

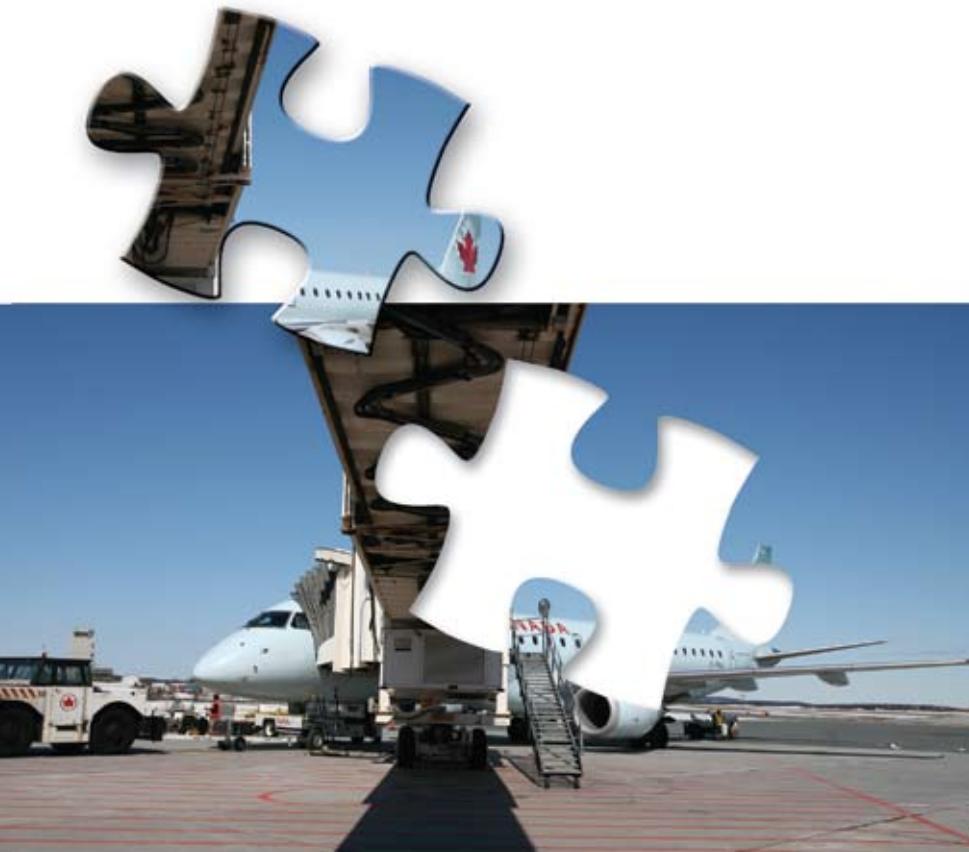
Soaring Together



2008 Annual Report

# Soaring Together

At St. John's International Airport, we recognize the important role we play in propelling the economy of our province. It's a role that we take seriously and have embedded this concept into our mission statement. But we also understand that we are but one piece of the puzzle. We cannot nor should not do this alone. To further grow our airport and our community, we are committed to developing partnerships with key stakeholders where mutual goals will be achieved. In doing so, we will soar. Together.



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# A Joint Message

from the Chair and the President & CEO

## A decade of vital contribution to our community

How time flies! It was 10 years ago that the Government of Canada transferred responsibility for the operations of our Airport to the St. John's International Airport Authority. And what a decade it's been...10 years of passenger growth, continuous enhancements to infrastructure and significant improvements to passenger services. In 2008 we commissioned an independent consultant to conduct a 5-year review of our business operations. The report was glowing, indicating that we've exceeded the terms of the Ground Lease with Transport Canada, and have done so "with vigour, direction, purpose and vision." By applying solid business principles to the operations of the Airport, we've invested \$140 million in capital expenditures to expand and improve our facilities and have facilitated the growth in the number of passengers travelling by 70%. With these accomplishments, there can be no doubt that the privatization of our Airport has been a success.



**William Mahoney** Chair

**Keith Collins** President & CEO





\$365  
Million to the  
Economy

For the first time since we were established as an Airport Authority, we commissioned a study in 2008 that quantified the economic impact of the Airport's operations on our community. The results were positively staggering and have solidified our role as an economic engine.

Who would have thought that the Airport's operations generate \$365 million to the economy, contribute \$75 million in tax revenue to all levels of government, and support 7000 person years of employment on an annual basis? These numbers are impressive. However, they pale in comparison to the true benefit of having an Airport in our community that can not be easily quantified: the ability for people and goods to travel worldwide. The recently released Air Access Study commissioned by the provincial government supports this sentiment as it clearly links the accessibility of a region with economic development.

Many of our accomplishments can only be achieved in partnership with our Airport partners and stakeholders. It is appropriate, then, that the theme for this year's annual report is "**Soaring Together.**" We acknowledge that the interests of our many stakeholders are very much in line with our own goals and objectives. In partnership, we are all pieces of a larger puzzle that help to propel our economy and create an airport experience for our passengers that is world-class.

One of our proudest accomplishments in 2008 was the recognition by our peers in the business community for our efforts towards excellence in customer service. Improving the passenger experience at our Airport is a continual focus that drives many of our initiatives. We continue to reach new heights in our passenger satisfaction levels and, in 2008, the St. John's Board of Trade awarded us with the **Customer Service and Reliability Award**. We will never be the largest Airport, but there's no reason we can't be the best. And this is our goal.

In 2008 we also won awards for our redeveloped website: **two Silver Spider Awards** under the categories of Visual Design and Navigation & Structure. The redevelopment of our website has supported our commitment to open communications with our passengers and our community and has appropriately positioned us on the world stage.

A key strategic focus for us is to increase the availability and accessibility of our Airport. Our largest capital project for 2008 was the **rehabilitation of Runway 16/34**. This multi-phase project increases the availability of our airfield through the installation of low-visibility taxiway lighting and lays the foundation necessary to increase the accessibility of our runways. These efforts to enhance aviation safety during low and reduced visibility operations have been acknowledged and commended by the major airlines in Canada.

This project was not glamourous and, fortunately, passengers may not have even noticed the drainage system being replaced and the runway being repaved. As a result of extensive strategic planning, communication and cooperation among our airline partners over a five month period, this \$12 million construction project resulted in only three flight disruptions. Luck with good weather may have played a small role. However, we must commend the efforts of our management team in their detailed planning and their commitment to keeping the airlines, airport operators and the community abreast of changes to the construction plans as they occurred.

### **Soaring Together Through Challenging Times**

Since 1998 we have experienced many events that have impacted air travel: 9/11, SARS, record-high fuel prices and now a global recession. Airlines have come and gone. Yet despite the turbulence, more and more people are travelling and are choosing to do so by air. Even with the challenges of high fuel prices faced by the airline industry in 2008, the airlines responded to passenger demand at our Airport by increasing their capacity by 20% during the



Keith Collins accepts the St. John's Board of Trade Customer Service & Reliability Award on behalf of the St. John's International Airport Authority

peak summer period compared to the same timeframe in 2007. The end result was a total increase in passenger traffic of more than 3% for the year.

Despite our continued growth, 2008 was not without its challenges. The substantial increase in construction costs in our region placed added pressure on our capital program. This program is funded exclusively by the Airport Improvement Fee, and our reluctance to increase this fee forces us to be very selective with the capital projects we choose. Consistent with our conservative financial management style, we have decided to defer certain capital projects. One such high-profile, deferred project is the expansion of the Airport's main terminal building. Despite the fact that we are presently operating at close to 40% above design capacity, we will focus our capital spending only on making modest improvements in targeted functional areas that allow us to maintain efficient operations in our terminal building. Moving forward, our focus must be on those projects that are necessary to ensure the safety and integrity of our Airport's operations.

