance expenses, debt service (including coverage), and required deposits to various reserve funds have been made. Surplus revenues are accrued at the end of the year and refunded to the Airlines and a deficit in revenues may be billed to the Airlines. At June 30, 2022, there was no surplus payable to the Airlines as federal funding credits were being carried forward from prior year surplus calculations.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

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**(8) Defined Benefit Pension Plan**

**(a) Plan Description**

The Authority participates in the VRS, an agent and multiple-employer, public employee retirement system, which acts as a common investment and administrative agent for political subdivisions in the Commonwealth of Virginia. All full-time, salaried permanent (professional) employees of the Authority are automatically covered by the VRS Retirement Plan upon employment. This plan is administered by the Virginia Retirement System (the "System" or "VRS") along with plans for other employer groups in the Commonwealth of Virginia. Members earn one month of service credit for each month they are employed and for which they and their employer pay contributions to VRS. Members are eligible to purchase prior public service, based on specific criteria as defined in the Code of Virginia, as amended. Eligible prior service that may be purchased includes prior public services, active military service, certain periods of leave, and previously refunded service.

The System administers three different benefit structures for covered employees – Plan 1, Plan 2, and Hybrid. Each plan has a different eligibility and benefit structure as set forth below:

VRS Plan 1 is a defined benefit plan. Members hired before July 1, 2010 and who were vested as of January 1, 2013, and they have not taken a refund, are eligible for Plan 1. The retirement benefit is based on a member's age, service credit, and average final compensation at retirement using a formula. Employees are eligible for an unreduced retirement benefit at age 65 with five years of service and at age 50 with 30 years of service for participating employers. An optional reduced retirement benefit is available to members of VRS as early as age 50 with at least 10 years of service credit or age 55 with at least five years of service credit. Active members may purchase previous service as service credit to their plan and, if eligible, may purchase periods of leave without pay.

VRS Plan 2 is a defined benefit plan. Members hired or rehired on or after July 1, 2010, and who have no service credits before July 1, 2010, and are not vested as of January 1, 2013, are covered under Plan 2. The retirement benefit is based on a member's age, service credit, and average final compensation at retirement using a formula. Employees are eligible for an unreduced benefit beginning at their normal Social Security retirement age with at least five years of service credit or when the sum of their age and service equals 90. An optional reduced retirement benefit is available to Plan 2 members as early as age 60 with at least five years of service credit. Active members may purchase previous service as service credit to their plan and, if eligible, may purchase periods of leave without pay. The Hybrid Retirement Plan combines the features of a defined benefit plan and a defined contribution plan. Members hired on or after January 1, 2014 are eligible for the Hybrid Plan. The defined benefit is based on a member's age, service credit, and average final compensation at retirement using a formula. The benefit payment payable from the defined contribution plan depends on the member and employer contributions made to the plan and the investment performance of those contributions. Employees are eligible for an unreduced benefit beginning at their normal Social Security retirement age with at least five years of service credit or when the sum of their age and service equals 90. An optional reduced retirement benefit is available as early as age 60 with at least five years of service credit. Under the defined benefit plan, active members may purchase previous service as service credit to their plan and, if eligible, may purchase periods of leave without pay.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(9) Defined Benefit Pension Plan (continued)**

The VRS Basic Benefit is a lifetime monthly benefit based on a retirement multiplier as a percentage of the member's average final compensation multiplied by the member's total service credit. The retirement multiplier for Authority's employees is 1.70% for Plan 1 members, 1.85% for hazardous duty Plan 1 members, 1.65% for Plan 2 members, and 1.0% for Hybrid Plan members. For members who opted into the Hybrid Retirement Plan from Plan 1 or Plan 2, the applicable multipliers for those plans will be used to calculate the retirement benefit for service credited in those plans. Under Plan 1, average final compensation is the average of the member's 36-consecutive months of highest compensation. Under Plan 2 and the Hybrid Plan, average final compensation is the average of the member's 60-consecutive months of highest compensation. At retirement, members can elect the Basic Benefit, the Survivor Option, a Partial Lump-Sum Option Payment ("PLOP"), or the Advance Pension Option. A retirement reduction factor is applied to the Basic Benefit amount for members electing the Survivor Option, PLOP, or Advance Pension Option, or those retiring with a reduced benefit.

Retirees are eligible for an annual cost-of-living adjustment ("COLA") effective July 1 of the second calendar year of retirement. Under Plan 1, the COLA cannot exceed 5.00%; under Plan 2 and the Hybrid Plan, the COLA cannot exceed 3.00%. During years of no inflation or deflation, the COLA is 0.00%. The VRS also provides death and disability benefits. Title 51.1 of the Code of Virginia (1950), as amended, assigns the authority to establish and amend benefit provisions to the General Assembly of Virginia.

**(b) Employees Covered by Benefit Terms**

As of the June 30, 2020 actuarial valuation, the following employees were covered by the benefit terms of the pension plan:

Inactive members or their beneficiaries currently receiving benefits	169
Inactive members:	
Vested inactive members	26
Nonvested inactive members	52
Inactive members active elsewhere in VRS	37
Total inactive members	115
Active members	194
Total covered employees	478

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(8) Defined Benefit Pension Plan (continued)**

**(a) Contributions**

The contribution requirement for active employees is governed by Section 51.1-145 of the Code of Virginia, as amended, but may be impacted as a result of funding options provided to political subdivisions by the Virginia General Assembly. Employees are required to contribute 5.00% of their compensation toward their retirement.

The Authority's actuarially required contribution rate for the years ended June 30, 2022 was 13.23% of covered employee compensation. This rate were based on an actuarially determined rate from actuarial valuations as of June 30, 2019. This rate, when combined with employee contributions, were expected to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. Contributions to the pension plan from the Authority were \$1,630,080 and \$1,568,710 for the years ended June 30, 2022 and 2021, respectively.

**(b) Net Pension Liability**

The Authority's net pension liability as of June 30, 2022 was measured as of June 30, 2021. The total pension liability used to calculate the net pension liability was determined by an actuarial valuation performed as of June 30, 2020, rolled forward to the measurement date of June 30, 2021.

**(c) Actuarial Assumptions**

The total pension liability for general employees and public safety employees in the Authority's Retirement Plan was based on an actuarial valuations as of June 30, 2020, using the Entry Age Normal actuarial cost method and the following assumptions, applied to all periods included in the measurement, and rolled forward to the measurement dates of June 30, 2021.

	<b>General Employees</b>	<b>Public Safety Employees</b>
Inflation	2.50 %	2.50 %
Salary increases, including inflation	3.50%-5.35%	3.50%-4.75%
Investment rate of return, net of pension plan investment expense, including inflation	6.75 %	6.75 %

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(8) Defined Benefit Pension Plan (continued)**

	<b>Mortality Assumptions</b>	
	<b>General Employees</b>	<b>Public Safety Employees</b>
Deaths assumed to be service related:	15.0 %	45.0 %
Preretirement:	Pub-2010 Amount Weighted Safety Employee Rates projected generationally; 95% of rates for males; 105% of rates for females set forward 2 years.	Pub-2010 Amount Weighted Safety Employee Rates projected generationally with a Modified MP-2020 Improvement Scale; 95% of rates for males; 105% of rates for females set forward 2 years.
Postretirement:	Pub-2010 Amount Weighted Safety Healthy Retiree Rates projected generationally; 110% of rates for males; 105% of rates for females set forward 3 years.	Pub-2010 Amount Weighted Safety Healthy Retiree Rates projected generationally with a Modified MP-2020 Improvement Scale; 110% of rates for males; 105% of rates for females set forward 3 years.
Post-disablement:	Pub-2010 Amount Weighted General Disabled Rates projected generationally; 95% of rates for males set back 3 years; 90% of rates for females set back 3 years.	Pub-2010 Amount Weighted General Disabled Rates projected generationally with a Modified MP-2020 Improvement Scale; 95% of rates for males set back 3 years; 90% of rates for females set back 3 years.
Beneficiaries and survivors:	Pub-2010 Amount Weighted Safety Contingent Annuitant Rates projected generationally; 110% of rates for males and females set forward 2 years.	Pub-2010 Amount Weighted Safety Contingent Annuitant Rates projected generationally with a Modified MP-2020 Improvement Scale; 110% of rates for males and females set forward 2 years.
Mortality Improvement:	Rates projected generationally with Modified MP-2020 Improvement Scale that is 75% of the MP-2020 rates.	Rates projected generationally with Modified MP-2020 Improvement Scale that is 75% of the MP-2020 rates.

