

MINUTES

The monthly business meeting of the Nashua Airport Authority (NAA) was held at SNHU Campus, 79 Perimeter Road – Room 137, Nashua, NH 03063 on Wednesday, December 15, 2021.

Chairman Woods called the meeting to order at 6:00pm.

ROLL CALL

Present: Chairman Woods
Vice Chairman Law
Treasurer Heath
Secretary Holland
Director Duquette

PUBLIC INPUT

None

MINUTES – November 17, 2021

MOTION BY Treasurer Heath to approve the November 17, 2021 public minutes.

SECONDED BY Secretary Holland

MOTION CARRIED

TREASURERS REPORT – November 2021

Treasurer Heath discussed the year to date of the airport's financials. He stated the balance sheet looks good and there is nothing out of the ordinary regarding the income and expenses.

MOTION BY Director Duquette to accept the November 2021 financials pending audit.

SECONDED BY Vice Chairman Law

MOTION CARRIED

TREASURERS REPORT – Audit

Treasurer Heath discussed the FY2021 draft audit from Vachon Clukay & Company PC. He confirmed that by subtracting the depreciation expense on the FY2021 draft audit statement we come close to the numbers we had on our financial statement in June 2021. Most adjustments were made on the balance sheet. He understands the differences between our June internal statements the FY2021 audit statements. It's a clean opinion, no changes, no management issues, and internal controls were tested. Fairly presented and stated.

MOTION BY Chairman Woods to approve FY2021 Audit Draft Financial Statements.

SECONDED BY Director Duquette

MOTION CARRIED

COMMUNICATIONS

The following communications have been received and placed on file.

11/17/2021 – E1442 7 Perimeter Road – Lease Extension

11/18/2021 – E1443 Nashua Aviation Associates II – Exercise Option to Extend Lease

11/23/2021 – E1444 Nashua Aviation Associates III – Exercise Option to Extend Lease

11/24/2021 – Sheehan Phinney – Continuation of Operation of Business (Macair and Macair Mgmt) – Atty. Shane McLaughlin stated this is routine upon the passing of an individual that holds properties in the process of doing business. The court has indicated that they would like the McLaughlin family to go before the court on the 22nd for the purpose of continuing his father's business. You are welcome to attend if you wish and we expect the continuation to be granted. If you have any questions, please feel free to reach out.

12/08/2021 – E1483 Associates, LLC – Exercise Option to Extend Lease

REPORTS

TOWER REPORT

Chairman Woods reported for the month of November 2021 the traffic count was 6,254 operations which is down 682 (-10%) operations from October 2021 and down 1271 (-17%) operations versus November 2020.

AIRPORT MANAGER'S REPORT

Airport Manager Chris Lynch reported on the following topics.

Recent events

- None

Upcoming events

- None

Other items of interest

- 12/2/21 - Continental Paving addressed some water infiltration issues at 107, 121 and 129 Perimeter Road.
- 12/3/21 – A request for an IFE was sent to Montgomery Consulting for the upcoming project, Rehabilitate Golf Ramp and Foxtrot Ramp, SBG-12-26-2022 and was received today, 12/15/2021.
- 12/3/21 – Chairman Woods and I met with representatives from the FAA, NHDOT BoA and Gale Associates to discuss the plan to relocate Taxiway 'A'. This project was previously denied and subsequently replaced by a Rehabilitate Taxiway 'A' in place project.
- The NH DOT BoA completed our annual 5010 Airport Safety Inspection.
- There are two T-Hangars for sale at ASH; 109-24 Perimeter Road and 17-1 Perimeter Road. Also, community hangar rental is available from Nashua Jet Aviation and Infinity Aviation.

AIRPORT ENGINEER'S REPORT

Nik Ippolito appeared on behalf of the airport's engineering consultant, Gale Associates, Inc.

CONSTRUCT ONLY – Pavement Maintenance Phase II (NHDOT No. SBG 12-21-2020)

This Project is to reconstruct taxilanes between hangars located on the north-west side of the Airfield (Runway 14 end.)

