

ALLIANCEAIRPORT AUTHORITY, INC.

Tuesday, February 16, 2021

1:00 P.M

City Council Conference Room 2020, Second Floor

City Hall

200 Texas Street

Fort Worth, Texas 76102

Viewing Only

Television: Charter 190; One Source 7; Verizon 5; AT&T Uverse 99

City of Fort Worth Website Homepage: [Watch Live Online](#)

Board of Directors

Jungus Jordan, President	Kelly Allen Gray, Director	Carlos Flores, Director
Brian Byrd, Director	Gyna M. Bivens, Director	Cary Moon, Director
Ann Zadeh, Director	Betsy Price, Director	Dennis Shingleton, Vice President

Staff Liaison: Jay Chapa, Deputy City Manager

Tyler Wallach, Senior Assistant City Attorney

Reginald Zeno, Treasurer

Mary Kayser, Secretary

I. CALL TO ORDER

II. WRITTEN REPORTS

- A. Financial Report through December 2020

III. ACTION ITEMS

- A. Consideration of January 12, 2021 Meeting Minutes
- B. Consideration of a Resolution (1) Terminating the Existence of AllianceAirport Authority, Inc. and (2) Authorizing the President to Execute Any and All Documents Necessary to Effectuate the Winding Up and Termination of AllianceAirport Authority, Inc., Including, But Not Limited to, Transferring Title to all Funds and Property Owned by Alliance Airport Authority, Inc. to the City of Fort Worth
- C. Consideration of the February 16, 2021 Minutes (Final Minutes of the AllianceAirport Authority, Inc.)

IV. EXECUTIVE SESSION

The Board of Directors of AllianceAirport Authority, Inc. may conduct a closed meeting to:

- A. Seek the advice of its attorneys about any matter regarding the following in which the duty of the attorney under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meetings Act [Tex. Govt. Code §551.071]: (i) legal issues related to any current agenda items
- B. Discuss the purchase, sale, lease or value of real property, as authorized by Section 551.072 of the Texas Government Code. Deliberation in an open meeting would have a detrimental effect on the position of the Corporation in negotiations with a third party; and
- C. Discuss or deliberate negotiations relating to any economic development negotiations, as authorized by Section 551.087 of the Texas Government Code.

V. ADJOURN

Please Note: Members of the AllianceAirport Authority, Inc., Board of Directors may be participating remotely in compliance with the Texas Open Meetings Act, or under the provisions provided by the Governor of Texas in conjunction with the Declaration of Disaster enacted March 13, 2020.

NOTE: If physical attendance is deemed to be unsafe due to inclement weather conditions, the Board may conduct a wholly virtual meeting via remote attendance in accordance with the orders of the Governor of Texas. Check website for up-to-date information.

ASSISTANCE AT THE PUBLIC MEETING

The Fort Worth City Hall and City Council Conference Room are wheelchair accessible. Persons with disabilities who plan to attend this meeting and who may need accommodations, auxiliary aids, or services such as interpreters, readers, or large print are requested to contact the City's ADA Coordinator at (817) 392-8552 or e-mail ADA@FortWorthTexas.gov at least 48 hours prior to the meeting so that appropriate arrangements can be made. If the City does not receive notification at least 48 hours prior to the meeting, the City will make a reasonable attempt to provide the necessary accommodations at least two working days prior to the meeting so that appropriate arrangements can be made.

I, the undersigned authority, do hereby certify that this Notice of Meeting was posted on the City of Fort Worth official website and said Notice was posted on the following date and time **Friday, February 12, 2021 at 11:00 a.m.** and remained so posted continuously for at least 72 hours preceding the scheduled time of said meeting.



Alliance Airport Authority, Inc.
Trial Balance
As of December 31, 2020

	Dec 31, 20	
	Debit	Credit
Chase - Operating	242,003.28	
Chase - Reserve	250,000.00	
Southwest - Savings	252,253.29	
Accts Receivable		
Land		
Accounts Payable		
Retained Earnings		737,150.95
Gas Lease Royalties		6,868.68
Investments:Interest-Savings, Short-term CD		236.94
TOTAL	<u>744,256.57</u>	<u>744,256.57</u>

AllianceAirport Authority, Inc.
Profit & Loss
October through December 2020

Oct - Dec 20

Ordinary Income/Expense	
Income	
Gas Lease Royalties	6,868.68
Investments	
Interest-Savings, Short-term CD	236.94
Total Investments	<u>236.94</u>
Total Income	<u>7,105.62</u>
Net Ordinary Income	<u>7,105.62</u>
Net Income	<u><u>7,105.62</u></u>

AllianceAirport Authority, Inc.

