

A G E N D A
JAMES CITY COUNTY BOARD OF SUPERVISORS
READING FILE
County Government Center Board Room
101 Mounts Bay Road, Williamsburg, VA 23185
October 10, 2017
5:00 PM

A. FOR YOUR INFORMATION

1. Information from the Peninsula Airport Commission

ITEM SUMMARY

DATE: 10/10/2017

TO: The Board of Supervisors

FROM: Bryan J. Hill, County Administrator

SUBJECT: Information from the Peninsula Airport Commission

ATTACHMENTS:

	Description	Type
▣	Exhibit	Exhibit

REVIEWERS:

Department	Reviewer	Action	Date
Board Secretary	Fellows, Teresa	Approved	10/3/2017 - 3:09 PM



September 28, 2017

Chairman Kevin Onizuk
James City County Board of Supervisors
P.O. Box 8784
Williamsburg, VA 23187

Dear Chairman Onizuk,

On behalf of the Peninsula Airport Commission (PAC) I would like to extend a formal invitation to participate in the PAC. We believe that your participation will strengthen the PAC as it moves forward in serving our citizens with outstanding air service.

The Acts of Assembly approved February 18, 1946 creating the PAC provided that James City County may, by resolution, declare that there is need for its participation in the Peninsula Airport Commission, and may participate therein if the terms of its participation be approved by the Commission, together with the consent of the governing bodies of the participating political subdivisions.

If James City County participates, it would appoint one member, the member appointment process is set forth in the laws applicable to the Commission.

Enclosed for your information is a copy of the Acts of Assembly.

We look forward to your County's participation in the PAC as we move forward in providing service for our citizens and economic opportunities for the Peninsula.

If you have any questions, please contact Commissioner Rob Coleman or myself through Rhonda Wissinger, Executive Assistant for the Peninsula Airport Commission at 757-877-0221 ext. 223 or by email at rwissinger@flyphf.com.

Sincerely,

Chairman, George Wallace

GW/rw

Cc: County Administrator, Bryan Hill
Enclosures

ACTS OF ASSEMBLY

Chapter 22- An Act to authorize the counties of Warwick, Elizabeth and York, the cities of Newport News and Hampton, and the town of Phoebus, or any two or more of them, to create a commission to be known as "The Peninsula Airport Commission," for the purpose of establishing and operating airports and air navigation facilities for such counties, cities and towns; and to prescribe the rights, powers, duties and functions of such commission when so formed, and of the counties, cities and towns for which such commission is created.

Approved February 18, 1946

Be it enacted by the General Assembly of Virginia:

Section 1. If the governing bodies of each of the cities of Newport News, Warwick and Hampton, or any two or more of them, shall by resolution declare that there is need for an airport commission to be created for the purpose of establishing and operating one or more airports or landing fields for all such political subdivisions, an airport commission, to be known as "The Peninsula Airport Commission," shall thereupon exist for such county and cities, and shall exercise its powers and functions therein.

In any suit, action or proceeding involving the validity or enforcement of or relating to any contract of The Peninsula Airport Commission, such commission shall be conclusively deemed to have become created as a body corporate, and to have become established and authorized to transact business and exercise its powers hereunder upon proof of the adoption of a

resolution by the governing body of each of the counties and cities creating the airport commission declaring that there is need for such commission and that it unites with the other political subdivisions in its creation. A copy of such resolution duly certified by the clerk of the county of or city by which it is adopted, shall be admissible in evidence in any suit, action or proceeding.

Section 1A. The County of York may, by resolution, declare that there is need for its participation in The Peninsula Airport Commission, and may participate therein if the terms of its participation be approved by the Commission, together with the consent of the governing bodies of the participating political subdivisions.

Section 1B. The City of Williamsburg may, by resolution, declare that there is need for its participation in The Peninsula Airport Commission, and may participate therein if the terms of its participation be approved by the Commission, together with the consent of the governing bodies of the participating political subdivisions.

Section 1C. The County of James City may, by resolution, declare that there is need for its participation in The Peninsula Airport Commission, and may participate therein if the terms of its participation be approved by the Commission, together with the consent of the governing bodies of the participating political subdivisions.

Section 2. The Peninsula Airport Commission, hereinafter referred to as the "Commission", shall consist of two members from each of the participating counties and cities, appointed by the governing bodies thereof,

respectively. Original appointments of members shall be for terms as follows: From the City of Warwick and the City of Newport News, two years; and from the City of Hampton, three years. Thereafter all appointments shall be for four-year terms, except appointments to fill vacancies which shall be for the unexpired terms. The governing body appointing any member may remove such member at any time and appoint his successor. The members of the Commission so appointed shall constitute the Commission, and the powers of such Commission shall be vested in and exercised by the members in office from time to time. The Chairman of the Commission shall be paid two hundred dollars per month for attendance at meetings and other activities as chairman, and Members of the Commission shall be paid one hundred seventy-five dollars per month for attendance at meetings and other activities.

Three members of the Commissioners in office shall constitute a quorum. No vacancy in the membership of the Commission shall impair the right of a quorum to exercise all the rights and perform all the duties of the Commission.

The Commissioners shall annually elect a chairman and a vice-chairman from their membership, a secretary and a treasurer or a secretary-treasurer from their membership or not as they deem appropriate, and such other officers as they may deem appropriate. The Commissioners may appoint an executive director, who shall not be a commissioner, who shall exercise such powers and duties as may be delegated to him by the

Commissioner, including powers and duties involving the exercise of discretion.

