

**Richland-Lexington Airport District  
Commission Meeting  
Draft Minutes \*Approved As Amended\*  
July 19, 2021 @ 4 p.m. Carolina Room**

**Commissioner Attendance**

Dan Bell, Chairman; Carol Fowler, Vice Chair; James Whitmire; Hazel Bennett (Zoom); David Jordan; Duane Cooper (Zoom); Breon Walker (Zoom); Bill Dukes (Zoom); Pat Smith; Hank Jibaja; Jim Wellman (Zoom)

**Commissioners Absent**

None

**Staff Attendance**

Mike Gula (Zoom); Ryan Kreulen; Frank Murray; Joel Livingston; Gregg Hornsby; Kim Jamieson; Chappelle Stevenson; Eddie Martin; Tamie Head (Zoom); Nicole Huffman; Cameron Zimmerman; Bri Ferguson; Lindsay Copelan; John Fisher

**Other Attendees**

Johnny Dickerson (Columbia Aviation); Terry Macaluso (WK Dickson); Lee Thomas (Eagle Aviation); Mark Waller (Avcon); Robert Moore (Mead & Hunt)

**1. Invocation**

Mr. Jordan offered the invocation.

**2. Approval of Agenda**

Mr. Jordan made a motion to approve the agenda. Mr. Jibaja seconded the motion. Motion passed unanimously.

**3. Approval of Commission Minutes of June 21, 2021**

Mr. Jordan made a motion to approve the minutes. Mr. Dukes seconded the motion. Motion passed unanimously.

**4. Committee Reports**

**a. Finance Committee Report—David Jordan**

Mr. Jordan explained that the Finance Committee met prior to this Commission meeting and discussed City Connect. He stated that the staff is working to finalize that situation and will return to the Finance Committee in the next couple of months.

The Committee also discussed the Site 3 borrow pit project, and negotiations are to continue. Staff will return to Finance Committee at a later date with a contract to discuss.

The Committee recommends the approval of a change in the parking rate structure. There was no discussion surrounding this topic. The vote to approve the change to parking rate structure as staff recommends passed unanimously.

**5. June 2021 Financial Report—Gregg Hornsby, CPA**

Mr. Hornsby began by noting that there is an increase in available funds, due to a larger CARE's Act draw than usual. We are sitting just short of \$~1M, which is equivalent to 425 days cash on-hand. We do expect a small decrease in this over the next month, because we owe Boyer a payment for CBIS construction.

Mr. Whitmire asked what our current CARE's Act balance is, and Mr. Hornsby directed him to lines 4, 5, 6 (specifically 6) on the dashboard. This number does not include the follow-up stimulus money provided by the federal government.

Mr. Hornsby pointed out that Line 1 is enplanements, and the May YTD value is 48% of our 2019 performance. June YTD is 52%. These are not far off of our 2017 enplanement performance. He mentions that there was nothing to mention on the balance sheet, and that there was no draw on our bond (Line 23) in June. Line 3 looks great, we had budgeted for \$151K and are currently at \$323K.

Mr. Dukes asked if Mr. Hornsby could add 2019 to the dashboard page, because he has seen that in other industries and finds it helpful. Mr. Hornsby agreed and went on to present that the Operations budget is over due to some contracted work that was performed (pressure-washing). Outside Professional is over on some surveys that we had performed for the land-sales (or potential land-sales), and those surveys will be usable over time.

Mr. Jordan wanted to know why the June 2021 ACC revenue (\$54,316.23) was down so much compared to the June 2020 revenue (\$80,202.42). Mr. Hornsby said he would look into it and provide an answer in the minutes: The ACC revenue and expenses are reported on a cash basis. The 2020 revenue includes \$5,959.16 rent from DSV Corporation, who ended their lease on 1/31/21. Additionally, \$14,032.19 of rent from Boingo MDU, LLC was included in the June 2020 revenue that was not in June 2021. It was received on 7/6/21, and will be included in the July revenue. Mr. Whitmire asked about the drop in accounts payable, and Mr. Hornsby explained that it is related to how we report our audited numbers. This is a number that gets approved and reported annually, rather than a monthly update.

