

EXHIBIT G

TERMINAL DEVELOPMENT PROGRAM

I. Preamble.

The Terminal Development Program is comprised of the Capital Improvements identified in **Exhibit G-1.1** and **Exhibit G-1.2**. As of the Effective Date, the City anticipates that the total cost of the Terminal Development Program will be approximately \$1,603,000,000¹. However, the City has committed to the Signatory Airlines that the Net Project Costs (*i.e.*, the amount to be included in the airline rate base) of the Terminal Development Program will be no more than \$1,267,100,000 (subject to increases by MII approval pursuant to Section 8.1 of the Agreement) for costs associated with the Capital Improvements identified in **Exhibit G-1.1**. Capital Improvements identified in **Exhibit G-1.2** will have zero Net Project Costs unless submitted to the Signatory Airlines for MII approval pursuant to Article 8 of the Agreement. Further, because of the agreement by the Signatory Airlines to provide extraordinary coverage pursuant to Section 6.3(d) and Section 6.5(c) of the Agreement, the City has also committed to the Signatory Airlines that the City will only finance up to \$1,404,000,000 of the total cost of the Terminal Development Program through GARBs (which includes costs associated with Capital Improvements identified in either **Exhibit G-1.1** or **Exhibit G-1.2**). This cap on the City's GARB financing for the Terminal Development Program may be increased pursuant to Section 8.1 of the Agreement. The City anticipates that it will finance the remaining portion of the total cost of the Terminal Development Program through a combination of grants, PFCs, and City or Airport non-airline funds. Consistent with the foregoing, the City and Airline agree to and incorporate by reference into the Agreement the provisions of this **Exhibit G**.

II. Contents. This **Exhibit G** consists of the following:

Exhibit G-1 Description of TDP

Exhibit G-1.1 TDP Airline Rate Base Elements

Exhibit G-1.2 TDP Non-Airline Rate Base Elements

Exhibit G-1.3 Initial Post-DBO Gate Assignments

Exhibit G-2 TDP Governance and Airline Participation

Exhibit G-2.1 TDP Governance Committee Charters

Exhibit G-2.2 TDP Governance Committee Descriptions

¹ Per-project contingency estimates are included in the line item estimated costs for the TDP Airline Rate Base Elements listed in **Exhibit G-1.1** and the TDP Non-Airline Rate Base Elements listed in **Exhibit G-1.2**. For the sake of clarity, the total estimated cost of TDP of approximately \$1,603,000,000 noted here is exclusive of program-wide contingency amounts for which the City may need to seek additional authorization from City Council. The City's spending of such additional program-wide contingency amounts would still be subject to the provisions of this **Exhibit G** and Article 8 of the Agreement with respect to the TDP Airline Rate Base Cap and the TDP GARB Financing Cap.

EXHIBIT G-1

DESCRIPTION OF TDP

I. Generally.

- A. By execution of this Agreement, Airline and the other Signatory Airlines have authorized and approved the Terminal Development Program (“***TDP***”), subject to the terms and conditions herein. The anticipated elements of the TDP which are so approved by the Signatory Airlines are listed in the attached **Exhibit G-1.1** and **Exhibit G-1.2**, with estimated costs and descriptions of scope for each element. Initial Gate assignments following the anticipated construction of new Gates as part of TDP are depicted in **Exhibit G-1.3**.
- a. To the extent there is any conflict between the terms and conditions in this **Exhibit G** and those of the Agreement, the Agreement shall control.

EXHIBIT G-1.1

TDP AIRLINE RATE BASE ELEMENTS

I. List of TDP Airline Rate Base Elements.

A. The portion of TDP that has been pre-approved by Airline and the Signatory Airlines by execution of this Agreement to be included in the TDP Airline Rate Base Cap is comprised of the following projects (“***TDP Airline Rate Base Elements***”) which, as of the Effective Date, are each projected to have the estimated costs and scope shown below.

TDP Airline Rate Base Element Project Name	Estimated Total Project Cost
New Terminal	\$1,236,600,000
Terminal Apron	\$111,900,000
Terminal A Reconfiguration	\$6,800,000
Terminal B Reconfiguration	\$8,300,000
Central Utility Plant (CUP) Upgrades	\$19,000,000
Terminal Triturator	\$3,200,000
South RON Aircraft Parking	\$29,200,000
Utility Corridor – Landside/Offsite	\$14,700,000
Terminal C Fuel Hydrant “Stub Out”	\$20,000,000
Estimated Total Costs²	\$1,449,700,000

B. By execution of this Agreement, the Signatory Airlines have authorized the City to proceed with the design and construction of each of the TDP Airline Rate Base Elements without further MII consideration, subject to the provisions of Article 8, *Capital Improvements*.

