Central West Virginia Regional Airport Authority
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MINUTES OF THE MEETING OF THE BOARD OF MEMBERS OF THE CENTRAL WEST VIRGINIA REGIONAL AIRPORT AUTHORITY

The meeting of the Board of Members of the Central West Virginia Regional Airport Authority ("CWVRAA" or "Board") was held in the Public Use Conference Room in the Airport Director's Office, West Virginia International Yeager Airport ("CRW" or "Airport"), Charleston, West Virginia; and via video conferencing, on January 28, 2026, beginning at noon, pursuant to proper notice to the public and media.

Board Members Present: Todd Goldman, *representing the Kanawha County Commission*, appearing in person; Mara Boggs, *representing the Kanawha County Commission*, appearing via video conferencing; Booth Goodwin, *representing the Kanawha County Commission*, appearing via video conferencing; Kyle Mork, *representing the Kanawha County Commission*, appearing in person; Lisa Pack, *representing the Kanawha County Commission*, appearing in person; Paul Saluja, *representing the Kanawha County Commission*, appearing via video conferencing; Jeremy Young, *representing Commissioner Ben Salango of the Kanawha County Commission*, appearing via video conferencing; Trip Shumate, *representing the City of Charleston*, appearing in person; James Dodrill, *representing the Putnam County Commission*, appearing via video conferencing; Col. Bill Peters, *Ex Officio*, appearing in person.

Board Members Absent: Allen Holder, *representing the Lincoln County Commission*; Delegate Tristan Leavitt, *representing the Kanawha County Commission*; Secretary Chelsea Ruby, *representing the Kanawha County Commission*; Dr. Lew Whaley, *representing the City of Charleston*; Archie Hubbard, *representing the Boone County Commission*; Rodney LeRose, *representing the Nicholas County Commission*.

Also Present: Dominique Ranieri, *Airport Director & CEO*; LJ Marciano, *Chief Operating Officer*; Josh Potter, *Chief Financial Officer*; Andrew Gunnoe, *Chief Legal Officer*; Paige Withrow, *Chief Marketing Officer*; Eric Johnson, *Chief of Police*; Zachary Leftridge, *Comptroller;* Jennifer Kuhn, *General Manager of Operations and Buildings*; Joe Belcher, *Operations Specialist*; Andrea Gritt, *General Manager, FBO*; Barbara Matthey, *Executive Secretary*; Mychal Schulz, *Babst Calland*; Eric Smith, *Kaplan Kirsch*; Tracy Davis, *Kaplan Kirsch*; Alan Peljovich, *Airport Design Consultants, Inc.*; Rob Whittington, *Airport Design Consultants, Inc.;* Clint Laaser, *AECOM*; Joe Reidy, *Three Point Strategies*; Whitney Merrill, *Suttle & Stalnaker*; Lisa Dennison, *Burke & Herbert*; Brad Ritchie, *Burke & Herbert*; Matthew Bond, *United Bank*; Robbie Welty, *United Bank*; Commissioner Natalie Tennant, *Kanawha County Commission*; and, Jeffrey Mace, *Regional Intergovernmental Council*.

Chairman Goldman called the meeting to order at 12:00 PM.

Approval of December 3, 2025, Board Meeting Minutes: Chairman Goldman presented the December 3, 2025, Board Meeting minutes for approval. A motion was made to approve the minutes by Mr. Mork, seconded by Mrs. Pack, and was unanimously approved.

Airport Director & CEO's Report – Director Ranieri provided the following report:

- Winter Storm Fern: Director Ranieri reported that Winter Storm Fern resulted in more than 20,000 flight cancellations nationwide and represented one of the most significant disruption events in over a decade. CRW remained operational throughout the event, with one day of complete flight cancellations at the height of the storm. Director Ranieri commended the Maintenance and Operations teams for maintaining airport operations and noted ongoing residual airline cancellations and maintenance recovery efforts.
- ACI-NA Award Recognition: The Board was informed that CRW's Marketing Team was named a finalist for the 2025 ACI-NA Excellence in Airport Marketing, Communications, and Customer Experience Award in the Community Education and Outreach category. Other finalists include Chattanooga, Tulsa International, and Sarasota Bradenton.
- Safety Management System (SMS): The Safety Management System is on the agenda for full Board approval. The Military Affairs and Public Safety Committee reviewed the plan on January 12, 2026. Director Ranieri recognized Jennifer Kuhn and Joe Belcher for their work in preparing the program for FAA audit compliance.
- Employee Recognition: Joe Belcher was recognized for completing his Bachelor of Science in Aviation Business Administration from Embry-Riddle Aeronautical University through CRW's Employee Education Program.
- Ongoing and Upcoming Events:
  a. Participation in Tourism Day at the Legislature.
  b. Global Entry Interview Event scheduled for March 3–5.
  c. Herc & Ned's Birthday Celebration on March 17.
  d. TSA PreCheck Event scheduled for April 7-10.