The Commission shall hold regular meetings at such times and places as may be established by its bylaws. Special meetings of the Commission may be called by any Commissioner or the Executive Director upon at least twelve hours written notice to each Commissioner served personally or left at his usual place of business or residence.

The Commissioners may make and from time to time amend and repeal bylaws, not inconsistent with this Act, governing the manner in which the Commission's business may be transacted and in which the power granted to it may be employed. The Commissioners may appoint such committees as they may deem advisable and fix the duties and responsibilities of such committees.

Section 2A. If the County of York shall participate in the Commission, it shall appoint one member for a four-year term conforming to the laws applicable to the Commission. If the City of Williamsburg shall participate in the Commission, it shall appoint one member for a four-year term conforming to the laws applicable to the Commission. If the County of James City shall participate in the Commission, it shall appoint one member for a four-year term conforming to the laws applicable to the Commission.

Section 2.B. Definitions--As used in this Act the following words and terms have the following meanings unless a different meaning clearly appears from the context.

"Act" means this Peninsula Airport Commission Act.

"Bonds" means any bonds, notes, debentures or any other evidence of financial indebtedness issued by the Commission pursuant to this Act.

"Commission" means the Peninsula Airport Commission created by this Act which shall be an independent body corporate and political subdivision of the Commonwealth.

"Commonwealth" means the Commonwealth of Virginia.

"Facility" means any and all airports, terminals, runways, hangars, loading facilities, repair shops, parking areas, facilities for the preparation of in-flight meals, restaurants and accommodations for temporary or overnight use by passengers, and other facilities functionally related to the needs or convenience of passengers, shipping companies and airlines, and industrial and commercial facilities, purchased, constructed or otherwise acquired or operated by the Commission pursuant to the provisions of this Act. Any facility may consist of or include any or all buildings or other structures, improvements, additions, extension, replacements, machinery, or equipment, together with appurtenances, lands, rights in land, aviation rights, water rights, franchises, furnishings, landscaping, utilities, approaches, roadways, or other facilities necessary or desirable in connection therewith or incidental thereto.

"Participating Political Subdivision" means any political subdivision which has joined the Commission pursuant to § 1 or § 2 of this Act.

"Political Subdivision" means a county, municipality or other public body of this Commonwealth.

Section 3. The airport commission established hereunder shall have all powers necessary or convenient to carry out the general purposes of this Act, including for purposes of illustration the following powers and, in addition, all others herein granted:

(a) To sue and be sued; to adopt a seal and alter the same at pleasure; to have perpetual succession; to maintain offices at such places as it may designate; and to make and execute contracts and other instruments necessary or convenient to the exercise of its powers, including contracts for the management or operation of all or any part of its facilities.

(b) To appoint, employ or engage such officers, employees, architects, engineers, attorneys, accountants, financial advisors, investment bankers, and other advisors, consultants, and agents as may be necessary or appropriate, and to fix their duties and compensation within the limits of available funds.

(c) To apply for and accept gifts, or grants of money or gifts, grants or loans of other property or other financial assistance from the United States of America and agencies and instrumentalities thereof, this Commonwealth and political subdivisions, agencies and instrumentalities thereof, or any other person or entity, for or in aid of the construction, acquisition, ownership, operation, maintenance or repair of the Commissioner's facilities or for the payment of principal of any indebtedness

of the Commission, interest thereon or other cost incident thereto, and to this end the Commission shall have the power to render such services, comply with such conditions and execute such agreements, and legal instruments; as may be necessary, convenient or desirable or imposed as a condition to such financial aid.

(d) To acquire within the territorial limits of the region for which it is formed, by purchase, lease, gift, condemnation or otherwise, whatever land may be reasonably necessary for the purpose of establishing, constructing, enlarging, maintaining, and operating one or more airports or landing fields.

(e) To acquire, establish, construct, enlarge, improve, maintain, equip, operate, and regulate the use of any airports, air landing fields, structures, air navigation facilities and other property incidental thereto, within the area for which it is created.

(f) To construct, install, maintain and operate facilities for the servicing and storage of aircraft, and for the accommodation of cargo, freight, mail, express, etc., and comfort of air travelers, and for lease or sale to industrial or commercial users, and to purchase and sell equipment and supplies as an incident to the operation of its airport facilities.

(g) To determine rates and charges for the use of its airport and other facilities, including fees for enplaning.

(h) To enforce all rules, regulations and statutes relating to its airports, including airport zoning regulations.

(i) To exercise within its area such powers and authority with respect to airports and air navigation facilities as may be conferred by law upon the governing bodies of the counties and cities of the Commonwealth.

(j) To adopt, amend, and repeal rules and regulations for the use, maintenance, and operation of its facilities and governing the conduct of persons and or organizations using its facilities and to enforce such rules and regulations and all other rules, regulations, ordinances, and statutes relating to its facilities, all as hereinafter provided.

(k) To grant to others the privilege to operate for profit concessions, leases, and franchises, including but not limited to the sale of airplanes, fuel, parts and equipment, maintenance of aircraft, the accommodation and comfort of persons using its facilities and the providing of ground transportation and parking facilities for such persons, and such concessions, leases and franchises shall be exclusive or limited when deemed by the Commission necessary to further the public safety, improve the quality of air service, avoid duplication of service or conserve airport property and the airport operation, or to engage directly or through its agents or employees in such operations for profit.