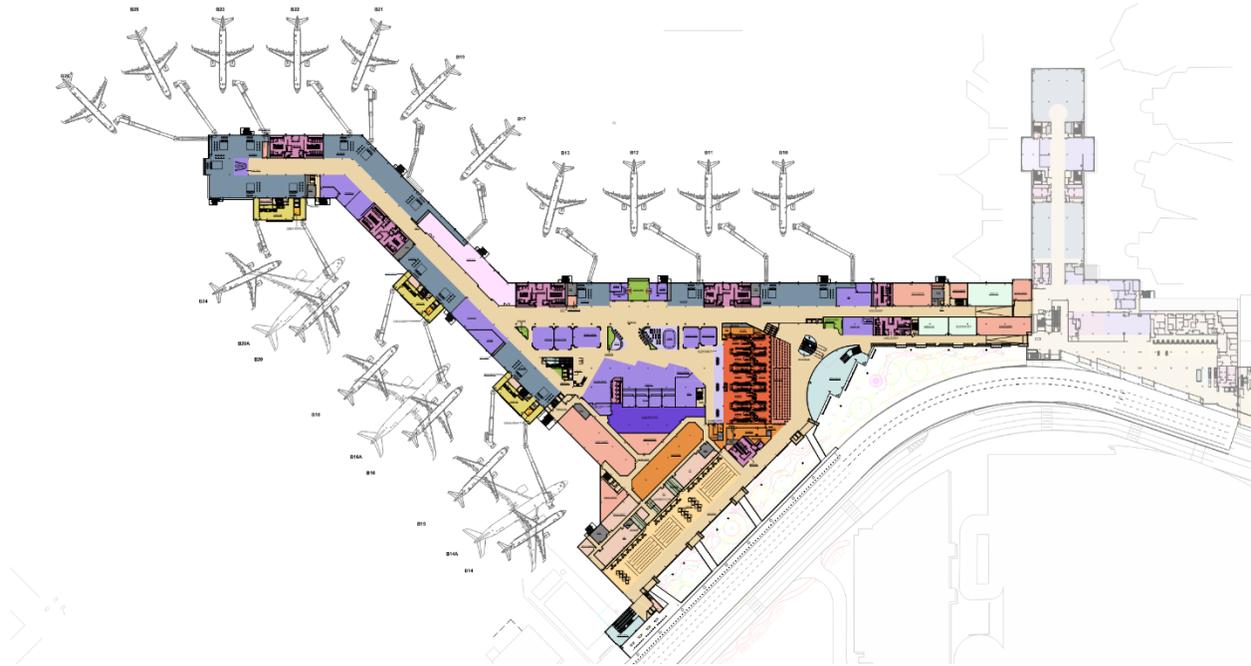
C. Consistent with the provisions of Article 8, *Capital Improvements*, the City and the Signatory Airlines acknowledge that it is their intent that the **TDP Airline Rate Base Cap** is intended to be a programmatic cap on the total Net Project Costs to be included in the airline rate base for the TDP Airline Rate Base Elements, such that the City may, without further MII consideration, proceed with a TDP Airline Rate Base Element despite a revised estimate for the completion of such TDP Airline Rate Base Element, so long as such programmatic cap will not be exceeded by more than the five percent (5%). Notwithstanding the foregoing, however, the City agrees that the intent of the City and Airline is that the City will not eliminate one of the TDP Airline Rate Base Elements from the TDP altogether without following the

² Pursuant to Section 8.1 of the Agreement, the City agrees that the estimated Net Project Costs of these listed TDP Airline Rate Base Elements will not exceed the TDP Airline Rate Base Cap.

process for MII review and approval in Section 8.7, “MII Approval and Deferral Process.”

- D. With respect to the above-referenced Terminal C Fuel Hydrant “Stub Out,” the subject Twenty Million Dollars (\$20,000,000) will be included in the Terminal Cost Center as an Equipment and Capital Outlay, and amortized over twenty (20) years utilizing a three percent (3%) discount rate, pursuant to Section 5.12, “Terminal C Fuel Hydrant “Stub Out” Costs,” of the Agreement.

TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS

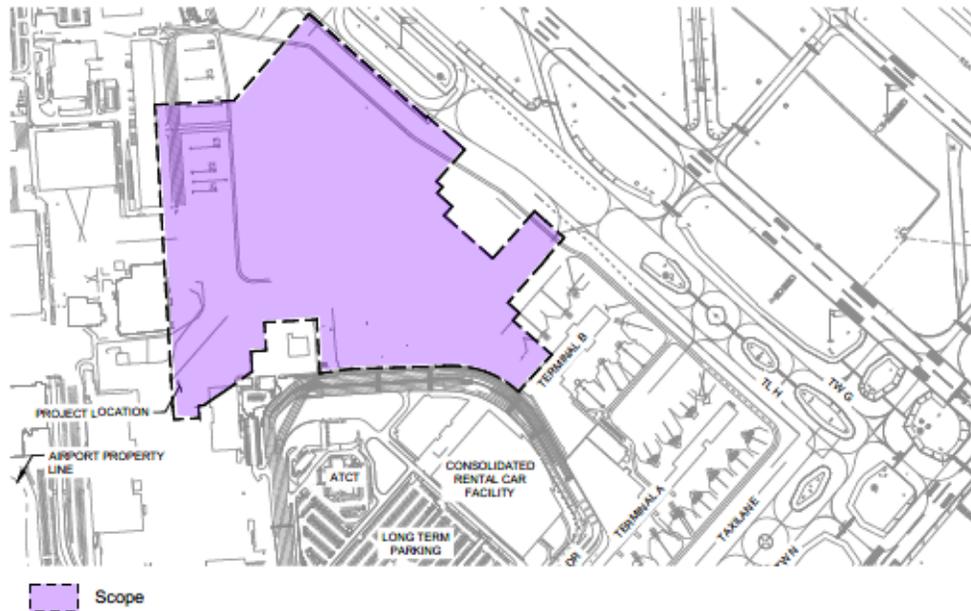


New Terminal

The New Terminal project is an approximately 850,000 sf new gateway terminal serving 17 narrowbody gates, 6 of which are international capable swing gates designed to accommodate widebodies in a 2:1 MARS configuration.

The building will serve as the central processor for the New Terminal and the existing Terminal B, incorporating landside ticketing, concessions and Security Screening Check Point. The airside concourse includes spacious holdrooms, airline clubs, passenger amenities, and a robust concessions program and a secure connector to Terminal B. A new immigration facility supports international arrivals while a new domestic baggage claim serves all other passengers. The new facility will incorporate a distinctive San Antonio sense of place with a focus on sustainability.

TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS



Terminal Apron

To support the development of the New Terminal, the Terminal Apron will be reconstructed to accommodate the new aircraft parking layout. The project includes demolition of the existing apron; regrading to meet new drainage criteria and NFPA requirements; new underground utilities to service the New Terminal; and new paving to align with the final grading requirements of the New Terminal.

TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS



Departures Level



Arrivals Level

 Limits of TDP scope

Terminal A Reconfiguration

The Terminal A Reconfiguration project will help relieve curbside congestion and improve passenger processing through closure of the eastern most curbside entrance doors; relocation of the SSCP (7 lanes); check-in counter reconfiguration/reduction; concession reassignments; and replacement of baggage reclaim devices. Renovation of Terminal A is limited specifically to the areas listed above.

TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS



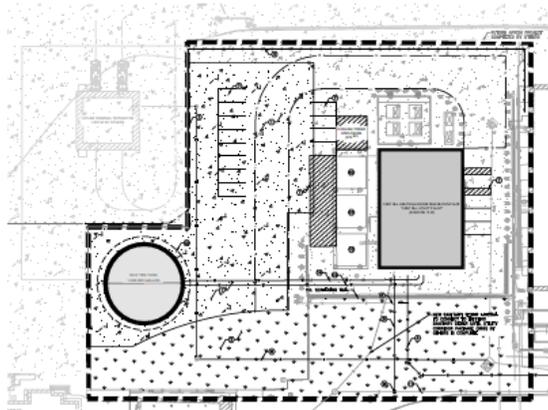
Departures Level

 Limits of TDP scope

Terminal B Reconfiguration

The Terminal B Reconfiguration project is limited to the replacement of the existing Terminal B SSCP with landside and airside concessions space; replacement of baggage reclaim devices; and BHS requirements to connect to the New Terminal CBIS.

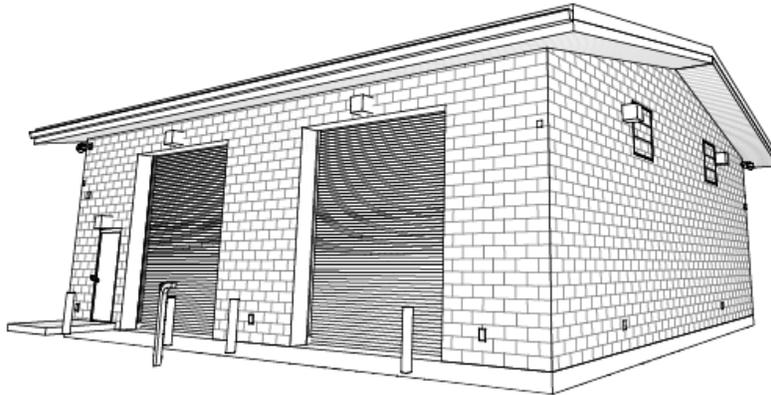
TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS



Central Utility Plant (CUP) Upgrades

The existing CUP requires upgrades and the installation of additional equipment to support the heating and cooling needs of the New Terminal. The upgrades include additional electrical equipment; new chillers and pumps; cooling tower expansion; and an approximate 1-million-gallon thermal energy storage system (TES).

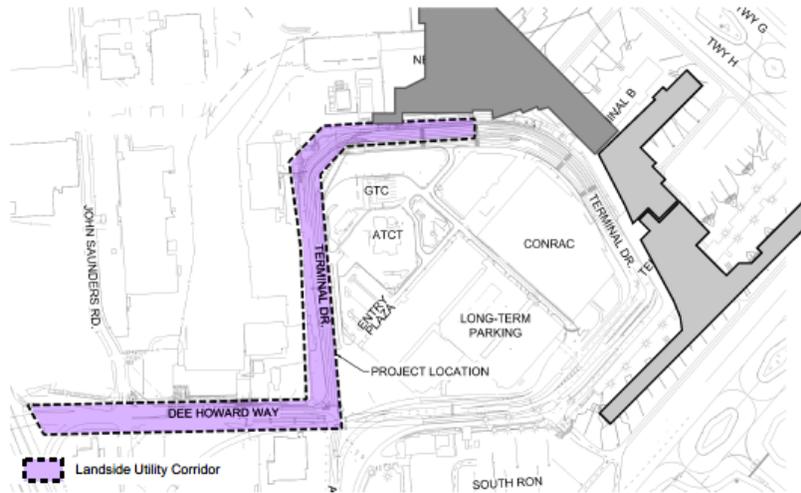
TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS



Terminal Triturator

The new Triturator building will accommodate disposal of aircraft lavatory waste for the New Terminal project. This new facility can support two lavatory vehicles simultaneous and includes dual pits and grinders and security and surveillance systems.

TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS



Landside Utilities

The Utility Corridor Relocation Project upgrades the size/capacity and location of existing storm, sanitary, and water utility infrastructure to accommodate the increased demand of the New Terminal. It leverages the location of the existing utility corridor along the terminal loop road and will replace all existing landside storm, sanitary, and water infrastructure.

TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS



RON Parking

Construction of the future New Terminal will require existing RON positions on the future New Terminal site to be relocated. The South RON requires up to 6 positions supporting narrowbody traffic, which supplements capacity from the Ground Loading Facility.

Relocation of the RON parking positions to the south site will require a mixture of simple re-striping and addition of full depth aircraft rated pavement. The RON position construction will be phased in tandem with the construction of the Ground Load Facility.

TDP AIRLINE RATE BASE ELEMENT PROJECT DESCRIPTIONS

Terminal C Fuel Hydrant “Stub Out”

The new hydrant system will generally consist of new dual, 12” mains pressurized underground fuel transfer lines (with 6” laterals to fuel pits) to supply future fuel to the new aircraft gates. The design will incorporate intermediate aboveground isolation valve stations (IVS) to provide loop hydrant piping system isolation, redundant fuel supply connections and Emergency Fuel Shut Off (EFSO) capabilities. The piping will be provided with a new cathodic protection system. Hydrant fueling and high/low point pits will be prefabricated fiberglass construction installed within the concrete apron. The 12” fuel mains and laterals will be capped and hydrogen filled for future connection to hydrant fuel transmission lines from a TBD fuel farm.