Balance Sheet

As of December 31, 2020

Dec 31, 20

ASSETS

Current Assets

Checking/Savings

Chase - Operating

242,003.28

Chase - Reserve

250,000.00

Southwest - Savings

252,253.29

Total Checking/Savings

744,256.57

Total Current Assets

744,256.57

TOTAL ASSETS

744,256.57

LIABILITIES & EQUITY

Equity

Retained Earnings

737,150.95

Net Income

7,105.62

Total Equity

744,256.57

TOTAL LIABILITIES & EQUITY

744,256.57

**CITY OF FORT WORTH, TEXAS
CITY COUNCIL
ALLIANCEAIRPORT AUTHORITY, INC.
JANUARY 12, 2021**

Present:

President Jungus Jordan
Vice President Dennis Shingleton
Director Betsy Price
Director Carlos Flores
Director Gyna Givens (Video)
Director Brian Byrd (Arrived at 2:04pm)
Director Kelly Allen Gray (Video)
Director Ann Zadeh (Video)

Absent:

Director Cary Moon

City Staff:

Tyler Wallach, Senior Assistant City Attorney
Jay Chapa, Deputy City Manager
Reginald Zeno, Treasurer
Mary J. Kayser, City Secretary

I. Call to Order

With a quorum of the directors present, President Jordan called the meeting to order for the Board of Directors of the AllianceAirport Authority, Inc., at 2:03 p.m. on Tuesday, January 12, 2021, in the City Council Conference Room, Room 2020 of the Fort Worth Municipal Building, 200 Texas Street, Fort Worth, Texas.

II. Written Reports

- a. Financial Report through October 2020

III. Action Items

- a. Consideration of December 15, 2020, meeting minutes.

Motion was made by Director Price and seconded by Director Flores to approve the minutes of the December 15, 2020, AllianceAirport Authority, Inc., meeting. Motion carried 8-0 (Moon Absent)

- b. Consideration of Resolution Recommending that the Fort Worth City Council Approve the Termination of the AllianceAirport Authority, Inc.

Mr. Robert Sturns, Director of Economic Development, provided a staff presentation.

Motion was made by Director Shingleton and seconded by Director Byrd, to approve Resolution No. AAA-2021-01, Recommending that the Fort Worth City Council Approve the Termination of the AllianceAirport Authority, Inc. The motion carried 8-0 (Moon absent)

VI. Executive Session

There was no Executive Session.

VII. Future Agenda Items

There were no requests for future agenda items.

VI. Adjourn

With no further business before the Corporation Board, President Jordan adjourned the meeting of the AllianceAirport Authority, Inc., at 2:08 p.m. on Tuesday, January 12, 2021.

These minutes approved by the AllianceAirport Authority, Inc., on the ____ of ____, 2021.

APPROVED:

Jungus Jordan, President

Minutes Prepared by and Attest:

Mary J. Kayser, TRMC/MMC
Secretary to the Corporation Board

RESOLUTION NO. AAA-2021-0X

ALLIANCEAIRPORT AUTHORITY, INC.

**RESOLUTION
OF THE BOARD OF DIRECTORS**

Terminating the Existence of the AllianceAirport Authority, Inc.

WHEREAS, AllianceAirport Authority, Inc. (“Corporation”) is an industrial development corporation created in 1989 to benefit the City of Fort Worth (“City”) and to, among other things, issue bonds to promote and develop new and expanded business enterprises in the City, to promote and encourage employment, and otherwise to benefit the public welfare in accordance with the Development Corporation Act of 1979, as amended;

WHEREAS, Section 501.402 of the Texas Local Government Code (“Code”) allows the Corporation, with approval by written resolution of the City Council, to terminate the Corporation’s existence if the Corporation by resolution determines that: (1) the purpose for which the Corporation was formed has been substantially filled; and (2) all bonds issued by the Corporation have been fully paid;

WHEREAS, the Corporation was organized for the main purpose of issuing Special Facilities Revenue Refunding Bonds for the old American Airlines maintenance facility and a FedEx facility as follows: (1) American Airlines (Series 2007) - \$350,000,000 and (2) FedEx (Series 2006) - \$249,540,000;

WHEREAS, the bonds issued for the American Airlines maintenance facility were deemed fully satisfied, released, and discharged upon American Airlines’ emergence from bankruptcy on or about December 9, 2013;

WHEREAS, the bonds issued for the FedEx facility were fully paid in 2016;

WHEREAS, on January 12, 2021, the Board of the Corporation (“Board”) recommended that the Fort Worth City Council (“City Council”) adopt a resolution approving the termination of the Corporation because the Corporation had substantially fulfilled the purpose for which it was formed (i.e., issuing bonds for the American Airlines maintenance facility and the FedEx facility) and all bonds had been fully paid;