(1) To comply with the provisions of the laws of the United States and any rules and regulations made thereunder for the expenditure of federal monies in connection with airports, landing fields and air navigation facilities, and to accept, receive and receipt for federal monies granted the

Commission, or granted by any of the political subdivisions by which it is formed, for airport purposes.

(m) To borrow money and to issue bonds, refunding bonds, notes, certificates or other evidence of indebtedness of the Commission.

(n) To establish, operate and maintain a foreign trade zone and otherwise to expedite and encourage foreign commerce.

(o) To establish personnel rules.

(p) To pay pensions and establish pension plans, pension trusts, and other compensation plans for any of its employees.

(q) To purchase and maintain insurance or to provide indemnification on behalf of any person who is or was a Commissioner, officer, employee or agent of the Commission against any liability asserted against him or incurred by him in any such capacity or arising out of his status as such.

(r) To do all things necessary or convenient to the purposes of this Act. Grant of regulatory authority by this Act, including regulations that displace, eliminate or limit competition by or among persons or entities, is based on the policy of the Commonwealth to provide for the safe, adequate, economical and efficient provision of air transportation and related facilities and services to the public.

Section 3A. In addition to the powers conferred by the preceding section the Commission is hereby empowered to lease, sell or encumber any real property owned by the Commission.

Section 3B. In addition to the general purpose of the Commission and the powers granted to carry out such general purpose, the Commission, on property it acquires for airport purposes but no longer needs for such and so declares, may construct for sale, exchange or lease, on such terms and conditions as it may deem proper, factories or manufacturing facilities, office buildings, warehouses or other industrial or commercial buildings and such structures, approaches, and appurtenances as are necessary for the foregoing purposes.

Provided, however, without the consent of the members of the Commission, the Commission shall not acquire, for the above-mentioned purposes, any property which is not conveyed to it by its members or that is not contiguous to any such property so conveyed.

The Commission is authorized to sell, exchange, mortgage, convey, lease to others or otherwise dispose of, or grant concessions or rights in, all or any part of the property mentioned in or provided for in this section, and is authorized to lease to a lessee or lessees all or any part of such property for such period or periods of years, with or without options of renewal or options to purchase, in such manner, upon such terms and conditions and at such prices or rentals as the Commission shall determine to be in the public interest.

All powers granted to the Commission in this Act shall be applicable to their endeavors under this section except to the extent they may be limited or restricted in this section.

Section 4. The Commission established hereunder is hereby granted full power to exercise within its area the right of eminent domain in the acquisition of any lands, easements and privileges which are necessary for airport and landing field purposes including the right to acquire, by eminent domain, avigation easements over lands or water outside the boundaries of its airport or landing fields where necessary or desirable in the interests of safety for aircraft to provide unobstructed air space for the landing and taking off of aircraft utilizing its airport and landing fields even though such avigation easement be inconsistent with the continued use of such land for the same purposes for which it had been used prior to such acquisition, or inconsistent with the maintenance, preservation and renewal of any structure or any tree or other vegetation standing or growing on said land at the time of such acquisition. Proceedings for the acquisition of such lands, easements and privileges by condemnation may be instituted and conducted in the name of the Commission in accordance with Title 25 of the Code of Virginia, and the procedure shall be the same as in the acquisition of land by condemnation proceedings instituted by councils of cities and towns.

Section 5. The counties and cities for which the Commission is formed are hereby authorized to appropriate to the Commission from available funds, or from funds provided for the purpose by bond issues, such funds as may be necessary for the acquisition, construction, maintenance and operation of airports, air landing fields and other air navigation facilities. The basis of financial participation by the counties and cities shall be

determined by agreement between their governing bodies. Any county participating in the Commission is hereby authorized to issue bonds for the purposes set forth herein in accordance with paragraphs 15-601 through 15-604 of the Code of Virginia.

Section 6. The Commission shall prepare annually and submit to the governing bodies of the respective counties and cities for which it is formed for their approval, a budget showing the estimated revenues it may reasonably expect to receive for such year, and its estimated expenses for all purposes for such period. After the approval of such budget the Commission shall be limited in its expenditures for such year to the estimated expenses shown therein, and shall not commit the participating subdivisions beyond appropriations actually made. If the estimated expenditures exceed the estimated revenue from the operation of the Commission for such year the governing bodies of the participating local subdivisions shall appropriate, in the proportions in which they are financially interested in the operations of the Commission, the funds necessary to supply the deficiency. If the actual revenue received shall be less than the estimated revenue as approved in the budget, the governing bodies of the participating local subdivisions may appropriate, in the same manner, the funds necessary to supply the deficiency.

In the event that the Commission does not seek any appropriations from the participating subdivisions for a calendar year, then the Commission shall not be required to submit a budget for such year to the participating

subdivisions for their approval, but shall make an annual financial report in lieu thereof. The Commission may expend any and all funds received from the participating subdivisions and any and all revenues derived from the airport or derived from revenue producing operations of the Commission, without obtaining the approval of the participating subdivisions, but the Commission shall not commit the participating subdivisions beyond appropriations actually made by the governing bodies of said subdivisions.