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**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(8) Defined Benefit Pension Plan (continued)**

The actuarial assumptions used in the June 30, 2020 valuation were based on the results of an actuarial experience study for the period from July 1, 2016 through June 30, 2020, except the change in the discount rate, which was based on VRS Board action effective as of July 1, 2019. Changes to the actuarial assumptions as a result of the experience study and VRS Board action are as follows:

Mortality Rates (Preretirement, postretirement, healthy, and disabled) (General Employees)	Update to PUB2010 public sector mortality tables. For future mortality improvements, replace load with a modified Mortality Improvement Scale MP-2020.
Mortality Rates (Preretirement, postretirement, healthy, and disabled) (Public Safety Employees)	Update to PUB2010 public sector mortality tables. Increased disability life expectancy. For future mortality improvements, replace load with a modified Mortality Improvement Scale MP-2020.
Retirement Rates (General Employees)	Adjusted rates to better fit experience for Plan 1; set separate rates based on experience for Plan 2/Hybrid; changed final retirement age.
Retirement Rates (Public Safety Employees)	Adjusted rates to better fit experience and changed final retirement age from 65 to 70.
Withdrawal Rates (General Employees)	Adjusted rates to better fit experience at each year age and service through nine years of service.
Withdrawal Rates (Public Safety Employees)	Decreased rates and changed from rates based on age and service to rates based on service only to better fit experience and to be more consistent with Locals Largest 10 Hazardous Duty
Disability Rates	No change.
Salary Scale	No change.
Line of Duty Disability	No change.
Discount Rate	No change.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(9) Defined Benefit Pension Plan (continued)**

**(d) Long-Term Expected Rate of Return**

The long-term expected rate of return on pension system investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of pension system investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summaries in the following table:

<u>Asset Class (Strategy)</u>	<u>Target Allocation</u>	<u>Arithmetic Long-Term Expected Rate of Return</u>	<u>Weighted Average Long-Term Expected Rate of Return</u>
Public equity	34.00%	5.00%	1.70%
Fixed income	15.00%	0.57%	0.09%
Credit strategies	14.00%	4.49%	0.63%
Real assets	14.00%	4.76%	0.67%
Private equity	14.00%	9.94%	1.39%
MAPS - Multi-Asset Public Strategies	6.00%	3.29%	0.20%
PIP - Private Investment Partnership	3.00%	6.84%	0.21%
	<u>100.00%</u>		<u>4.89%</u>
Inflation			<u>2.50%</u>
*Expected arithmetic nominal return			<u>7.39%</u>

\* The above allocation provides a one-year return of 7.39%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the system, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.94%, including expected inflation of 2.50%. On October 10, 2019, the VRS Board elected a long-term rate of 6.75% which is roughly at the 40<sup>th</sup> percentile of expected long-term results of the VRS fund asset allocation at that time, providing a median return of 7.11%, including expected inflation of 2.50%.

**(e) Discount Rate**

The discount rate used to measure the total pension liability was 6.75%. The projection of cash flows used to determine the discount rate assumed that System member contributions will be made per the VRS statutes and the employer contributions will be made in accordance with the VRS funding policy at rates equal to the difference between actuarially determined contribution rates adopted by the VRS Board of Trustees and the member rate. Consistent with the phased-in funding provided by the General Assembly for state and teacher employer contributions, political subdivisions were also provided with an opportunity to use an alternate employer contribution rate. For the year ended June 30, 2021, the alternate rate was the employer contribution rate used in FY 2012 or 100% of the actuarially determined employer contribution rate from the June 30, 2017, actuarial valuations, whichever was greater. From July 1, 2021 on, participating employers are assumed to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total pension liability.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(8) Defined Benefit Pension Plan (continued)**

**(f) Changes in Net Pension Liability**

	<b>Total Pension Liability (a)</b>	<b>Plan Fiduciary Net Position (b)</b>	<b>Net Pension Liability (a) – (b)</b>
Balances at June 30, 2020	<u>\$ 57,920,402</u>	<u>\$ 47,403,728</u>	<u>\$ 10,516,674</u>
Changes for the year:			
Service cost	1,507,543	-	1,507,543
Interest	3,810,696	-	3,810,696
Differences between expected and actual experience	(1,383,443)	-	(1,383,443)
Contributions – employer	-	1,568,710	(1,568,710)
Contributions – employee	-	593,589	(593,589)
Net investment income	-	12,931,550	(12,931,550)
Changes of assumptions	1,935,184	-	1,935,184
Benefit payments	(2,838,514)	(2,838,514)	-
Administrative expenses	-	(31,995)	31,995
Refunds of contributions	(92,787)	(92,787)	-
Other changes	-	1,222	(1,222)
Net changes	<u>2,938,679</u>	<u>12,131,775</u>	<u>(9,193,096)</u>
Balances at June 30, 2021	<u>\$ 60,859,081</u>	<u>\$ 59,535,503</u>	<u>\$ 1,323,578</u>

**(g) Sensitivity of the Net Pension Liability to Changes in the Discount Rate**

The following presents the net pension liability of the Authority using the discount rate of 6.75%, as well as what the Authority's net pension liability would be if it were calculated using a discount rate that is one percentage point lower or one percentage point higher than the current rate:

	<b>1% Decrease (5.75%)</b>	<b>Current Discount Rate (6.75%)</b>	<b>1% Increase (7.75%)</b>
The Authority's net pension liability	\$ 8,600,995	\$ 1,323,578	\$ (4,749,273)



**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(8) Defined Benefit Pension Plan (continued)**

**(h) Pension Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions**

For the year ended June 30, 2022, the Authority recognized pension expense of \$950,665. At June 30, 2022, the Authority reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	<u>Deferred Outflows of Resources</u>	<u>Deferred Inflows of Resources</u>
Net difference between projected and actual earnings on pension plan investments	\$ -	\$ 6,427,763
Change of assumptions	1,267,879	-
Differences between expected and actual experience	110,694	906,394
Employer contributions subsequent to the measurement date	<u>1,630,080</u>	<u>-</u>
	<u>\$ 3,008,653</u>	<u>\$ 7,334,157</u>

Deferred outflows of resources related to pensions totaling \$1,630,080 resulting from the Authority's contributions subsequent to the measurement date of June 30, 2021 will be recognized as a reduction of the net pension liability in the fiscal year ended June 30, 2023. Other amounts reported as deferred outflows of resources and deferred (inflows) of resources related to pensions will be recognized as decreases to pension expense as follows:

**Years Ending June 30**

2023	\$ (1,206,659)
2024	(1,299,050)
2025	(1,498,117)
2026	<u>(1,951,758)</u>
	<u>\$ (5,955,584)</u>

**(i) Pension Plan Data**

Information about the VRS Political Subdivision Retirement Plan is also available in the separately issued VRS 2021 Annual Report. A copy of the 2021 Annual Report may be downloaded from the VRS website at [varetire.org/pdf/publications/2021-annual-report.pdf](http://varetire.org/pdf/publications/2021-annual-report.pdf), or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA 23218-2500.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

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**(9) OPEB Plans**

**(a) Plan Descriptions**

**(i) GLI plan**

All full-time, salaried permanent employees of the state agencies, teachers and employees of participating political subdivisions are automatically covered by the VRS GLI Program upon employment. This plan is administered by the VRS, along with pensions and other OPEB, for public employer groups in the Commonwealth of Virginia.

In addition to the basic group life insurance benefit, members are also eligible to elect additional coverage for themselves as well as a spouse or dependent children through the Optional Group Life Insurance Program. For members who elect the optional group life insurance coverage, the insurer bills employers directly for the premiums. Employers deduct these premiums from members' paychecks and pay the premiums to the insurer. Since this is a separate and fully insured program, it is not included as part of the GLI Program OPEB.

The GLI Program was established July 1, 1960, for state employees, teachers, and employees of political subdivisions that elect the program. Basic group life insurance coverage is automatic upon employment. Coverage ends for employees who leave their position before retirement eligibility or who take a refund of their member contributions and accrued interest.