EXHIBIT G-1.2

TDP NON-AIRLINE RATE BASE ELEMENTS

I. List of TDP Non-Airline Rate Base Elements .

- A. Consistent with the terms of the Agreement and this **Exhibit G**, the costs of the Capital Improvements identified below as TDP Non-Airline Rate Base Elements are not to be included in the calculation of the TDP Airline Rate Base Cap, and such Capital Improvements shall have zero Net Project Costs unless the City has obtained MII approval pursuant to Section 8.6 or the Capital Improvement meets the requirements for an exemption from MII review and approval pursuant to Section 8.5.

Notwithstanding the foregoing, the GARB-funded portions of the costs of the TDP Non-Airline Rate Base Elements are included in the TDP GARB Financing Cap.

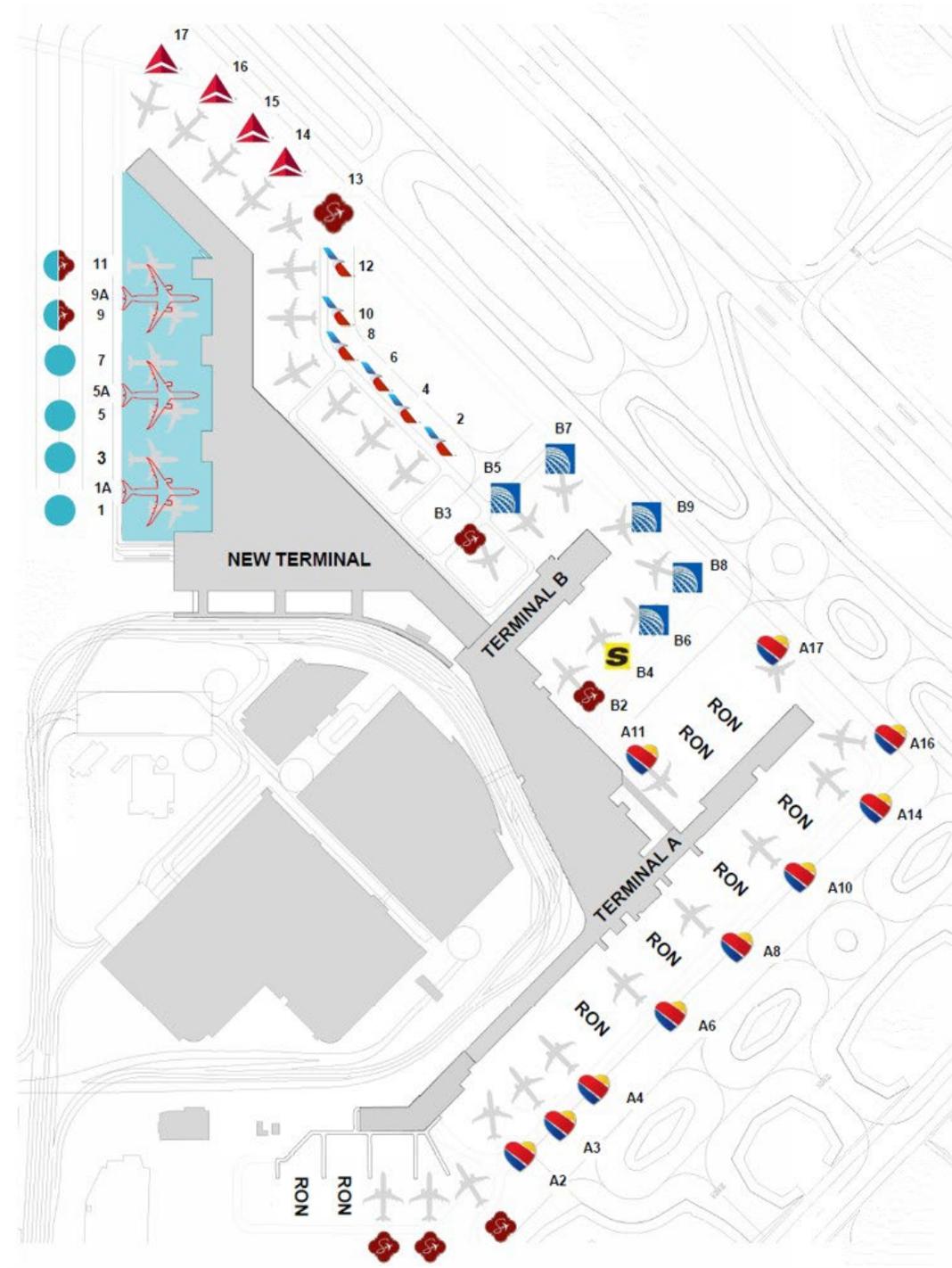
TDP Non-Airline Rate Base Element Project Name	Estimated Total Project Cost
Demo Hgr.4, P.S. & Badge/ID	\$9,300,000
Utility Corridor	\$2,800,000
P.S. Bldg.- Sandau Renovation	\$5,900,000
Badging Bldg.- Hold Renovation	\$5,900,000
Lynx Bldg. (Operations)	\$1,200,000
Airport Access Road	\$58,300,000
Permanent Employee Parking	\$15,200,000
Terminal Curbside Roadway	\$51,700,000
Central Utility Plant (CUP) Upgrades	\$3,600,000
Estimated Total Costs³	\$153,900,000

³ Based upon estimates made in June 2023. None of these costs will be included in airline cost centers. However, as indicated above, costs of the TDP Non-Airline Rate Base Elements are included in the TDP GARB Financing Cap.