Project Status:

- Gale has not received the approved Change Order No. 2 from NHDOT/BA. Until this is received, we are unable to close out this grant.
- Gale has submitted an additional Reimbursement Request for the outstanding AR related to this Project. The reason for this additional reimbursement is to collect outstanding fees without needing to wait for the final closeout.
- Gale will be issuing the credit to the NAA and NHDOT/BA in January of 2022.

Recommended Actions:

Please sign the final RR and closeout documents upon receipt.

REHABILITATE TAXIWAY 'A' AND ASSOCIATED TAXIWAYS

This Project is for the design and construction phases necessary to rehabilitate Taxiway 'A', install new taxiway edge lighting (MITLs), and to address the grading issues at the intersection of Taxiway 'A' and Taxiway 'D'.

Project Status:

- Gale and the NAA received notification from NHDOT/BA that FAA does not have enough discretionary funding to support the rehabilitation of Taxiway 'A' as a FY2021 grant. NHDOT/BA offered a FY2021 grant to fund the design portion of this Project, with the suggestion that FAA would support a "Construct-Only" grant in FY2022.
- Gale's recommendation is to apply for the "Design-Only" grant immediately to recover the design fees associated with this project.
- Gale has provided language to the NAA for the release of Sargent Corp. from their Contract. This letter will need to be put on NAA letterhead and sent to the Contractor signed by the NAA Commission Chairman. Once this is complete and depending on the final decision from the FAA/DOT on relocation of Taxiway 'A', we can move forward with the appropriate preparations.

Recommended Actions:

Please sign and forward revised Grant Application upon receipt.

REHABILITATE GOLF RAMP AND FOXTROT RAMP

This project is for the design, and construction necessary to rehabilitate Golf and Foxtrot Ramps at the Airport.

Project Status:

- Final IFE documents have been provided to the NAA. Once the independent fee estimate is received, it can be compared to Gale's fee proposal. If the IFE and Gale's fee are within 10% of each other, this is generally considered acceptable to the agencies.
- 95% design is progressing, we anticipate an early February bidding of this Project.

Recommended Actions:

Once received, please review the IFE and compare it to Gale's fee proposal.

GENERAL ITEMS:

- Gale has received notification that the Airport's 2021 SWPPP and NOI have been accepted, and that the Airports coverage under the 2021 MSGP is now active.

COMMITTEES - None

OLD BUSINESS - None

NEW BUSINESS

E1442 - 7 Perimeter Road – Discussion regarding renegotiating lease terms and conditions for lease extension. A previous NAA Board approved the lease extension in March of 2016 with the terms to be negotiated. At that time, the approved lease extension was not recorded with the Hillsborough Registry of Deeds.

MOTION BY Director Joe Duquette to do an administrative clean up to record the lease extension for E1442 (7 Perimeter Road) previously granted in March 2016 with the terms and conditions to remain the same.

SECONDED BY Secretary Holland

MOTION CARRIED

E1443 Nashua Aviation Associates II – Discussion to exercise option to extend lease granted to the Nashua Aviation Associates II in 2004. Mr. Houde would also like the option to extend the lease for an additional twenty years with terms and conditions subject to renegotiations.

MOTION BY Chairman Woods to extend the lease for E1443 - Nashua Aviation Associates II for an additional 20 years under current term and conditions to expire on the 31st day of December, 2041 and also offer them the option to extend the lease for another twenty years with terms and conditions to be subject to renegotiations.

SECONDED BY Director Duquette

MOTION CARRIED

E1444 Nashua Aviation Associates III – Discussion to exercise option to extend lease granted to the Nashua Aviation Associates III in 2004. Mr. Santana would also like the option to extend the lease for an additional twenty years with terms and conditions subject to renegotiations.

MOTION BY Director Duquette to approve the request for the final lease extension for E1444 Nashua Aviation Associates III for an additional 20 years commencing January 1, 2022 to expire on December 31, 2041 and also approve the option for an additional twenty years lease extension with terms and conditions to be subject to negotiations.

SECONDED BY Secretary Holland

MOTION CARRIED

E1483 Associates, LLC – Atty. Shane McLaughlin discussed his option to extend the current lease which expires on October 1, 2023. Atty. McLaughlin would also like to have the option to extend this lease for an additional twenty years which would expire on September 30, 2063.

