



CIAA Board of Directors Meeting

Minutes
Board of Directors Meeting

CONFIDENTIAL

Date: 28th August 2014
Time: 12:30pm

Place:
Owen Roberts International Airport
George Town, Grand Cayman

Participants:

Chairman: Mr. Kirkland Nixon
Deputy Chairman: Mr. Thom Guyton
Director: Mr. John Meghoo
Director: Mr. Bruce Smith
Director: Mr. Nathaniel Tibbetts
Director: Mr. Joel Jefferson

CEO: Mr. Albert Anderson

Apologies:

Director: Mr. Stran Bodden
Director: Ms. Vanessa Banks

Discussions and Required Actions		
<p>1. Call to Order / Welcome</p> <p>A quorum being present, the meeting was called to order at 12:35pm.</p> <p>The Chairman extended a warm welcome to the Directors.</p> <p>The Chairman moved to appoint the CEO Albert Anderson as Secretary for this meeting. This was unanimously approved.</p>		
<p>2. Confirmation of Minutes / Matters Arising</p> <p>The minutes of the meeting of 31st July 2014 were reviewed and confirmed.</p> <p><u>Matters Arising from June 2014 Minutes</u></p>		
<p>responded saying that the offer was not reasonable and that he would have his own valuation done and respond fully after that.</p> <ul style="list-style-type: none"> • Cayman Airways Hangar Area – CEO has discussed the cleanup of CAL equipment around the hangar with CAL CEO Fabian Whorms. • Farmers Market – Remaining containers will be removed in September. 	<p>CEO</p> <p>CEO</p> <p>CEO</p> <p>CEO</p>	<p></p> <p></p> <p></p> <p></p>

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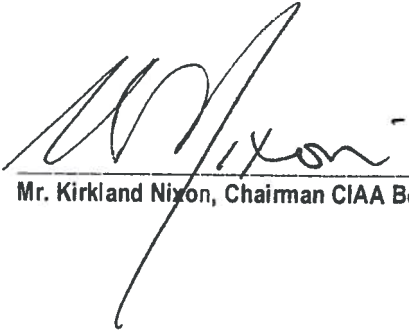
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<ul style="list-style-type: none"> • • • Board Compensation – Director Stran Bodden will provide feedback from a Government study that is currently on-going and the CEO will research other private directorships. • Internal Authorisation Levels – CEO and CFO to submit a proposal to the Audit Committee. • Internal Audit Report – CEO to provide the Board with an action plan to address the issues raised in the Internal Audit report and recommend a temporary resource plan if such be required. • Finance – <ul style="list-style-type: none"> • Arrangement with CIG – CEO to ensure the arrangement to waive rent in return for the \$10pp additional departure tax is properly documented and the respective values are recorded on CIAA books. • Commercial Concession Leases – CEO to advise concessionaires that the concession model going forward will be based on a percentage of revenue with a minimum annual guarantee. At the same time do some PR on that change. • Commercial Concession Leases – Director Stran Bodden to discuss with Minister DATT and seek approval for this concession model. • Commercial Concession Leases – Ground Handling. CEO to present a proposal to the Board re Ground Handling concession charges as there is none today. • Interim Plans, Congestion - The CEO advised the Board that he had received quotes for the temporary structure to expand the departure hall and had implemented a DTC to review and agree which proponent to purchase from. Meanwhile discussions are ongoing with Planning. 	<p>CEO</p> <p>S.21</p> <p>CEO</p> <p>Stran Bodden CEO</p> <p>CEO</p> <p>CEO</p> <p>CEO</p> <p>S.21</p> <p>CEO</p> <p>CEO</p> <p>Stran Bodden</p> <p>CEO</p> <p>CEO</p>	<p>23rd Oct. 2014</p> <p>25th Sept. 2014</p> <p>25th Sept. 2014</p> <p>25th Sept. 2014</p> <p>31st Dec. 2014</p> <p>31st Dec. 2014</p> <p>23rd Oct. 2014</p> <p>25th Sept. 2014</p> <p>31st Dec. 2014</p> <p>25th Sept. 2014</p>
<p>3. Financial Report</p> <p>CFO Sheila Thomas presented the July YTD management accounts report to the Board. This is attached as Appendix A. Year-end financials are due to be completed end of August.</p> <p>As part of this presentation, the following was discussed:</p> <ul style="list-style-type: none"> • Taxi Dispatch - CEO to review dispatch process for taxis and tour buses and simplify it as much as possible for revenue assurance purposes. • Unscheduled Operations – CEO to seek to recover all costs associated with unscheduled flight operations from the airlines. 	<p>Actioned By</p> <p>CEO</p> <p>CEO</p>	<p>Due Date</p> <p>31st Dec. 2014</p> <p>31st Dec. 2014</p>

<p>4. CEO Report</p> <p>The CEO presented his report (attached as Appendix B). As part of this presentation, the following was discussed:</p> <ul style="list-style-type: none"> • Fuel Operators - CEO to address the disparity between Rubis and SOL operations on site. • Fleet Maintenance - CEO to issue a RFP for fleet maintenance. • Satellite Phones – CEO to confirm availability of satellite phones in case of emergency. • Airline/GH Service Bays – CEO to ensure that any development of Service Bays for airline/ground handling use are not common use, but specific bays are to be assigned to each operator. • Performance Management – CEO to arrange training for Board members on the new performance management process. • TYMCO Sweeper Truck - CEO to confirm that the new sweeper truck is under warranty and that there is a certified maintenance service provider in Cayman. • Salaries – CEO to verify when the last salary increase was and if CIAA employees got COLA increases in line with CIG in the past. 	<p>Actioned By</p> <p>CEO CEO CEO CEO CEO CEO CEO</p>	<p>Due Date</p> <p>31st Dec. 2014 31st Dec. 2014 31st Dec. 2014 31st Dec. 2014 25th Sept. 2014 23rd Oct. 2014</p>
<p>5. Organisational Restructure/Job Evaluation Update.</p> <p>The CEO advised the Board that the Job Evaluation process was complete and presented the results. The net effect was that some current roles fell above the new salary bands and some below. Those roles that fell above the maximum of a band would be red circled, and those that fell below would be adjusted to the minimum of the band. The net effect would be an approximately \$60K increase in the overall salary costs. Next steps in this process would be:</p> <ol style="list-style-type: none"> a. Presenting the results to employees and advising each of the impact on them (staff meetings already scheduled for 2nd Sept. 2014). b. Producing a process for moving through the steps in each band and from band-to-band. <p>There were some minor changes to the previously approved organisational structure which were also presented for approval. The cost of fully implementing the new structure was also being assessed and an update would be provided at a later date.</p> <p>The board approved the revisions to the organisational structure and the new salary bands resulting from the job evaluation.</p>	<p>Actioned By</p> <p>CEO</p>	<p>Due Date</p>
<p>6. New Business</p> <ul style="list-style-type: none"> • The CEO presented a request that the board consider a change to the Employee handbook to enable the CEO to delegate responsibility to the CHRO to sign employment related correspondence and documents. This was unanimously agreed by members and approved by the board. The chairman signed the recommendation document. • The chairman reminded members who had not yet signed their declaration of interests forms for 2014/15 to do so as quickly as possible and return the completed forms to the CEO. 	<p>Actioned By</p>	<p>Due Date</p>

7. Closing of Meeting

There being no further business, the Chairman thanked the Board and closed the meeting at 4:30pm.



Mr. Kirkland Nixon, Chairman CIAA Board



Mr. Albert Anderson, CEO (Secretary)