At the same time, however, we recognize that deferring projects associated with the expansion of our capacity may hinder the economic growth and development of our province. We are therefore in discussions with the three levels of government to pursue strategic, one-time, capital funding partnerships where such investments will generate a return in the form of growth in GDP, employment and economic development, as indicated in our Economic Impact Study. To date, our funding partnership proposals have been well received and these discussions will continue. Our government partners understand that this is not a request for operating funds, but rather an investment in the economic development and growth of our community. In connecting with the appropriate partners and aligning our collective interests, we are able to fit the pieces of the economic development puzzle together.

In looking back over the last year, it is important to recognize and thank all the individuals who have contributed to making this an award-winning Airport. We are grateful to our strong leadership team that is supported by a highly skilled and experienced staff. We appreciate and thank the members of our Passenger Advisory Panels for their dedication and commitment to share their airport experiences for the betterment of all passengers. We also thank the members of our Board of Directors who have given of their time and talents over the last year to provide strategic direction to the Authority for the benefit of the community. As we welcome Neil Pittman to the table as our newest Board member, we also say good-bye to Ray Whalen and thank him for his contribution.

In 2009 we will be consistent with our goal of excellence...in service, safety and security. We also look forward to celebrating this momentous year in aviation history. If the **10th anniversary** of the Airport Authority were not enough, it is also the 100th anniversary of powered flight in Canada. To celebrate, we are hosting an air show for the first time since 2000 that will feature the Canadian Forces Snowbirds, Canada's famous air demonstration team.

We're proud of what we've accomplished over the past 10 years and look forward to establishing partnerships over the next decade to further grow and develop our Airport for the benefit of the community we serve.

Together, we will soar.

William Mahoney  
Chair

Keith Collins  
President & CEO



## Extended Leadership Team

Left to Right: Janet O'Brien, Frank Wyse, Bob Nurse, Laura Cooper, Peter Avery, Marie Manning, Jerome Healey,  
Paul Angel, Wayne Miller, Randy Mahon, Ellen Williams, Keith Collins, Damian Boucaud, Dave Buckle  
Missing: Chris Bussey, Gerry Rice, Terry Hoyles, Glen Mahon, Wilf Lynch, Charlie Kean



## Soaring Together

The strategic direction for the Airport Authority in 2008 focused on five key areas: enhancing the passenger experience; improving the Airport's access and availability; growing the business and diversifying its revenue stream; expanding the Airport's capacity; and advancing the corporate culture. Significant progress has been made in all these areas.

In 2008 the Airport Authority commissioned an Economic Impact Study that quantified the economic footprint of the Airport's 2007 operations on the local, provincial and national economies. With an annual contribution of \$365 million to GDP, \$75 million in tax revenue to all levels of government, and 7000 person years of employment that includes the annual employment of 1400 people, the results strongly position the Airport as an economic engine for our region.

The report also clearly demonstrates the link between air access and economic development. The ability of local businesses to operate nationally and globally by efficiently moving people and goods across Canada and around the world is the greatest benefit of having a well-run, international airport in a community.

Throughout 2009 we will maintain our focus on the areas identified for 2008. The challenge, however, is that substantial capital investment is required to continue to significantly move some of these initiatives forward. With the escalation in construction costs placing increased pressure on our capital program, we have made the decision to defer most of the infrastructure projects associated with expanding our facilities to support growth. Our priority must be those projects associated with maintaining safety and our operational integrity.

The fact that these projects are deferred does not diminish their importance. As a result, an additional focus for this year is to seek one-time capital funding partnerships with all levels of government. Having quantified our contribution to the local, provincial and national economies, we understand how the Airport supports the economic development goals of all levels of government. In sharing the capital costs to invest into the Airport's infrastructure, we will collectively facilitate the growth of our province.

The following outlines the specific initiatives taken in 2008 to further our strategic direction. It also lays out our plans for 2009 as we advance our progress in these key focus areas.

### Enhancing the Passengers' Experience

We truly believe there is no greater challenge than that of exceeding passengers' expectations, and it is a challenge that we readily accept. Each year, we continue to build upon the great inroads we have made to improve the experience for our passengers.

We understand that being able to measure the level of satisfaction by our passengers is critical to determine if our service goals are being met. For this reason we increased the frequency of our passenger satisfaction surveys in 2008 and have implemented a "mystery shopper" program. We are also proud to have exhibited continual increases in satisfaction ratings. This is no small feat and calls to attention the priority we've placed on continuous customer service improvements.

Over the last year we made a number of improvements that had a positive impact on the passengers' experience at our Airport: we installed **common-use, self-service check-in kiosks** that reduced queuing times at check-in and at pre-board screening; we added a **children's TV** and an **ABM** to our Departures Lounge; and we worked with our concessionaires to extend their product lines and their operating hours.

Our primary focus for 2009 is to work with our airline partners to **improve the baggage retrieval process**. New procedures have already been implemented to ensure the carousels are properly signed. Technical enhancements are also being planned that will improve the entire delivery process.

Additional improvements in 2009 include a **new parking lot system** that gives customers a variety of payment options and expedites the exit process from the parking lots; **rocker gliders** in the children's play area of the Departures lounge; and **smoking shelters** that will reduce the amount of second-hand smoke near the terminal building. In addition, we are exploring options to install **battery charging stations** for cell phones, laptops and PDAs as well as **retail kiosks** in our Departures Lounge.



## Passenger Advisory Panel

Left to Right: Jerry Ward, Brian Shortall, Doug May, Maria Thomas French, Max Ruelokke, Susan Misik, Margaret Thomson, David Boyde, Ted Condon, Ann Marie Vaughan, Marlene Bayers, Marilyn Best, Don Barry, Wayne Somers    Missing: Dean Roebothan, Gerard Dominic, Scott Kenney, Steve Young, Mike Edwards, Debbie Squires, John Allan, Karna Nair, Cathy Saint John, Nina Adey



We also realize that bringing customers into the business is important to understand what is going well and where improvements in services can be made. In 2008 we brought together frequent users of our airport facilities when we reconstituted our **Passenger Advisory Panels**. The members of these Panels are frequent travelers who meet on a regular basis to share their experiences and provide feedback on our services. This information is invaluable to setting us in the right direction to achieve excellence in customer service.

Being customer-focused is inherent in our Mission Statement and our tagline 'you above everything' - it is part of a mantra that guides us towards achieving excellence in customer service and providing an airport experience that is world-class.

## Improving Airport Availability and Increasing Air Access

Airport availability is about ensuring our runways and taxiways are safely open for business. This can be challenging during extreme weather conditions. Fortunately, we have a very experienced team of snow-clearing operators and, over the last two years, have invested about \$5 million to upgrade our fleet of snow and ice removal equipment. In 2009 and beyond, we intend to continue to add and upgrade our fleet to improve our airfield performance, thereby decreasing our time on the runways and the time aircraft may be holding overhead.

In early 2009, an article featuring our winter operations was published in **Airports International**. The article talked about the challenges we face in dealing with our often extreme winter weather conditions. However, it does emphasize that we are skilled, equipped and prepared to do so in a very efficient manner. This is an opinion that is also shared by other airports. We are viewed as a leader and often receive visits from our airport colleagues who wish to learn from our experiences. And we are only too happy to share our knowledge.

Our most extensive capital project last year was the rehabilitation of Runway 16/34. This \$12 million project spanned over five months and resulted in a rehabilitated drainage system and a newly paved runway. This year we will complete Phase 2 of this multi-phase project. The installation of a low visibility taxiway lighting system will improve the safety of airfield operations during low visibility conditions and lays the foundation necessary to further increase the accessibility of our Airport.

