Call to Order

I. Approval of Minutes of the IAA Board’s Regular Meeting of November 17, 2017

II. Ordinances, Resolutions and Public Hearings
   a) Consider, for Approval Resolution No. 16-2017 concerning IAA Budget Appropriation Transfer for the Indianapolis Airport Authority System Fund, as more particularly described in BP2017-12-01.
   b) Consider, for approval, Resolution No. 17-2017, revised Charter of the Human Resources Committee as more particularly described in BP2017-12-02.
   c) Consider, for approval, Resolution No. 18-2017, modified and revised Indianapolis Airport Authority Business Expense and Travel Policy, as more particularly described in BP2017-12-03.
   d) Consider, for approval, Resolution No. 19-2017, Indianapolis Airport Authority’s modification and restatement of Hurdle Rate Policy, as more particularly described in BP2017-12-04.
   e) Consider, for approval, Resolution No. 20-2017, Indianapolis Airport Authority’s Internal Controls Policy, as more particularly described in BP2017-12-05.
   f) Consider, for approval, Resolution No. 21-2017, modified and revised Charter of the Finance and Audit Committee, as more particularly described in BP2017-12-06.

III. Board Reports

   President’s Report -
   a) Board Updates

IV. Official Actions

   a) Consider, for approval, the individual items on the IAA General Agenda, dated December 15, 2017.

V. Staff Reports

   Executive Director’s Report -
   a) Community Holiday & Winter Activities at IND – Bill Stinson
   b) Air Service Development Update – Marsha Stone

VI. Board Communications

   Next Meeting: Friday, January 19, 2018 @ 8:00 a.m.
The Regular Meeting of the Indianapolis Airport Authority (IAA) Board was called to order at 8:02 a.m., on November 17, 2017, in the Airport’s Board Room at Indianapolis International Airport.

Present at commencement of the meeting and comprising a quorum were:

Barbara Glass, President  
Steve Dillinger, Vice President  
Alfred Bennett, Secretary  
Mike Wells, Member  
Kelly Flynn, Member  
Toby McClamroc, Member  
Mamon Powers III, Member  
Jack Morton, Jr., Member  
Brett Voorhies, Member  
Lynn Gordon, Board Advisory Member  
Brian Tuohy, IAA Board Counsel

IAA Executive Staff attending:
Mario Rodriguez, Executive Director  
Mike Medvescek, Sr. Director of Operations & Public Safety  
Marsha Stone, Sr. Director of Commercial Enterprise  
Robert Thomson, Sr. Director of Finance  
Jarod Klaas, Interim Director, Engineering, Planning & Development  
Jeff Mallamad, General Counsel  
Lisa Bierman, Sr. Executive Assistant  
Maria Wiley, Sr. Director of Audit, Compliance & Procurement  
Reid Goldsmith, Sr. Director of Information Technology  
Rachel Hernandez, Sr. Director of Human Resources  
Bill Stinson, Sr. Director of Public Affairs

APPROVAL OF MINUTES
Upon a motion by Mr. Gordon, seconded by Mr. Bennett and unanimously passed, approval was given to the Minutes of the Regular Meeting of October 20, 2017.

ORDINANCES, RESOLUTIONS AND PUBLIC HEARING
President Glass opened the Public Hearing on General Ordinance No. 2-2017 concerning 2018 Rates and Charges for the use of its airport facilities which was introduced at the October 20, 2017 IAA Board Meeting. There being no discussion, the hearing was closed.

President Glass introduced Mr. Jeff Mallamad, General Counsel, who described General Ordinance No. 2-2017 concerning 2018 Rates and Charges for the use of its airport facilities and
services commencing January 1, 2018, as more particularly described in BP2017-11-01. Upon a motion by Mr. Flynn and seconded by Mr. Voorhies, General Ordinance No. 2-2017, was unanimously passed.

