



**NOTICE OF AUCTION No. 01/2018**  
**CONCESSION FOR THE EXPANSION, MAINTENANCE AND OPERATION OF AIRPORTS INTEGRATING THE**  
**NORTHEAST, MIDWEST AND SOUTHEAST BLOCKS**

**ATTACHMENT 7 TO THE CONCESSION AGREEMENT**  
**OPERATIONAL TRANSFER PLAN (PTO)**

This document is a translation into English, for reference purposes only, of the official documents originally issued by ANAC in Portuguese. All documents/forms to be submitted under the Public Consultation and the Bidding Process must be in Portuguese, in the form originally released by ANAC.



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## **1. Operational Transfer Plan (PTO) – General Aspects**

- 1.1 In order to ensure an efficient transition of airport operations and to ensure the maintenance of airport security in the transition between the current airport operator and the Concessionaire as well as minimize the impact on passengers, airlines and other Airport Users, the Concessionaire shall develop a Plan of Operational Transfer (PTO) for each airport that is part of the Concession Block.
- 1.2 The Operational Transfer Plan has as general objectives:
  - A. Uninterrupted transfer of airport operations according to an implementation schedule; and
  - B. Ensuring operational safety, civil aviation security against acts of unlawful interference and facilitating air transport.
- 1.3 The Concessionaire will also demonstrate to ANAC, during Phase I-A specified in the Concession Agreement, its capacity to understand and analyze the airport operations.

## **2. Transition Committee**

- 2.1 As part of the Operational Transfer Plan, a Transition Committee shall be created, led by the Concessionaire and with the participation, minimally, of representatives of the agencies and entities that work directly at the airport, such as:
  - 2.1.1 Representatives of the current local airport operator;
  - 2.1.2 Air traffic control agency, as applicable;
  - 2.1.3 Federal Revenue Service - RFB, as the case may be;
  - 2.1.4 Federal Police Department, as the case may be;
  - 2.1.5 National Agency of Sanitary Surveillance - ANVISA, as appropriate;
  - 2.1.6 International Agricultural Surveillance System - Vigiagro, as appropriate;
  - 2.1.7 Representatives of Airline Companies or Airline Committee, as the case may be;
  - 2.1.8 Employee representative, indicated by the union representation of airport workers, if applicable;



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- 2.1.9 Representatives of the Concessionaire responsible for the administration of the Airport; and
- 2.1.10 Other public or private entities and other entities relevant to the operation of the Airport.
- 2.2 The Transition Committee shall meet within thirty (30) days after the effective date and shall remain active until the end of Phase I-A.
- 2.3 The Transition Committee shall meet monthly or when convened by the National Secretariat of Civil Aviation of the Ministry of Transport, Ports and Civil Aviation to monitor and support the Operational Transfer Plan.
- 2.4 The Concessionaire shall, at least 15 (fifteen) days prior to the date scheduled for each meeting, inform the ANAC of the date and time of its meeting and send the discussion list.
  - 2.4.1 The participation of the National Civil Aviation Agency (ANAC) at the meetings of the Transition Committee shall be optional and may occur upon prior request or in the interest of the Administration.
- 2.5 The Concessionaire shall send to ANAC, within seven (7) days after the holding of each meeting, the Minutes of the Meeting and the list of attendance duly signed by all participants.
  - 2.5.1 The Minutes of the Meeting shall contain, at least, information regarding the time, place, participants, the subjects dealt with, possible referrals, with the names of those responsible, the dates for reporting the actions taken and other events that occurred at the meeting.

### **3. Actions planned for the operational transfer**

- 3.1 To achieve the intended objectives, the following actions must be foreseen in the PTO.
- 3.2 In preparing the PTO, the Concessionaire shall take into account the need to establish full communication with all interested parties regarding the potential problems of the transition from the first day of effectiveness of the Agreement.
- 3.3 During the preparation of the Plan, the Concessionaire shall meet with groups of employees, holders of contracts for assignment of areas at the airport, government agencies and other interested parties, to define specific concerns and problems to be contemplated in the PTO.