Our priority in 2009 is to work with NavCanada on the life cycle replacement of the airfield's CAT 2 Instrument Landing System (ILS) on Runway 11/29. We know, however, that to significantly improve the availability of our Airport during low visibility conditions, the installation of CAT 3 ILS is required. In working with NavCanada, we have reviewed various options to install CAT 3 on our principal runway to determine where it will have the greatest impact. Preliminary results indicate that CAT 3 ILS on Runway 11 will increase our availability to 98.8%. It is our intention to continue to work with NavCanada to determine the technical feasibility of this upgrade and to build a financial business case to present to strategic funding partners and the airlines using our Airport.

## Increasing Accessibility

It is understood that the accessibility of a region is a basic building block for economic growth and development. Living on an island on the far east coast of the country puts the importance of air access in a unique and different light than most other airports in our country. For these reasons, increasing the availability of seats and the number of destinations served is a priority for us.

The provincial government recently released its Air Access Study. This report reinforces the strong correlation between air access and economic development and the need for government to support efforts to increase the accessibility of our province. We are committed to continuing to work with our stakeholders to identify new routes that meet the demands of the tourism industry and the business community.

Throughout 2008 we worked with our existing airline partners to promote certain routes. The focus of our air access initiatives this year is to continue our efforts and dialogue with a number of airlines to re-establish a direct air link with Moncton, NB and with Europe.

A new bi-lateral agreement between Canada and the EU was announced in 2008 and will be officially ratified in 2009. This agreement will open the skies to more airlines to serve new destinations in these regions. In order to completely understand the opportunities that this new agreement may present to us in re-establishing this important link, an experienced consultant has been engaged to refine the market size and develop a European air service strategy that includes a prioritized list of route and airline options. Armed with a business case, we will pursue the appropriate airlines to satisfy the needs of our region.





## Revenue Generation, Diversity and Cost Containment

Like any corporation, our goal is to increase revenue and manage cost. As a not-for-profit corporation, the difference in our case is that revenue earned is invested back into our operations and facilities rather than into the pockets of shareholders. The more money we are able to generate, the greater our ability to grow and meet our objectives for the benefit of our community.

In the economic environment that we now face, being solely dependent on the revenues from aeronautical fees is risky. Our costs are mostly fixed. It is therefore important that new markets be explored and developed so that we are able to hedge against any downturns in the commercial airline industry through non-airline related revenue sources.

For the last two years our revenue from aeronautical fees represented less than 50% of our total revenue. Going forward we intend to maximize our advertising and concession revenue potential. Other areas of growth include development of our more than 300 acres of land. Long-term land lease agreements will establish new and predictable annual revenue for the Airport Authority.

In 2009 we plan to continue our marketing efforts to increase the number of landings by large military aircraft. We also intend to complete a cargo study that will identify the revenue potential of this market and will outline a strategy for its development.

Hand in hand with increasing revenue to improve the bottom line is a focus to reduce expenses. Our objective is to examine all areas of our operation and identify where greater efficiencies can be gained.

## Expanding our Capacity

Increasing our facilities and infrastructure to support the growth in our operations has been a priority over the last few years. In 2008 we expanded our team of employees when we filled key positions in the areas of human resources, marketing and operations. These new roles help to support our strategic objectives in advancing our corporate culture, passenger satisfaction, revenue development, and ensuring the integrity and safety of our operations.

The expansion and reconstruction of the Combined Services Building, which is home to more than 80% of our employees, made significant progress in 2008. New offices for our operations and emergency response teams, a new fire hall, and new training rooms are now complete. All remaining improvements will be finalized during 2009.

In working with our Airport partners, more area has been made available for parking aircraft on our terminal ramp. This has improved our operation and our ability to accept more late-evening flights as

many of these overnight at our Airport. By the end of 2009, the ramp will be expanded even further when buildings that presently occupy this site are removed. In order to accommodate the cargo and airline ground support operations that are being displaced, the Airport Authority is evaluating the construction of a new ramp services building. Construction will be based on a solid business case where the investment will yield a sufficient return.

Plans for 2009 also include the reconnection of the Central Deicing Facility with the adjacent taxi lane. Not only does this improve our operational integrity, but it also opens a new area of land for airside development. In doing so, we are supporting our efforts to generate additional revenue from new sources.

Over the last year we also spent time planning, sizing and costing the expansion of the Airport's main terminal building. This project and many other projects associated with supporting future growth have been deferred from our capital program. In addition to seeking strategic capital funding partnerships to facilitate the continued economic growth of our community, we intend to make targeted, modest improvements to our existing facilities and infrastructure. We will re-allocate under-utilized existing space for new purposes. For example, in 2009 we will be reducing the size of the Observation Deck on the third floor of the terminal building in order to accommodate the demand for office space by our airport partners. In doing so, we are able to reduce the footprint of any future expansion to the terminal building.

## Advancing our Corporate Culture

A new human resource management position was created in 2008 to support our efforts in establishing and maintaining an organizational culture characterized by mutual respect, trust and accountability and one that offers opportunity for personal growth, skills development and career advancement.