**BOARD REPORTS**
President Glass introduced Mr. Mamon Powers III, Terminal Optimization Committee Chair to give an update on the Terminal Optimization. This was an update only and no action was taken.

**OFFICIAL ACTIONS**
**INTRODUCTION AND APPROVAL OF THE INDIANAPOLIS AIRPORT AUTHORITY’S GENERAL AGENDA, DATED November 17, 2017:** President Glass introduced and then verbally described each of the individual items listed on the General Agenda. Following a brief discussion of each listed item, President Glass asked for separate motions of approval. The following actions were then taken by the IAA Board:

**BP2017-11-02.** Marsha Stone, Sr. Director of Commercial Enterprise, introduced board paper BP2017-11-02. Marsha introduced Board Member Steve Dillinger who then made brief comments recommending approval of the City of Fishers Development Plan in support of the Memorandum of Understanding (MOU) between the IAA and City of Fishers. The Plan provides for the development and marketing of approximately 211 acres of airport land at Metropolitan Airport. Next, Mr. Dillinger introduced, City of Fishers Mayor, Scott Fadness, who spoke. Mayor Fadness reiterated details of the MOU and the City’s Fishers approval of the Development Plan.

Upon a motion by Mr. Voorhies, seconded by Mr. Wells and unanimously passed, approval was given to BP2017-11-02.

**BP2017-11-03.** Upon a motion by Mr. McClamroch, seconded by Mr. Morton and unanimously passed, approval was given to BP2017-11-03.

**BP2017-11-04.** Upon a motion by Mr. Flynn, seconded by Mr. Powers and unanimously passed, approval was given to BP2017-11-04.

**STAFF REPORTS**
**Executive Director’s Report**
Mr. Rodriguez introduced the IAA third quarter Core Value Winners for employee recognition achievements and congratulated them. The honored recipients are Donna Rust, Police Department, Core Value of Excellence, Agostos Nyemah, Terminal Services, Unsung Hero, Peter Davidson, Parking Department, Customer Service Excellence, Keith Berlin and Matthew Lewis, Operations Department, Leadership Excellence Award. Next, Mr. Rodriguez opened up the executive director’s reports and first, introduced Reid Goldsmith, Sr. Director of IT who gave a demonstration of the IAA Interactive Map of the airport terminal. Next, Marsha Stone, Sr. Director of Commercial Enterprise gave a brief update of the Shuttle Program and Electric Bus Fleet arrival. Next, Bill Stinson, Sr. Director of Public Affairs introduced Megan Gish-Carrico, Manager of Public Affairs who gave a brief update on the Soaring for Autism event held at the airport earlier in the month. Next, Mike Medvescek, Sr. Director of Operations and Public Safety
reported that the 2017 FAA Part 139 Inspection was successful and passed with zero discrepancies and 100% in compliance with the FAA. This is the Indianapolis International Airport’s 17th out of 18 years with a 100% FAA compliance.

**ADJOURNMENT**
President Glass announced that the next IAA Board meeting is scheduled for December 15, 2017. There being no further business, the meeting was adjourned at 8:47 a.m.

**INDIANAPOLIS AIRPORT AUTHORITY** *

By: ________________________________  
Barbara Glass, President  

DATED: ____________________________  

By: ________________________________  
Alfred R. Bennett, Secretary  

* Signed under authority of IAA Board Resolution #13-2017
BOARD MEMO – BUDGET APPROPRIATION

To: IAA Board of Directors

From: Robert Thomson, Sr. Director of Finance/Treasurer

Date: November 30, 2017

Board Date: December 15, 2017

Subject: 2017 Budget Appropriation Transfer – Resolution No. 16-2017

Scope
The Indianapolis Airport Authority has an approved 2017 budget appropriation for the Airport System Fund of $193,697,000. This resolution is required by Indiana Code section 6-1.1-18-6. This statute requires the Board to officially authorize a transfer between the major budget line item classifications included in the Authority’s annual budget ordinance if a particular classification is expected to exceed the budgeted amount.