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- 3.4 The current airport operator shall allow the professionals designated by the Concessionaire to have access to the airport facilities, as of the effective date of the Concession Agreement, so that it is possible to carry out the necessary trainings.

**A. Uninterrupted transfer of airport operations**

- | ~~3-63.5~~ The Concessionaire shall establish a transition team to assume responsibility for the operation of the Airport during the transition period.
- | ~~3-73.6~~ As part of the transition team, the Concessionaire shall present a management team, composed of the airport manager and those responsible for the management of operational safety, airport operation, airport emergency response and response, pursuant to RBAC 153.
- | ~~3-83.7~~ For the management team, the necessary activities and deadlines must be identified for each of its members in order to ensure the continuous operation of the Airport.
- | ~~3-93.8~~ The Concessionaire shall present the composition of the personnel that will work in the operational area of the aerodrome or in activities related to operational safety, properly trained, until the end of Stage 2 of Phase I-A.

**B. Ensuring operational safety, civil aviation security against acts of unlawful interference and facilitating air transport**

- | ~~3-103.9~~ To ensure the safety of civil aviation against acts of unlawful interference and facilitation of air transportation, the Concessionaire shall implement the following actions:
  - | ~~3-10-13.9.1~~ Indicate, within 10 (ten) days after the effective date, the general responsible of the concession block, for civil aviation security matters against acts of unlawful interference (AVSEC), with their respective contacts;
  - | ~~3-10-1-13.9.1.1~~ The professional appointed to deal with civil aviation security matters against acts of unlawful interference shall request access to restricted documentation related to the matter, as directed by ANAC.
  - | ~~3-10-23.9.2~~ Indicate 1 (one) AVSEC responsible for airport according to section 107.25 of RBAC 107, when required according to RBAC 107, until the closure of Stage 2;
  - | ~~3-10-2-13.9.2.1~~ The appointment of the AVSEC responsible shall meet the selection and qualification criteria present in the RBAC 110.

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~~3.10.33.9.3~~ Deliver the Airport Security Program (PSA) within 40 (forty) days after the effective date, in accordance with current regulations.

~~3.10.43.9.4~~ Provide, at the time of presentation of the PSA, a statement, according to the model to be made available by ANAC, that all current regulations regarding AVSEC.

~~3.10.53.9.5~~ Obtain preliminary approval of documentary compliance from the Airport Security Program (PSA) pursuant to section 107.211 of RBAC 107, until the closure of Stage 2;

~~3.10.5.13.9.5.1~~ Documentary compliance of the Airport Security Program (PSA) means the existence of all parties provided for in the composition of the PSA under the current regulations, RBAC 107 and IS 107-001.

~~3.10.63.9.6~~ Obtain, within 12 months from the date of assumption of operations, and in accordance with the provisions of item 3.9.3, the final approval of the PSA.

~~3.11.3.10~~ To ensure operational safety conditions, the Concessionaire shall implement the following actions:

~~3.11.13.10.1~~ Obtain the Provisional Airport Operational Certificate established in RBAC 139 Emd 05, until the end of Stage 2, in compliance with the provisions of items 3.10.3 and 5.1.6. For the purpose of obtaining the Provisional Airport Operational Certificate, the Concessionaire shall, within 40 (forty) days after the effective date:

~~3.11.1.13.10.1.1~~ Present ratification statement of the current Aerodrome Operations Manual (MOPS), where applicable, ratifying full compliance with the Aerodrome Operations Manual (MOPS);

~~3.11.1.23.10.1.2~~ Present the management team, as provided in this Attachment;

~~3.11.1.33.10.1.3~~ Present the employee training program under the terms of the Human Resources Transition Plan; and

~~3.11.1.43.10.1.4~~ Submit application for issuance of the Airport Operational Certificate, according to the model to be made available.

~~3.11.23.10.2~~ Review the MOPS, from the assumption of operations, and then submit it to the approval of ANAC, according to the current regulation.