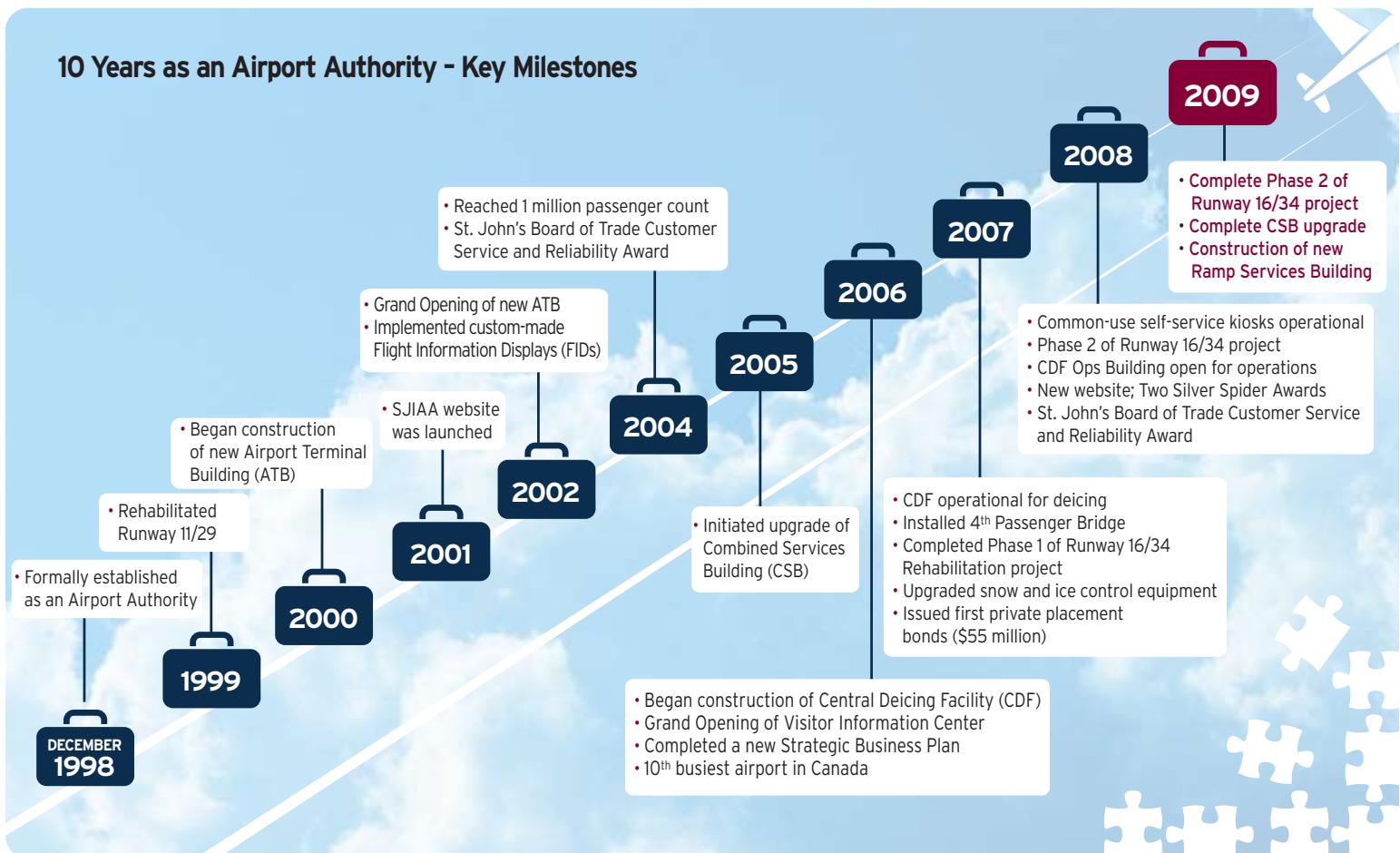


A great deal of effort has also been made over the last year in initiating a Safety Management System (SMS) and a Security Management System (SeMS). Although these are very operational in nature, they do require a strong understanding and a commitment by all employees that these issues will be top-of-mind in all we do.

Over the next year we will further the implementation of these management systems, obtain the necessary resources to ensure success in meeting our objectives and engage employees to reinforce a mindset of operating in a safe and secure manner. By focusing on these key strategic areas, we will achieve our goal of becoming a leader in our industry and community; one that delivers world-class facilities and services at our province's transportation gateway.

*Whether it's partnering with government to share in the funding of one-time capital infrastructure projects, with airlines to promote new routes or with our airport service providers to improve the level of service at our Airport, we are all individual pieces of a puzzle that, when aligned together, are able to achieve our mutual goals.*

## 10 Years as an Airport Authority - Key Milestones





## Financial Statements

# Management's Responsibility for Financial Statements

St. John's International Airport... An Economic Engine

Keep looking for highlights of the Airport's annual contributions on further pages.

Management of the St. John's International Airport Authority ("The Authority") is responsible for the preparation and presentation of the accompanying financial statements. The financial statements contain all disclosures necessary for a fair presentation of the financial position, results of operations, and cash flows of the Authority in accordance with Canadian Generally Accepted Accounting Principles.

The Authority maintains appropriate accounting procedures and related systems of internal control to provide reasonable assurance that its assets are safeguarded and that its financial records are reliable.

The Authority's Board of Directors ensures that management fulfills its responsibility by appointing a Finance and Audit Committee, composed of four Directors, to review and recommend the annual financial statements to the Board of Directors for approval.

The financial statements have been audited by Ernst & Young LLP, an independent firm of chartered accountants, who were appointed by the Board of Directors. The auditors meet with the Finance and Audit Committee annually to review any significant accounting, internal control or auditing matters.



**Keith Collins**  
President & CEO



**Laura Cooper**  
Director - Finance & Human Resources



# Auditor's Report

## To the Directors of the St. John's International Airport Authority:

We have audited the balance sheet of the St. John's International Airport Authority (the "Authority") as at December 31, 2008 and the statements of operations and equity in capital assets and cash flows for the year then ended. These financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Authority as at December 31, 2008 and the results of its operations and its cash flows for the year then ended in accordance with Canadian generally accepted accounting principles. As required by the Canada Corporations Act, we report that, in our opinion, these principles have been applied on a basis consistent with that of the preceding year.

*Ernst & Young LLP*

Chartered Accountants

St. John's, Canada

February 17, 2009

# Balance Sheet

## St. John's International Airport Authority

As at December 31 (in thousands of dollars)



	2008	2007
<b>Assets</b>		
<b>Current</b>		
Cash and cash equivalents	\$ 4,397	\$ 12,163
Accounts receivable (note 4)	1,958	2,684
Consumable inventory	374	145
Prepaid expenses	214	273
<b>Total current assets</b>	<b>6,943</b>	<b>15,265</b>
Capital assets, net (note 5)	91,231	77,348
Debt service reserve fund (note 7)	1,447	1,449
Accrued benefit asset (note 10)	820	585
	<b>100,441</b>	<b>94,647</b>
<b>Liabilities and equity in capital assets</b>		
<b>Current</b>		
Accounts payable and accrued liabilities (note 6)	11,142	6,751
<b>Total current liabilities</b>	<b>11,142</b>	<b>6,751</b>
Long-term debt (note 7)	51,219	51,133
Deferred contributions for capital projects (note 8)	11,162	11,805
Equity in capital assets	26,918	24,958
	<b>100,441</b>	<b>94,647</b>

Commitments [note 12]

See accompanying notes

On behalf of the Board:

William Mahoney, Chair

John Chapman, Chair of Finance & Audit Committee

# Statement of Operations and Equity in Capital Assets

## St. John's International Airport Authority

Year ended December 31 (in thousands of dollars)

	<b>2008</b>	<b>2007</b>
<b>Revenues</b>		
Landing fees	\$ 4,152	\$ 3,985
Terminal fees	2,728	2,661
Concessions	2,915	2,902
Car parking	1,980	1,779
Rentals	1,375	1,351
Other	1,215	1,175
	14,365	13,853
Airport improvement fees (note 9)	8,293	8,200
	<b>22,658</b>	<b>22,053</b>
<b>Operating Expenses</b>		
Salaries and benefits	5,456	5,480
Operating	5,087	4,368
Amortization	4,289	3,400
Interest and financing costs (note 7)	2,956	3,095
Business development	750	587
Airport rent	715	698
Grant-in-lieu of taxes (Municipal)	605	563
Professional services	425	433
General and administrative	388	468
Bad debts	40	41
	<b>20,711</b>	<b>19,133</b>
<b>Excess of revenues over expenses</b>	<b>1,947</b>	<b>2,920</b>
Total equity in capital assets, beginning of year	24,958	22,383
Accumulated unrealized changes in net assets (note 2)	–	(352)
Amortization - cash flow hedge loss	13	7
<b>Total equity in capital assets, end of year</b>	<b>26,918</b>	<b>24,958</b>

See accompanying notes



# Statement of Cash Flows

## St. John's International Airport Authority

Year ended December 31 (in thousands of dollars)

Supporting  
7000 person  
years  
of  
employment

	2008	2007
<b>Operating Activities</b>		
Excess of revenues over expenses	\$ 1,947	\$ 2,920
Add (deduct) items not involving cash		
Amortization - capital assets, net	4,931	4,039
Amortization - deferred contributions	(643)	(638)
Amortization - other	101	59
Loss on sale of capital assets	9	5
Increase in accrued benefit asset	(235)	(47)
	<b>6,110</b>	<b>6,338</b>
<b>Changes in non-cash working capital balances related to operations</b>		
Accounts receivable	726	(487)
Consumable inventory	(229)	13
Prepaid expenses	59	274
Accounts payable and accrued liabilities	4,391	(860)
<b>Cash provided by operating activities</b>	<b>11,057</b>	<b>5,278</b>
<b>Financing Activities</b>		
Proceeds from bond issue	-	55,000
Transaction costs	-	(3,919)
Decrease in bank indebtedness	-	(1,998)
Repayment of bank demand loan - Airport reconstruction program	-	(28,774)
Repayment of bank demand loan - other capital	-	(486)
Debt service reserve fund	-	(1,449)
Loss on cash flow hedge	-	(352)
<b>Cash provided by financing activities</b>	<b>-</b>	<b>18,022</b>
<b>Investing Activities</b>		
Additions to capital assets	(18,868)	(11,990)
Additions to deferred contributions	-	357
Proceeds from sales of capital assets	45	12
<b>Cash used in investing activities</b>	<b>(18,823)</b>	<b>(11,621)</b>
<b>Net (decrease) increase in cash during the year</b>	<b>(7,766)</b>	<b>11,679</b>
Cash and cash equivalents, beginning of year	12,163	484
<b>Cash and cash equivalents, end of year</b>	<b>4,397</b>	<b>12,163</b>

