

The Regular Meeting of the Indianapolis Airport Authority Board was called to order at 8:47 a.m. September 7, 2007 in the Airport Board Room at Indianapolis International Airport.

Present and comprising a quorum were:

Lacy M. Johnson, President
H. Patrick Callahan, Vice President
Alfred Bennett, Secretary
N. Stuart Grauel, Treasurer
Kelly J. Flynn, Member
Shirley M. Haflich, Member
Robert H. Voorhies, Member

IAA Staff Also Attending:

John Kish, Executive Director
Robert Duncan, Airport Director
Lynn Gordon, IAA Advisory Member
Jack Morton, IAA Advisory Member
Catherine Scionti
John Colosimo
Anne O'Connor
Gary Gibson
Tim Konopinski
Patzetta Trice
Susan Sullivan
Andy Burnett
Mike Medvescek
Eric Anderson
Wayne Reynolds
Bea Tate
Monica Bryant

Jerry Wise
Jeannie Weiss
Kirk Lovell
Reggie Baumgardner
Rick Gentry
Bill Reardon
Mary Ann Falatic
Corey Grannemann
Jim Mooney
James Duke
Jeanann Strong
Greta Hawvermale
Marsha Stone
Cory Wilson
Marjalee Wiley
Bob Spitzer
Susan Rehfeldt, recording secretary

Upon a motion by Mr. Callahan, seconded by Mr. Bennett and unanimously passed, approval was given to the Minutes of the Regular Meeting of August 17, 2007.

ORDINANCES AND RESOLUTIONS

UPON A MOTION BY MR. FLYNN, SECONDED BY MR. VOORHIES AND UNANIMOUSLY PASSED, APPROVAL WAS GIVEN TO THE ADOPTION OF RESOLUTION 14-2007 AUTHORIZING THE EXECUTIVE DIRECTOR TO APPLY FOR, ACCEPT, ADOPT, AND EXECUTE OTHER TRANSACTION AGREEMENT(S) THAT ARE SCHEDULED TO EXPIRE BY DECEMBER 31, 2007 FROM THE TRANSPORTATION SECURITY ADMINISTRATION CONSTITUTING AGREEMENT BETWEEN THE UNITED STATES AND THE INDIANAPOLIS AIRPORT AUTHORITY.

UPON A MOTION FROM MR. VOORHIES, SECONDED BY MR. BENNETT AND UNANIMOUSLY PASSED, APPROVAL WAS GIVEN TO THE ADOPTION OF RESOLUTION 15-2007 AUTHORIZING THE EXECUTIVE DIRECTOR TO ACCEPT AND EXECUTE GRANT OFFERS FROM THE INDIANA DEPARTMENT OF TRANSPORTATION, OFFICE OF AVIATION. THESE GRANTS WILL BE USED FOR AIRPORT IMPROVEMENTS AT MT. COMFORT AIRPORT, HENDRICKS COUNTY AIRPORT, DOWNTOWN HELIPORT, AND EAGLE CREEK AIRPORT.

GENERAL BUSINESS

Received status reports from Mr. Kish and Mr. Duncan.

2007 Diversity Status Year to Date:

Operating 2007 (Total Payments \$12,647,654)

- i. MBE 26.8%
- ii. WBE 6.6%

IND Capital 2007 (Total Payments \$18,868,250)

- i. DBE 18.3%
- ii. MBE 13.6%
- iii. WBE 11.2%

NEW IND Professional Services (Total Payments \$169,334,088)

- i. MBE 23.21%
- ii. WBE 7.27%

NEW Construction (Total Payments \$410,706,905)

- i. MBE 11.82%
- ii. WBE 4.38%

APPROVAL OF OPERATING PAYMENTS: Upon a motion by Mrs. Haflich, seconded by Mr. Voorhies and unanimously passed, approval was given to Operating payments in the amount of \$37,849.60 from the Operating Funds per the attached schedule. DBE 41.45%, MBE 13.85%, WBE 27.60%

APPROVAL OF IND CAPITAL PAYMENTS: Upon a motion by Mr. Voorhies, seconded by Mr. Flynn and unanimously passed, approval was given to IND Capital payments in the amount of \$1,702,928.49 from the Capital Improvement Funds per the attached schedule. DBE 4.67%, MBE 2.75%, WBE 7.30%