A. The fiscal year of the Commission shall begin on July 1 and end on June 30.

B. The Commission shall annually, prior to February 15, prepare and submit to the participating political subdivisions (i) a proposed operating budget showing its estimated revenues and expenses on an accrual basis for the forthcoming fiscal year, and if such estimated expenses exceed such estimated revenues, the portion of the deficit proposed to be borne by each participating political subdivision, and (ii) a proposed capital budget showing its estimated expenditures for such fiscal year for assets costing more than \$20,000 (or such higher amount as the Commission and the participating political subdivisions may determine) and having an estimated useful life of twenty years or more and the source of funds for such expenditures, including any amount requested from the participating political subdivisions. Depreciation shall be excluded from the Commission's operating budget with respect to assets purchased by the Commission with funds appropriated to it for such purpose by a participating political subdivision and, for this

determination, it shall be assumed that any appropriation so made is for the purchase of assets set forth in the applicable Commission budget to the extent such purchase price is included in the approved budget. Assets purchased by the Commission with bond proceeds shall be depreciated over the useful life of such assets purchased with bond proceeds.

C. If the governing body of a participating political subdivision shall approve the Commission's proposed operating budget, it shall appropriate to the Commission such political subdivision's portion of such deficit. If during any fiscal year the Commission shall receive revenues in excess of those estimated by the Commission in its approved budget for such year, the budgeted deficit for such fiscal year shall automatically be reduced and, except as herein provided, the appropriation of each participating political subdivision shall be proportionally reduced. Notwithstanding the foregoing, with the consent of the governing bodies of the participating political subdivision, all or a portion of such appropriations may be maintained so as to enable the Commission to expend such excess revenues for its proper purposes.

D. If the governing body of a participating political subdivision shall approve the Commission's proposed capital budget, it shall appropriate to the Commission such participating political subdivision's portion of the expenditures set forth therein. Any such appropriation shall automatically be reduced by the participating political subdivision's proportionate share of any grant funds received by the Commission for the purchase of assets included

in the Commission's approved capital budget in excess of the grant funds shown in such capital budget as a source of funds for such expenditure, unless prohibited by the basic provider of the grant funds.

E. The Commission may expend any and all moneys within its control without obtaining the approval of the participating political subdivisions, but, except as otherwise provided in this Act with respect to contracts and agreements between the Commission and any political subdivision, the Commission shall not commit any participating political subdivision in an amount in excess of that appropriated to the Commission by the governing body of such political subdivision.

F. If at any time during any fiscal year it shall appear that the cash disbursements of the Commission will exceed its cash receipts for such fiscal year, including amounts appropriated to it by the participating political subdivisions, the Commission may request supplemental appropriations from the participating political subdivisions and any other political subdivision.

Section 6.1. Allocation of deficit; denial of voting privileges.

A. Any deficit budgeted by the Commission in any fiscal year, i.e., any excess of its estimated expenses over its estimated revenues, and the cost of any budgeted capital expenditures in excess of the amount shown as available therefor, as shown on the Commission's operating and capital budgets approved by the participating political subdivisions, shall be allocated among the participating political subdivisions in proportion to their respective populations as most recently before such fiscal year determined

by the Tayloe Murphy Institute of Government. In the event the appropriation of any participating political subdivision is insufficient to pay its portion of the deficit incurred in any fiscal year, the allocation of any deficit for any succeeding fiscal year shall take into account the cumulative deficiency attributable to such participating political subdivision; however, no participating political subdivision shall be required to pay the Commission in any fiscal year any amount in excess of that appropriated to the Commission by the governing body of such participating political subdivision.

B. Any participating political subdivision not contributing its proportionate share of any deficit as determined by the Commission pursuant to the provisions of this Act, either of the Commission's operating budget or capital budget in accordance with a schedule established by the Commission, shall automatically be denied voting privileges. The denial of voting privileges shall terminate upon the delivery of its proportionate share by such political subdivision.

Section 7. Subject to the provisions of Paragraph 18.1, if the funds received by the Commission in any year, including money appropriated for its use by the participating subdivisions, shall exceed its appropriations for such year, the surplus shall be set aside for capital improvements, extensions and operational expenses. All moneys of the Commission shall be deposited as soon as practicable in a separate account or accounts in one or more banks or trust companies organized under the laws of the Commonwealth or national banking associations having their principal offices in the

Commonwealth. Such deposits shall be continuously secured in accordance with the Virginia Security for Public Deposits Act.

Funds of the Commission not needed for immediate use or disbursement may, subject to the provisions of any contract between the Commission and the holders of its bonds, be invested in securities which are considered lawful investments for fiduciaries.

Whenever any such surplus fund shall amount to \$500,000 any additional revenue in any year in excess of operating costs shall be applied towards repaying proportionately the participating counties, cities and towns in the amounts contributed by them to the Commission for their appropriations for capital outlay in establishing airports and airport facilities. Thereafter, any profits derived from the operation of the Commission shall be distributed to the participating subdivisions in the proportion to their respective financial interest in the operation of the Commission, if, within thirty days from the end of the fiscal year of the Commission, any distribution of such profits.

Section 8. The Commission shall be an independent body corporate, invested with the rights, powers and authority and charged with the duties set forth in this Act, and the political subdivisions by which it is created shall not be responsible for its acts. No pecuniary liability of any kind shall be imposed upon any county or city creating the Commission because of any act, agreement, contract, tort, malfeasance or misfeasance by or on the part of the Commission or any member thereof, or its agents, servants, or

employees, except as otherwise provided in this Act with respect to contracts and agreements between the Commission and any such county or city.