Non- TDP Airline Rate Base Element Project Name	Project Description
Demolition of Hangar 4, Public Safety, and Badge ID	Construction of the future New Terminal necessitates the relocation of RON parking and the addition of new Ground Transportation Center. The existing Hangar 4, existing Public Safety Building, and existing Badge ID buildings require demolition and removal to accommodate RON parking and the new Ground Transportation Facility with connector to the new Terminal
Utility Corridor	See description in previous section regarding TDP Rate-base elements
Public Safety Building – Sandau Renovation	Construction of the future New Terminal necessitates demolition of existing Public Safety building and relocation of the Public Safety & TSA to the existing Sandau Building. This requires renovation of existing Sandau Building and improvements to the site and parking to meet program parking requirements.
Badge ID Building – Holt Renovation	Construction of the future New Terminal necessitates demolition of existing Badge ID building and relocation of the Badge / ID Office & Airport Security to the existing Holt Building. This requires renovation of existing Holt Building and the addition of new surface parking adjacent to Holt Building to meet program parking requirements.
Operations Building – Lynx Renovation	Construction of the future New Terminal requires the relocation of Airport Ops from the Sandau Building to the Lynx Building. This requires renovation of existing Lynx Building to meet program requirements.
Airport Access Roadways	Improvements to the Airport Access Roadway are an essential step to improving access to the airport and increasing the efficiency by altering the inbound/outbound flow of traffic at the airport. Improvements include reconfiguration of Airport Boulevard, creation of Northern Boulevard Extension, Dee Howard Way reconfiguration, reconfigure access points into passenger parking lots, and removing traffic signals and intersections. Landscaping will be added consistent with the new Terminal’s Sense of Place.
Permanent Employee Parking	Construction of the future New Terminal will require existing Employee Parking on the future New Terminal site to be relocated. The new location for Employee Parking consist of several different parking lots and other operations that are combined to create a single parking product. Existing operations and elements will be demolished and removed. A singular efficient parking lot will be constructed at this location.
Central Utility Plant Upgrades	See description in previous section regarding TDP Rate Base Elements.

EXHIBIT G-1.3

INITIAL POST-DBO GATE ASSIGNMENTS



Terminal A gate locations are meant to be representative of a 10-gate Southwest operation and are subject to further review and placement within Terminal A. Terminal B gate locations are meant to be representative of a 5-gate United Airlines operation and 1-gate Spirit operation within Terminal B and are subject to further review and placement by City in coordination with United Airlines and Spirit.

EXHIBIT G-2

TDP GOVERNANCE AND AIRLINE PARTICIPATION

II. TDP Governance.

- A. The City has formed the TDP Governance Committees described in **Exhibit G-2.1** (“**TDP Governance Committee Charters**”) and **Exhibit G-2.2** (“**TDP Governance Committee Descriptions**”) and has formed or intends to form associated TDP Working Groups for purposes of planning, input, oversight and coordination of stakeholder engagement related to the TDP. The TDP Governance Committee Charters and the TDP Governance Committee Descriptions further describe the function, process, and composition of each committee, and are subject to revision and amendment by vote of the applicable committee; provided, however, that the airline representation described in Section III herein may not be altered without written agreement by all Signatory Airlines.
- B. The City is committed to collaborating with the Signatory Airlines during the design and construction process of the TDP. In addition to the formal committee roles of airline representatives described below, the City anticipates regular engagement with airline representatives, directly and through the Airport-Airline Affairs Committee (“**AAAC**”), led by the AAAC Chair, throughout the duration of the TDP to coordinate technical details, operating requirements, operational impacts, and other items requiring airline input. Unless authorized in writing by City staff, neither airline staff nor representatives may provide directives or make requests directly to any City contractors or consultants, including but not limited to, the Executive Program Manager (“**EPM**”), the Master Architect, and the Construction Manager At Risk (“**CMAR**”). All such airline requests or directives must be provided to City staff or their designated representative for review and dissemination to the appropriate party.

III. Airline Participation in TDP Governance.

- A. Airline, together with other Signatory Airlines, may select, jointly, by written notice to the City, one airline representative (“**Signatory Airline Representative**”) to participate in each of the following TDP Governance Committees on their behalf: (1) Design Review Committee; (2) Construction Review Committee; and (3) Budget Committee. If the Signatory Airlines have engaged an airline technical representative (“**ATR**”), the ATR will be the Signatory Airline Representative on such committees. As of the Effective Date, the Signatory Airlines have engaged an ATR and said ATR will be the Signatory Airline Representative.
- B. The City shall also provide the Signatory Airlines the opportunity to select, jointly or individually, by written notice to the City, a subject matter expert or experts to represent the Signatory Airline(s) on any TDP Working Group (each, a “**Signatory Airline Working Group Member**”). Such written notice shall specify whether the Signatory Airline Working Group Member will represent an individual Signatory Airline or all Signatory Airlines jointly.