APPROVAL OF NEW IND CAPITAL PAYMENTS: Upon a motion by Mr. Flynn, seconded by Mr. Voorhies and unanimously passed, approval was given to New IND Capital payments in the amount of \$16,278,648.59 from the Capital Improvement Funds per the attached schedule. DBE 10.99%, MBE 15.15%, WBE 3.0%

LEASES AND CONCESSION AGREEMENTS

APPROVAL OF THE LAND LEASE AGREEMENT BY AND BETWEEN THE INDIANAPOLIS AIRPORT AUTHORITY AND SHELBY MATERIALS, INC.: Upon a motion by Mr. Bennett, seconded by Mr. Callahan and unanimously passed, approval was given to the Land Lease Agreement by and between the Indianapolis Airport Authority and Shelby Materials, Inc. Rental will be \$2,178 per month, commencing September 7, 2007, and terminating December 31, 2007.

APPROVAL OF A SECOND AMENDMENT TO AGREEMENT AND LEASE OF PREMISES BY AND BETWEEN THE INDIANAPOLIS AIRPORT AUTHORITY AND FRONTIER AIRLINES, INC.: Upon a motion by Mr. Voorhies, seconded by Mrs. Haflich and unanimously passed, approval was given to the Second Amendment to Agreement and Lease of Premises by and between the Indianapolis Airport Authority and Frontier Airlines, Inc. for the addition of terminal and apron space to its leased premises. The Amendment provides for an annual rental increase of \$212,104.54, at 2007 rates, effective August 1, 2007.

APPROVAL OF A SHORT TERM LICENSE AGREEMENT BY AND BETWEEN THE INDIANAPOLIS AIRPORT AUTHORITY AND NEATRECEIPTS: Upon a motion by Mr. Bennett, seconded by Mrs. Haflich and unanimously passed, approval was given to a Short Term License Agreement by and between the Indianapolis Airport Authority and NeatReceipts. Licensee shall pay the Authority a minimum guarantee of \$10,000 plus 15% and 20% of gross concession revenue over natural sales breakpoints for the period September through December 2007 for one (1) retail merchandising unit. D/M/WBE 0%.

APPROVAL OF AMENDMENT NO. 2 BY AND BETWEEN THE INDIANAPOLIS AIRPORT AUTHORITY AND BROOKSTONE PROPERTIES: Upon a motion by Mr. Grauel, seconded by Mr. Voorhies and unanimously passed, approval was given to Amendment No. 2 by and between the Indianapolis Airport Authority and Brookstone Properties, Inc., d/b/a Brookstone, to extend the term of the existing Agreement to August 31, 2008. D/M/WBE participation is 0%.

APPROVAL OF AIRPORT USE PERMIT WITH GLOBAL GROUND SUPPORT, LLC: Upon a motion by Mr. Voorhies, seconded by Mr. Flynn and unanimously passed, approval was given to an Airport Use Permit with Global Ground Support, LLC. The Permit provides for a term of approximately one (1) year commencing September 7, 2007 and terminating September 30, 2008, at a rental rate of eight percent (8%) of gross monthly receipts.

LAND ACQUISITION

Upon a motion by Mrs. Haflich, seconded by Mr. Voorhies and unanimously passed, approval was given to purchase of property per the attached schedule.

EAGLE CREEK AND HELIPORT

APPROVAL OF SUPPLEMENTAL AGREEMENT NO. 1 WITH WOOLPERT, INC. WAS TABLED.

INDIANAPOLIS INTERNATIONAL (IND)

APPROVAL OF FOUR CHANGE ORDERS AND RELEASE OF RETAINAGE: Upon a motion by Mr. Grauel, seconded by Mrs. Haflich and unanimously passed, approval was given to four (4) Change Orders as reviewed and recommended by the Construction Committee, and one (1) Release of Retainage per the attached schedule.