~~3.11.33.10.3~~ The obligation to obtain the Provisional Operational Certificate until the end of Stage 2 does not apply to uncertified airport operators until the effective date of this Agreement, provided that the conditions of operation, approach type and weekly frequencies of the current critical aircraft are maintained in the



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pertinent regulations, until the date of effectiveness, in accordance with the regulations in force.

~~3.11.43.10.4~~ Coordinate with the current Airport Operator the planning and execution of works in order to maintain the risk to the air operations in acceptable levels.

## **4. PTO Content**

4.1 The Operational Transition Plan (PTO) must be composed minimally by the following elements:

- A. Airport Management Transition Plan;
- B. Human Resources Transition Plan; and
- C. Communication and Public Information Plan.

### **A. Airport Management Transition Plan**

- 4.1.1 The Transition Plan of the Airport Management shall propose the composition of the Transition Team, which will include people to be allocated in the key areas of the Airport.
- 4.1.2 The Airport Management Transition Plan shall consider that, during Stage 2 of Phase IA (Assisted Operation), the Transition Team shall function as an organization to support the current administration of the Airport, where the managers appointed by the Concessionaire shall validate the decisions which can have a direct impact on the transition, within their areas of responsibility. Thus, the Plan shall indicate the model of governance to be adopted and the main decisions to be shared. If there is no consensus between the decisions of the current administration and the Concessionaire, the matter shall be submitted to ANAC.
- 4.1.3 To ensure the effective transfer of information about the future organization, the Concessionaire shall:
  - 4.1.3.1 prepare an information document on the new organization, which shall describe the proposed structure and provide information on the respective roles.
  - 4.1.3.2 schedule new team visits to provide information to current employees about the new organization and introduce new managers.
  - 4.1.3.3 to propose informational meetings with the holders of the area concession agreement at the airport and other interested parties to provide information and present the new managers .



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- 4.1.4 The Concessionaire shall provide for the immediate commencement of operations to improve operational standards, covering at least the following activities:
- 4.1.4.1 improvements to the conditions of use of the airport bathrooms and changing rooms;
  - 4.1.4.2 revitalization and updating of information signals inside and outside the passenger terminal (TPS);
  - 4.1.4.3 free high-speed wi-fi internet access throughout the TPS;
  - 4.1.4.4 review and improvement of lighting system of vehicle access roads to terminals, vehicle parking lots, TPS, cargo terminals and other sectors involving the movement of passengers and their companions on the land side of the airport;
  - 4.1.4.5 review of air conditioning systems, escalators, crawlers, elevators and luggage return mats;
  - 4.1.4.6 correction of fissures, infiltrations, stains and wear on the paint of walls, floors and ceilings (including external area) of the TPS.
  - 4.1.4.7 Review and improvement of infrastructure conditions in terms of accessibility according to current standards; and
  - 4.1.4.8 other activities to be carried out at the airport, due to new needs identified.
- 4.1.5 The actions referred to in item 4.1.4 must be reported to the ANAC within forty (40) days after the Effective Date of the Agreement with information regarding the interventions that will be performed; place of action; the period of accomplishment of the activities; responsible; and submit a photographic report of the places that will receive intervention, when applicable.
- 4.1.6 The Concessionaire shall complete the actions set forth in item 4.1.4 within one hundred and eighty (180) days from the date of approval of the PTO.
- 4.1.7 The Concessionaire shall, when completing the actions of item 4.1.4, present a detailed report with the information about its implementation and photographic registration.

**B. Human Resources Transition Plan**

- 4.1.8 As part of its Human Resources Transition Plan, the Concessionaire shall provide for the evaluation of current employees, identifying their interest in participating in the new venture and aligning their technical capacity with the activities to be performed.