- C. By advance written notice to the City, a Signatory Airline may request (through the Signatory Airline Representative) that a Signatory Airline Working Group member attend a meeting of the Design Review Committee, Construction Review Committee, or Budget Committee where the committee is considering a recommendation from the applicable TDP Working Group. Such attendance shall be at the reasonable discretion of the applicable committee chair, and, if any such request is disapproved, such committee chair shall provide the reason(s) for such disapproval in writing to the Signatory Airline Representative prior to the start of the meeting for which attendance was requested.
- D. The Signatory Airline Representative shall be a voting member of the Design Review Committee, Construction Review Committee, and Budget Committee.
- E. Any Signatory Airline Working Group Members shall be non-voting members of the respective TDP Working Group.
- F. The Signatory Airlines shall provide the name, phone number, and email address of the person and/or firm they have selected to serve as their Signatory Airline Representative by written notice to the City from the AAAC Chair on behalf of all Signatory Airlines. If, at any time during the Term, the Signatory Airlines no longer employ an ATR (or replace the ATR with a different firm) and wish to designate a different Signatory Airline Representative, the Signatory Airlines shall provide such written notice to the City from the AAAC Chair no later than three (3) business days prior to any previously scheduled committee meeting to be attended by such new designee. In the event of an unscheduled committee meeting or one that occurs with less than three (3) business days' notice, the Signatory Airlines may designate a different person to serve as their Signatory Airline Representative by written notice to the City from the AAAC Chair on behalf of all Signatory Airlines up until the start time of such committee meeting.
- G. If either of the Design Review Committee or the Construction Review Committee (i) does not reach a decision on a matter that may materially affect Airline's operations, and such decision will instead be made by the TDP Senior Leadership Committee, or (ii) makes a recommendation on a matter that may materially affect Airline's operations to the TDP Senior Leadership Committee to which the Signatory Airline Representative voted against at the committee level, Airline (through the Signatory Airline Representative) may request that Airline representatives be allowed to attend the TDP Senior Leadership Committee where such decision will be deliberated. The Signatory Airline Representative shall make such request by advance written notice to the City and specify, in such notice, what representatives Airline proposes to attend such meeting with the Signatory Airline Representative.
- H. Airline shall comply and shall cause the Signatory Airline Representative and Signatory Airline Working Group Members to comply with any confidentiality requirements that the City may require of committee or working group participants.

EXHIBIT G-2.1

TDP GOVERNANCE COMMITTEE CHARTERS

Construction Committee Charter – V2

Goals and Purpose

Background/Purpose: The SAT Airport Team has established Governance requirements for the Terminal Development Program (TDP). TDP Governance will provide for streamlining of communication as well as making and enforcing decisions on design, budget and schedule.

Role:
The role of the Construction Committee is to provide a forum to discuss, coordinate and advise on TDP construction activities.

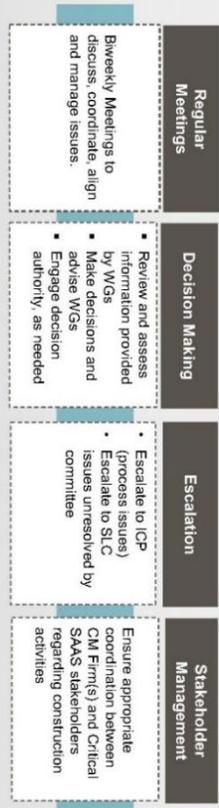
- Goals:**
- Mitigate / minimize negative impacts from construction for public and Airport operations
 - Keep project on track toward overall target budget
 - Minimize schedule impacts and delays
- Responsibility:**
- Support CM Team in evaluation of critical construction activities with regard to safety, schedule, budget, permitting, and conformance with design and quality standards.
 - Advise on management of construction activities on general public and Airport operations.
 - Set and track KPIs/KFIs leading indicators, such as: safety, schedule of spend, % budget spent, response time to contractor, payments (create a dashboard)
 - Track schedule and budget against targets
 - Support seamless coordination between TDP, ASEP, and CIP Construction activities and be aware of potential delivery method implications.

Construction Committee: High Level Roles & Responsibilities at a Glance

Committee Members	Lead	Decision Authority	Participant
PM / CM	X	X	
Construction PM			X
CMAR / builder (s)			X
SAAS Finance			X
SAAS ORAT			X
SAAS OPS			X
SAAS Safety			X
TDP Development		X	X
COSA City Attorney Office			X
SAAS Facilities			X
SAAS IT			X
ATR		X	
EPM		X	
SAAS Communications			X
ORAT			X
PM/CM- Meeting Management			X

All committees - H, Roles Respons Glance

High-Level Committee Engagement Process



Key Protocols

Conduct of Meetings & Information Management

- Biweekly Meetings. Urgent meetings as necessary
- Agenda and presentation materials provided 3 days in advance of meetings (24 hours in advance of unplanned urgent meetings)
- Produce minutes and distribute copies of meeting proceedings for review by voting members within 48 hours of meeting's conduct

Escalation & Decision-Making

- It is the intent that a majority of decisions will be resolved by the Construction Committee or sent back to the Working Groups.
- Decisions which cannot be reached by the Construction Committee as a whole will be escalated to Committee Decision Authority for vote.
- Escalate process issues and roadblocks to CIP (Chief Integration Officer).
- Decisions which cannot be reached by committee decision authority will be escalated to SLC.
- Decisions that significantly affect airlines or passengers, but don't have airline support, can be brought to the SLC with written notice, where the ATR can present its position. *'Detailed decision tree will be developed as the committee gets underway and issues surface.'*



Working Groups

Working Group	Group Name	Main Objective	Leader
Safety	Advice on Public and Worker Safety	Main Objective	Leader
CIP / ASEP	Coordination	Main Objective	Leader
Security	Security	Main Objective	Leader
Group Name	Group Name	Main Objective	Leader

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Design Committee Charter – v2

Goals and Purpose

Background: The SAT Airport Team has established Governance requirements for the Terminal Development Program (TDP). TDP Governance will provide for streamlining of communication as well as making and enforcing decisions on design, budget and schedule.

Charter: The Design Review Committee has oversight for the Design Team and provides direction for the Terminal Development Program to achieve the vision, identify, budget, schedule, and operational requirements established by the City of San Antonio and the San Antonio Airport System Leadership. Input from stakeholders, the community, and the traveling public will be evaluated to inform decisions and recommendations to the Senior Leadership Committee for major decisions.