APPROVAL OF THE PROJECT TO UPDATE THE FAR PART 150 NOISE EXPOSURE MAPS AND AWARD OF CONTRACT TO LANDRUM & BROWN, INC.: Upon a motion by Mr. Flynn, seconded by Mrs. Haflich and unanimously passed, approval was given to the project to update the FAR Part 150 Noise Exposure Maps (NEMs) for Indianapolis International Airport, and an award of contract to Landrum & Brown, Inc. in an amount not-to-exceed \$431,597 including all incidental expenses, as reviewed and recommended by the Construction Committee. DBE 51.6% (Aerofinity, Inc., Sanchez Industrial Design, Inc. and Shrewsberry & Associates), MBE 9.0% (Sanchez Industrial Design, Inc. and Shrewsberry & Associates) and WBE 42.6% (Aerofinity, Inc.).

APPROVAL OF A CONTRACT WITH HINSHAW ROOFING AND SHEET METAL COMPANY, INC. FOR SIGNATURE FLIGHT SUPPORT (BUILDING 118) ROOF REMOVAL AND REPLACEMENT, PROJECT I-07-013: Upon a motion by Mr. Voorhies, seconded by Mrs. Haflich and unanimously passed, approval was given to a contract with Hinshaw Roofing and Sheet Metal Company, Inc. in the amount of \$480,200 for the Signature Flight Support (Building 118) Roof Removal and Replacement, Project I-07-013. DBE 0%, MBE 0% and WBE 22% (Protection Plus and Douglas Supply).

APPROVAL OF AN AWARD OF CONTRACT TO ALT & WITZIG, INC. FOR MATERIALS TESTING ON THE NORTHEAST CARGO APRON REHABILITATION, PROJECT I-06-8: Upon a motion by Mr. Voorhies, seconded by Mrs. Haflich and unanimously passed, approval was given to an award of contract to Alt & Witzig, Inc. in the amount of \$28,665 for materials testing on the Northeast Cargo Apron Rehabilitation Project, I-06-8. DBE 0%, MBE 9.8% (Professional Group, Inc.) and WBE 0%.

APPROVAL OF SUPPLEMENTAL AGREEMENT NO. 1 WITH R.W. ARMSTRONG AND ASSOCIATES, INC. FOR CONSTRUCTION ENGINEERING FOR THE REPAIR TUG ROADS, PROJECT I-06-3: Upon a motion by Mr. Voorhies, seconded by Mrs. Haflich and unanimously passed, approval was given to Supplemental Agreement No. 1 to R. W. Armstrong and

Associates, Inc. in the amount of \$110,200 plus incidental expenses estimated at \$1,400, to provide construction engineering for the Repair Tug Roads, Project I-06-3. DBE 43.9% (Elits Construction Services, Parsons, Cunningham and Shartle Engineers and Professional Services, Inc.), MBE 0% and WBE 5.1% (Elits Construction Services and Parsons, Cunningham and Shartle Engineers).

NEW INDIANAPOLIS AIRPORT (MIDFIELD)

APPROVAL OF TWO (2) CHANGE ORDER REQUESTS: Upon a motion by Mr. Bennett, seconded by Mr. Flynn and unanimously passed, approval was given to two (2) Change Order Requests per the attached schedule.

APPROVAL OF AN AMENDMENT TO CONTRACT WITH CHRYSALIS CONSULTING, LCC: Upon a motion by Mrs. Haflich, seconded by Mr. Flynn and unanimously passed, approval was given to an amendment to the contract with Chrysalis Consulting, LLC for consulting services associated with the terminal transition planning in an amount not-to-exceed \$74,000. D/MBE 0% and WBE 100% (Chrysalis Consulting, LLC).

APPROVAL OF AN AMENDMENT TO CONTRACT WITH FINK, ROBERTS & PETRIE, INC. FOR ADDITIONAL PROFESSIONAL DESIGN SERVICES: Upon a motion by Mr. Voorhies, seconded by Mrs. Haflich and unanimously passed, approval was given to an amendment to the contract with Fink, Roberts & Petrie, Inc. for additional professional design services related to the structural steel incident in an amount not-to-exceed \$126,000. D/M/WBE 0%.