As savings are anticipated from the Other Services & Charges budget line due to lower interest expense, budget classification transfers are being requested for the preservation of airport assets in the amount of $1,200,000 to the Supplies & Materials budget line and $1,000,000 to the Capital Outlay budget line classification as detailed in Appendix A.

The Authority is not required to seek approval for this transfer from either the City-County Council or the Department of Local Government Finance, as this transfer does not result in expenditures in total greater than the budget appropriation amount originally published and approved, and has no tax levy impact.

The Airport Authority has cash balances available to cover all approved Airport System Fund expenditures within the 2017 appropriation level. There are no business risks, revenue and/or additional operating cost implications with the transfer of funds between budget line items. Supplier Diversity Participation is not applicable to this request.

Recommendation
The IAA Staff recommends the IAA Board consider for approval adoption of Resolution 16-2017, transferring amounts between budget line item classifications from the 2017 appropriations of the Indianapolis Airport Authority System Fund.
BOARD MEMO – HRC CHARTER

To: IAA Board of Directors
From: Lynn Gordon, Chair of Human Resources Committee
Date: November 17, 2017
Board Date: December 15, 2017
Subject: Revised Charter of the Human Resources Committee

Background
As provided in the existing Charter for the Human Resources Committee of the Board of the Indianapolis Airport Authority (“HRC”), the HRC has a duty to review the Charter from time to time and will recommend any amendments or modifications to the Board for its review, approval and adoption. The HRC reviewed the Charter at its meeting on Monday, November 13, 2017, and now recommends certain changes to be made to the Charter in the interest of good governance. These proposed changes are shown by highlighting in the marked-up copy of the HRC Charter attached to this Board Memo.

Recommendation
The HRC hereby recommends that the IAA Board approve and adopt Resolution No. 17-2017.
BOARD MEMO – BUSINESS EXPENSE & TRAVEL POLICY

To: IAA Board of Directors
From: Robert Thomson, Sr. Director of Finance/Treasurer
Date: December 1, 2017
Board Date: December 15, 2017
Subject: Revised IAA Business Expense & Travel Policy

Background
On October 15, 2010, the Indianapolis Airport Authority (“IAA”) adopted a new travel and business expense policy (the “Policy”), which is reviewed by the Finance and Audit Committee (“FAC”) annually and updated as required. April 15, 2016 the Board adopted the last modifications to the Policy. Attached hereto is a red-lined version of the Policy showing the changes FAC reviewed are recommending for consideration and approval by the Board.

There are several minor changes in the attached Policy.

Section 3 was updated to specify that receipts presented for reimbursement should be completely segregated and separate from un-reimbursable personal expenses.

Section 4 was updated to specify that the Sr. Director Audit & Compliance should review only the Executive Director business expenses submitted for reimbursement.

Section 5 was updated to clarify acceptable airline fees.

Section 6 was updated to state that P-Card or P.O. will be considered valid payment options during corporate or departmental events.

Recommendation
The Finance and Audit Committee recommends the IAA Board consider for approval adoption of Resolution 18-2017, modifying and restating the existing Business Expense & Travel Policy.
Board Memo
Hurdle Rate Policy

To: IAA Board of Directors
From: Robert Thomson, Sr. Director of Finance/Treasurer
Date: November 17, 2017
Board Date: December 15, 2017
Subject: IAA Hurdle Rate Policy

Background
As part of an effort to manage the Authority’s capital budgeting process in a more efficient and transparent manner, the Authority staff has modified the existing hurdle rate policy (new policy attached below). These modifications include updating the purpose, reporting requirements, and various administrative changes.

The purpose now includes the Authority’s mission to create public value in addition to clarifying the wording in other sections related to the purpose of this policy. Additionally, reports will now be provided based on request, instead of annually as stated in the original policy. Other administrative updates to this policy include clarification of existing sections.