Section 8.1. Contracts with political subdivisions. The Commission is authorized to enter into contracts with any one or more political subdivisions, which contracts may restrict the powers of the Commission otherwise granted by this Act. Any participating political subdivisions, or other political subdivision of the Commonwealth all or part of which is located within sixty miles of a Commission facility, is authorized to enter into contract with the Commission, pursuant to which the Commission undertakes to provide the facilities and render the services specified therein. Any such contract or agreement may provide that the political subdivision will make payments to the Commission based on the services rendered by the Commission to the residents of such political subdivision, determined in such reasonable manner as the Commission and the political subdivision may mutually agree. Each political subdivision entering into such a service contract with the Commission is authorized to do everything necessary or proper to carry out and perform such contract and to provide for the payment or discharge of any obligation thereunder by the same means and in the same manner as any other of its obligations.

Section 9. Except in cases of emergency, all contracts of more than \$20,000 that the Commission may let for construction or materials shall be

subject to the Virginia Public Procurement Act, (§ 11-35 et seq.), Code of Virginia.

Section 10. No member, agent or employee of the Commission shall contract with the Commission or be interested, either directly or indirectly in any contract with the Commission, or in the sale of any property to the Commission.

Section 11. The Commission shall keep minutes of its proceedings, which minutes shall be open to public inspection during normal business hours. It shall keep suitable records of all its financial transactions, which records shall be open to inspection by the participant subdivisions at all times, and shall arrange to have the same audited annually by an independent certified public accountant. Copies of each such audit shall be furnished to each participating political subdivision and shall be open to public inspection. It shall make reports to such subdivisions annually, and at such other times as they may require.

Section 12. Any county or city creating the Commission may withdraw therefrom upon giving one year's notice to the Commission and to all other participating counties and cities. The political subdivision so withdrawing shall forfeit its rights to any further revenue from the operations of the Commission and to the repayment of any funds appropriated by it for capital expenditure. The operations of the Commission may be discontinued at any time and its property disposed of by the unanimous action of all participating counties and cities, due regard being had for existing contracts

and obligations. Upon the cessation of its activities all of the assets of the Commission shall be distributed to the counties and cities participating therein at the time of liquidation in the proportion in which they are financially interested in such activities.

Any county or city participating in the Commission shall automatically be excluded from the Commission on June Thirtieth, Nineteen Hundred Forty-Eight, if said county or city prior to said date has not paid to the Commission its proportionate share of the cost of participation, provided that said county or city has been notified by the Commission prior to May First, Nineteen Hundred Forty-Eight, of its failure to pay its agreed proportional share.

Section 12.1. Repealed.

Section 13. Repealed.

Section 13.1. Police Powers. The Commission's employees meeting the minimum requirements of the Criminal Justice Officers Training Standards Commission shall be given special police power by the circuit court of any participating political subdivision. The authority conferred upon such special policemen shall be exercised only upon the Commission's facilities located within such participating political subdivision, and shall be in all terms consistent with the requirements of Chapter 3 (§ 15.1-131 et seq.) of Title 15.1 of the Code of Virginia.

Such special policemen shall have all powers vested in police officers under Chapter 3 (§ 15.1-131 et seq.) of Title 15.1 of the Code of Virginia

and shall be responsible upon the Commission's facilities for enforcing the Commission's rules and regulations and all other applicable statutes, ordinances, rules, and regulations of the United States of America and agencies and instrumentalities thereof and this Commonwealth and political subdivisions, agencies and instrumentalities thereof.

Such special policemen may issue summons to appear, or arrest on view or on information without warrant as permitted by law, and summons before any court of competent jurisdiction any person violating any rule or regulation of the Commission or other applicable statute, ordinance, rule or regulation.

For the purpose of enforcing such statutes, ordinances, rules and regulations, the court or courts having jurisdiction for the trial of criminal offenses of the participating political subdivision wherein the offense was committed shall have jurisdiction to try a person charged with the violating of any such statutes, ordinances, rules and regulations.

Section 14. Rules and Regulations. The Commission shall have the power to adopt, amend, and repeal rules and regulations for the use, maintenance and operation of its facilities and governing the conduct of persons and organizations using its facilities.

Unless the Commission shall by unanimous vote of all Commissioners present determine that an emergency exists, the Commission shall, prior to the adoption of any rule or regulation or alteration, amendment or modification thereof:

(a) Make such rule, regulation, alteration, amendment or modification in convenient form available for public inspection in the office of the Commission for at least five days, and

(b) Post in a public place a notice declaring the Commission's intention to consider adopting such rule, regulation, alteration, amendment or modification and informing the public that the Commission will at a public meeting consider the adoption of such rule or regulation or such alteration, amendment, or modification, on a day and at a time to be specified in the notice, after the expiration of at least five days from the first day of the posting of the notice thereof.

The Commission's rules and regulations shall be available for public inspection in the Commission's principal office.

The Commission's rules and regulations relating to:

(a) Traffic, including but not limited to motor vehicle speed limits and the location of and payment of public parking;

(b) Access to Commission facilities, including but not limited to solicitation, handbilling, and picketing; and

(c) Aircraft operation and maintenance, shall have the force and effect of law, as shall any other rules or regulations of the Commission which shall contain a determination by the Commission that it is necessary to accord the same force and effect of law in the interest of the public safety; provided, however, that with respect to motor vehicle traffic rules and regulations, the Commission shall obtain the approval of the traffic engineer or comparable

official of the political subdivision in which such rules or regulations are to be enforced. The violation of any rule or regulation of the Commission relating to motor vehicle traffic shall be tried and punished in the same manner as if it had been committed on the public roads of the participating political subdivision in which such violation occurred. All other violations the Commission's rules and regulations having the force and effect of law shall be punishable as misdemeanors.

