

**Boca Raton Airport Authority
Meeting Minutes
May 15, 2013
Boca Raton City Hall - Council Chambers**

Chair Frank Feiler called the meeting to order at 6:00 P.M.

MEMBERS

Frank Feiler	Chair
Paul W. Carman	Vice-Chair
Bruce Benefield	Secretary/Treasurer
Cheryl Budd	Member - ABSENT
Gene A. Folden	Member
David Freudenberg	Member
Bill Schwartz	Member

COUNSEL

Dawn Meyers

STAFF

Ken Day, Airport Manager
Paul McDermott, Assistant Airport Manager
Janet Sherr, Director of Landside Operations
Kimberly Whalen, Public Affairs Director
Arthur Rubin, Finance Manager
Russ Buck, Noise Abatement and Security

The meeting was televised live and videotaped for broadcast at a later date. The meeting was also streamed live to the Boca Raton Airport Authority website, www.bocairport.com.

APPROVAL OF MINUTES

A MOTION to approve the minutes of the May 15, 2013 regular meeting was made by Mr. Benefield, SECONDED by Mr. Carman and approved by all Authority Members present.

AGENDA CHANGES

Ms. Meyers provided a request to add a motion under item IX-B to approve travel to the Contract Tower Conference.

Ms. Meyers also provided a request to remove the resolution from item IX-C.

A MOTION to accept the agenda changes was made by Mr. Carman, SECONDED by Mr. Schwartz and approved by all Authority Members present.

CONSENT AGENDA

There were no items to be considered.

STATE, FEDERAL, COUNTY AND MUNICIPAL INPUT

There was no input provided.

FINANCIAL REPORT

Mr. Benefield provided the financial report for April 2013. Discussion Ensued.

A MOTION to approve the Financial Report for April 2013 was made by Mr. Carman, SECONDED by Mr. Schwartz and approved by all Authority Members present.

Mr. Folden provided a status report on the Boca Raton Airport Authority's Property Insurance Policy renewal for May 23, 2013 through May 23, 2014. Mr. Folden gave a presentation regarding our current property insurance coverage and details on two quotes; one providing terrorism coverage and one without. Discussion ensued regarding questions about the two quotes.

A MOTION authorizing approval to renew the Authority's Property Insurance Policy including terrorism coverage for the period of May 23, 2013 through May 23, 2014 was made by Mr. Freudenberg, SECONDED by Mr. Carman and approved by all Authority Members present.

NOISE ABATEMENT PROGRAM

Mr. McDermott provided the Noise Abatement/Operations Summary and Runway 05 Departures Report for the month of April. Discussion Ensued.

TENANT REPORTS AND REQUESTS

Mr. McDermott provided a request from Festival Fun Parks, LLC of the Boca Raton Airport Authority to host the Boomers! Greenmarket on their leasehold. The special event is scheduled for Sunday, May 19, 2013.

A MOTION to consider Resolution Number 05-22-13 of the Boca Raton Airport Authority authorizing conditional approval of the special event Boomers! Greenmarket scheduled Sunday, May 19, 2013; whereby the conditional approval of the special event is granted contingent upon receipt of the Certificate of Insurance naming the Authority as an additional insured with the required language as per the Authority's Insurance Standards and the submission of applicable safety, security and barricade plans was made by Mr. Schwartz, SECONDED by Mr. Carman and approved by all Authority Members present.

AIRPORT MANAGER AND STAFF REPORTS

Mr. Folden provided a status report on TASK 29 – Expand Airport Road and Utility Corridor – Airport Monument Signs stating five proposals were received and they are being evaluated.

Mr. Day provided a status report on the Greater Boca Raton Chamber of Commerce Washington D.C. Fly-In scheduled for May 20-22, 2013. Discussion ensued.

Ms. Meyers provided a status report on the proposed closure of the Boca Raton Airport's Control Tower stating at the last meeting, the Authority authorized the Airport to participate in litigation to continue funding of towers. Discussion ensued regarding the current status of litigation. Ms. Meyers stated that the litigation was suspended until further notice.

Ms. Meyers provided a status report on the first reading to amend the Boca Raton Airport Authority's Bylaws, stating she had worked with Mr. Benefield and Mr. Folden to provide an easier way to report contact disclosures. Discussion ensued.

A MOTION of the Boca Raton Airport Authority acknowledging that the proposed amendment to the Bylaws attached hereto was read at the Authority meeting of April 17, 2013, and directing the Airport Manager to schedule approval of this amendment to the Bylaws for the next regularly scheduled meeting of the Authority occurring within ninety (90) days was made by Mr. Carman, SECONDED by Mr. Schwartz and approved by all Authority Members present.