See accompanying notes



# Notes to Financial Statements

## St. John's International Airport Authority

December 31, 2008

(tabular amounts expressed in thousands of dollars except where otherwise noted)

### 1. Organization and nature of operations

The St. John's International Airport Authority (the "SJIAA") was incorporated on May 6, 1996 as a corporation without share capital under Part II of the Canada Corporations Act. The Airport Transfers (Miscellaneous Matters) Act exempts the corporation from paying income and large corporations tax.

On December 1, 1998, the operations and undertakings of the St. John's International Airport (the "Airport"), previously administered by Transport Canada, were transferred to the SJIAA. The SJIAA operates the Airport pursuant to the provisions of a long-term lease with the Government of Canada (the "Ground Lease"). As the principal document governing the relationship and allocating responsibilities between the SJIAA and the Government of Canada, the Ground Lease provides a formula for the calculation and payment of Airport Rent, after an initial rent-free period which ended December 31, 2005. The term of the Ground Lease is sixty years, ending 2057, with an option to extend the term for a further twenty years.

The SJIAA has all the powers and obligations of any Canadian private corporation and operates on a fully commercial basis. The SJIAA has the autonomy to set all fees and charges and does not rely on grants, donations or on contributions with restrictions imposed by the contributor.

The corporate structure ensures that the excess of revenues over expenses, or surplus from operations, is retained and reinvested in capital assets for development of the Airport. Equity in capital assets includes the net assets invested in capital assets to date and cumulative surpluses restricted for future Airport infrastructure projects and associated financing costs.

**\$75 Million in annual  
Tax Revenue  
to all  
levels  
of  
Government**

## **2. Significant accounting policies**

### **Basis of accounting**

The Authority's financial statements are prepared in accordance with Canadian generally accepted accounting principles. The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of certain assets and liabilities at the date of the financial statements and the reported amounts of certain revenues and expenses during the year. Actual results could differ from estimates.

### **Cash and cash equivalents**

The SJIAA considers deposits in banks, certificates of deposits and short-term investments with original maturities of three months or less as cash and cash equivalents.

### **Ground Lease**

The Ground Lease is accounted for as an operating lease.

### **Severance pay**

A liability for severance pay is recorded in the accounts for all employees who have a vested right to receive such payment. This includes a provision for severance pay liability for employees who have less than ten years of continual service.

### **Capital assets**

Capital assets are recorded at cost and are amortized on a straight-line basis from their in-service date over the estimated useful lives of the assets at the following annual rates:

<b>Asset</b>	<b>Rate</b>
Airport terminal building, other buildings and bridges	15 - 25 years
Leasehold improvements and improvements to leased land	10 - 15 years
Vehicles, machinery, furniture and fixtures	5 - 15 years
Computer hardware and software	3 - 15 years
Multi-purpose/central deicing facility	25 years

Construction in progress is recorded at cost and is transferred to capital assets when the projects are complete and the assets are placed into service.



## **2. Significant accounting policies (continued)**

### **Revenue recognition**

Landing fees, terminal fees, and car parking revenues are recognized as the facilities are utilized. Airport Improvement Fees (AIF), net of airline administration costs, are recognized when originating departing passengers board the respective aircrafts, and are subject to reconciliation with air carriers. Concessions revenue is charged on a monthly basis and is recognized based on a percentage of sales or specified minimum levels. Rental revenue is recognized straight-line over the duration of the respective agreements.

Contributions for capital projects, exclusive of AIF, are accounted for under the deferral method. Contributions externally restricted for the purchase of capital assets are deferred and recognized as income as the related assets are amortized.

### **Pension plans**

In 2005, the SJIAA established a contributor-defined contribution pension plan for new employees hired after March 9, 2003, whereby retirement benefits are based on the investment in the marketplace of both the employer and the employee contributions. The employees determine where their funds are invested. The SJIAA's contributions to this plan for the year ended December 31, 2008 were \$55,350 (2007 - \$34,731).

The SJIAA has a contributory-defined benefit pension plan for its employees whereby retirement benefits are based on length of service and the best six years' average earnings. The defined benefit pension cost is charged to salaries and benefits expense as employees render services.

The Authority's policies for accounting for future employee benefits for the defined benefit pension plan are as follows:

- I. The cost of pensions earned by employees is actuarially determined using the projected benefit method prorated on services and management's best estimates of expected plan investment performance, salary escalation and retirement ages of employees.
- II. For the purpose of calculating expected return on plan assets, those assets are valued at market value.
- III. The excess of the net actuarial gain (loss) over 10% of the greater of the accrued benefit obligation and the fair value of plan assets is amortized over the average remaining service life of active employees.

## **2. Significant accounting policies (continued)**

### **Derivative financial instruments**

Derivative financial instruments, including interest rate swaps, may be used from time to time to reduce exposure to fluctuations in interest rates. These financial instruments will be accounted for under the deferral method if the Authority meets the hedging requirements set out in existing accounting pronouncements and the Authority chooses to designate these financial instruments as hedges. Accordingly, the book value will not be adjusted to reflect the current market values. Payments and receipts under interest rate swap agreements will be recognized as adjustments to interest and financing costs where the underlying instrument is an Authority debt issue.

Derivative financial instruments that are not designated by the Authority to be an effective hedging relationship will be carried at fair value with the changes in fair value, including any payments or receipts made or received, being recorded in interest and financing costs.

Realized and unrealized gains or losses associated with derivative financial instruments, which have been terminated, redesignated from a hedging relationship or cease to be effective prior to maturity, will be deferred and recognized in the period in which the underlying hedged item is realized. In the event a designated hedged item is sold, extinguished or matures prior to the termination of the related derivative financial instrument, any realized or unrealized gain or loss on such derivative financial instrument will be recognized in the statement of operations.

### **Financial instruments**

The Authority's financial instruments consist of cash, accounts receivable, debt service reserve fund, short-term borrowing, accounts payable and accrued liabilities and long-term debt. Accounts receivable are classified as loans and receivables and are accounted for at amortized cost. Cash and the debt service reserve fund ("DSRF") are classified as held-for-trading and are recorded at fair value with realized and unrealized gains and losses reporting in earnings in the period in which they arise. Short-term borrowing, accounts payable and accrued liabilities and long-term debt are classified as other liabilities and are accounted for at amortized cost with gains and losses reporting in earnings in the period in which they arise. The Authority has no held-to-maturity or available-for-sale financial assets.

### **Effective interest method**

Transaction costs are included in the debt balances and are recognized as an adjustment to interest expense over the term of the debt. The SJIAA uses the effective interest method to recognize bond interest expense and financing costs where the amount to be recognized varies over the life of the debt based on the principal outstanding.