The benefits payable under the GLI Program have several components. The natural death benefit is equal to the employee's covered compensation rounded to the next highest thousand and then doubled. The accidental death benefit is double the natural death benefit. In addition to the basic natural and accidental death benefits, the program provides additional benefits provided under specific circumstances. These include accidental dismemberment benefits, safety belt benefits, repatriation benefits, felonious assault benefits, and accelerated death benefit options. The benefit amounts provided to members covered under the GLI Program are subject to a reduction factor. The benefit amount reduces by 25% on January 1 following one calendar year of separation. The benefit amount reduces by an additional 25% on each subsequent January 1 until it reaches 25% of its original value. For covered members with at least 30 years of service credit, there is a minimum benefit payable under the GLI Program. The minimum benefit was set at \$8,000 by statute in 2015. This amount is increased annually based on the VRS Plan 2 COLA adjustment and is currently \$8,722.

**(ii) LODA plan**

All paid employees and volunteers in hazardous duty positions in Virginia localities and hazardous duty employees who are covered under the VRS, the State Police Officers' Retirement System ("SPORS"), or the Virginia Law Officers' Retirement System ("VaLORS") are automatically covered by the LODA program. As required by statute, the VRS is responsible for managing the assets of the program. Participating employers made contributions to the program beginning in FY 2012. The employer contributions are determined by the VRS's actuary using anticipated program costs and the number of covered individuals associated with all participating employers.

The eligible employees of the LODA included paid employees and volunteers in hazardous duty positions in Virginia localities as well as hazardous duty employees who are covered under the VRS, the SPORS, or the VaLORS.

# NORFOLK AIRPORT AUTHORITY

## NOTES TO BASIC FINANCIAL STATEMENTS

JUNE 30, 2022

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### (9) OPEB Plans

The LODA provides death and health insurance benefits for eligible individuals. The LODA program death benefit is a one-time payment made to the beneficiary or beneficiaries of a covered individual. Amounts vary as follows. \$100,000 when a death occurs as the direct or proximate result of performing duty as of January 1, 2006, or after. \$25,000 when the cause of death is attributed to one of the applicable presumptions and occurred earlier than five years after the retirement date. An additional \$20,000 benefit is payable when certain members of the National Guard and U.S. military reserves are killed in action in any armed conflict on or after October 7, 2001.

The LODA program also provides health insurance benefits. These benefits are managed through the Virginia Department of Human Resource Management ("DHRM"). The health benefits are modeled after the State Employee Health Benefits Program plans and provide consistent, premium-free continued health plan coverage for LODA-eligible disabled individuals, survivors, and family members.

#### (i) *VLDP plan*

All full-time, salaried general employees, including local law enforcement officers, firefighters, or emergency medical technicians of political subdivisions, who do not provide enhanced hazardous duty benefits, who are in the VRS Hybrid Retirement Plan benefit structure, and whose employer has not elected to opt out of the VRS-sponsored program, are automatically covered by the VLDP. This plan is administered by the VRS, along with pension and other OPEB plans, for eligible public employer groups in the Commonwealth of Virginia. Political subdivisions are required by Title 51.1 of the Code of Virginia, as amended to provide short-term and long-term disability benefits for their Hybrid employees either through a local plan or through the VLDP.

The VLDP was implemented January 1, 2014 to provide short-term and long-term disability benefits for non-work-related and work-related disabilities for employees with Hybrid retirement benefits.

Eligible employees are enrolled automatically upon employment, unless their employer has elected to provide comparable coverage. Eligibility includes full-time general employees, including local law enforcement officers, firefighters, or emergency medical technicians who do not have enhanced hazardous duty benefits; of public political subdivisions covered under VRS.

The VLDP provides a short-term disability benefit beginning after a seven-calendar-day waiting period from the first day of disability. Employees become eligible for non-work-related, short-term disability coverage after one year of continuous participation in VLDP with their current employer. During the first five years of continuous participation in VLDP with their current employer, employees are eligible for 60% of their pre-disability income if they go out on non-work-related or work-related disability. Once the eligibility period is satisfied, employees are eligible for higher income replacement levels.

The VLDP program provides a long-term disability benefit beginning after 125 workdays of short-term disability. Members are eligible if they are unable to work at all or are working fewer than 20 hours per week. Members approved for long-term disability will receive 60% of their pre-disability income. If approved for work-related long-term disability, the VLDP benefit will be offset by the workers' compensation benefit. Members will not receive a VLDP benefit if their workers' compensation benefit is greater than the VLDP benefit.

Members approved for short-term or long-term disability at age 60 or older will be eligible for a benefit, provided they remain medically eligible. The VLDP Long-Term Care Plan is a self-funded program that assists with the cost of covered long-term care services.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

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**(9) OPEB Plans (continued)**

**(b) Contributions**

The contribution requirements for the GLI Program are governed by Section 51.1-506 and Section 51.1-508 of the Code of Virginia, as amended, but may be impacted as a result of funding provided to state agencies and school divisions by the Virginia General Assembly. The total rate for the GLI Program was 1.34% of covered employee compensation. This was allocated into an employee and an employer component using a 60/40 split. The employee component was 0.80% (1.34% X 60%) and the employer component was 0.54% (1.34% X 40%). Employers may elect to pay all or part of the employee contribution; however, the employer must pay all of the employer contribution. Each employer's contractually required employer-contribution rate for the year ended June 30, 2022 was 0.54% of covered employee compensation. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2019. The actuarially determined rate, when combined with employee contributions, was expected to finance the costs of benefits payable during the year, with an additional amount to finance any unfunded accrued liability. Contributions to the GLI Program from the Authority were \$66,663 for the year ended June 30, 2022.

The contribution requirements for the LODA program are governed by Section 9.1-400.1 of the Code of Virginia, as amended, but may be impacted as a result of funding provided to state agencies by the Virginia General Assembly. Each employer's contractually required employer-contribution rate for the LODA program for the year ended June 30, 2022 was \$722.55 per covered full-time-equivalent employee. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2019 and represents the pay-as-you-go funding rate and not the full actuarial cost of the benefits under the program. The actuarially determined pay-as-you-go rate was expected to finance the costs and related expenses of benefits payable during the year. Contributions to the LODA program from the Authority were \$42,321 for the year ended June 30, 2022.

The contribution requirement for the VLDP Program for active Hybrid employees is governed by Section 51.1-1178(C) of the Code of Virginia, as amended, but may be impacted as a result of funding provided to political subdivisions by the Virginia General Assembly. Each political subdivision's contractually required employer contribution rate for the year ended June 30, 2022 was 0.83% of covered employee compensation for employees in the VLDP. This rate was based on an actuarially determined rate from an actuarial valuation as of June 30, 2019. The actuarially determined rate was expected to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. Contributions from the Authority to the VLDP were \$20,238 for the year ended June 30, 2022.

**(c) OPEB Liabilities, OPEB Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to the OPEB**

At June 30, 2022, the Authority reported liabilities of \$696,001, for its proportionate share of the Net GLI OPEB Liability. The Net GLI OPEB Liability was measured as of June 30, 2021 and the total GLI OPEB liability used to calculate the Net GLI OPEB Liability was determined by an actuarial valuation performed as of June 30, 2020, and rolled forward to the measurement date of June 30, 2021. The Authority's proportion of the Net GLI OPEB Liability was based on the Authority's actuarially determined employer contributions to the GLI Program for the years ended June 30, 2021 relative to the total of the actuarially determined employer contributions for all participating employers. At June 30, 2021, the Authority's proportion was 0.05978% as compared to 0.06162% at June 30, 2020.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(9) OPEB Plans (continued)**

For the year ended June 30, 2022, the Authority recognized GLI OPEB expenses of \$27,525. Since there was a change in proportionate share between measurement dates, a portion of the GLI OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2022, the Authority reported liabilities of \$1,332,633, for its proportionate share of the net LODA OPEB liability. The net LODA OPEB liability was measured as of June 30, 2021 and the total LODA OPEB liability used to calculate the net LODA OPEB liability was determined by an actuarial valuation as of June 30, 2020, and rolled forward to the measurement date of June 30, 2021. The Authority's proportion of the net LODA OPEB liability was based on the Authority's actuarially determined pay-as-you-go employer contributions to the LODA OPEB plan for the year ended June 30, 2021 and 2020 relative to the total of the actuarially determined pay-as-you-go employer contributions for all participating employers. At June 30, 2021, the Authority's proportion was 0.30219% as compared to 0.31160% at June 30, 2020.