Ms. Meyers provided a status report regarding violations by Mr. Freudenberg of Section 3.02(b) of the Bylaws. Ms. Meyers stated a situation occurred in the office on April 25, 2013. She was asked to conduct an investigation into those actions to determine whether or not they would create legal liability for the Airport Authority. The concerns were that the conduct amounted to harassment, disruption, and/or abuse. Ms. Meyers stated that she knows Mr. Freudenberg is aware of the investigation based on an email she sent to him. Ms. Meyers presented the facts she discovered during her investigation. There were frequent visits to the office by Mr. Freudenberg demanding documents and disturbing staff, directing staff to perform duties without first going to the Airport Manager, shouting at staff, rude behavior towards the Airport Manager, criticism of the Airport Manager to staff, interference with personnel decisions, and excessive requests for documents including repeated requests for the same documents. She was able to document 51 separate requests for documents in the last 22 months. Ms. Meyers stated that Mr. Freudenberg also demanded that documents be produced the same day as the request. She stated that Mr. Freudenberg took a position contrary to the Authority's position on active litigation matters, and he failed to file Regulated Contact Disclosure Forms during the period after the March Authority Meeting through the April Authority Meeting. The conclusion of the investigation is that Ms. Meyers does not believe these items subject the Airport Authority to legal liability, however, they do appear to violate Section 3.02(b) of the Bylaws as they presently exist. As a result, the Authority is free to consider ordering a penalty that may include a requirement that the offender make a public apology, or that he be publicly censured. It is the Authority's decision whether or not to seek to exercise either of those options.

Mr. Freudenberg stated that Ms. Meyers did this investigation without consulting him or discussing any of the items with him. He has a sense that this is almost like a kangaroo court in which you pile everything here and he is suppose to defend what he doesn't know he is defending. Mr. Freudenberg stated that he doesn't remember if he made a request of staff without going to the Airport Manager, most of his requests were made by email to the Airport Manager. Regarding the disclosure forms, Mr. Freudenberg stated that he was appalled because he submits more forms than anyone else. He stated that Mr. Feiler has met with every council member and yet there are no disclosure forms and he is aware of other disclosures that were never made, such as calling the City Manager and asking him for advice on the tower issue. He was curious as to why everyone sat down and put down everything Dave could have got wrong without him ever seeing the document or being asked to defend. He found it very inappropriate.

Ms. Meyers asked if she could respond to the comments made by Mr. Freudenberg regarding the scope of the investigation. She then stated her task was to determine if the Airport Authority could face potential liability based on Mr. Freudenberg's conduct. She determined it did not. She does not know what defense he wanted to offer to being found not to have created liability. However he was aware that she was conducting an investigation and he knew the conduct she was investigating.

Mr. Freudenberg stated that he expected to hear from Ms. Meyers. When a police officer investigates something they tell both sides, and he was never told about her investigation.

Ms. Meyers stated again that she reached the conclusion that his conduct did not subject the Airport Authority to liability. Had she determined that liability had been created, then she would have taken the investigation a step further to then interview Mr. Freudenberg so she could more thoroughly report what the potential liability was.

Mr. Feiler stated there is a violation of the Bylaws, which is clearly stated in paragraph 3.02 and that is the issue on the table.

Ms. Meyers read the provisions that are in question in section 3.02 of the Bylaws.

Mr. Schwartz made a motion. He stated it is a very difficult thing to do to a fellow Member that he sat next to and participated with. However, from the repetitiveness of these actions and when he hears that Mr. Freudenberg is abusing the staff and shouting, and all of the allegations, not just one incident, he doesn't think an apology is in order. He thinks Mr. Freudenberg needs to be censured.

A MOTION to censure Mr. Freudenberg for his extensive and repetitive violations of Section 3.02(b) of the Bylaws was made by Mr. Schwartz, seconded by Mr. Carman and approved by a vote of 4-2, Mr. Folden and Mr. Freudenberg voted no.

AUTHORITY MEMBERS REQUESTS AND REPORTS

Ms. Meyers provided a status report from the Governance Committee stating that the following Contact Disclosure Forms were received: one (1) by Ms. Budd, two (2) by Mr. Feiler, and three (3) by Mr. Freudenberg.

Mr. Freudenberg noted the lack of disclosure forms from Mr. Feiler for conduct that in his opinion is contact disclosure form worthy.