Atty. McLaughlin also mentioned the following during a discussion regarding the “20 year lease extensions subject to renegotiation of terms and conditions”. The land lease for 19 Perimeter Road lease is essentially a “Drop Dead” lease in 2023; therefore, the statement “subject to renegotiations of terms and conditions” is ambiguous because the parties may not agree on terms and conditions. This can make it difficult for potential buyers to obtain financing, financial underwriters require a “marketable title” and financial underwriters cannot rely on future NAA boards. He requested the board give this statement some thought.

MOTION BY Director Duquette to approve the request to extend the lease which expires September 30, 2023 for E1483 - 19 Perimeter Road for 20 years with the option for an additional twenty year extension commencing on October 1, 2043 with the terms and conditions to be subject to negotiation and would expire on September 30, 2063.

SECONDED BY Vice Chairman Law

MOTION CARRIED

E1486 Lease - Charron Ave Car Wash. A new land lease for the parcel E1486 located at the back side of the car wash on Charron Ave has been created. There was an avigation easement given in perpetuity; however, this lease has expired June 4, 2021. The tenants have reviewed and agreed to the new lease.

MOTION BY Treasurer Heath to accept the lease for E1486 as written.

SECONDED BY Chairman Woods

MOTION CARRIED

Approval to allow board members to participate in meetings remotely. Chairman Woods has discussed this option with City Attorney Steve Bolton. Attorney Bolton has sent guidelines for this to be possible. One requirement is that a quorum must be physical present and any votes must be done in a roll call vote. Secretary Holland has currently served 2 of her 5 years on the NAA board and has currently been offered a temporary opportunity in the western part of the country. She enjoys participating on this board and would like to remain present.

MOTION BY Director Duquette to approve the remote participation of board members in the monthly board meetings per the guidelines to be published.

SECONDED BY Vice Chairman Law

MOTION CARRIED

UPCOMING EVENTS

None

PUBLIC INPUT

None

DIRECTORS' COMMENTS

Vice Chairman Law – This airport is an economic engine and a big asset for Nashua.

Secretary Holland – This is the last meeting of 2021! Thank you Susan, Chris, Eldon and Joe for keeping the airport running smoothly. Also, to the board, it's been great serving another year with you. It's actually a pleasure and I appreciate all your inputs. I wish everyone a happy holiday.

Chairman Woods – Thank you for allowing me to serve as Chairman for this past year. It has been a pleasure. Merry Christmas to all.

Director Duquette – Thanks for the opportunity to serve for another year at this airport. I grew up across the street and it has been a part of my life since day 1. Merry Christmas and Happy New Year everybody!

Treasurer Heath – It's been another great year! It was my second holiday dinner this year, and the conversation was great with a good exchange of ideas. I really enjoy serving with the esteemed folks on this board and I look forward to a successful 2022. Merry Christmas everybody. Good luck on your new venture Jess.

MOTION BY Chairman Woods to adjourn to non-public session pursuant to RSA 91-A:3, (II)(a) The dismissal, promotion, or compensation of any public employee.

SECONDED BY Vice Chairman Law

ROLL CALL

Chairman Woods – yes
Vice Chairman Woods - yes
Treasurer Heath – yes
Secretary Holland – yes
Director Duquette – yes

MOTION CARRIED

MOTION BY Chairman Woods to adjourn from non-public session.

SECONDED BY Vice Chairman Law

MOTION CARRIED

ROLL CALL

Present: Chairman Woods
Vice Chairman Law
Treasurer Heath
Secretary Holland
Director Duquette

MOTION BY Vice Chairman Law to seal non-public session minutes pursuant to RSA 91-A:3, (II)(a) The dismissal, promotion, or compensation of any public employee.

SECONDED BY Chairman Woods

MOTION CARRIED

MOTION BY Chairman Woods to adjourn the public session.

SECONDED BY Vice Chairman Law

MOTION CARRIED

The next meeting is scheduled for January 19, 2021

SEE ATTACHMENT FOR ATTENDEES LIST



Secretary Jessica Holland