Goals:

- Keep project on track toward overall target budget
- Minimalize schedule impacts and delays

Responsibility:

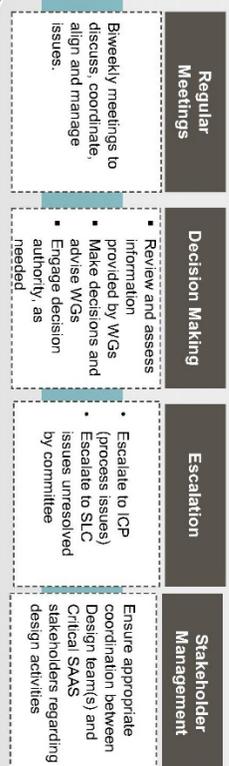
- Identify key issues that need executive decision
- Support Design Team(s) with timely decision making
- Support Design Team(s) in evaluation of critical design management activities.
- Advise / ensure design coordination with critical Aviation and community stakeholders.
- Advise / ensure design aligns with and enhances aviation department performance criteria for accessibility, sustainability, and design standards
- Track design schedule and budget against targets
- Design to budget, bring items to Budget Committee, as needed
- Ensure that facility works for us (sense of place, passenger flow, operational)

Design Committee: High Level Roles & Responsibilities at a Glance

Committee Members	Lead	Decision Authority	Participant
EPM	X	X	
Deputy Director TDP		X	
SAAS IT			X
EPM			X
SAAS Architect		X	
SAAS Customer Experience			X
Master Architect		X	X
TDP Development		X	X
SAAS Facilities			X
SAAS Safety			X
SAAS OPS			X
ORAT			X
SAAS ORAT			X
ATR		X	
EPM- Meeting Management			X

All Committees – HI Roles Respons Glance

High-Level Committee Engagement Process



Key Protocols

Conduct of Meetings & Information Management

- Biweekly Meetings. Urgent meetings as necessary
- Agenda, and presentation materials provided 3 days in advance of meetings (24 hours in advance of unplanned urgent meetings)
- Produce minutes and distribute copies of meeting proceedings for review by voting members within 48 hours of meeting's conduct

Escalation & Decision-Making

- It is the intent that a majority of decisions will be resolved by the Design Committee or sent back to the Working Groups.
- Decisions which cannot be reached by Design Committee as a whole will be escalated to Committee Decision Authority for Vote.
- Escalate process issues and roadblocks to ICP (Chief Integration Officer).
- Decisions which cannot be reached by committee decision authority will be escalated to SLC.
- Decisions that significantly affect airlines or passengers, but don't have airline support, can be brought to the SLC with written notice, where the ATR can present its position

Working Groups

ORAT SAAS ORAT Facility Maintenance SAAS Maintenance	Inclusive Design Deputy Director TDP Group Name Group Lead	Design Options SAAS Architect	Integrated Special Systems SAAS-IT
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Budget Committee Charter – v2

Goals and Purpose

Background/Purpose: The SAT Airport Team has established Governance requirements for the Terminal Development Program (TDP). TDP Governance will provide for streamlining of communication as well as making and enforcing decisions on design, budget and schedule.

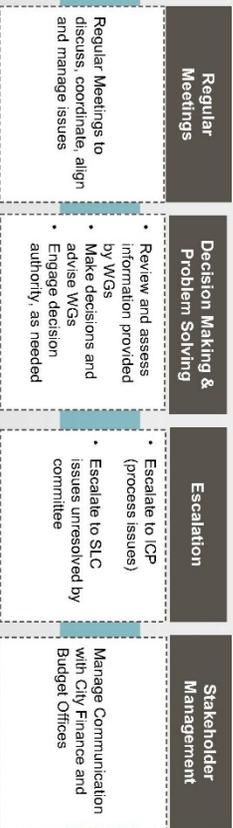
Role: The role of the Budget Committee is to provide a forum to discuss, coordinate and align program scope, schedule, and budget with program funding and financing plans

- Responsibility:**
- Advise TDP team and TDP committees on Aviation & COSA fiscal protocols. Ensure understanding and accountability.
 - Align the program & individual project scope(s) with funding. Allocate funding sources and address funding overages and shortfalls
 - Track program / project budgets against fiscal targets.
 - Align program/ project costs eligibility with funding sources and use plans
 - Tight coordination with / mutual accountability with Design and Construction Committee relative to managing scope and budget.

Budget Committee: High Level Roles & Responsibilities at a Glance

Committee Members	Lead	Decision Authority	Participant
SAAS Finance	X	X	
SAAS Deputy Director – TDP		X	
COSA Finance/Budget		X	
COSA OMB			X
COSA Finance			X
SAAS Properties			X
SAAS Budget			X
EPM Finance Lead			X
ATR		X	
SAAS TDP Development			X
EPM- Meeting Management			X

Process



Protocols & Tools

Conduct of Meetings & Information Management

- Recurring basis (Monthly or Biweekly) Urgent meetings as necessary
- Agenda provided one week in advance of meetings (48 hours in advance of unplanned urgent meetings)
- Distribute meeting presentation materials at least 72 hours in advance of recurring meetings (24 hours in advance of urgent meetings)
- Produce minutes and distribute copies of meeting proceedings for review by voting members within 48 hours of meeting's conduct

Escalation & Decision-Making

- It is the intent that a majority of decisions will be resolved by the Budget Committee or sent back to the Working Groups (including cross-cutting committee working groups).*
- Decisions which cannot be reached by Budget Committee will be escalated to Committee Decision Authority for Vote.
 - Escalate process issues and roadblocks to ICP (Chief Integration Officer).
 - Decisions which cannot be reached by committee decision authority will be escalated to SLC.
 - All decisions requiring Council vote will be managed by SAAS Director and Deputy Director.
 - Decisions that significantly affect airlines or passengers, but don't have airline support, can be brought to the SLC with written notice, where the ATR can present its position
- *Detailed decision tree will be developed as the committee gets underway. Cross cutting working groups with Design and Budget are likely.

Working Groups



Senior Leadership Committee Charter

Goals and Purpose

Background: The SAT Airport Team has established Governance requirements for the Terminal Development Program (TDP). TDP Governance will provide for streamlining of communication as well as making and enforcing decisions on design, budget, and schedule.