WHEREAS, on February 2, 2021, the City Council adopted Resolution No. 5339-02-2021 (Mayor and Council No. 21-0088), approving the termination of the Corporation on the basis that the Corporation had substantially fulfilled the purpose for which it was formed and all bonds had been fully paid;

WHEREAS, the Corporation currently owns mineral interests in Denton County, Texas and leases those minerals per the terms and conditions of an Oil and Gas Lease, the same being

AAA Contract/Lease No. AAA-01-2011-01 (“Lease”); and

WHEREAS, after adoption of this of this Resolution, the President (or Vice President) and the Secretary (or Assistant Secretary) of the Corporation will need to execute certain documents to effectuate the winding up and termination of the Corporation, including, but not limited to, transferring title to all funds and property owned by the Corporation to the City and executing a certificate of termination to be filed with the Texas Secretary of State.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD:

Section 1. That, the Board hereby terminates the existence of the Corporation because the Corporation has substantially fulfilled the purpose for which it was formed (i.e., issuing bonds for the American Airlines maintenance facility and the FedEx facility) and all such bonds have been fully paid.

Section 2. That, the President (or Vice President) and the Secretary (or Assistant Secretary) of the Corporation are hereby authorized to execute any and all documents necessary to effectuate the winding up and termination of the Corporation, including, but not limited to, transferring title to all funds and property owned by the Corporation to the City and executing a certificate of termination to be delivered and filed with the Texas Secretary of State.

Section 3. That, pursuant to Section 501.405 of the Code, the Corporation’s existence will end on the date that the Texas Secretary of State issues a certificate evidencing the filing of the Corporation’s certificate of termination.

Section 4. That, this Resolution will be effective when adopted.

By: _____
Jungus Jordan
President

Attest:

Mary Kayser
Corporate Secretary

**CITY OF FORT WORTH, TEXAS
CITY COUNCIL
ALLIANCEAIRPORT AUTHORITY, INC.
FEBRUARY 16, 2021**

Present:

President Jungus Jordan
Vice President Dennis Shingleton
Director Betsy Price
Director Carlos Flores
Director Brian Byrd
Director Cary Moon
Director Gyna Givens
Director Kelly Allen Gray
Director Ann Zadeh

City Staff:

Tyler Wallach, Senior Assistant City Attorney
Jay Chapa, Deputy City Manager
Reginald Zeno, Treasurer
Mary J. Kayser, City Secretary

I. Call to Order

With a quorum of the directors present, President Jordan called the meeting to order for the Board of Directors of the AllianceAirport Authority, Inc., at ____p.m. on Tuesday, February 16, 2021, in the City Council Conference Room, Room 2020 of the Fort Worth Municipal Building, 200 Texas Street, Fort Worth, Texas.

II. Written Reports

- a. Financial Report through December 2020

III. Action Items

- a. Consideration of January 12, 2021, meeting minutes.

Motion was made by Director _____ and seconded by Director _____ to approve the minutes of the January 12, 2021, AllianceAirport Authority, Inc., meeting. Motion carried _____.

- b. Consideration of Resolution (1) Terminating the Existence of AllianceAirport Authority, Inc., and (2) Authorizing the President to Execute Any and All Documents Necessary to Effectuate the Winding Up and Termination of AllianceAirport Authority, Inc., Including, But Not Limited to, Transferring Title to all Funds and Property Owned by AllianceAirport Authority, Inc. to the City of Fort Worth

Motion was made by Director _____ and seconded by Director _____, to approve Resolution No. AAA-2021-02, (1) Terminating the Existence of AllianceAirport Authority, Inc., and (2) Authorizing the President to Execute Any and All Documents Necessary to Effectuate the Winding Up and Termination of AllianceAirport Authority, Inc., Including, But Not Limited to, Transferring Title to all Funds and Property Owned by AllianceAirport Authority, Inc. to the City of Fort Worth. The motion carried _____.

- c. Consideration of the February 16, 2021, meeting minutes (Final minutes of the AllianceAirport Authority, Inc.)

Ms. Mary Kayser, Secretary to the Corporation Board, reviewed the final minutes with the Board.

Motion was made by Director _____ and seconded by Director _____ to approve the minutes of the February 16, 2021, AllianceAirport Authority, Inc., meeting as presented. Motion carried _____.

IV. Executive Session

There was no Executive Session.

V. Adjourn

With no further business before the Corporation Board, President Jordan adjourned the meeting of the AllianceAirport Authority, Inc., at _____ p.m. on Tuesday, February 16, 2021.

These minutes approved by the AllianceAirport Authority, Inc., on the 16th of February, 2021.

APPROVED:

Jungus Jordan, President

Minutes Prepared by and Attest:

Mary J. Kayser, TRMC/MMC
Secretary to the Corporation Board