Mr. Feiler responded stating he doesn't want to enter into a contest with Mr. Freudenberg and that he was advised by staff and legal counsel that there was no need to file, as the discussion was about the potential tower closure.

Mr. Freudenberg stated that it still requires disclosure.

Mr. Feiler stated he doesn't think that's the case.

Ms. Meyers stated Mr. Feiler was instructed by the Authority to meet with the City Council Members and other elected officials about the status of the matter.

Mr. Feiler stated he was there for the Airport, acting in his capacity and that does not require a disclosure.

Ms. Meyers stated in the Bylaws it does say that Mr. Feiler as Chair is the public voice of the Airport.

Mr. Freudenberg said if that was the extent of Mr. Feiler's argument then that would be understandable. He got the information back that it was not.

Mr. Feiler stated that he believes Mr. Freudenberg was not in the room when these meetings took place.

Mr. Freudenberg says he will get statements from the City Council Members and present to the Authority to verify.

Mr. Feiler said ok.

PUBLIC INPUT

There was no public input provided.

OTHER BUSINESS

Mr. Freudenberg stated that the Authority and Mr. Feiler are correct that he has probably looked at things on multiple occasions and times, and looked at documents more so than probably anyone else. He believes that in every case he submitted his request in the proper form and he doesn't remember ever trying to bypass the Airport Manager from which all of this erupted. Mr. Freudenberg stated that we are trustees of the State asset of the State of Florida. He believes we have a duty to operate with due diligence. The bubble that is created by the Bylaws that prohibit people from discussing anything with anyone is a little better now than when he came here. He read a section of the Bylaws and stated at that time the only conversation you were allowed to have was with the Airport Manager. That is like someone sitting on the board of a hospital, but not being able to talk to doctors, patients, staff, etc. The other section of the Bylaws which is disturbing, is the fact that information is suppose to come only from the Airport Manager, no one else. He stated he has been involved with aviation for quite a number of years, and he has been involved with airports, so he puts his ear to the ground on what really goes on at other airports. The thing that bothered him when the whole issue of the tower came up was all of this, "oh no, we can't afford it". Mr. Freudenberg stated that he never took the position contrary to the Airport; he took the position here which allows an individual to have a different opinion than the entire staff. That is what this country is made on, differences of opinions. Mr. Freudenberg then posed a question to the Authority because they approved the Airport Manager's salary increase of 6% and therefore asked if anyone had a clue how much dollars the 6% was. He directed the question to Mr. Feiler.

Mr. Feiler stated he didn't think it was a relevant factor in what was currently being discussed.

Mr. Freudenberg stated it is an important issue.

Mr. Feiler began to answer Mr. Freudenberg, but was interrupted.

Mr. Freudenberg stated that he had some points to make that he believes are important and asked not to be interrupted. Mr. Freudenberg then listed his concerns regarding the Airport's salary expenses as compared to his understanding of Stuart, Maples and West Palm Beach, as well as what he perceives as high legal expenses. Mr. Freudenberg believes the Airport needs customs and a fire station, both of which he thinks are clearly affordable. Mr. Freudenberg then tendered his resignation effective at noon the next day.

Ms. Meyers stated that she believes that Mr. Freudenberg voted for both budgets and for Mr. Day's salary increases. She believes they were all unanimous votes.

Mr. Feiler stated for him to make an observation not as chairman but as a businessman. He has been in business for forty years, thirty five in this community. We have a safety record in this community of not having plans crashing into each other, we have a surplus in our bank account because our organization is well run, well managed, and well thought of. We have two FBO operators that are both in the room tonight and they interact with the staff at all times, our insurance carrier is here, our staffs here. I commend the staff for what they do and I don't feel that they are overpaid I wish we would perhaps pay them more because the value in what they bring to the table has enabled us to have a operating budget the size we have, have income the size we have, have tenants the way we do and have an excellent rapport with the City of Boca Raton and Palm Beach County. So he defends the position of the staff and management team and financial picture, and he's proud to be a part of this organization. All of us were appointed to our post, we all have Bylaws that we have copies of and if we violate those Bylaws we too will be subject to whatever conditions that should occur. He encourages all Authority Members to review the Bylaws so each one of us doesn't find ourselves in an unfortunate situation.

MISCELLANEOUS

The next regularly scheduled meeting is Wednesday, June 19, 2013 at 6:00 p.m. in the Boca Raton Council Chambers at City Hall.

ADJOURMENT

Meeting Adjourned at 6:58 pm.

Frank Feiler, Chair

Date