For the year ended June 30, 2022, the Authority recognized LODA OPEB expense of \$41,604. Since there was a change in proportionate share between measurement dates, a portion of the LODA OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2022, the Authority reported a net asset of \$6,144, for its proportionate share of the VLDP Net OPEB liability. The net VLDP OPEB liability was measured as of June 30, 2021 and the total VLDP OPEB liability used to calculate the net VLDP OPEB liability determined by an actuarial valuation as of June 30, 2020, and rolled forward to the measurement date of June 30, 2021. The Authority's proportion of the net VLDP OPEB liability was based on the Authority's actuarially determined employer contributions to the VLDP OPEB plan for the year ended June 30, 2021 relative to the total of the actuarially determined employer contributions for all participating employers. At June 30, 2021, the Authority's proportion of the VLDP was 0.59998% as compared to 0.62229% at June 30, 2020.

For the year ended June 30, 2022, the Authority recognized VLDP OPEB expense of \$16,849. Since there was a change in proportionate share between measurement dates a portion of the VLDP net OPEB expense was related to deferred amounts from changes in proportion.

At June 30, 2022, the Authority reported deferred outflows of resources and deferred inflows of resources related to the GLI, LODA, and VLDP OPEB plans from the following sources:

	<b>Deferred Outflows of Resources</b>	<b>Deferred Inflows of Resources</b>
Net difference between projected and actual earnings on OPEB plan investments	\$ 14,337	\$ 177,266
Change of assumptions	407,363	160,640
Differences between expected and actual experience	194,137	216,280
Changes in proportionate share	11,250	96,582
Employer contributions subsequent to the measurement date	129,222	-
Total as of June 30, 2022	<u>\$ 756,309</u>	<u>\$ 650,768</u>

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**NOTES TO BASIC FINANCIAL STATEMENTS**

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**(9) OPEB Plans (continued)**

Deferred outflows of resources related to OPEB plans totaling \$129,222 resulting from the Authority's contributions subsequent to the measurement date of June 30, 2021 will be recognized as a reduction of the net OPEB liability in the fiscal year ended June 30, 2022. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the OPEB plans will be recognized in the Authority's OPEB expense in future reporting periods as follows:

**Years Ending June 30:**

2022	\$ (12,725)
2023	(7,600)
2024	(9,644)
2025	(36,174)
2026	11,574
Thereafter	30,888
	<u>\$ (23,681)</u>

**(d) Actuarial Assumptions**

The total GLI, LODA, and VLDP OPEB liabilities were based on actuarial valuations as of June 30, 2020, using the entry age normal actuarial cost method and the following assumptions, applied to all periods included in the measurement and rolled forward to the measurement date of June 30, 2021:

Inflation	
Salary increases, including inflation:	2.50%
General employees (GLI and VLDP)	
Medical cost trend rates assumption (LODA):	3.50 to 5.35%
Under age 65	
Ages 65 and older	7.00 to 4.75%
Investment rate of return (GLI and VLDP)	
	6.75%, net of investment expenses, including inflation
Year of ultimate trend rate (LODA):	
Post-65	Fiscal year ended 2024
Pre-65	Fiscal year ended 2029
Investment rate of return (LODA)	2.16%, net of investment expenses, including inflation*

\* Since LODA is funded on a current disbursement basis, the assumed annual rate of return of 2.16% was used since it approximates the risk-free rate of return.

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**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(9) OPEB Plans (continued)**

	<b>Mortality Assumptions</b>	
	<b>General Employees</b>	<b>Hazardous Duty Employees</b>
Preretirement:	Pub-2010 Amount Weighted Safety Employee Rates projected generationaly; males set forward 2 years; 105% of rates for females set forward 3 years.	Pub-2010 Amount Weighted Safety Employee Rates projected generationaly; 95% of rates for males; 105% of rates for females set forward 2 years.
Postretirement:	Pub-2010 Amount Weighted Safety Healthy Retiree Rates projected generationaly; 95% of rates for males set forward 2 years; 95% of rates for females set forward 1 year.	Pub-2010 Amount Weighted Safety Healthy Retiree Rates projected generationaly; 110% of rates for males; 105% of rates for females set forward 3 years.
Post-disablement:	Pub-2010 Amount Weighted General Disabled Rates projected generationaly; 110% of rates for males set forward 3 years; 110% of rates for females set forward 2 years.	Pub-2010 Amount Weighted General Disabled Rates projected generationaly; 95% of rates for males set back 3 years; 90% of rates for females set back 3 years.
Beneficiaries and survivors:	Pub-2010 Amount Weighted Safety Contingent Annuitant Rates projected generationaly.	Pub-2010 Amount Weighted Safety Contingent Annuitant Rates projected generationaly; 110% of rates for males and females set forward 2 years.
Mortality improvement scale:	Rates projected generationaly with Modified MP-2020 Improvement Scale that is 75% of the MP-2020 rates.	Rates projected generationaly with Modified MP-2020 Improvement Scale that is 75% of the MP-2020 rates.

The actuarial assumptions used in the June 30, 2020 valuation were based on the results of an actuarial experience study for the period from July 1, 2016 through June 30, 2020, except the change in the discount rate, which was based on VRS Board action effective as of July 1, 2019. Changes to the actuarial assumptions as a result of the experience study for general employees include updating the mortality table, adjusting retirement rates to better fit experience, changing the final retirement age, and adjusting withdrawal rates to better fit experience. Changes to the actuarial assumptions, as a result of the experience study for hazardous duty employees include updating the mortality table, adjusting retirement rates to better fit experience and decreasing withdrawal rates.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

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**(10) OPEB Plans (continued)**

**(e) Net OPEB Liability**

The net OPEB liability represents the program's total OPEB liability determined in accordance with U.S. GAAP, less the associated fiduciary net position. As of the measurement date of June 30, 2021, net OPEB liability amounts are as follows (dollar amounts in thousands):

	June 30, 2021		
	GLI	LODA	VLDP
Total OPEB liability			
Plan fiduciary net position	\$ 3,577,346	\$ 448,542	\$ 5,156
	2,413,074	7,553	6,166
Employers' net OPEB liability	<u>\$ 1,164,272</u>	<u>\$ 440,989</u>	<u>\$ (1,010)</u>
Plan fiduciary net position as a percentage of the total OPEB liability	67.45%	1.68%	119.59%

The total OPEB liability is calculated by VRS' actuary, and each plan's fiduciary net position is reported in the VRS' financial statements. The net OPEB liability is disclosed in accordance with the requirements of U.S. GAAP in the VRS' notes to the financial statements and required supplementary information.

**(f) Long-Term Expected Rate of Return**

The long-term expected rate of return on VRS' investments for the GLI and VLDP plans was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of VRS' investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target asset allocation and best estimate of arithmetic real rates of return for each major asset class are summarized in the following table:

<u>Asset Class (Strategy)</u>	<u>Target Allocation</u>	<u>Arithmetic Long-Term Expected Rate of Return</u>	<u>Weighted Average Long-Term Expected Rate of Return</u>
Public equity	34.00%	5.00%	1.70%
Fixed income	15.00%	0.57%	0.09%
Credit strategies	14.00%	4.49%	0.63%
Real assets	14.00%	4.76%	0.67%
Private equity	14.00%	9.94%	1.39%
MAPS - Multi-Asset Public Strategies	6.00%	3.29%	0.20%
PIP - Private Investment Partnership	3.00%	6.84%	0.21%
	100.00%		4.89%
Inflation			2.50%
* Expected arithmetic nominal return			<u>7.39%</u>

\* The above allocation provides a one-year return of 7.39%. However, one-year returns do not take into account the volatility present in each of the asset classes. In setting the long-term expected return for the System, stochastic projections are employed to model future returns under various economic conditions. The results provide a range of returns over various time periods that ultimately provide a median return of 6.49%, including expected inflation of 2.50%. On October 10, 2019, the VRS Board elected a long-term rate of 6.75% which was roughly at the 40<sup>th</sup> percentile of expected long-term results of the VRS fund asset allocation at that time, providing a median return of 7.11%, including expected inflation of 2.50%.



**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(11) OPEB Plans (continued)**

The long-term expected rate of return on LODA OPEB program's investments was set at 2.16% for this valuation. Since LODA is funded on a current-disbursement basis, it is not able to use the VRS Pooled Investments 6.75% assumption. Instead, the assumed annual rate of return of 2.16% was used since it approximates the risk-free rate of return. This single equivalent interest rate is the applicable municipal bond index rate based on the Bond Buyer General Obligation 20-year Municipal Bond Index as of the measurement date of June 30, 2021.