\$250 Million  
impact  
annually  
on  
NL Economy



## **2. Significant accounting policies (continued)**

### **Hedges**

Deferred amounts relating to cash flow hedges, which were discontinued before the end of the original hedge term, are recorded in accumulated unrealized changes in net assets. The \$352,000 hedge loss associated with the 2007 bond issue is being amortized to interest and financing costs in the statement of operations over the remaining term of the previously hedged instruments.

## **3. Change in accounting policy**

### **Consumable Inventory**

Effective January 1, 2008, the Canadian Institute of Chartered Accountants ("CICA") issued accounting standard Section 3031 - *Inventories*. Section 3031 provides guidance on the method of determining the cost of materials and supplies. The new accounting standard specifies that inventories are to be valued at the lower of cost and net realizable value. The standard requires the reversal of previously recorded write downs to realizable value when there is clear evidence that net realizable value has increased. The adoption of Section 3031 did not materially impact the SJIAA's financial statements. For 2008 \$832,550 (2007 - \$552,758) of inventories were recognized as an expense.

### **Financial Instruments**

Effective January 1, 2008, the SJIAA adopted the recommendations of the CICA's new standards on the disclosure and presentation of financial instruments. The standards are entitled 3862: *Financial Instruments - Disclosure* and 3863: *Financial Instruments - Presentation*. These new standards require additional disclosure in the Financial Statements including the disclosure of the fair value of financial instruments and of the associated risks. The requirements of this Section have been incorporated in these financial statements and are reflected in Note 11.

### **Capital Disclosures**

Effective January 1, 2008, the SJIAA adopted the recommendations of the CICA's new standard on the disclosure of an entity's objectives, policies and processes for managing capital. This standard is entitled 1535: *Capital Disclosures*. The requirements of this Section have been incorporated in these financial statements and are reflected in Note 17.

#### 4. Accounts receivable

	<b>2008</b>	<b>2007</b>
Trade	\$ 1,358	\$ 1,705
Airport improvement fees	154	158
Government receivable	-	27
HST	539	538
Other	41	363
Allowance for doubtful accounts	(134)	(107)
	<b>\$ 1,958</b>	<b>\$ 2,684</b>

**"It is reasonable to argue that without the well-developed and efficient airport in St. John's, the transformation in economic activity now overtaking the province would not be possible."**

- Dr. Wade Locke,  
author of the Economic Impact Study

#### 5. Capital assets

	<b>2008</b>		<b>2007</b>	
	<b>Cost</b>	<b>Accumulated amortization</b>	<b>Net book value</b>	<b>Net book value</b>
	\$	\$	\$	\$
Airport terminal building, other buildings and bridges	65,828	13,808	52,020	46,707
Leasehold improvements and improvements to leased land	19,278	2,391	16,887	4,092
Vehicles, machinery, furniture and fixtures	14,640	5,573	9,067	7,851
Computer hardware and software	2,379	1,058	1,321	1,065
Multi-purpose/central de-icing facility	12,954	1,018	11,936	11,995
Assets under construction	-	-	-	5,638
	<b>115,079</b>	<b>23,848</b>	<b>91,231</b>	<b>77,348</b>

Assets under construction were not amortized in 2007 and consisted of the Combined Services Building, the Central Deicing Facility Operations Building and Runway upgrades.



## 6. Accounts payable and accrued liabilities

	<b>2008</b>	<b>2007</b>
Trade - other	\$ 4,509	\$ 3,435
Accrued liabilities	5,926	2,667
Salaries and benefits	556	484
Deferred revenue and other	151	165
	<b>\$ 11,142</b>	<b>\$ 6,751</b>

## 7. Long-term debt

	<b>2008</b>	<b>2007</b>
Revenue bonds	\$ 55,000	\$ 55,000
	<b>55,000</b>	<b>55,000</b>
Less current portion	-	-
Less transaction costs (net of accumulated amortization of \$85,828; 2007 - \$52,215)	(3,781)	(3,867)
	<b>\$ 51,219</b>	<b>\$ 51,133</b>

### a) Bond Issue

In May 2007, the SJIAA completed a \$55,000,000 Revenue Bond issue. The \$55,000,000, 5.252% Series A Revenue Bonds pay interest semi-annually. \$27,500,000 of the initial principal amount is repayable in semi-annual installments commencing on May 11, 2012 until November 11, 2026. The remaining principal of \$27,500,000 is payable on maturity which is May 11, 2037. The net proceeds from this offering were used to repay existing bank demand loan of \$29,145,000 and are otherwise used to partially finance capital expenditures, to fund a \$1,446,819 Debt Service Reserve Fund required for the bond and a \$2,860,000 (2007 - \$2,664,000) Operating and Maintenance Reserve Fund required by the Master Trust Indenture entered into by the SJIAA in connection with the offering. The bonds are direct obligations of the SJIAA ranking *pari passu* with all other indebtedness issued under the Master Trust Indenture.

### (b) Reserve Funds

Pursuant to the terms of the Master Trust Indenture, the SJIAA is required to establish and maintain with a trustee a Debt Service Reserve Fund with a balance at least equal to 50% of the annual debt service costs. As at December 31, 2008, the Debt Service Reserve Fund included \$1,446,819 in interest bearing deposits held in trust. These trust funds are held for the benefit of bondholders for use in accordance with the terms of the Master Trust Indenture.

#### **Long-term debt** (continued)

For 2008, the SJIAA was required to maintain an Operating and Maintenance Reserve Fund of approximately \$2,860,000. The Operating and Maintenance Reserve fund must be established and funded as required by the Master Trust Indenture, for the benefit of bondholders. The balance in the fund is equal to 25% of the actual or estimated Operating and Maintenance Expenses incurred by the SJIAA over the previous 12 month period. For 2009, approximately \$3,080,000 will be required to fund the Operating and Maintenance Reserve Fund. The Operating and Maintenance Reserve Fund may be satisfied by cash, qualified investments, letters of credit and the allocation by the Authority of un-drawn availability under a Committed Credit Facility.

#### **(c) Credit Facility**

**"The St. John's International Airport Authority is committed to working with its partners to facilitate economic growth within the capital region and throughout the province."**

- William Mahoney,  
Chair of the Board of Directors,  
St. John's International Airport Authority

The SJIAA entered into a Revolving Credit Facility ("Revolving Facility") during 2007. The Revolving Facility is secured by a \$25,000,000 pledge bond issued pursuant to the Master Trust Indenture. Indebtedness under the Revolving Facility ranks *pari passu* with other indebtedness issued under the Master Trust Indenture. Under this Revolving Facility, the SJIAA is provided with a \$15,000,000 facility for general business requirements, capital expenditures and funding for the Operating and Maintenance Reserve Fund as necessary. The facility has a term of 5 years.

As at December 31, 2008, no funds were drawn on the facility. As at December 31, 2008, letters of credit for \$706,522 (2007 - \$400,000) were outstanding against the facility. Indebtedness under the Revolving Facility bears interest at rates that vary with the lender's prime rate and Banker's Acceptance rates as appropriate. The interest rate during 2008 was 2.65% (2007 - 6.0%).

#### **(d) The annual principal payments required over the next five years are as follows:**

2009	-
2010	-
2011	-
2012	551
2013	580
Thereafter	53,869
	<b>\$ 55,000</b>



## Vision Statement

The St. John's International Airport Authority will be a leader in our industry and our community, delivering world-class facilities and services at Newfoundland and Labrador's transportation gateway.