The Authority provided a revised copy of the Hurdle Rate Policy, which was reviewed by the Finance and Audit Committee (“FAC”) on November 17, 2017. The FAC is recommending for consideration and approval by the Board.

Recommendation
The Finance and Audit Committee recommends the IAA Board consider for approval adoption of Resolution 19-2017, modifying and restating the existing Hurdle Rate Policy.
To: IAA Board of Directors
From: Robert Thomson, Sr. Director of Finance/Treasurer
Date: December 1, 2017
Board Date: December 15, 2017
Subject: Internal Controls Policy

Background
The state statutory requirement under IC 5-11-1-27 requires all Indiana political subdivisions to adopt the minimum level of internal control standards developed by the State Board of Accounts. Each political subdivision must adopt these standards, train appropriate personnel, and implement policies and procedures consistent with the standards.

The Indianapolis Airport Authority ("IAA") has the responsibility to establish and maintain an adequate system of internal control and furnish to the IAA Board of Directors, various boards and commissions, governmental agencies, creditors and others reliable financial information on a timely basis.

On November 17, 2017, the Finance and Audit Committee ("FAC") reviewed and recommended for consideration and approval by the Board the proposed policy.

Recommendation
The Finance and Audit Committee recommends the IAA Board consider for approval adoption of Resolution 20-2017, implementing IAA’s proposed Internal Controls Policy.
BOARD MEMO – FAC CHARTER

To: IAA Board of Directors

From: Toby McClamroch, Chair, Finance and Audit Committee

Date: December 1, 2017

Board Date: December 15, 2017

Subject: Restated Finance and Audit Committee Charter – Resolution No. 21-2017

Background
On November 17, 2017, the Finance and Audit Committee completed the required annual review of the existing Finance and Audit Committee Charter (“Charter”), and now recommends certain changes to be made to the Charter in the interest of good governance. These proposed changes are shown in the red-lined copy of the FAC Charter attached to this Board Memo.

Instead of creating an amendment to the existing Charter, it is recommended that the document be approved as a complete and stand-alone document inclusive of all approved modifications.

Recommendation
The Finance and Audit Committee recommends the IAA Board consider for approval adoption of Resolution 21-2017, modifying and restating the existing Finance and Audit Committee charter.
IAA Board Meeting  
General Agenda  
December 15, 2017

General:

BP2017-12-07 Consider, for approval, Amendment #1 to Phase 2 of the Unison Consulting, Inc. Agreement for the Concessions Refresh Project in an amount not to exceed $150,183, with 100% MBE participation.

BP2017-12-08 Consider, for approval, the execution of the Sixth Amendment to Building Lease Agreement with Quantum Aviation Service, LLC per the terms of the Lease Agreement.

Capital:

BP2017-12-09 Consider, for approval, an award of contract for the base bid for High Speed Exits, Taxiway C and Taxiway C’s Shoulders Rehabilitation, and LED Lighting at the Indianapolis International Airport to Milestone Contractors, LP in an amount not-to-exceed $10,987,000.00 plus a 3% construction reserve of $329,610.00 for a total of $11,316,610.00. Milestone Contractors, LP was the lowest responsive and responsible bidder. Supplier diversity participation is DBE 26.54% (Hoosier Co., CMG Trucking, and Earth Images), MBE 9.567% (Fox Contractors and CMG Trucking), and WBE 20.17% (Hoosier Co., Earth Images and Protection Plus).

BP2017-12-10 Consider, for approval, Amendment No. 1 to the contract with Wessler Engineering Inc. for Stormwater & Deicing Capacity Enhancement enabling projects associated with the cargo apron expansion at the Indianapolis International Airport in an amount not-to-exceed $2,750,000.00 (fees and expenses). Supplier diversity participation is DBE 39.45% (Cripe, CTL Engineering, Dmytryka Jacobs Engineers, the etica group, Guidon Design, Khafra Engineering Consultants, Powers Engineer, Shrewsberry & Associates), MBE 25.67% (Cripe, CTL Engineering, Dmytryka Jacobs Engineers, Khafra Engineering Consultants, Shrewsberry & Associates), WBE 10.87% (the etica group, Powers Engineer), VBE 2.91% (Guidon Design).