**(g) Discount Rate**

The discount rate used to measure the total GLI and VLDP OPEB liabilities was 6.75%. The projection of cash flows used to determine the discount rate assumed that member contributions will be made per the VRS guidance and the employer contributions will be made in accordance with the VRS funding policy at rates equal to the difference between actuarially determined contribution rates adopted by the VRS Board of Trustees and the member rate. Through the fiscal year ended June 30, 2021, the rate contributed by the Authority for the GLI and VLDP OPEBs will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly which was 100% of the actuarially determined contribution rate. From July 1, 2021 on, employers are assumed to contribute 100% of the actuarially determined contribution rates. Based on those assumptions, the GLI and VLDP OPEBs' fiduciary net position was projected to be available to make all projected future benefit payments of eligible employees. Therefore, the long-term expected rate of return was applied to all periods of projected benefit payments to determine the total GLI and VLDP OPEB liabilities.

The discount rate used to measure the total LODA OPEB liability was 2.16%. The projection of cash flows used to determine the discount rate assumed that employer contributions will be made per the VRS Statutes and that they will be made in accordance with the VRS funding policy and at rates equal to the actuarially determined contribution rates adopted by the VRS Board of Trustees. Through the fiscal year ended June 30, 2021, the rate contributed by participating employers to the LODA OPEB program will be subject to the portion of the VRS Board-certified rates that are funded by the Virginia General Assembly.

**(h) Sensitivity of the Authority's Proportionate Share of the Net OPEB Liability/(Asset) to Changes in the Discount Rate**

The following presents the Authority's proportionate share of the net OPEB liability using the current discount rates, as well as what the Authority's proportionate share of the net OPEB liability would be if it were calculated using a discount rate that is one percentage point lower or one percentage point higher than the current rate:

	<b>1% Decrease (5.75%)</b>	<b>Current Discount Rate (6.75%)</b>	<b>1% Increase (7.75%)</b>
The Authority's proportionate share of the GLI net OPEB liability			
The Authority's proportionate share of the VLDP net OPEB liability/(asset)	\$ 1,016,883	\$ 696,001	\$ 436,874
	\$ (3,291)	\$ (6,144)	
	<b>1% Decrease (1.16%)</b>	<b>Current Discount Rate (2.16%)</b>	<b>1% Increase (3.16%)</b>
The Authority's proportionate share of the LODA net OPEB liability	\$ 1,533,016	\$ 1,332,633	\$ 1,173,412

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

JUNE 30, 2022

**(9) OPEB Plans (continued)**

**(i) Sensitivity of the Authority's Proportionate Share of the Net LODA OPEB Liability to Changes in the Health Care Trend Rate**

Because the LODA plan contains provisions for the payment of health insurance premiums, the liabilities are also impacted by the health care trend rates. The following presents the Authority's proportionate share of the net LODA OPEB liability using a healthcare trend rate of 7.00% decreasing to 4.75%, as well as what the Authority's proportionate share of the net LODA OPEB liability would be if it were calculated using a healthcare trend rate that is one percentage point lower or one percentage point higher than the current rate:

	<b>1.00% Decrease (6.00% decreasing to 3.75%)</b>	<b>Healthcare Trend Rates (7.00% decreasing 4.75%)</b>	<b>1.00% Decrease (8.00% decreasing to 5.75%)</b>
The Authority's proportionate share of the LODA Net OPEB Liability	\$ 1,093,459	\$ 1,332,633	\$ 1,639,303

**(j) VRS OPEB Programs Fiduciary Net Positions**

Detailed information about the GLI, LODA, and VLDP fiduciary net position is available in the separately issued VRS 2021 ACFR. A copy of the 2021 VRS ACFR may be downloaded from the VRS website at <http://www.varetire.org/Pdf/Publications/2021-annual-report.pdf>, or by writing to the System's Chief Financial Officer at P.O. Box 2500, Richmond, VA, 23218-2500.

**(10) Executive Supplemental Retirement Plan**

The Authority has an Executive Supplemental Retirement Plan (the "ESRP"), which was approved and established by the Board of Commissioners for two former employees. Under the terms of the ESRP, the participants are receiving annual payments equal to 75% of their final salary less any benefits received under the VRS. During the year ended June 30, 2022, the plan expense was \$159,785, which includes payments of \$80,599. Whole life insurance policies have been purchased to assist in funding this liability. The Authority is owner and beneficiary of each of these policies. The cash surrender value of these policies was \$1,293,749 at June 30, 2022, and is included as other noncurrent assets in the accompanying Statement of Net Position. The ESRP accrued liability totaling \$718,264 as of June 30, 2022, is included in other liabilities and other long-term liabilities in the accompanying Statement of Net Position. During FY 2023, settlement agreements were executed with the two former employees. The ESRP liability increase in FY2022 is attributable to execution of the settlement agreements. Settlement of this liability is estimated to be paid as follows:

<b><u>Years Ending June 30:</u></b>	<b><u>Estimated Payment</u></b>
2023	\$ 466,697
2024	251,567
	<b><u>\$ 718,264</u></b>

The ESRP Plan was terminated in July 2022, pending final distribution of the settlements. Except for the settlements shown above, no future liabilities are expected under the ESRP.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO BASIC FINANCIAL STATEMENTS**

*JUNE 30, 2022*

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**(11) Employee Contribution Plan**

The Authority maintains a deferred compensation plan through Mission Square Retirement. The plan was established under the guidelines of Section 457 of the Internal Revenue Code ("IRC"). The plan is a voluntary employee contribution plan in which employees elect a dollar amount to be withheld each pay period. Assets and liabilities related to this plan are not included in the accompanying Statement of Net Position.

All regular full-time employees of the Authority are eligible to participate with a minimum contribution of \$10 per pay period. Maximum contributions made by an employee are subject to IRC limitations.

The plan is entirely funded by the Authority's employees. Mission Square charges fees to employees if they are enrolled in a managed account. Mission Square also has the authority to annually deduct a certain percentage of the daily average net asset balance to cover administrative and other various costs.

**(12) Concentration of Credit Risk**

Financial instruments that potentially subject the Authority to concentration of credit risk consist of investments and accounts receivable. The Authority's investments are described in Note 2. A substantial portion of the Authority's accounts receivable is from U.S. commercial airlines and rental car companies that could be similarly affected by industry economic conditions. Historically, the Authority's uncollectible accounts receivable have been minimal, and the Authority does not require collateral for its receivables.

**(13) Risk Management**

The Authority is exposed to a variety of risks or losses related to torts (i.e., injuries to employees, damage to property, destruction or theft of assets, cyber-attacks, and natural disasters). The Authority purchases insurance through the Commonwealth of Virginia and commercial insurance carriers for specific types of coverage.

The Authority participates in a risk management self-insurance plan through the Commonwealth of Virginia administered by the Division of Risk Management. Through this plan, the Authority obtains public officers, law enforcement, and medical malpractice liability coverage of \$1,000,000 per occurrence. The ACFR of the Commonwealth of Virginia contains disclosure of the Commonwealth's estimated claims payable and estimated losses for self-insurance plans at June 30, 2022.

Through commercial insurance carriers, the Authority has property insurance coverage of \$455.2 million annually, airport liability coverage of \$300.0 million annually, pollution coverage of \$10.0 million, terrorism coverage for 80% of the loss, business auto coverage of \$1.0 million per occurrence, cyber-attack coverage of \$1.0 million, crime insurance coverage of \$1.0 million per occurrence, watercraft coverage of \$1.0 million, and workers' compensation coverage for bodily injury of \$1.0 million per occurrence.

There were no reductions to insurance coverage from the prior year. Claim settlements and judgments not covered by insurance coverage are covered by operating resources. The amount of settlements did not exceed insurance coverage for any of the past three years. Claim expenditures and liabilities are reported when it is probable that a loss occurred and the amount of loss can be reasonably estimated.

# NORFOLK AIRPORT AUTHORITY

## NOTES TO BASIC FINANCIAL STATEMENTS

JUNE 30, 2022

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### (14) Government Grants in Aid of Construction

The Authority receives, on a reimbursement basis, grants from the Commonwealth of Virginia and the federal government for certain capital construction projects through the Airport Improvement Program. As a recipient of state and federal financial assistance, the Authority is responsible for maintaining an internal control structure that ensures compliance with all laws and regulations related to this program. All grants are subject to financial and compliance audits by the grantors. In the opinion of management, audit adjustments, if any, would not have a significant impact on the financial position of the Authority.