### 8. Deferred contributions for capital projects

Pursuant to the Ground Lease and the Runway 11-29 Rehabilitation Agreement, the Government of Canada provided one-time financial assistance in the amount of \$9,656,000 (\$6,600,000 and \$3,056,000 respectively) as deferred capital contributions for the Airport reconstruction program. On November 30, 2002, the construction of the new Airport terminal building was deemed to be substantially complete; therefore, amortization of the deferred contributions began at that time. Amortization of \$386,252 (2007 - \$386,252) is included in excess of revenues over expenses for the year.

In 2005, the Canadian Air Transport Security Authority (CATSA) funded the Hold Bag Screening/Explosive Detection System project, which included an additional expansion to the Airport terminal building to house the new baggage handling equipment. During 2008, there was no additional funding from CATSA (2007 - \$357,243). This project was deemed to be substantially complete as of December 30, 2005. Amortization of \$132,097 (2007 - \$128,519) is included in excess of revenues over expenses for the year.

In 2006, the City of St. John's contributed \$1,000,000 towards funding the construction of the Multi-Purpose/Central Deicing Facility. Amortization of \$40,000 (2007 - \$40,000) is included in excess of revenues over expenses for the year.

Other contributions for capital projects totaled \$299,549. Amortization of \$84,183 (2007 - \$84,183) is included in excess of revenues over expenses for the year.

	<b>2008</b>	<b>2007</b>
Balance, beginning of the year	\$ 11,805	\$ 12,086
Contributions received	-	357
Less amortization	(643)	(638)
<b>Net deferred contributions for capital projects</b>	<b>\$ 11,162</b>	<b>\$ 11,805</b>

### 9. Airport Improvement Fees

The SJIAA entered into an AIF agreement dated May 27, 1999 with the Air Transport Association of Canada and major air carriers operating from the Airport. There is a consultative process with air carriers regarding the expansion of airport facilities and the collection of AIF by air carriers from passengers through the carriers' ticketing process. On October 1, 1999 the SJIAA implemented an AIF of \$10 per departing passenger. On April 3, 2006, this fee increased to \$15 per departing passenger. These fees are collected by the air carriers for a fee of 7% of the amount collected. AIF revenues earned and the cash collected can only be used to fund Airport infrastructure projects and associated financing costs that relate primarily to the passenger-handling functions of the Airport.

To December 31, 2008, cumulative expenditures of \$92,207,071 (2007 - \$75,670,000) exceeded cumulative net AIF revenue collected of \$49,858,569 (2007 - \$40,931,000) by \$42,348,502 (2007 - \$34,739,000).

### **9. Airport Improvement Fees (continued)**

A summary of the AIF collected and the related collection costs are as follows:

<b>AIF revenue (net):</b>	<b>2008</b>	<b>2007</b>
AIF revenue	\$ 8,927	\$ 8,837
AIF collection costs	(634)	(637)
	<b>\$ 8,293</b>	<b>\$ 8,200</b>

### **10. Pension plan**

	<b>2008</b>	<b>2007</b>
<b>Plan assets</b>		
Market value, beginning of year	\$ 8,787	\$ 8,681
Interest earned	562	586
Employer contributions	530	638
Employee contributions	119	113
Transfer receivable from previous Government Plan	-	175
Benefits paid	(218)	(98)
Actuarial loss	(1,873)	(1,308)
<b>Market value, end of year</b>	<b>7,907</b>	<b>8,787</b>
<b>Plan obligations</b>		
Accrued benefit obligations, beginning of year	8,186	10,367
Current service cost	497	648
Interest cost	479	505
Benefits paid	(218)	(98)
Transfer obligation from previous Government Plan	-	175
Actuarial gain	(1,617)	(3,411)
<b>Accrued benefit obligations, end of year</b>	<b>7,327</b>	<b>8,186</b>
<b>Plan assets/obligations</b>		
End of year market value less accrued benefit obligations	580	601
Unamortized amounts	240	(16)
<b>Accrued benefit asset</b>	<b>820</b>	<b>585</b>
<b>Plan expense</b>		
Current service cost, net of employee contributions	378	535
Interest on accrued benefits	479	505
Expected return on assets	(563)	(586)
Amortization of net actuarial loss	-	137
<b>Plan expense</b>	<b>294</b>	<b>591</b>
<b>Weighted average actuarial assumptions</b>		
Discount rate	5.75%	4.75%
Expected long-term rate of return on plan assets	6.25%	6.25%
Rate of compensation increase	3.25%	3.25%
The assets of the pension plan are invested and maintain the following asset mix:		
	<b>Percentage of plan assets</b>	
	<b>2008</b>	<b>2007</b>
Bonds/fixed income securities	48.61%	45.29%
Equity securities	51.39%	54.71%
<b>Total</b>	<b>100%</b>	<b>100%</b>



## **10. Pension plan (continued)**

The date of the last actuarial valuation of the defined benefit pension plan is December 31, 2007. According to this valuation, the SJIAA's employer service contribution as a percentage of payroll was 17% for 2008 (2007 - 16%). In recent years, the decrease in long-term interest rates, along with changes in actuarial standards, has resulted in solvency deficiencies for many defined benefit pension plans in Canada. A \$1,074,500 solvency deficiency in the defined benefits pension plan existed as at December 31, 2007. This resulted in a special annual payment to fund the solvency deficiency in the amount of \$146,300 for 2008. This annual special payment of \$146,300 is required over the next ten years.

## **11. Financial instruments**

### **(a) Carrying values**

The carrying value of long-term debt is measured at amortized cost using the effective interest method and is net of transaction costs. The carrying value of the remaining financial instruments is measured at amortized cost.

### **(b) Fair values**

The fair value of long-term debt is calculated by discounting the future cash flows at the estimated yield to maturity for the same or a similar debt instrument at the balance sheet date. As at December 31, 2008, the fair value of long-term debt was \$42,070,000 (2007 - \$54,258,000). The fair value of the SJIAA's remaining financial instruments, including cash, accounts receivable, debt service reserve fund, short-term borrowing, and accounts payable and accrued liabilities, approximates their carrying value due to either their nature or short-term maturity.

### **(c) Interest rate risk**

The SJIAA's exposure to interest rate risk relates to its floating rate Revolving Facility described in Note 7 (c) long-term debt. It should be noted that the majority of SJIAA's debt is fixed rate debt and therefore changes in interest rates do not significantly impact interest payments but may impact the fair value of this debt.

### **(d) Liquidity risk**

The SJIAA manages liquidity risk by maintaining adequate cash, reserves and available credit facilities. Cash flow projections are prepared and reviewed by the Finance and Audit Committee to ensure a sufficient continuity of funding. The SJIAA structures its debt and credit facilities to match cash flow requirements and to provide flexibility.

## **11. Financial instruments (continued)**

### **(e) Market risk**

Market-driven changes in the performance of the SJIAA's defined benefit pension plan assets can cause fluctuations in pension costs. Additionally, actual experienced returns on pension plan assets, on an annual basis, can cause fluctuations in pension expense as these actuarial gains and losses are amortized to income.

### **(f) Credit risk**

The SJIAA is subject to credit risk through its financial assets. The SJIAA performs ongoing credit valuations of these balances and maintains valuation allowances for potential credit loss. The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to historical information about the customer.

The SJIAA's revenues are largely dependent on the domestic air transportation industry. One major carrier providing passenger traffic to the Airport accounted for approximately 57% (2007 - 60%) of the total enplaned and deplaned passengers for the Airport during the year.