Director Ranieri requested that presentation of 2026 goals be tabled until the February meeting due to the current agenda and encouraged Board members to notify staff in advance if printed Board books are needed as part of the Airport's effort to reduce paper usage.

General Counsel Report – Mr. Schulz of Babst Calland presented counsel's report to the Board. Over the past month, Babst Calland has assisted the Airport with various employment, operational, and leasing matters. The firm also supported review and analysis of construction and related contracts, and continued work on consolidation of the Authority's Bylaws and Policy Manual. In addition, Babst Calland participated in meetings held earlier in the day regarding the Ad Hoc Baggage Handling System Committee.

Mr. Saluja, Chair of the Ad Hoc Committee, provided an update on the Committee's initial meeting. He reported that the Committee discussed two primary issues: (1) working collaboratively with the airlines to improve the timeliness and efficiency of baggage delivery from aircraft to carousel, and (2) identifying opportunities to better educate passengers regarding baggage delivery expectations and airline responsibilities. He noted that baggage delivery times have varied and that the Committee is evaluating potential operational improvements and communication strategies.

Chairman Goldman stated that the meeting was productive and included engagement with consultants present for the discussion. He further noted that certain related legal matters require discussion in executive session.

A motion was made by Mr. Saluja to enter Executive Session pursuant to W. Va. Code § 6-9A-4(b)(9) to discuss legal matters subject to confidentiality provision of federal and state laws, seconded by Mr. Mork, and unanimously approved. The Committee entered into executive session at 2:10 PM. Chairman requested Tracy Davis and Eric Smith to remain with us during executive session, as well as Andrew Gunnoe.

At 12:35 PM, a motion was made by Mr. Saluja to exit executive session, seconded by Mr. Shumate, and unanimously approved.

Chairman Goldman noted that no action was taken by the Board during executive session.

Construction Report:

1. **Project Management Update** – Rob Whittington, ADCI, presented the progress of the following construction projects: Improve Airport Drainage, Phase 1; Pre-Security Renovations and Curbside Exterior Improvements.

2. **CRW Next – Terminal Expansion 30% Design Update –** Alan Peljovich (ADCI) and Clint Laaser (AECOM) presented the CRW Next Terminal Expansion 30% Design Update. Airport Director & CEO Dominique Ranieri introduced the item and presenters.
   Summary of Discussion:
   - Project evolution and cost: The team summarized the project's progression since June 2022 and the Airport's phased use of Airport Terminal Program (ATP) funding for terminal improvements. The design team reviewed the current 30% design cost estimate of $75,700,000, noting prior reductions from earlier concepts and continued cost management through value engineering and alternates. The 30% design is intended to provide sufficient detail and cost certainty to support funding/financing decisions.
   - Design scope and customer experience: Key elements discussed included reuse/renovation of the existing terminal, a significantly expanded security checkpoint with space for future growth, improved passenger flow, elimination of floor level changes for safety/accessibility, three new gates/expanded hold rooms, expanded concessions (including coffee and a full-service restaurant/bar), larger restroom core, and enhanced back-of-house functionality (systems, loading, and servicing separation).
   - Flexibility and future expansion: The design was described as intentionally structured to allow future expansion without disrupting current operations and to avoid design choices that would constrain long-term growth.
   - Safety and airfield compatibility: The team explained the project's relationship to airfield safety and FAA design standards, including long-term objectives related to Taxiway Alpha separation and the future ability to decommission Concourse A to enable required geometry and supporting airfield work.
   - Funding and delivery approach: Chairman Goldman asked how the project would be funded. Director Ranieri stated the project will require federal participation; the Airport has applied for ATP support and will bring funding/financing options to the Board as federal decisions and eligibility determinations are clarified. The team noted the 30% package will be completed following QA/QC and alternates pricing, submitted to FAA (including eligible/ineligible determinations), and used to support stakeholder coordination. The Airport discussed pursuing an alternate delivery method (CMAR) with the goal of establishing a Guaranteed Maximum Price (GMP) during design.

- Board Comment: Board members expressed support for the progress and the emphasis on affordability, customer experience, safety, and long-term expandability. Chairman Goldman noted the work reflects the Board's previously authorized design funding.