### (15) Commitments and Contingencies

Prior to July 1, 1998, the Authority had an agreement with the City of Norfolk, Virginia (the "City") whereby the Authority had use of the Airport property free of charge. As of July 1, 1998, the City reacquired title to all property. On January 18, 2000, the City executed a deed conveying title to the Authority, reserving a right of reversion if the Airport property is no longer used as an airport. In consideration of the conveyance of the property, the Authority agreed to compensate the City for the loss of tax revenue on the Airport property. Beginning in FY 2016, the adjusted annual payment was set by the City's tax assessor; in no event shall the payment exceed stated tax rates on the fair value of the Airport property. Advance payments are due annually on July 1. Payment in the amount of \$2,650,000 was required for FY 2022. This amount is due each year through the July 1, 2024 payment.

As of June 30, 2022, the Authority had entered into contracts totaling \$13.6 million, of which \$5.1 million was outstanding.

From time to time, the Authority is a defendant in certain lawsuits which are incidental to its operations. Management is of the opinion that the accompanying financial statements will not be materially affected by the ultimate resolution of litigation pending or threatened as of June 30, 2022.

### (16) Conduit Debt

From time to time, the Authority has issued revenue bonds to provide financial assistance to private-sector entities for the acquisition and construction of industrial and commercial facilities deemed to be in the public interest. The bonds are secured by the property financed and are payable solely from payments received on the underlying promissory notes. Upon repayment of the bonds, ownership of the acquired facilities transfers to the private-sector entity served by the bond issuance. Neither the Commonwealth of Virginia nor any political subdivision thereof, including the Authority, is obligated in any manner for repayment of the bonds. Accordingly, the bonds are not reported as liabilities in the accompanying Statement of Net Position. As of June 30, 2022, there were three series of revenue bonds outstanding with an aggregate principal amount of approximately \$15.4 million.

### (17) New Accounting Pronouncements

In May 2019, GASB issued SGAS No. 91, *Conduit Debt Obligations*, which standardizes the reporting of conduit debt obligations by issuers and eliminates diversity in reporting practices. This statement clarifies reporting by establishing that conduit debt obligations are not the liability of issuers. The requirements of this statement are effective for the fiscal year ending June 30, 2023. Management does not believe implementing SGAS No. 91 will have a material impact on its financial statements.

**REQUIRED SUPPLEMENTARY INFORMATION**

**NORFOLK AIRPORT AUTHORITY**

**SCHEDULE OF CHANGES IN NET PENSION LIABILITY AND RELATED RATIOS (UNAUDITED)**

JUNE 30, 2022

	2022	2021	2020	2019	2018	2017	2016	2015
Schedule of Changes in the Authority's Net Pension Liability and Related Ratios:								
Total pension liability:								
Service cost	\$ 1,507,543	\$ 1,528,644	\$ 1,420,679	\$ 1,414,966	\$ 1,373,319	\$ 1,346,523	\$ 1,300,433	\$ 1,278,926
Interest	3,810,696	3,631,931	3,419,644	3,151,550	3,053,266	2,880,450	2,688,486	2,530,135
Differences between expected and actual experience	(1,383,443)	353,978	1,367,730	1,816,734	(429,688)	237,910	484,660	-
Changes of assumptions	1,935,184	-	1,462,450	-	(222,799)	-	-	-
Benefit payments, including refunds of employee contributions	(2,931,301)	(2,682,147)	(2,615,193)	(2,475,362)	(2,264,730)	(1,727,430)	(1,735,055)	(1,358,746)
Refunds of Contributions	-	(118,923)	(16,096)	-	-	-	-	-
Other	-	-	-	-	(313)	-	-	-
Net change in total pension liability	2,938,679	2,713,483	5,039,214	3,907,888	1,509,055	2,737,453	2,738,524	2,450,315
Total pension liability – beginning	57,920,402	55,206,919	50,167,705	46,259,817	44,750,762	42,013,309	39,274,785	36,824,470
Total pension liability – ending (a)	60,859,081	57,920,402	55,206,919	50,167,705	46,259,817	44,750,762	42,013,309	39,274,785
Plan fiduciary net position:								
Contributions – employer	1,568,710	1,366,885	1,335,367	1,208,422	1,170,578	1,223,465	1,179,412	1,260,523
Contributions – employee	593,589	611,117	593,189	577,112	564,624	553,205	522,626	512,028
Net investment income	12,931,550	899,668	2,992,190	3,148,504	4,691,484	671,007	1,669,448	4,930,757
Benefit payments, including refunds of employee contributions	(2,838,514)	(2,682,147)	(2,615,193)	(2,475,362)	(2,264,730)	(1,727,430)	(1,735,055)	(1,358,746)
Administrative expense	(31,995)	(30,745)	(29,605)	(27,217)	(27,108)	(23,348)	(22,585)	(25,970)
Refunds of Contributions	(92,787)	(118,923)	(16,096)	-	-	-	-	-
Other	1,222	(1,069)	(1,890)	(2,799)	(4,170)	(173)	(663)	260
Net change in plan fiduciary net position	12,131,775	44,786	2,257,962	2,428,660	4,130,678	696,726	1,613,183	5,318,852
Plan fiduciary net position – beginning	47,403,728	47,358,942	45,100,980	42,672,320	38,541,642	37,844,916	36,231,733	30,912,881
Plan fiduciary net position – ending (b)	59,535,503	47,403,728	47,358,942	45,100,980	42,672,320	38,541,642	37,844,916	36,231,733
Authority's net pension liability – ending (a)-(b)	<u>\$ 1,323,578</u>	<u>\$ 10,516,674</u>	<u>\$ 7,847,977</u>	<u>\$ 5,066,725</u>	<u>\$ 3,587,497</u>	<u>\$ 6,209,120</u>	<u>\$ 4,168,393</u>	<u>\$ 3,043,052</u>
Plan fiduciary net position as a percentage of the total pension liability (b) / (a)	97.83%	81.84%	85.78 %	89.90 %	92.24 %	86.13 %	90.08 %	92.25 %
Covered payroll (c)	\$ 12,330,340	\$ 12,677,884	\$ 12,300,841	\$ 11,882,270	\$ 11,725,164	\$ 10,903,311	\$ 10,406,965	\$ 10,245,675
Authority's net pension liability as a percentage of covered payroll [(a)-(b)] / (c)	10.73%	82.95 %	63.80 %	42.64 %	30.60 %	56.95 %	40.05 %	29.70 %

Note: Net pension liabilities are reported using the measurement date, which is one year prior to the reporting date.

See accompanying report of independent auditor and notes to the required supplementary information.

**NORFOLK AIRPORT AUTHORITY**  
**SCHEDULE OF PENSION CONTRIBUTIONS (UNAUDITED)**

*YEAR ENDED JUNE 30, 2022*

<b>For the Year Ended June 30</b>	<b>Actuarially Determined Contribution</b>	<b>Contributions in Relation to Actuarially Determined Contribution</b>	<b>Contribution Deficiency (Excess)</b>	<b>Employer's Covered Payroll</b>	<b>Contributions as a % of Covered Payroll</b>
2022	\$ 1,630,080	\$ 1,630,080	\$ -	\$ 12,819,953	12.72
2021	1,568,710	1,568,710	-	12,330,340	12.72
2020	1,368,135	1,368,135	-	12,677,884	10.79
2019	1,338,260	1,338,260	-	12,300,841	10.88
2018	1,207,848	1,207,848	-	11,882,270	10.17
2017	1,156,652	1,156,652	-	11,725,164	9.86
2016	1,223,500	1,223,465	35	10,903,311	11.22
2015	1,180,959	1,179,412	1,547	10,406,956	11.00

See accompanying report of independent auditor and notes to the required supplementary information.