BP2017-12-11 Consider, for approval, a professional services contract with MZ Corporation dba Zurbuch Development/Construction Consulting in an amount not-to-exceed $393,600.00 (fees) and $500.00 (expenses) for a total not-to-exceed amount of $394,100.00. Supplier diversity participation is DBE 100% (Zurbuch Consulting) and WBE 100% (Zurbuch Consulting).
BOARD MEMO – UNISON CONSULTING, INC.

To: IAA Board of Directors
From: Marsha Stone, Sr. Director of Commercial Enterprise
Date: December 4, 2017
Board Date: December 15, 2017
Subject: Concessions Refresh Project - Unison Consulting, Inc., Amendment #1 of Phase 2 Agreement

Background
As part of the Concessions Refresh Program, the IAA produced and published a “Request for Information” (RFI) to procure the services of an Airport Concessions consulting firm. Through the competitive RFI solicitation process, Unison Consulting, Inc. (Unison) was awarded a “Contract for Services” Agreement, dated April 4, 2016. Unison is a leading aviation consulting firm with more than 25 years of experience advising clients around the world and has provided aviation consulting services to over 100 airports throughout the United States, Canada, South America and the Caribbean.

The tasks and accountabilities in the Phase 1 Agreement, Concessions Refresh and Customer Experience Program, dated April 4, 2016, consisted of a $249,000 not to exceed budget to accomplish the following project scope:

1. Coordinate with top consultant on the sense of place and customer experience
2. Prepare current concession statistical analysis
3. Compile public feedback and surveys
4. Identify locality/stakeholders
5. Recommend ancillary concepts
6. Recommend concession agreements/terms

IAA Staff and Unison had completed the Phase 1 Scope and developed the following Phase 2 scope of work to continue planning efforts, solicitation/RFI development and further implementation of the Concessions Refresh Project. The fee was $161,000. The Board approved Phase 2 in July of 2017, which consisted of the following:

1. Assist IAA Staff with finalization of Concessions Plan Development, as described below:
   A. Finalize situational analysis and recommendations
   B. Merchandising and space layout plans – space planning
   C. Continue to identify local operators and stakeholders – with special emphasis on sense of place
D. Concession use recommendations

2. **Assist IAA Staff with Preparation of RFI Solicitation for Concessionaires and evaluation of responses leading to Contract Award**

**Amendment #1 to Phase 2 Concessions Refresh Agreement**

The scope of work in the Phase 2 Concessions Refresh Agreement has been determined more extensive than originally anticipated, including but not limited to, unanticipated research & data compilation, presentation preparation and additional work relative to agreement creation.

The additional scope within Amendment #1 to Phase 2 Concessions Refresh Agreement with Unison is anticipated not to exceed $150,183 and includes essential elements to ensure a comprehensive and well defined public solicitation process, tenant improvement / design criteria, operations criteria, evaluation analysis, comprehensive board materials, etc.

Additional research and project scope that expanded the original Phase 2 Agreement, Scope of Work from July 2017, includes the following:

A. **Airport Industry Practices Research and/or Data Compilation on Concessions Subjects**
   - Concessions Pricing: Street-Pricing Methodology vs. Street-Pricing + 10%
   - Public solicitation grading evaluation format and methodology
   - Rental structure matrix in Airports and non-Airport settings
   - Leasing and agreement structure with local city market concepts in Airports
   - Millennial growth impact and mindset on fast-food concepts in Airports
   - Airport construction responsibility vs. tenant construction responsibility associated with build-out costs of new concessions locations

B. **Formation of the Terminal Optimization Committee (TOC) and expanded Outreach Efforts**
   - Assist staff in development of presentations, talking points, etc.
   - Assistance to staff in preparing for TOC meetings, Networking and Outreach Sessions, etc.