Finance – Mrs. Pack presented the financial report for the period ending December 31, representing the sixth month of the fiscal year. She noted that December was a strong month, driven primarily by increased passenger activity.

- Revenue Performance: Total revenues are approximately $230,000 above budget (3.2%) and approximately $600,000 higher than December 2024.
- Expense Performance: Total expenses are approximately $655,000 below budget. Salaries and benefits are approximately $200,000 below budget, with additional favorable variances in maintenance materials, supplies, and general administration expenses.
- General Aviation: General Aviation revenues remain slightly below budget (approximately $8,000), though activity is improving following completion of the GA apron project.
- Cash and Debt Position: The Airport Fund cash balance increased approximately $120,000 during the period. The Airport continues to reduce outstanding debt and has paid down approximately $118,000 since the last Board meeting.

Military Affairs and Public Safety Report – Col. Peters reported that CRW provided 3,334 gallons of fuel to military operations during the past month.

Col. Peters also summarized the Military Affairs and Public Safety Committee meeting held on January 12, which focused on development of the Airport's Safety Management System (SMS). The SMS framework, aligned with ICAO standards and federal requirements, is intended to ensure compliance in advance of TSA audit activity.

The Committee received a briefing from Joe Belcher and Jennifer Kuhn regarding implementation of the system. Col. Peters noted that the program represents a structured and workable approach to safety management and will require phased integration into Airport operations.

Ad Hoc General Aviation Report – Mr. Dodrill advised that the Capital Jet Center report was included in the written materials and had no additional items to present.

Marshall University Bill Noe Flight School Update – No report was presented.

Action Items:

Independent Auditor's Report for Fiscal Year 2025 – Whitney Merrill of Suttle & Stalnaker presented the Independent Auditor's Report for Fiscal Year 2025. Ms. Merrill reported that the Authority received an unmodified (clean) audit opinion, indicating that the financial statements are fairly presented in accordance with generally accepted accounting principles.

Following discussion and upon recommendation of the Finance Committee, Mr. Shumate moved that the Board accept the Fiscal Year 2025 Independent Auditor's Report and authorize submission to the West Virginia State Auditor's Office, Chief Inspector Division, and the Federal Audit Clearinghouse. The motion was seconded by Mr. Saluja and unanimously approved.

Safety Management System (SMS) Implementation Plan and Draft Safety Policy – Director Ranieri presented the Safety Management System (SMS) Implementation Plan and Draft Safety Policy, noting that the Airport has been operating within the framework and is preparing for formal submission to the FAA in advance of inspection requirements.

Upon recommendation of the Military Affairs and Public Safety Committee, Mr. Mork moved that the Board approve the Safety Management System Implementation Plan and Draft Safety Policy, subject to review and approval by legal counsel. The motion was seconded by Col. Peters and unanimously approved.

ADCI Task Order 1023 & HDR Task 1303, Supplemental Amendment for Construction Management and Inspection Services, Improve Airport Drainage Construction – Director Ranieri presented proposed amendments to ADCI Task Order 1023 and HDR Task 1303 related to construction management and inspection services for the Airport Drainage Improvement Project.

Mr. Shumate moved to decrease the budget for ADCI Task Order 1023 by $38,929.00 and correspondingly increase the budget for HDR Task 1303 by $38,929.00. The motion was seconded by Mrs. Pack and unanimously approved.

Mr. Mork then moved to approve the scope and budget amendments to HDR Task 1303 and ADCI Task Order 1023 and to authorize submission of the amendments to the FAA for inclusion in Airport Improvement Program Grant AIP-92 in the amount of $67,958.00. The motion was seconded by Mr. Saluja and unanimously approved.

Compensation Study – Chairman Goldman reported that the Personnel Committee reviewed three proposals for executive compensation consulting services. Upon recommendation of the Ad Hoc Personnel Committee, Mrs. Pack moved that the Board approve the proposal from Korn Ferry for Executive Director Compensation Consulting Services in the amount of $25,000 and authorize the Chairman to execute the agreement, subject to legal review. The motion was seconded by Mr. Mork and unanimously approved.

Chairman Goldman reminded the Board that the next regular meeting will be held on February 25. The meeting time has been revised to 9:00 a.m. on that date. The adjustment accommodates a luncheon event and the Board's annual training session, which will be conducted immediately following the meeting by Mychal Schulz.

There being no further business to discuss, the meeting was adjourned at 1:33 PM.

Todd Goldman, Chairman

Lewis Whaley, Secretary