**6. Staff Reports**

**a. Chairman's Report—Commission Chairman Dan Bell**

Chair Bell reported that enplanements are up, and pondered what will happen in September post-summer season leisure travel. Also to be considered going into the fall is the COVID-19 Delta Variant, which may impact travel.

International travel restrictions are still in place, which is a challenge. The Federal Mask Mandate is still in place for passengers. We do have some FAA Funded Projects coming up, including Phase 1 of the Master Plan, Apron Design, AFFF Protectant.

The Commissioner Parking Badges expire at the end of July, and the new ones are ready now. They have been distributed during this meeting, and will be sent to those who are attending this meeting virtually.

The November commission meeting will be moved to take place at the beginning of December. More information on that will be provided in upcoming meetings.

**b. Director's Report—Mike Gula, AAE**

There was a staff retreat last week, and Ron Harvey mediated a session with everyone.

CAE Staff have been in touch with an interested low cost carrier. Mr. Gula attended the AAAE Conference in Las Vegas. There were many discussions about how to diversify revenue streams and continue to financially recover from the pandemic. Mr. Gula also mentioned that he is virtually attending the meeting because his wife has tested positive for COVID-19. He is currently healthy.

Mr. Cooper asked if there was a schedule for furniture replacement in the terminal. He expressed that he received feedback from a passenger that there was a delayed flight and he could not find a working outlet. He also wanted to know how old our furniture is. Mr. Gula explained that the furniture was replaced 2 years ago, including power poles and seats with power outlets. He will take a look and see what percentage of chairs have access to outlets and report back.

Ms. Bennett asked for an update from the Round Table meetings that Ms. Jamieson attended. Ms. Jamieson explained that she attended many great meetings, and that CAE was well-received. Almost all airlines are receptive to meeting with us. She also reported that we have one low-cost carrier getting very close, and that she has follow-up meetings scheduled with them and others.

Ms. Jamieson stated that Breeze likes our new incentive package. As of right now, Breeze has pushed out a call for underserved markets. Ms. Jamieson has applied but has not heard anything back yet.

Ms. Jamieson also expressed having great conversations with Silver Airways. Our Fort Lauderdale flight is offline, but may eventually come back. It is offline because that aircraft was needed elsewhere. They also expressed interest in

adding other service in the near future, and ensured us that the removal of Fort Lauderdale was not related to our enplanements.

Mr. Dukes commented that he remembers seeing that Ms. Jamieson has previously commented in emails that in the past, the business community has not been as supportive of new service as they could be. He asked at what point in the conversation we need to stay ahead of the curve and drum up support from the business community. Mr. Gula expressed that we cannot fail and lose out on carriers again. Mr. Cooper asked if we were still members in business community groups. Mr. Gula expressed that he is a member of MBLG, CentralSC, Columbia Chamber, and the Lexington Chamber. Ms. Stevenson is also a member of the Rotary Club. Mr. Cooper said that our involvement in these groups should be part of the answer, and that our reports/updates/involvement will help.

Mr. Dukes expressed that commissioners should be prepared to make sure the business community is invested in the process. Mr. Wellman pointed out that many discussions with airlines are confidential up front in the process.

Mr. Gula pointed out that Southwest Airlines didn't come to CAE because there was a lack of continuity, and Mr. Dukes concurred. Chair Bell expressed that we have more to cover in today's meeting, but that we need to find ways to make a plan and execute to drum up support from the business community.

Mr. Jordan stated that we are not CHS or GSP, and we need to sell what we have to offer. Chair Bell agreed. Mr. Cooper expressed that what happened in the past should stay in the past. He feels that we have done a lot of work and are in a different, better place. He says that Commissioners are willing to help with business and government support if Mr. Gula directs them to do so.

Mr. Jibaja expressed that the board needs to have a cohesive group ready to give a great presentation to airlines when they express interest. We should not be split by delegations.

Ms. Jamieson announced that CAE applied to host a roundtable in 2019—and we are on deck to do so in 2022. She will share more information as it comes available. Furthermore, we were set to host the MBLG in March of 2020, so there is a decent chance that will be rescheduled once deemed safe and appropriate.