**NORFOLK AIRPORT AUTHORITY**  
**SCHEDULE OF OPEB CONTRIBUTIONS (UNAUDITED)**

YEAR ENDED JUNE 30, 2022

<b>Year</b>	<b>Contractually Required Contribution</b>	<b>Contributions in Relation to Contractually Required Contribution</b>	<b>Contribution Deficiency (Excess)</b>	<b>Employer's Covered Payroll</b>	<b>Contributions as a % of Covered Payroll</b>
<b>2022</b>					
GLI Plan:	\$ 66,663	\$ 66,663	\$ -	\$ 12,819,953	0.52%
LODA Plan:	42,321	42,321	-	12,819,953	0.33%
VLDP Plan:	20,238	20,238	-	2,810,841	0.72%
<b>2021</b>					
GLI Plan:	64,117	64,117	-	12,330,340	0.52%
LODA Plan:	41,604	41,604	-	12,330,340	0.34%
VLDP Plan:	17,554	17,554	-	2,438,139	0.72%
<b>2020</b>					
GLI Plan:	65,925	65,925	-	12,677,885	0.52%
LODA Plan:	42,346	42,346	-	12,677,885	0.33%
VLDP Plan:	16,704	16,704	-	2,319,957	0.72%
<b>2019</b>					
GLI Plan:	64,000	64,000	-	12,273,178	0.52%
LODA Plan:	42,000	42,000	-	12,273,178	0.34%
VLDP Plan:	15,000	15,000	-	2,047,146	0.73%
<b>2018</b>					
GLI Plan:	62,000	62,000	-	11,445,288	0.54%
LODA Plan:	35,000	35,000	-	11,445,288	0.31%
VLDP Plan:	9,000	9,000	-	977,098	0.92%
<b>2017</b>					
GLI Plan:	58,000	58,000	-	11,841,567	0.49%
LODA Plan:	35,000	35,000	-	11,841,567	0.30%
VLDP Plan:	3,000	3,000	-	1,430,793	0.21%

See accompanying report of independent auditor and notes to the required supplementary information.



**NORFOLK AIRPORT AUTHORITY**

**SCHEDULE OF AUTHORITY'S SHARE OF NET OPEB LIABILITY (UNAUDITED)**

YEAR ENDED JUNE 30, 2022

	<b>2022</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>
<b>GLI Plan:</b>					
Authority's Proportion of the Net GLI OPEB Liability	0.05978%	0.06162%	0.06261%	0.06224%	0.06204%
Authority's Proportionate Share of Net GLI OPEB Liability	\$ 696,001	\$ 1,028,337	\$ 1,018,831	\$ 945,000	\$ 933,000
Employer's Covered Payroll	\$ 12,330,340	\$ 12,677,885	\$ 12,273,178	\$ 11,445,288	\$ 11,841,567
Employer's Proportionate Share of the Net GLI OPEB Liability as a Percentage of its Covered Payroll	5.64%	8.11%	8.30%	8.26%	7.88%
Plan Fiduciary Net Position as a Percentage of the Total GLI OPEB Liability	67.45%	52.64%	52.00%	51.22%	48.86%
<b>LODA Plan:</b>					
Authority's Proportion of the Net LODA OPEB Liability	0.30219%	0.31160%	0.31552%	0.32493%	0.31564%
Authority's Proportionate Share of Net LODA OPEB Liability	\$ 1,332,633	\$ 1,305,029	\$ 1,132,042	\$ 1,019,000	\$ 829,000
Employer's Covered Payroll	\$ 12,330,340	\$ 12,677,885	\$ 12,273,178	\$ 11,445,288	\$ 11,841,567
Employer's Proportionate Share of the Net LODA OPEB Liability as a Percentage of its Covered Payroll	10.81%	10.29%	9.22%	8.90%	7.00%
Plan Fiduciary Net Position as a Percentage of the Total LODA OPEB Liability	1.68%	1.02%	0.79%	0.60%	1.30%
<b>VLDP Plan:</b>					
Authority's Proportion of the Net VLDP OPEB Liability	0.59998%	0.62229%	0.66244%	0.58676%	0.53211%
Authority's Proportionate Share of Net VLDP OPEB Liability/(Asset)	\$ (6,144)	\$ 6,212	\$ 13,420	\$ 4,000	\$ 3,000
Employer's Covered Payroll	\$ 2,438,139	\$ 2,319,957	\$ 2,047,146	\$ 977,098	\$ 1,430,793
Employer's Proportionate Share of the Net VLDP OPEB Liability as a Percentage of its Covered Payroll	-0.25%	0.27%	0.66%	0.41%	0.21%
Plan Fiduciary Net Position as a Percentage of the Total VLDP OPEB Liability	119.59%	76.84%	49.19%	51.39%	38.40%

See accompanying report of independent auditor and notes to the required supplementary information.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO THE REQUIRED SUPPLEMENTARY INFORMATION (UNAUDITED)**

*YEAR ENDED JUNE 30, 2022*

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**(1) Changes of Benefit Terms**

There have been no actuarially material changes to the system benefit provisions since the prior actuarial valuation.

**(2) Changes of Assumptions**

The actuarial assumptions used in the June 30, 2020 valuation were based on the results of an actuarial experience study for the period from July 1, 2016, through June 30, 2020, except the change in the discount rate, which was based on VRS Board action effective as of July 1, 2019. Changes to the actuarial assumptions as a result of the experience study and VRS Board action are as follows:

- Updated the mortality table to PUB 2010 public sector. For future mortality improvements, replaced the load with a modified Mortality Improvement Scale SP-2020. Increased disability life expectancy for hazardous duty employees.
- Adjusted retirement rates for general employees to better fit experience for Plan 1, set separate rates based on experience for Plan 2 and Hybrid, and changed the final retirement age. Hazardous duty retirement rates were adjusted to better fit experience and changed final retirement from 65 to 70.
- Adjusted withdrawal rates for general employees to better fit experience at each year age and service through nine years of service. Reduced withdrawal rates for hazardous duty employees and changed from rates based on age and service to rates based on service only to better fit experience and to be more consistent with Locals Largest 10 hazardous duty.

**(3) Years Presented in Schedules**

The Schedule of Changes in the Authority's Net Pension Liability and Related Ratios and the Schedule of Pension Contributions are required to be presented for the last 10 fiscal years. However, the Authority has only presented the required supplementary information for the last eight years as FY 2015 was the first year of implementation of the requirement to provide such required supplementary information and such information is not available for the prior years.

The schedule of Authority's Share of Net OPEB liability and the Schedule of OPEB contributions are required to be presented for the last 10 fiscal years. However, the Authority has only presented the required supplementary information for the last six years as FY 2018 was the first year of implementation of the requirement to provide such required supplementary information and such information is not available for the prior years.

**SUPPLEMENTARY INFORMATION**

**NORFOLK AIRPORT AUTHORITY**  
**SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS**

YEAR ENDED JUNE 30, 2022

<b>Federal Grantor/Program Title</b>	<b>Assistance Listing Number</b>	<b>Project Number</b>	<b>Expenditures</b>
Department of Transportation:			
Federal Aviation Administration:			
Airport Improvement Program	20.106	3-51-0036-72	\$ 896,962
COVID-19 Airport Improvement Program	20.106	3-51-0036-73	1,000,000
Airport Improvement Program	20.106	3-51-0036-74	1,875,323
COVID-19 Airport Improvement Program	20.106	3-51-0036-75	5,771,698
Airport Improvement Program	20.106	3-51-0036-77	994,794
COVID-19 Airport Improvement Program	20.106	3-51-0036-78	7,404,333
Total Airport Improvement Program			<u>\$ 17,943,110</u>

See accompanying notes to the schedule of expenditures of federal awards.  
 See accompanying report of independent auditor.

**NORFOLK AIRPORT AUTHORITY**  
**NOTES TO THE SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS**

*YEAR ENDED JUNE 30, 2022*

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**(1) General**

The accompanying Schedule of Expenditures of Federal Awards (the "Schedule") presents the activities of the federal financial assistance programs of the Norfolk Airport Authority.

**(2) Basis of Accounting**

The Schedule is presented using the accrual basis of accounting.

**(3) De Minimus Cost Rate**

The auditee has not elected to use the 10% de minimus indirect cost rate as discussed in Uniform Guidance Section 200.414.

**Report of Independent Auditor on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards**

To the Board of Commissioners  
Norfolk Airport Authority  
Norfolk, Virginia

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, and the *Specifications for Audits of Authorities, Boards, and Commissions* issued by the Auditor of Public Accounts of the Commonwealth of Virginia (the “*Specifications*”), the financial statements of Norfolk Airport Authority (the “Authority”), as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Authority’s basic financial statements, and have issued our report thereon dated November 4, 2022.