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- 4.1.9 The Human Resources Transition Plan shall contain, as a minimum:
- 4.1.9.1 signed by a legal representative of the Concessionaire, which states that the Concessionaire will comply, under the penalties of the Law, in particular of art. 299 of the Criminal Code, all contractual provisions regarding the transfer of Infraero employees, specifically the provisions of items 16.2, 16.3 and 16.4 of the Concession Agreement.
  - 4.1.9.2 the actions aimed at implementing the training provided in this Attachment.
  - 4.1.9.3 statement that Aviation Safety professionals against Acts of Illegal Interference and Operational Safety acting by the Concessionaire shall comply with the criteria set forth in RBAC 110 and RBAC 153 and related regulations when assuming the operation after the end of stage 2.
- 4.1.10 The actions directed to the implementation of the training according to item 4.1.9.2 shall contemplate the training program for all the employees who will work in the operational area of the aerodrome or in activities related to the operational security. Therefore, the training program shall observe at least:
- 4.1.10.1 the minimum instruction requirements to guarantee the safety of the operations in the transition phase, contemplating actions that meet the operational safety requirements, aligned with the guidelines established in RBAC 153, 153.37 (PISOA). The training can be adapted from the PISOA, considering the transition period (Phase I-A).
  - 4.1.10.2 Employees must be trained, according to the program presented, by the end of Stage 2. In the event of an eventual use of existing employees, training may be simplified and this possibility must be included in the training program.
  - 4.1.10.3 The training program must be specific to each airport.

**C. Communication and Information Plan**

- 4.1.11 During the transition, the Concessionaire shall be able to coordinate, together with the Transition Committee, the execution of a public relations plan. This plan shall seek to achieve the following:
- 4.1.11.1 create a positive relationship with all key stakeholders;
  - 4.1.11.2 know the values and priorities of stakeholders; and
  - 4.1.11.3 initiate a continuous process of dialogue and stakeholder participation in the implementation of a program of continuous improvement of the Airport.

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- 4.1.12 Among the possible initiatives to be foreseen in the Communication Plan are: the implementation of forums with stakeholders at the airport, the holding of focus groups with employees, renters and users, opinion polls among passengers, regular meetings with employees, consultations and meetings individual.
- 4.1.13 The Communication and Information Plan shall provide information to all stakeholders on the objectives of the transition stages, the expected results and the process of how it will be conducted. The Concessionaire shall achieve its goals through a solidly structured program. One of the key elements shall be a comprehensive package of information that shall include such details as:
- 4.1.13.1 the basics and benefits upon changing the Concessionaire;
  - 4.1.13.2 a presentation of the Concessionaire and the experience of its members;
  - 4.1.13.3 the expectations of the Concessionaire; and
  - 4.1.13.4 a summary of the main operational improvements to be implemented.
- 4.1.14 The other instruments of the Communication and Information Plan must take into account the public to be reached and the main means to be used. As an example, one can determine the printed communication as the main vehicle, favoring advertisements in newspapers and magazines to convey the main messages. It is important that the Concessionaire undertakes to meet periodically with representatives of the various media to faithfully express the benefits to be achieved with the new concession.

## **5. PTO Implementation**

- 5.1 The Operational Transfer Plan will comprise 2 distinct stages as provided in the Agreement:
- A. Stage 1 - Preparation
  - B. Stage 2 - Assisted Operation

### **Stage 1 - Preparation**

- 5.1.1 Soon after the adjudication of the object, the Concessionaire shall initiate an exchange with the current airport operator in order to implement a new organization and culture, as well as a series of standards and objectives. To do so, the Concessionaire shall develop specific plans and programs, which will facilitate and guide the transition process in a harmonious way. The set of plans constitutes the Operational Transfer Plan (PTO), which must be prepared and sent to ANAC within 40 (forty) days after the Effective Date of the Agreement.



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- 5.1.2 The ANAC shall, within 40 (forty) days, after receiving the PTOs, analyze the PTOs and request adjustments and / or clarifications as necessary.
- 5.1.3 In case of non-approval, the Concessionaire and ANAC shall observe the same deadlines for the delivery and approval of the new plan.
- 5.1.4 The Concessionaire shall observe the provisions in item 3.9.1 regarding contractual obligations prior to the presentation of the Operational Transfer Plan (PTO).