Mr. Cooper asked about committee meetings. He was curious as to what the law is for when they are to meet, and what the protocol for setting committee meeting dates is. Mr. Gula explained that it depends, generally is dependent on when things come up. Mr. Cooper says he feels that there used to be more of a

schedule for regular Committee Meetings, and requested that we get back to that post-COVID. Mr. Gula expressed that he also wants to avoid excessive meetings, and reminded the Commission that sometimes Committee Meetings will come up quickly due to the nature of the business. Chair Bell stated that according to the bylaws, each Committee should meet once per quarter and extra if there are necessary action items. They further define that the Committee Chair is to set a date based on majority Committee Member availability.

Mr. Cooper was glad to hear that Committees should be meeting regularly. Ms. Bennett expressed that staff or Committee Chair needs to communicate with Committee Members in advance to find out who is available to attend. Mr. Gula asked if scheduling has been an issue. Mr. Cooper responded that a few days' notice is not enough. He had previously asked how long a meeting had been on the books, and no one responded. He wants it addressed going forward to ensure Commissioner participation. Mr. Gula stated that we would do a better job on this.

Mr. Jibaja redirected the conversation back to the readiness plan for a low-cost carrier and air service opportunity. Mr. Cooper responded that there should be an Air Service Committee Meeting to work through the details. Mr. Jibaja added that this Committee Meeting should list the potential resources that Commissioners can bring to the opportunity. Mr. Cooper agreed. Mr. Dukes reminded everyone that this conversation did get started at the previous Air Service Committee Meeting. Chair Bell finished the conversation by sending this to Committee.

**7. Consideration of SC Attorney General Request re: Commissioner's Term Limits**

Mr. Cooper made a motion to move this topic to the Air Service Committee. Ms. Bennett seconded the motion.

Mr. Dukes asked why this item would go to the Air Service Committee. Mr. Cooper stated that in the past, the Air Service Committee would deal with Government topics. There was some confusion among staff about what topic the meeting was on. Mr. Cooper stated that both Agenda Item 6 and 7 need to go to the Air Service Committee. Mr. Dukes did not think that it would be appropriate to move it, and posited that this item may get bogged down in Committee.

Mr. Wellman said that this is an important issue that concerns the whole Commission, so it should fall to the entire Commission, rather than a Committee. Vice Chair Fowler noted that, as the Chair of the Air Service Committee, she was not sure that it would be the appropriate body for a legal item such as Agenda Item #7. She further said that she would honor the vote of the Commission, if they decided to move it there. Mr. Cooper responded that it isn't a legal matter, rather a political opinion; and that the Air Service Committee is where these matters were traditionally discussed.

Mr. Smith agreed with Vice Chair Fowler, and stated that this item should not go to any committee. He further said that this should be voted on by the group as a whole, and that this item needs to be taken care of. Mr. Smith called for a vote. Mr. Dukes motioned for a roll call vote.

Those in favor of moving Agenda Item #7 to the Air Service Committee were: Commissioner Hazel Bennett, Commissioner David Jordan, Commissioner Duane Cooper, and Commissioner Breon Walker—for a total of 4 votes. Those not in favor of moving Agenda Item #7 to the Air Service Committee were: Chair Dan Bell, Vice Chair Carol Fowler, Commissioner James Whitmire, Commissioner Bill Dukes, Commissioner Pat Smith, Commissioner Hank Jibaja, and Commissioner Jim Wellman—for a total of 7 votes. The motion to move this topic to the Air Service Committee was not approved.

Mr. Dukes made a motion to allow the Commission Attorney, Mr. John Fisher, to present the letter to the Attorney General for their opinion. Mr. Smith seconded the motion. There was some misunderstanding about the relationship between Mr. Fisher, the staff, and the Commission. Chair Bell explained that Mr. Fisher is the counsel for the Airport Commission, and is therefore not acting on behalf of staff.

Mr. Whitmire inquired if the members of this Commission feel that sending this letter to the Attorney General is an appropriate request. Chair Bell said yes, because it is recommended by Commission Counsel. Vice Chair Fowler agreed.

Mr. Gula affirmed that Agenda Item #7 is being presented by Mr. Fisher, and that it is not a reflection on the staff. Mr. Cooper stated that Mr. Gula was distancing himself from Mr. Fisher, saying that Mr. Fisher is not a part of the CAE staff team. Mr. Gula and Chair Bell explained that the Commission Counsel is picked by, approved by, and works for the Richland-Lexington Airport Commission (RLAC), and therefore, Mr. Fisher does operate entirely outside of CAE staff.