Role: The role of the Senior Leadership Committee is to provide consistent strategic leadership to the Terminal Development (TDP) team, ensuring alignment throughout the SAT team including city staff, shared services staff, and integrated consultant team members

Goals:

- Works towards mutual support of Airlines, City Management, and Community of San Antonio as the TDP progresses.
- Facilitate decision making and leadership to support delivery on schedule and aligned with fiscal plan.

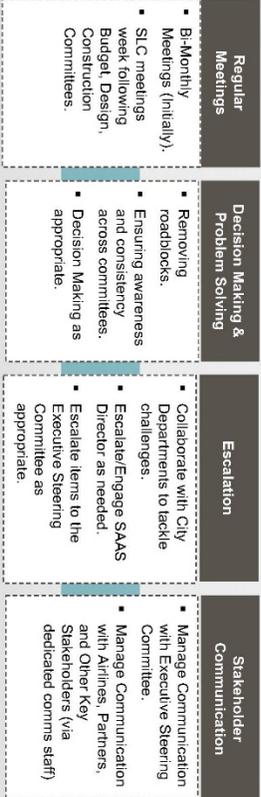
Responsibility:

- Set and support TDP culture throughout the departments, city and community (**Elevate**)
- Manage expectations with clear protocols and leverage ICP
- Set expectations with each Governance Committee and provide support across committees
- Communicate and coordinate program status and challenges with the Aviation Director.
- Ensure timely and efficient resolution of issues in order to maintain the forward progress of the TDP.
- Conduit to the Executive Steering Committee (ESC) to communicate vital information, program status, and challenges which may require advising and input from ESC.
- Decision making body for issues which require escalation beyond other committees and working groups.

Committee Members and High-Level Roles at a Glance

Committee Members	Lead	Decision Authority	Participant
Deputy Director TDP	X	X	X
SAAS Properties		X	X
SAAS TDP Development		X	X
SAAS Development			X
SAAS Finance		X	X
SAAS OPS		X	X
SAAS Airlines			X
SAAS ICP			X
SAAS ORAT			X
SAAS Communications			X
SAAS IT			X
EPM			X
EPM- Meeting Mgmt			X

High-Level Committee Engagement Process



Key Protocols

Meeting Preparedness

- Biweekly Meetings. Urgent meetings as necessary
- Agenda, and presentation materials provided 3 days in advance of meetings (24 hours in advance of unplanned urgent meetings)
- Review, prepare, and engage in level of effort needed to be informed prior to meetings and productive in meetings.
- Produce minutes and distribute copies of meeting proceedings

Voting & Decision-Making Authority

- It is the intent that this committee advises and few decisions will need to be made by the SLC. Process issues which get escalated to SLC should be handled by ICP Team.
 - The few decisions which cannot be reached by Budget, Design, and Construction Committees will be escalated to SLC.
 - If the SLC cannot come to an agreed upon decision, the SAAS Airport Director will have final decision-making authority so long as there is no increase in the approved budget.
 - All decisions requiring Council vote will be managed by SAAS Director and Deputy Director.
- *Detailed decision tree will be developed as the committee gets underway and issues surface.*

Working Groups

Committee Name
Main Objective
Leader

Committee Name
Main Objective
Leader

Committee Name
Main Objective
Leader

EXHIBIT G-2.2

TDP GOVERNANCE COMMITTEE DESCRIPTIONS

TDP Governance Committees



Senior Leadership Committee	Design Review Committee	Construction Review Committee	Budget Review Committee
<p>SAAS -Deputy Director -TDP SAAS -Deputy Director - Properties SAAS -Finance SAAS -OPS SAAS -Properties SAAS -ICP SAAS -ORAT SAAS -Communications SAAS -Development SAAS -TDP-Development SAAS -IT EPM</p>	<p>EPM -Design Manager SAAS -Deputy Director -TDP SAAS -IT SAAS -Architect Master Architect SAAS -TDP-Development SAAS -Customer Experience SAAS -OPS SAAS -Safety SAAS -ORAT SAAS -Facilities ATR EPM ORAT</p>	<p>PM/CM Construction PM Debbie Drew (SAAS- ICP) SAAS -Budget SAAS -ORAT SAAS -OPS SAAS -Safety SAAS -TDP-Development SAAS -Facilities COSA City Attorney Office SAAS -IT EPM ATR ORAT CMAR PM/CM- Meeting Management</p>	<p>SAAS -FINANCE SAAS -Deputy Director -TDP SAAS -Properties SAAS -TDP-Development COSA Finance/Budget COSA Finance EPM Finance Lead SAAS -Budget COSA OBM ATR EPM</p>
<p>Role: Provide day-to-day strategic leadership to the TDP team, ensuring alignment throughout the SAT team including City staff, shared services staff, and integrated consultant team members.</p> <p>Responsibility: Communicate and coordinate program status and challenges with the Aviation Director and the ESC to ensure timely and efficient resolution of issues in order to maintain the forward progress of the TDP.</p>	<p>Role: Provide a forum where the design team and key stakeholders can meet, discuss, debate, and make appropriate recommendations on the details of the designs within the TDP project elements.</p> <p>Responsibility: Make recommendations in alignment with the scope, schedule, and budget of the program, and identify areas that Management should consider for potential value-added changes.</p>	<p>Role: Provide a forum for discussion, review, input, and concurrence of all construction aspects of the TDP including contracts, scope changes, change orders, and airport operations impacts.</p> <p>Responsibility: Ensure decisions are made in alignment with TDP scope, schedule and budget parameters, funding plans, and procurement rules/regulations.</p>	<p>Role: Provide a forum to discuss, coordinate, and align program scope, schedule, and budget with program funding and financing plans. e.g., Project Boost</p> <p>Responsibility: -Align the program scope with program funding -Review program budgets and costs -Allocate funding sources and address funding overages and shortfalls -Ensure program cost eligibility with funding sources and use plans</p>

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