**Stage 2 - Assisted Operation**

- 5.1.5 Upon approval of the PTO, Phase I-A Stage 2 will begin.
- 5.1.6 For approval of the PTO and beginning of stage 2:
  - 5.1.6.1 the compliance of the application for the issuance of the Airport Operational Certificate;
  - 5.1.6.2 the conformity of the MOPS ratification statement;
  - 5.1.6.3 the approval of the management team;
  - 5.1.6.4 the approval of the training program.
- 5.1.7 Stage 2 will have a minimum duration of:
  - 5.1.7.1 45 (forty-five) days for airports with passenger movements equal to or greater than 1 mi / pax / year; and
  - 5.1.7.2 15 (fifteen) days for airports with passenger movements of less than 1 mi / pax / year.
- 5.1.8 The objectives of this Stage are :
  - 5.1.8.1 allow the Concessionaire to obtain and prepare the necessary resources for the provision of the services provided in the Agreement;
  - 5.1.8.2 minimizing any adverse effect of the transfer of services to the Concessionaire; and
  - 5.1.8.3 ensure the availability of information and procedures necessary for the Parties to assume their responsibilities and rights described in the Agreement.
- 5.1.9 In this stage, the current airport operator will maintain responsibility for the operation of the Airport Complex with direct follow-up of the new Concessionaire, which among

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other activities shall validate management decisions in an assisted operation regime, as provided for in the PTO. To do so, the Concessionaire shall establish a transition team with direct responsibility for monitoring the main functional areas.

- 5.1.10 At this stage, the Transition Team of the Concessionaire shall work together with the Transition Committee and all the people it indicates, in order to transparently coordinate the beginning of its operations activities / services.
- 5.1.11 The Concessionaire shall enjoy free access to all facilities at the airport site and physical spaces shall be designated for the Concessionaire to carry out the work and activities of the transition. During this stage the Concessionaire shall conduct a comprehensive audit process to become thoroughly familiar with the operations, organizational structure, holders of space assignment Agreement at the Airport and Airport users.
- 5.1.12 The Concessionaire shall ensure an effective transition, within the established time limits, by performing the following actions:
- 5.1.12.1 treat all employees of the present airport operator in a fair, open and equitable manner;
  - 5.1.12.2 take the initiative to communicate with employees, contract holders of assignment space at the airport, users, airlines, government agencies and the community at large in all aspects of the transition;
  - 5.1.12.3 ensure the processes of training and development of the existing and future staff of the Airport;
  - 5.1.12.4 take the initiative to cooperate with local and regional representatives of Government, business community and general population to promote the integration and development of the Airport with local and regional goals; and
  - 5.1.12.5 establish an efficient organizational structure that clearly defines the areas of responsibility.
- 5.1.13 Stage 2 shall be deemed complete when the following conditions are met:
- 5.1.13.1 after the minimum time period specified in items 5.1.7.1 and 5.1.7.2;
  - 5.1.13.2 obtain a statement or statement from the ANAC informing them of the receipt of the PSA with all expected items required for its composition under the terms of the current regulations for the preliminary approval of PSA compliance under the terms of item 3.9.5.1.
  - 5.1.13.3 obtaining the Provisional Operational Certificate by the Concessionaire, subject to the conditions set forth in items 3.10.1 and 5.1.6.1 to 5.1.6.4.

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## 6. Example of Operational Transfer Actions

6.1 In order to facilitate the understanding for the elaboration of the Operational Transfer Plan (PTO), the following examples are offered as some possible actions to be evaluated.