**Report on Internal Control over Financial Reporting**

In planning and performing our audit of the financial statements, we considered the Authority’s internal control over financial reporting (“internal control”) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Authority’s internal control. Accordingly, we do not express an opinion on the effectiveness of the Authority’s internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements, on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity’s financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or, significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

**Report on Compliance and Other Matters**

As part of obtaining reasonable assurance about whether the Authority’s financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards* or under the *Specifications*.

**Purpose of This Report**

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

*Cherry Bekaert LLP*

Virginia Beach, Virginia  
November 4, 2022

## **Report of Independent Auditor on Compliance for the Major Federal Program and on Internal Control over Compliance Required by the Uniform Guidance**

To the Board of Commissioners  
Norfolk Airport Authority  
Norfolk, Virginia

### **Report on Compliance for Each Major Federal Program**

#### ***Opinion on Each Major Federal Program***

We have audited the Norfolk Airport Authority's (the "Authority") compliance with the types of compliance requirements identified as subject to audit in the OMB *Compliance Supplement* that could have a direct and material effect on each of the Authority's major federal programs for the year ended June 30, 2022. The Authority's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Authority complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2022.

#### ***Basis for Opinion on Each Major Federal Program***

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* ("Uniform Guidance"). Our responsibilities under those standards and the Uniform Guidance are further described in the *Auditor's Responsibilities for the Audit of Compliance* section of our report.

We are required to be independent of the Authority and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal program. Our audit does not provide a legal determination of the Authority's compliance with the compliance requirements referred to above.

#### ***Responsibilities of Management for Compliance***

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Authority's federal programs.

#### ***Auditor's Responsibilities for the Audit of Compliance***

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Authority's compliance based on our audit. Reasonable assurance is a high level of assurance but is not absolute assurance and, therefore, is not a guarantee that an audit conducted in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Authority's compliance with the requirements of each major federal program as a whole.



In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the Authority's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Authority's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

### **Report on Internal Control over Compliance**

*A deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the *Auditor's Responsibilities for the Audit of Compliance* section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

*Cherry Bekaert LLP*

Virginia Beach, Virginia  
November 4, 2022

**NORFOLK AIRPORT AUTHORITY**  
**SCHEDULE OF FINDINGS AND QUESTIONED COSTS**

YEAR ENDED JUNE 30, 2022

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**A. Summary of Auditor's Results**

1. The type of report issued on the basic financial statements: **Unmodified opinion**
2. Significant deficiencies in internal control disclosed by the audit of the financial statements: **None reported**
3. Material weaknesses in internal control disclosed by the audit of financial statements: **No**
4. Noncompliance, which is material to the financial statements: **No**
5. Significant deficiencies in internal control over major programs: **None reported**
6. Material weaknesses in internal control over major programs: **No**
7. The type of report issued on compliance for major programs: **Unmodified opinion**
8. Any audit findings which are required to be reported under the Uniform Guidance: **No**
9. The program tested as major programs were:

<u>Assistance Listing Number</u>	<u>Name of Federal Program and Cluster</u>
20.106	Airport Improvement Program

10. Dollar threshold used to distinguish between Type A and Type B programs: **\$750,000**
11. The Norfolk Airport Authority qualified as a low-risk auditee under Section 530 of Uniform Guidance

**B. Findings Relating to the Financial Statements Reported in Accordance with *Government Auditing Standards***

None reported.

**C. Findings and Questioned Costs Relating to Federal Awards**

None reported.

**D. Findings and Questions Costs Related to Passenger Facility Charges**

None reported.

**E. Findings and Questioned Costs Relating to Compliance with Commonwealth of Virginia Laws, Regulations, Contacts, and Grants**

None reported.

**F. Status of Prior Year Findings**

None reported.

**Report of Independent Auditor on Compliance for the Passenger Facility Charge Program  
and on Internal Control over Compliance Required by the *Passenger Facility Charge  
Audit Guide for Public Agencies***

To the Board of Commissioners  
Norfolk Airport Authority  
Norfolk, Virginia

**Report on Compliance for the Passenger Facility Charge Program**

***Opinion on the Passenger Facility Charge Program***

We have audited the Norfolk Airport Authority's (the "Authority") compliance with the types of compliance requirements identified *Passenger Facility Charge Audit Guide for Public Agencies* (the "Guide"), issued by the Federal Aviation Administration, that could have a direct and material effect on the Authority's Passenger Facility Charge Program for the year ended June 30, 2022.

In our opinion, the Authority complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its Passenger Facility Charge Program for the year ended June 30, 2022.

***Basis for Opinion on the Passenger Facility Charge Program***

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the Guide. Our responsibilities under those standards and the Uniform Guidance are further described in the *Auditor's Responsibilities for the Audit of Compliance* section of our report.

We are required to be independent of the Authority and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for the Passenger Facility Charge Program. Our audit does not provide a legal determination of the Authority's compliance with the compliance requirements referred to above.

***Responsibilities of Management for Compliance***

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Authority's Passenger Facility Charge Program.

***Auditor's Responsibilities for the Audit of Compliance***

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Authority's compliance based on our audit. Reasonable assurance is a high level of assurance but is not absolute assurance and, therefore, is not a guarantee that an audit conducted in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Guide will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Authority's compliance with the requirements of the Passenger Facility Charge Program as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Guide, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the Authority's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Authority's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Guide, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

### **Report on Internal Control over Compliance**

*A deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. *A significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

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Our consideration of internal control over compliance was for the limited purpose described in the *Auditor's Responsibilities for the Audit of Compliance* section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Guide. Accordingly, this report is not suitable for any other purpose.

*Cherry Bekaert LLP*

Virginia Beach, Virginia  
November 4, 2022

**NORFOLK AIRPORT AUTHORITY**

**SCHEDULE OF PASSENGER FACILITY CHARGE REVENUES AND EXPENDITURES**

*YEAR ENDED JUNE 30, 2022 AND EACH QUARTER DURING THE YEAR ENDED JUNE 30, 2022*

	<b>Quarter Ended</b>				<b>Year Ended June 30, 2022</b>
	<b>September 30, 2021</b>	<b>December 31, 2021</b>	<b>March 31, 2022</b>	<b>June 30, 2022</b>	
<b>Revenues:</b>					
Receipts <sup>1</sup>	\$ 2,061,841	\$ 1,972,684	\$ 2,211,657	\$ 2,496,161	\$ 8,742,343
Interest	445	690	1,258	4,945	7,338
Total Revenues	<u>2,062,286</u>	<u>1,973,374</u>	<u>2,212,915</u>	<u>2,501,106</u>	<u>8,749,681</u>
<b>Expenditures:</b>					
<b>Application #5</b>					
Passenger loading bridges	471,284	-	-	1,009,518	1,480,802
Total Application #5	<u>471,284</u>	<u>-</u>	<u>-</u>	<u>1,009,518</u>	<u>1,480,802</u>
<b>Application #6</b>					
General aviation customs facility	(2,071)	-	-	-	(2,071)
Runway 5/23 Pavement	2,000,000	767,017	-	-	2,767,017
Runway 5/23 Lighting	-	1,232,983	2,000,000	3,000,000	6,232,983
Total Application #6	<u>1,997,929</u>	<u>2,000,000</u>	<u>2,000,000</u>	<u>3,000,000</u>	<u>8,997,929</u>
Total Expenditures	<u>2,469,213</u>	<u>2,000,000</u>	<u>2,000,000</u>	<u>4,009,518</u>	<u>10,478,731</u>
Net PFC Inflows (Outflows)	<u>\$ (406,927)</u>	<u>\$ (26,626)</u>	<u>\$ 212,915</u>	<u>\$ (1,508,412)</u>	<u>\$ (1,729,050)</u>

Revenues received and expenditures spent on approved projects in the schedule above agree to the Passenger Facility Charge Quarterly Status Reports (PFC Reports) submitted by the Norfolk Airport Authority to the Federal Aviation Administration (FAA).

<sup>1</sup> PFC revenues are shown on this schedule when the cash is received (cash basis).

# Adjournment

# **Norfolk Airport Authority**

## **Board of Commissioners Meeting**

**Tuesday, January 19, 2023**

### **Adjourn Meeting**

#### **Adjourn Meeting:**

I move that the Board adjourn, and the next regular public meeting of the Board will be held at

**1:00 p.m.**

on

**Thursday, March 23, 2023**

in the

**NAA Board Room,**

Main Passenger Terminal,

Norfolk International Airport

or as otherwise determined and noticed.