All ordinances, rules and regulations duly adopted for the regulation, administration and operation of Patrick Henry International Airport, in force at the effective date of this Act shall remain in full force and effect insofar as they or any part thereof are not inconsistent with the provisions of this Act until amended or repealed in accordance with this Act.

The provisions of this Act and all rules and regulations adopted hereunder shall not apply to any airport, air landing field, structure, air navigation facilities and other property incidental thereto, created or set aside for such purposes prior to the effective date of this Act.

Section 15. The Commission is hereby authorized to issue bonds from time to time in its discretion for any of its purposes, including the payment of all or any part of the cost of any of its facilities and the refunding of any bonds previously issued by it.

The Commission may issue such types of bonds as it may determine, including without limiting the generality of the foregoing, bonds payable as to principal and interest: (i) from its revenues generally; (ii) exclusively from

the income and revenues of a particular project; or (iii) exclusively from the income and revenues of certain designated projects, whether or not they are financed in whole or in part from the proceeds of such bonds. Any such bonds may be additionally secured by a pledge of any grant or contribution from a participating political subdivision, the Commonwealth or any political subdivision, agency or instrumentality thereof, any federal agency or any unit, private corporation, co-partnership, association, or individual, as such participating political subdivision, or other entities may be authorized to make under general law or by pledge of any income or revenues of the Commission, or where such mortgage has been approved by the participating political subdivisions, a mortgage of any facilities of the Commission.

Neither the commissioners nor any person executing the bonds shall be liable personally on the bonds by reason of the issuance thereof. The bonds and other obligations of the Commission (and such bonds and obligations shall so state on their face) shall not be a debt of the Commonwealth or any political subdivision thereof and neither the Commonwealth nor any political subdivision, thereof other than the Commission shall be liable thereon, nor shall such bonds or obligations be payable out of any funds or properties other those of the Commission. The bonds shall not constitute an indebtedness within the meaning of any debt limitation or restriction. Bonds of the Commission are declared to be issued for an essential public and governmental purpose.

Section 15.1 Appropriation by political subdivision. Any participating political subdivision, or other political subdivision of the Commonwealth all or part of which is located within sixty miles of a Commission facility, is authorized to provide services, to donate real or personal property and to make appropriations to the Commission, for the acquisition, construction, maintenance, and operation of the Commission's facilities. Any such political subdivision is hereby authorized to issue its bonds; including general obligation bonds, in the manner provided in the Public Finance Act or in any applicable municipal charter for the purpose of providing funds to be appropriated to the Commission, and such political subdivisions may enter into contracts obligating such bond proceeds to the Commission.

The Commission may agree to assume, or reimburse a participating political subdivision for, any indebtedness incurred by such participating political subdivision with respect to facilities conveyed by it to the Commission. With the consent of the governing body of the participating political subdivision, any such agreement may be made subordinate to the Commission's indebtedness to others.

Section 16. Bonds of the Commission shall be authorized by resolution and may be issued in one or more series, shall be dated, shall mature at such time or times not exceeding forty years from their date or dates and shall bear interest at such rate or rates as may be determined by the Commission, and may be made redeemable before maturity, at the option of the Commission at such price or prices and under such terms and

conditions as may be fixed by the commission prior to the issuance of the bonds. The Commission shall determine the form of the bonds, including any interest coupons to be attached thereto, and the manner of execution of the bonds, and shall fix the denomination or denominations of the bonds and the place or places of payment of principal and interest, which may be at any bank or trust company within or without the Commonwealth. In case any officer whose signature or a facsimile of whose signature shall appear on any bonds or coupons shall cease to be such officer before delivery of such bond, such signature or such facsimile shall nevertheless be valid and sufficient for all purposes the same as if he had remained in office until such delivery. Notwithstanding any of the other provisions of this Act or any recitals in any bonds issued under the provisions of this Act, all such bonds shall be deemed to be negotiable instruments under the laws of this Commonwealth. The bonds may be issued in coupon or registered form or both, as the Commission may determine, and provision may be made for the registration of any coupon bonds as to principal alone and also as to both principal and interest, and for the reconversion into coupon bonds of any bonds registered as to both principal and interest. The Commission may sell such bonds in such manner, either at public or private sale, and for such price, as it may determine to be for the best interests of the Commission.

Prior to the preparation of definitive bonds the Commission may, under like restrictions, issue interim receipts or temporary bonds, with or without coupons, exchangeable for definitive bonds when such bonds shall have

been executed and are available for delivery. The Commission may also provide for the replacement of any bonds which shall become mutilated or shall be destroyed or lost.

Bonds may be issued under this Act notwithstanding any debt or other limitation prescribed in any statute without obtaining the consent of any city, town or country government or any commission, board, bureau or agency of the Commonwealth or of any of the foregoing, and without any other proceedings or the happening of other conditions or things than those proceedings, conditions or things which are specifically required by this Act.