Ms. Bennett asked what Mr. Fisher's concerns are, and why. Mr. Fisher explained that the question at hand is if whether the RLAC Commissioners have been appointed within the bound of South Carolina law. Differing opinions have been expressed by counsel, Commission members, and delegations—which is why now would be the appropriate time to seek an opinion from the Attorney General of South Carolina. Mr. Fisher explained that he would not express his personal opinion, nor would he give legal advice to the Commission during Open Session. However, given that there are disparities between the 3 aforementioned groups, it is his recommendation that the letter be submitted to the Attorney General, seeking its opinion and interpretation of the law. He reminded the RLAC that this is exactly why the opinions division of the Attorney General's office exists.

Ms. Bennett thanked Mr. Fisher for his explanation, and asked who has taken issue with the appointment process. Mr. Dukes responded that there is a tremendous amount of confusion related to Commissioner Term Limits. He also described his situation where he served on the RLAC from 2000-2008, and sat out before he was added back.

Mr. Cooper asked if members of the delegation have asked the opinion of the Attorney General, and Chair Bell, Vice Chair Fowler, and Mr. Dukes all responded no. Mr. Cooper goes on to state that Lexington and Richland County delegations both believe that they are following the statute. He also asserts that Richland County helped write the statute. He goes on to state that he does not believe that the information that Mr. Fisher is citing about his term start date is accurate. He also doesn't understand who is confused—the Commissioners, staff, the counsel, public?

Mr. Fisher went to answer Mr. Cooper's question, but Mr. Cooper requested for other Commissioner's to discuss. Mr. Dukes stated that he is confused and would like some clarity on the issue, and asked for Mr. Fisher to walk the Commission through a close-vote scenario.

Mr. Fisher explained that the Attorney General has issued an opinion that states that a third party cannot challenge the votes of an illegally appointed or serving Commissioner. However, any citizen can go to the South Carolina Supreme Court with a Declaratory Judgment action and request to have any such Commissioner removed.

Mr. Cooper asked for clarification about who would challenge the vote to whom. Mr. Fisher answered. Mr. Cooper clarified that a public person with a question would have to go where and follow what steps to challenge the Commission vote and/or members. Mr. Fisher answered. Mr. Cooper announced that he was a Commissioner who deserved answers from Commission Counsel. Mr. Fisher answered a third time. Mr. Cooper asked Ms. Walker for her professional opinion, if she understood the question. Ms. Walker confirmed that she did understand the question but would prefer to hear Mr. Fisher's answer.

Mr. Fisher explained that a previous Attorney General opinion held that third parties may not be able to overturn or impact a decision made by an illegally appointed or serving Commissioner, but that the Supreme Court of South Carolina, in a Declaratory Judgement action, could remove such Commissioner(s).

Mr. Cooper asked for confirmation that this issue does not have anything to do with a particular vote taken by this body. Mr. Fisher confirmed, and stated that rather, the issue addresses the ability of Commissioner's to sit on this body legally.

Mr. Cooper asked Mr. Fisher how many years he has provided counsel to this body. Mr. Fisher responded 13 years. Mr. Cooper asked how many Commission Chairs he has served under. Mr. Fisher was unsure the number of chairs, but stated that the first

Commission Chair he served under was Elsie [Rast Stuart], and he has continued ever since then.

Mr. Cooper asked if this was an issue back then, and Mr. Fisher stated that if it was, he was not aware of it, and therefore could not provide counsel on it. Mr. Cooper asked what has changed since then. Mr. Fisher explained that approximately two years ago, it was brought to his attention that some members of the RLAC had been appointed by the Richland County delegation 3 times in a row. Mr. Cooper expressed disagreement and stated he would like the letters of appointment included as part of the letter currently being debated to send to the Attorney General. Mr. Fisher stated that it is his professional opinion that it should be sent as presented. Mr. Cooper stated that he is a Commissioner and the Counsel should not be telling the client no.