Transition Team	<p>A Transition Team will be built to manage all aspects of the transition from the current airport operator operation to the Concessionaire. Among other activities, the team will:</p> <ul style="list-style-type: none"> <li>• Develop a detailed transition schedule.</li> <li>• Build sub-teams to deal with specific aspects of the transition (eg, operations team, communications team, etc.). The sub-teams will report to the Transition Team, which will be the decision-making body.</li> <li>• Supervise sub-teams and facilitate weekly / bi-weekly meetings between all sub-teams.</li> <li>• Negotiate with the current airport operator to ensure a smooth transfer of assets, contracts, documentation and staff to the Concessionaire.</li> <li>• Ensure the continuity of operation of all business systems (accounting, operational, information technology, payroll, etc.).</li> <li>• Provide legal and technical advice.</li> <li>• Develop and management structure for the Airport, appointing executive management and group / service / practice leaders.</li> </ul>
Sub-Team: Finance	<p>A Finance Team can be formed to develop budgets and manage expenses. Among other activities, the team will:</p> <ul style="list-style-type: none"> <li>• Develop a detailed monthly budget for the first 2 years.</li> <li>• Develop a quarterly budget for the third year.</li> <li>• Ensure an effective transition between financial systems (eg accounting, payroll, etc.).</li> <li>• Develop tools to ensure detailed and transparent finances.</li> <li>• Identify areas for improvement for an optimized and customized airport financial system.</li> </ul>
Sub-team: Operations	<p>An Operations Team may be formed to operate the Airport. Among other activities, the team will:</p> <ul style="list-style-type: none"> <li>• Conduct coordination with the current airport operator, ANAC and DECEA on regulatory issues in airport operations.</li> <li>• Identify hiring needs.</li> </ul>

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	<ul style="list-style-type: none"> <li>• Identify maintenance needs and minor improvements; budget development and timeline.</li> <li>• Carry out the survey and review of the actions of sanitation of the existing nonconformities.</li> <li>• Coordinate the activities of the public agencies that by legal provision shall operate at the Airport in order to achieve and maintain the good operational quality of the Airport.</li> <li>• Identify needs of additional equipment; development plan, budget and schedule.</li> </ul>
Sub-Team: Communications	<p>A Marketing Team can be formed to manage all aspects of internal and external communications. Among other activities, the team will:</p> <ul style="list-style-type: none"> <li>• Create from a PR strategy.</li> <li>• Develop relations with the press in Brazil and with the international airport industry.</li> <li>• Manage relations with airlines.</li> </ul>
Sub-team: Commercial	<p>A Business Team can be created to manage existing business activities in the short term. Among other activities, the team will:</p> <ul style="list-style-type: none"> <li>• Manage commercial activities on Airport property.</li> <li>• Develop and manage close relationships with potential terminal investors.</li> <li>• Develop commercial development goals of 3, 5, 7, 10 years.</li> </ul>
Sub-team: Organizational and Human Resources	<p>An Organizational Structure Team can be created to advise and develop alternatives to the Airport's organizational structure and human resources plan. Among other activities, the team will:</p> <ul style="list-style-type: none"> <li>• Provide a list of potential executive management leaders and groups / services / practices for the transition team, based on experience and expertise.</li> <li>• Identify areas where the Management Team may need strengthening and development of recruitment criteria.</li> </ul>
Sub-team: Information Technology	<p>An Information Technology (IT) Team can be created to manage a smooth transition of IT infrastructure. Among other activities, the team will:</p> <ul style="list-style-type: none"> <li>• Evaluate of the current IT system.</li> <li>• Identify required IT improvements.</li> <li>• Identify strategic IT contracting / training needs.</li> <li>• Work alongside the Finance and Operations Teams.</li> </ul>
Training of the new Airport	<p>The Transition Team will be responsible for transferring the knowledge to the new Airport Administration Team. All subteams operating under the direction of the</p>



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Administration Team	Transition Team may be transferred to the appropriate teams and groups under the new management and organizational structures.
Immediate Improvements	The Concessionaire will check opportunities for immediate benefits to increase operational efficiency, passenger experience and business performance, which may include: <ul style="list-style-type: none"><li>• Improved security process by increasing processing efficiency.</li><li>• Assessment of the main obstacles to improve the operation of airlines at the airport and the provision of service to passengers and other users, with the respective measures to be adopted.</li></ul>