<b>Receivables</b>		<b>2008</b>
Current		\$ 1,492
Past due 31-60 days		128
Past due 61-90 days		307
Past due over 90 days		166
<b>Total Accounts Receivable</b>		<b>2,093</b>
Less: allowance for doubtful accounts		(135)
<b>Net Exposure</b>		<b>1,958</b>

## **12. Commitments**

### **Ground Lease**

The Ground Lease requires that the SJIAA operate the Airport as a "first class facility" and that, as the operator, it exercise sound business practices. The Ground Lease also contains specific conditions for compliance with a series of requirements, including environmental standards, minimum insurance coverage, reporting requirements and various other matters that have a significant effect on the day-to-day operations of the Airport. The SJIAA believes that it has complied with all the requirements under the Ground Lease. During the year, all contracts entered into in excess of \$75,000 (adjusted for the Consumer Price Index from 1994) were awarded on the basis of a competitive tendering process.



## **12. Commitments** (continued)

In January 2006, the SJIAA began paying Airport Rent to Transport Canada as outlined in its terms of the Ground Lease.

The annual payments are forecasted to be as follows over the next five years:

2009	\$ 726
2010	759
2011	1,044
2012	1,084
2013	1,136

## **13. Other information**

The Authority may, from time to time, be involved in legal proceedings, claims and litigation that arise in the ordinary course of business which the Authority believes would not reasonably be expected to have a material adverse effect on the financial condition of the Authority.

## **14. Supplemental cash flow information**

	<b>2008</b>	<b>2007</b>
Cash paid during the period for interest	\$ 2,905	\$ 2,373
Cash received during the period for interest	412	478

## **15. Related party transactions**

During the year, related party transactions for services rendered to SJIAA relating to the operation of the Airport totaled \$572,405 (2007 - \$1,180,896). These transactions are in the normal course of operations and are measured at the exchange amount of consideration established and agreed to by the related parties. One of the Directors of the SJIAA Board also serves as a Director for the Canadian Corps of Commissionaires, Newfoundland and Labrador, which reflects \$558,054 (2007 - \$1,140,442) of the related party transaction amount referenced above. There was an amount of \$24,633 outstanding as of December 31, 2008 (2007 - \$133,983) for the Canadian Corps of Commissionaires, which was paid in January 2009.

## **16. Directors and officers' remuneration**

For the year ended December 31, 2008, the SJIAA expensed remuneration to its Directors in the amount of \$258,745 (2007 - \$218,100). Of this amount, \$61,542 was paid in January 2009. A further \$797,013 (2007 - \$765,486) was expensed as remuneration in 2008 to its senior officers/managers who are not Directors.

## **17. Capital risk management**

The SJIAA is a corporation without share capital and, accordingly, is funded through operating revenues, AIF revenue, reserve funds, the debt capital markets and its bank credit facility. Aeronautical charges are set each year to cover the projected operating costs, after consideration of the projected air traffic and passenger activity and non-aeronautical revenues. Any funds generated by the SJIAA are used to cover costs within its mandate.

The SJIAA's objective for managing capital is to acquire and maintain sufficient capital in order to safely and effectively manage the Airport's operations. SJIAA aims to manage capital in order to deliver world-class facilities and services to the travelling public. The capital managed by SJIAA is composed of long-term debt and in 2008 the balance outstanding was \$51,219,000 (2007 - \$51,133,000) (Note 7).

### **Capital Markets Platform**

As a corporation without share capital, the SJIAA's ongoing capital requirements are financed with debt. The SJIAA established a financing plan referred to as the Capital Markets Platform. All indebtedness incurred under the Capital Markets Platform is secured under the Master Trust Indenture (Note 7), and supplemented from time to time, which established common security and a set of common covenants by the SJIAA for the benefit of its lenders. The covenants that the SJIAA must meet include two specific coverage tests for operating expenses and debt service payments. The gross debt service covenant states that the total revenue, including the revenue account balance at the beginning of the year, must at least cover operating expenses, including interest and principal payments. The debt service covenant states that the net revenues for that specific year must be at least 1.25 times the total interest and principal payments for that year. As at December 31, 2008 the SJIAA was not in default of any of the covenants outlined in the Master Trust Indenture.

In accordance with The Master Trust Indenture, two reserve funds must also be maintained: a Debt Service Reserve Fund and an Operating and Maintenance Reserve Fund. As at December 31, 2008 the SJIAA satisfied the requirements of both of these funds (Note 7).

## **18. Comparative figures**

Certain amounts for 2007 have been reclassified to conform to the financial statement presentation adopted for 2008.

# Corporate Governance

The St. John's International Airport Authority is a private, not-for-profit organization with the mandate to provide the region with a safe, cost-efficient transportation facility that is a catalyst for economic growth. Under the provisions of a long-term Ground Lease with the Government of Canada, the Airport Authority is responsible for the management, maintenance and development of the St. John's International Airport on behalf of the community it serves.

The community's interests are represented through a diverse board of 12 Directors, nominated by various stakeholders in the region. These Directors are nominated by the following entities:

<b>Federal Government</b>	<b>2</b>	<b>Mount Pearl Chamber of Commerce</b>	<b>1</b>
<b>Provincial Government</b>	<b>1</b>	<b>City of Mount Pearl</b>	<b>1</b>
<b>City of St. John's</b>	<b>2</b>	<b>Town of Conception Bay South</b>	<b>1</b>
<b>St. John's Board of Trade</b>	<b>1</b>	<b>SJIAA Board of Directors</b>	<b>3</b>

The corporate operations and the activities of the Board of Directors are guided by the National Airports Policy of 1994 and specifically the "Public Accountability Principles for Canadian Airports" and the Authority's corporate by-laws. In 2008 the Honourable Lawrence Cannon approved amended Operating By-laws for the St. John's International Airport Authority. These By-laws were amended to incorporate the relevant elements of the Not-for-Profit Corporations Act, the proposed Canada Airports Act, as well as the best practices of corporate governance currently employed in Canada.

The by-laws contain conflict of interest guidelines and a prescribed Code of Conduct. In 2008, the Governance Committee of the Board reported that there were no breaches of the conflict of interest guidelines by any Officer or Director of the Airport Authority. The declaration of Conflict of Interest is referred to in Note 15, Related Party Transactions, of the Financial Statements.

The role of the Board of Directors is to guide the management team on the strategic vision for the Airport Authority. Solid business practice, including formal future planning, is carried out and reviewed on a periodic basis. Directors also serve on a number of Board committees: Development, Finance & Audit, and Governance. The Board is kept informed on the day-to-day operation of the facility through monthly financial statements and management reports. Compensation of the Directors of the Airport Authority is reviewed annually. Amounts paid to the Airport Authority's Directors during 2008 are listed below:

## St. John's International Airport Authority Schedule of Director's Fees as at December 31, 2008.

<b>Board Member</b>	<b>Total Board Fees</b>
William Mahoney - Board Chair	\$ 37,100.00
John Chapman - Chair, Finance & Audit Committee	23,500.00
Blair Patrick	18,500.00
Elizabeth Adey - Chair, Governance Committee	22,500.00
Fraser Edison - Board Vice-Chair	25,362.00
John Outerbridge	18,500.00
Raymond Stamp	19,500.00
Katharine Hickey	17,000.00
Gary Follett - Chair, Development Committee	24,000.00
Irene Baird	18,450.00
Darlene Whalen	17,000.00
Raymond Whalen	11,500.00
Neil Pittman	5,833.33
	<b>\$258,745.33</b>



## Board of Directors

From left to right: Ray Stamp, Blair Patrick, Gary Follett, Irene Baird, John Chapman, Katharine Hickey, William Mahoney, John Outerbridge, Elizabeth Adey, Neil Pittman, Darlene Whalen, Fraser Edison

## Mission Statement

Working with our partners, the St. John's International Airport Authority offers travellers a world-class airport experience, and provides the region with innovative airport services, enhancing its economic and social well-being. ♪♪



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