Section 17. Resolution or Trust Indenture to Secure Bonds. In connection with the issuance of bonds and in order to secure the payment of such bonds, the Commission shall have power:

1. To pledge by resolution, trust indenture, or other agreement, all or any part of its fees, rents or revenues;
2. To covenant to impose and maintain such schedule of fees, rents and charges as will produce funds sufficient to pay operating costs and debt service;
3. To covenant against pledging all or any part of its fees, rents, and revenues to which its right then exists or the right to which may thereafter come into existence or against permitting or suffering any lien thereon;
4. To provide for the release of fees, rents, and revenues from any pledge and to reserve rights and powers in the fees, rents and revenues from which are subject to a pledge;

5. To covenant with respect to limitations on its right to sell, lease or otherwise dispose of any facility or facilities of the Commission or any part thereof or with respect to limitations on its right to undertake additional projects;

6. To covenant as to the bonds to be issued pursuant to any resolution, trust indenture, or other instrument and as to the issuance of such bonds in escrow or otherwise, and as to the use and disposition of the proceeds thereof;

7. To covenant as to what other, or additional, debt may be incurred by it;

8. To provide for the terms, forms, registration, exchange, execution, and authentication of bonds;

9. To provide for the replacement of lost, destroyed, or mutilated bonds;

10. To covenant as to the use of any or all of its property, real or personal, subject to the continued use of such property for airport purposes;

11. To create or to authorize the creation of special funds in which there may be segregated (i) the proceeds of any loan or grant; (ii) all of the fees, rents and revenues of any facility or facilities or parts thereof; (iii) any moneys held for the payment of the costs of operation and maintenance of any such facilities or as a reserve for the meeting of contingencies in the operation and maintenance thereof; (iv) any moneys held for the payment of the principal and interest and its bonds or the sums due under its leases, or

as reserve for such payments; and (v) any moneys held for any other reserve or contingencies, and to covenant as to the use and disposal of the moneys held in such funds.

12. To redeem its bonds and to covenant for their redemption and to provide the terms and conditions thereof;

13. To covenant against extending the time for the payment of its bonds or interest thereon, directly or indirectly, by any means or in any manner;

14. To prescribe the procedure, if any, by which the terms of any contract with bondholders may be amended or abrogated, the amount of bonds the holders of which must consent thereto and the manner in which such consent maybe given;

15. To covenant as to the maintenance of its facilities, the insurance to be carried thereon and the use and disposition of insurance moneys;

16. To vest in a bondholder the right, in the event of the failure of the Commission to observe or perform any covenant on its part to be kept or performed, to cure any such default and to advance any moneys necessary for such purpose, and the moneys so advanced may be made an additional obligation of the Commission with such interest, security and priority as may be provided in any trust indenture, lease or contract of the Commission with reference thereto;

17. To covenant and prescribe as to the events of default and terms and conditions upon which any or all of its bonds shall become or may be

declared due before maturity and as to the terms and conditions upon which such declaration and its consequences may be waived.

18. To covenant as to the rights, liabilities, powers and duties arising upon the breach of it of any covenant, condition or obligation;

19. To covenant to surrender possession of all or any part of any facility or facilities acquired or constructed from bond proceeds, the revenues from which have been pledged upon the happening of any event of default, as defined in the contract, and to vest in a bondholder the right without judicial proceeding to take possession and to use, operate, manage and control such facility or any part thereof, and to collect and receive all fees, rents and revenues arising therefrom in the same manner as the Commission itself might do and to dispose of the moneys collected in accordance with the agreement of the Commission with such obligee, subject to the continued use of such facilities for airport purposes;

20. To vest in a trustee or trustees the right to enforce any covenant made to secure, to pay, or in relation to the bonds, to provide for the powers and duties of such trustee or trustees, to limit liabilities thereof and to provide the terms and conditions upon which the trustee or trustees or the bondholders or any proportion of them may enforce any such covenant;

21. To make covenants other than and in addition to the covenants herein expressly authorized, of like or different character;

22. To execute all instruments necessary or convenient in the exercise of the powers herein granted or in the performance of its covenants

or duties, which may contain such covenants and provisions, in addition to those above specified, as any purchase of the bonds of the Commission may reasonably require; and

23. To make such covenants and to do any and all such acts and to do any and all such acts and things as may be necessary or convenient or desirable in order to its secure its bonds, or in the absolute discretion of the Commission tend to make the bonds more marketable; notwithstanding that such covenants, acts or things may not be enumerated herein; it being the intention hereof to give the Commission power to do all things in the issuance of bonds, and in the provisions for their security that are not inconsistent with the Constitution of the Commonwealth of this Act.

Section 18. Bonds issued by the Commission under the provisions of this Act are hereby made securities in which all public officers and public bodies of the Commonwealth and its political subdivisions, all insurance companies, trust companies, banking associations, investment companies, executors, administrators, trustees and other fiduciaries may properly and legally invest funds, including capital in their control or belonging to them. Such bonds are hereby made securities which may properly and legally be deposited with and received by any State or municipal officer or any agency or political subdivision of the Commonwealth for any purpose for which the deposit of bonds or obligation is now or may hereafter be authorized by law.