APPROVAL OF AN AMENDMENT TO THE CONTRACT WITH EXECUTIVE MEDIA FOR ADDITIONAL PROFESSIONAL SERVICES: Upon a motion by Mr. Flynn, seconded by Mr. Bennett and unanimously passed, approval was given to an amendment to the contract with Executive Media for additional professional services in an amount not-to-exceed \$112,500, plus incidental expenses. D/M/WBE 0%.

APPROVAL OF AN AWARD OF CONTRACT TO RYAN FIRE PROTECTION, INC. FOR BID PACKAGE F-09 MIDFIELD TERMINAL FUEL STORAGE FACILITY (FIRE PROTECTION): Upon a motion by Mrs. Haflich, seconded by Mr. Callahan and unanimously passed, approval was given to an award of contract to Ryan Fire Protection, Inc. for bid package F09 – Midfield Terminal Fuel Storage Facility (Fire Protection) in an amount not-to-exceed \$633,358 plus incidental expenses. Ryan Fire Protection, Inc. was the lowest responsive and responsible bidder. D/WBE 0% and MBE 8.89% (Star Products).

APPROVAL OF AN AMENDMENT TO THE CONTRACT WITH BURNS & MCDONNELL ENGINEERING COMPANY, INC. FOR CONSTRUCTION PHASE SERVICES RELATED TO THE FUEL FARM BID PACKAGES: Upon a motion by Mr. Bennett, seconded by Mr. Callahan and unanimously passed, approval was given for approval of an amendment to the contract with Burns & McDonnell Engineering Company, Inc. for construction phase services related to the Fuel Farm Bid Packages in an amount not-to-exceed \$633,358 plus incidental expenses. DBE 6.9% (Amtech Engineering), MBE 6.9% (Amtech Engineering) and WBE 6.3% (L'Acquis Consulting Engineers).

APPROVAL OF AN AMENDMENT TO THE CONTRACT WITH TURNER/TROTTER, LLC FOR CONSTRUCTION MANAGEMENT SERVICES RELATED TO THE FUEL FARM BID PACKAGES: Upon a motion by Mr. Flynn, seconded by Mrs. Haflich and unanimously passed, approval was given to an amendment to the contract with Turner/Trotter, LLC for construction management services related to the Fuel Farm Bid Packages in an amount not-to-exceed \$1,212,920 plus incidental expenses. DBE 38.0% (Trotter Construction and Nubian Transportation), MBE 34.0% (Trotter Construction) and WBE 4.0% (Nubian Transportation).

APPROVAL OF AN AWARD OF CONTRACT TO RL TURNER CORPORATION FOR BID PACKAGE F05 – MIDFIELD TERMINAL FUEL STORAGE (CIVIL/SITE): Upon a motion by Mr. Flynn, seconded by Mrs. Haflich and

unanimously passed, approval was given to an award of contract to RL Turner Corporation for bid package F05 – Midfield Terminal Fuel Storage (Civil/Site) in an amount not-to-exceed \$4,572,000. RL Turner was the lowest responsive and responsible bidder. DBE 4.87% (Circle City Rebar, LLC, Stone & Rhodes Trucking, EZ Transport and The Hoosier Company), MBE 3.32% (Circle City Rebar, LLC and EZ Transport) and WBE 1.55% (The Hoosier Company, Inc.).

APPROVAL OF AN AWARD OF CONTRACT TO BOLT CONSTRUCTION, INC. BID PACKAGE F07 – MIDFIELD TERMINAL FUEL STORAGE FACILITY (MECHANICAL): Upon a motion by Mr. Flynn, seconded by Mrs. Haflich and unanimously passed, approval was given to an award of contract to Bolt Construction, Inc. for bid package F07 – Midfield Terminal Fuel Storage Facility (Mechanical) in an amount not-to-exceed \$5,559,535. Bolt Construction, Inc. was the lowest responsive and responsible bidder. DBE 1.12% (Major Engineering & Surveying, Inc., Standard Coating Service, Inc. and Baja Contractors, Inc.), MBE 18.59% (Major Engineering & Surveying, Inc., Standard Coating Service, Inc. and Baja Contractors, Inc.) and WBE 0.63% (Protection Plus, Inc.).

There being no further business, the meeting was adjourned at 9:05 a.m.