Mr. Smith made a motion to move to a vote. Ms. Bennett disagreed with the motion. Mr. Cooper said that these are just standard questions. Chair Bell stated that he would allow 5 more minutes of question/answer/debate period. Mr. Cooper asked if that was allowed. Mr. Smith cited Robert's Rules, and Mr. Fisher reminded the body that it would take a two-thirds vote to end debate. Mr. Smith withdrew his motion.

Ms. Bennett stated that she is not sitting on the body illegally, rather, that she is sitting until a successor is appointed. Mr. Cooper also stated that he is not sitting here illegally, and began to say what he believes Mr. Fisher's opinion is on the matter. Mr. Fisher interrupted and stated that he has never voiced his opinion publicly, and won't do so at this meeting. Furthermore, he commented that everyone believes they are sitting legally—otherwise they wouldn't be here.

Chair Bell stated that the point is that there is confusion. He says that the Commission has done their duty at trying to resolve it—and it results in the letter on the table. He says that RLAC faces confusion, doesn't need confusion, and doesn't think the gray-area is productive. He says that the RLAC needs to do their duty and get the question clarified, which would improve the integrity of the body, regardless of the outcome.

Mr. Cooper asked if it is the responsibility of the commissioner to follow the appointment process as laid-out by the delegations. Mr. Fisher said yes, and reiterated that if anyone really believed they were sitting on this body illegally that they would resign. Mr. Cooper asked if it the RLAC responsibility to tell the regulatory body how to appoint. Mr. Fisher said no.

Chair Bell stated that we (the Commission) don't know if the RLAC is operating properly, and the only way to find out is to ask. Mr. Dukes said that the Commission is not going to set the statute, however, the RLAC counsel has advised that they ask for the good of the body and do not operate beneath a cloud. Mr. Dukes expressed agreement with counsel.



Mr. Cooper summarized and recapped the discussion so far, including the statute. Chair Bell said that a statute can be hard to understand. Mr. Cooper asked if it really could, and Chair Bell responded yes.

Mr. Cooper asked Mr. Fisher to read the statute aloud to everyone. Mr. Fisher said no, that he would not waste the public's time doing so, because he has previously provided it to the Commissioners. Mr. Cooper said that it is inappropriate that Mr. Fisher was unwilling to comply with a Commissioner's request. He then asked for Chair Bell, or another meeting attendee to read it. Mr. Fisher reminded the commission that the statute was provided in the Commission Packet. Mr. Cooper commented that Mr. Fisher is not acting as counsel should. Chair Bell stated that Mr. Fisher has been counsel to this body for 13 years and that there has never been an issue with his professionalism.

Ms. Bennett expressed that she felt done with this conversation. Mr. Cooper asked Mr. Fisher if he had a conversation with the counsel for the Richland County Delegation, as previously requested. Mr. Fisher responded that he had not. Mr. Cooper asked why this was the case, and Mr. Fisher responded that the Richland County Delegation is not his client and therefore it would be an unnecessary conversation. There was some discussion between Mr. Fisher and Mr. Cooper about this.

Mr. Cooper asked if Mr. Fisher knew what his position on this matter is. Mr. Fisher expressed to the Commission that he would only answer legitimate questions. Chair Bell called Mr. Cooper out of order. Mr. Cooper continued, and challenged Mr. Fisher. Mr. Fisher told Mr. Cooper that he was embarrassing himself and this commission.

Mr. Cooper asked if the Attorney General's decision was a binding opinion. Mr. Fisher expressed that it was not, but that it would be the opinion of the highest ranking attorney in the state of South Carolina. Mr. Cooper commented that the Attorney General may come back and say that every Commissioner is currently serving legally. Chair Bell expressed that this was the exact point.

Mr. Cooper wanted to know what the Commission is supposed to do with an unbinding opinion. Mr. Fisher explained that the Commission would do nothing with the opinion, because it is not their express authority to do so. He also stated that this would provide clarity for the delegations to operate within. Mr. Cooper challenged that this would be doing nothing, and that this is a purely political move. Mr. Fisher stated that his position is not a purely political move, and cited Sloan v. Hardy. He was cut off mid-explanation by Mr. Cooper, who repeated that he felt that this is politically motivated.