Section 18A. The Commission is hereby authorized to fix, revise, charge and collect fees, rents and other charges for the use and services of

any facilities. Such fees, rents and other charges shall be so fixed and adjusted as to provide a fund sufficient with other revenues to pay first, the cost of maintaining, repairing and operating the facilities, and the principal or any interest on such bonds as the same shall become due and payable and second, to create reserves for such purpose and for other purposes of the Commission. Such fees, rents and charges shall not be subject to supervision or regulation by any commission, board, bureau or agency of the Commonwealth or any such participating political subdivision except the Peninsula Airport Commission. The fees, rents and other charges received by the Commission, except such part thereof as may be necessary to pay the cost of maintenance, repair, and operation and to provide such reserves therefor as may be provided for in the resolution authorizing the issuance of such bonds or in the trust indenture or agreement securing the same, shall be set aside at such regular intervals as may be provided in such resolution or trust indenture or agreement in a sinking fund or sinking funds which is hereby pledged to, and charged with, the payment of and the interest on such bonds as the same shall become due, and the redemption price or the purchase price of such bonds retired by call or purchase as therein provided. Such pledge shall be valid and binding from the time when the pledge is made. So long as any of its bonds are outstanding, the fees, rents and charges so pledged and thereafter received by the Commission shall immediately be subject to the lien of such pledge without any physical delivery thereof or further Act, and the lien of any such pledge shall be valid

and binding as against all parties having claims of any kind in tort, contract or otherwise against the Commission, irrespective of whether such parties have notice thereof. Neither the resolution nor any trust indenture by which a pledge is created need be filed or recorded except in the records of the Commission. The use and disposition of moneys to the credit of such sinking fund shall be subject to the provisions of the resolution authorizing the issuance of such bonds or of such trust indenture or agreement. Except as may otherwise be provided in such resolution or such trust indenture or agreement, such sinking fund shall be a fund for all such bonds without distinction or priority of one over another.

Section 19. All monies received pursuant to the authority of this Act, whether as proceeds from the sale of bonds or as revenues, shall be deemed to be trust funds to be held and applied solely as provided in this Act.

Section 20. Any holder of bonds, notes, certificates or other evidences of borrowing issued under the provisions of this Act or of any of the coupons appertaining thereto, and the trustee under any trust indenture or agreement, except to the extent of the rights herein given may be restricted by such trust indenture, or agreement may, either at law or in equity, by suit, action, injunction, mandamus or other proceedings, protect and enforce any and all rights under the laws of the Commonwealth or granted by this Act or under such trust indenture or agreement or the resolution authorizing the issuance of such bonds, notes or certificates, and may enforce and compel the performance of all duties required by this Act or by such trust indenture or

agreement or resolution to be performed by the Commission or by any officer or agent thereof, including the fixing, charging and collection of fees; rents and other charges. Any reduction authorizing the issuance of the Commission's bonds or trust indenture or agreement securing the same may limit or abrogate the individual right of action by the holders of such bonds or coupons appertaining thereto.

Section 21. The exercise of the powers granted by this Act shall be in all respects for the benefit of the inhabitants of the Commonwealth, for the increase of their commerce, and for the promotion of their safety, health, welfare, convenience and prosperity, and as the operation and maintenance of any project which the authority is authorized to undertake will constitute the performance of an essential governmental function, the Commission shall not be required to pay any taxes or assessments upon any facilities acquired and constructed by it under the provisions of this Act including but not limited to, its real estate, tangible personal property and machinery and tools. The bonds, notes, certificates or other evidences of debt issued under the provisions of this Act, their transfer and the income therefrom including any profit made on the sale thereof, shall at all times be free and exempt from taxation by the Commonwealth and by any political subdivision thereof.

Persons, firms, partnerships, associations, corporations and organizations leasing property of the Commission or doing business on property of the Commission shall be subject to and liable for payment of all applicable taxes of the political subdivision in which such leased property lies

, or in which business is conducted, including, but not limited to, any leasehold tax on real property and taxes on tangible personal property and machinery and tools, taxes for admission, taxes on hotel and motel rooms, taxes on the sale of tobacco products, taxes on the sale of meals and beverages, privilege taxes and local general retail sales and use taxes, taxes to be paid on licenses in respect to any business, profession, vocation or calling and taxes upon consumers of gas, electricity, telephone and other public utility services.

Section 22. No provision of this Act shall relieve, impair or affect any right, duty, liability or obligation arising out of any contract, concession, lease or franchise now in existence except to the extent that such contract, concession, lease or franchise, may permit. Notwithstanding the foregoing provisions of this section, the Commission may renegotiate, renew, extend the term of or otherwise modify at any time any contract, concession, lease or franchise now in existence in such manner and on such terms and conditions as it may deem appropriate, provided that the operator of or under any said contract, concession, lease or franchise consents to said renegotiation, renewal, extension or modification.

Section 23. This Act shall constitute full and complete authority, without regard to the provisions of any other law, for the doing of the acts and things herein authorized, and shall be liberally construed to effect the purposes hereof. Neither this Act nor anything herein contained is or shall be construed as a restriction or limitation upon any powers which the

commission might otherwise have under any laws of this Commonwealth, and this Act is cumulative to any such powers. This Act does and shall be construed to provide a complete, additional and alternative method for the doing of the things authorized hereby and shall be regarded as supplemental and additional to powers conferred by other laws. However, the issuance of bonds under the provision of this Act need not comply with the requirements of any other law applicable to the issuance of bonds, notes or other obligations. No proceedings, notice or approval shall be required for the issuance of any bonds or any instrument as security therefor, except as is expressly provided in this Act. The provisions of this Act are severable, and if any of its provisions shall be held unconstitutional by any court of competent jurisdiction, the decision of such court shall not affect or impair any of the other provisions of this Act.

As of August 28, 2003

299725