Chair Bell asked Mr. Cooper what his participation was in the legislation in 2011-2012. He cites the amendment of SC 55-11-320, which sets up delegations for RLAD. Chair Bell asked specifically what his interaction was with that legislation. Mr. Cooper stated that he was working on school board legislation at that time. Chair Bell stated that he

wanted to know if Mr. Cooper was involved in the legislation, and if that in turn was related to his appointment to the RLAC.

Mr. Cooper did not respond to Chair Bell's question and re-addressed the Attorney General conversation, asking for confirmation that the Attorney General provides a non-binding opinion. Mr. Fisher said that's correct. Mr. Cooper prompted Mr. Fisher to explain how someone in the public would address this issue. He wanted to know what they would do, and in front of what body.

Mr. Wellman stated that at some point, the RLAC needs to move forward. He also pondered aloud that if the Attorney General's opinion was non-binding, why was Mr. Cooper so scared? Mr. Cooper stated that he did not know why this conversation was contentious, and that he wasn't scared of anyone.

Ms. Bennett mentioned that her question about this situation was why the commission is involving itself rather than the attorneys working through it. Mr. Jibaja stated that he feels the reason for this is because RLAC was made aware of a potential issue by a state senator, and it should be addressed before RLAC gets blindsided again. Mr. Cooper said that that state senator is a member of the Richland County delegation, and that this is why he wanted it addressed with the delegation. Mr. Cooper said that he doesn't understand what this process is supposed to be. He also asked what the Chair's term limit is. Chair Bell responded that he would be out of this position by February.

Mr. Cooper posited that Chair Bell may be in a rush to get an answer so that he could continue to be Chair. He also reiterated that Mr. Fisher has been serving the RLAC for 13 years, and asked who would force action from the delegation on the back end of this.

Mr. Fisher explained that the statute was passed by the entire SC legislative body. Mr. Dukes followed up on Mr. Cooper's accusation about the Chair. He stated that if the opinion from the Attorney General went that way, he would love to see Chair Bell continue to serve—and he reminded the body that it may go that way. Mr. Cooper said that he now understood the Lexington County-delegated Commissioner's angle. He feels that the Commissioner's representing Lexington County like that someone who does a good job can stick around. He then said that Mr. Jordan and Mr. Whitmire have dutifully served this body, and confirmed Mr. Duke's point—stating that Lexington County has had some great commissioners. He repeated that he could now see their (the Commissioners from Lexington County's) angle.

Mr. Dukes responded that this is not an angle, and reminded the body that they will simply have a good answer once they pass this through.

Vice Chair Fowler stated that some of this debate was enlightening, and some of it was horse manure. She reminded the body that they have a recommendation from their attorney. She told the body that she has served on these types of boards many times,

and that she experienced 2 organizations that ignored advice from counsel. One of those no longer exists, and one almost didn't and nearly went bankrupt. She pondered—what does the commission have to lose by following Mr. Fisher's advice?

Ms. Fowler made a motion to end the debate period. Mr. Cooper seconded the motion. The motion passed unanimously.

Previously, Mr. Dukes made a motion to allow the Commission Attorney, Mr. John Fisher, to present the letter to the Attorney General for their opinion—and Mr. Smith seconded that motion. Those in favor of presenting the letter to the Attorney General were: Chair Dan Bell, Vice Chair Carol Fowler, Commissioner Bill Dukes, Commissioner Pat Smith, Commissioner Hank Jibaja, and Commissioner Jim wellman— for a total of 6 votes. Those opposed to presenting the letter to the Attorney General were: Commissioner Hazel Bennett, Commissioner Breon Walker, Commissioner Duane Cooper, Commissioner James Whitmire, and Commissioner David Jordan—for a total of 5 votes. The motion to allow Mr. Fisher to present the letter to the Attorney General for their opinion was approved.

**8. Discussion and Suggestions**

**a. Comments from Commissioners**

There were no further comments from the Commissioners.

**b. Comments from Public**

There were no comments from the public.

**9. Next Meeting is August 16, 2021 @ 4 p.m.**

**10. Adjournment**

Chair Bell adjourned the meeting.

Respectfully Submitted,

A handwritten signature in cursive script that reads "Brianna Ferguson".

Brianna Ferguson, Commission Secretary