C. **Request for Information Document, Sample Concession Agreement and Procurement**
   - Assist staff with the development of the Request for Information document to make relevant for today’s standards and expectations, requiring additional support beyond the initial Phase 2 scope
   - Reworking of the entire Concession Agreement to include relevant language that promotes efficiency and accountability with the Concessions Program
   - Coordination with Procurement on best practices to utilize in the Request for Information document to protect Authority when awarding contracts.
**Budget**

<table>
<thead>
<tr>
<th>Agreement</th>
<th>Amount</th>
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<tr>
<td>Phase 1 Agreement</td>
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<tr>
<td>Phase 2 Agreement</td>
<td>161,000</td>
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</tbody>
</table>

**Phase 2 – Amendment #1**  
150,183

Total $560,183

Amendment #1 to Phase 2 Agreement costs of $150,183, as part of an overall contract amount (Phases 1 and 2) of $560,183, are included within the IAA’s Concessions Refresh Project in the IAA Capital Budget.

**Schedule**

Upon notice to proceed with a signed agreement, the Amendment #1 to Phase 2 work will begin immediately, with completion anticipated by Q4 of 2018.

**Supplier Diversity Participation**

The Director of Supplier Diversity has approved the following:

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<th>FIRM</th>
<th>AMOUNT</th>
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<td>Totals</td>
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<td>0</td>
</tr>
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</table>

**Recommendation**

IAA staff recommends that the IAA Board consider for approval Amendment #1 to Phase 2 of the Unison Consulting, Inc. Agreement for the Concessions Refresh Project in an amount not to exceed $150,183, with 100% MBE participation.
BOARD MEMO – QUANTEM AVIATION SERVICES, LLC

To:        IAA Board of Directors
From:      Marsha Stone, Sr. Director of Commercial Enterprise
Date:      December 4, 2017
Board Date: December 15, 2017
Subject:   Quantum Aviation Services, LLC – Sixth Amendment to Building Lease Agreement

**Background**
Quantem Aviation Services, LLC (“Quantem”) currently occupies 12,050 square feet in Suites H and I located in Building #622 the Belly Cargo Building at IND.

Due to the addition of the spring 2018 Delta Air Lines international flight to Paris, France, Quantem will now be handling international freight for Delta Air Lines and requests to increase their leased premises to accommodate this increase in international cargo handling.

Quantem will increase their leased premises by 4,025 square feet taking their entire footprint from 12,050 square feet to 16,075 square feet.

This increase in cargo handling will also result in the addition of 8 – 10 full and part-time employees at an average hourly rate of $12.25/hour. Quantem expects to transport an additional 1 million pounds of international cargo annually.

**Scope**
Staff requests the IAA Board execute the Sixth Amendment to the Building Lease Agreement with Quantem Aviation Services, LLC.

**Schedule**
December 15, 2017:   IAA approval of the Sixth Amendment to the Building Lease Agreement with Quantem Aviation Services, LLC.
Revenue and/or Operating Cost Implications

Revenue:
- Rental revenue from the Building Lease Agreement will continue to be charged at $17.83 p.s.f. through August 31, 2019. Anticipated revenue impact is $71,765.75/annum. This is due to an increase from the previous annual rental of $214,851.50/annum to $286,617.25/annum.
  - Rental revenue p.s.f. will increase September 1, 2019 through August 31, 2022 to $18.36 p.s.f. with a rental revenue of $295,137.00/annum.
- IND will also realize additional revenue as this increase in cargo handling will directly impact the Airport Use Permit that Quantem holds at IND that provides 10% of gross annual revenue to the IAA.

Operating Costs:
- The IAA should see no increase in operating costs associated with this Building Lease Agreement and has had minimal operating costs associated with Building #622 (less than $10,000.00/year) due to the age of the building.
- Tenant pays all utilities on leased premises.

Supplier Diversity Participation
Not applicable.

Recommendation
IAA staff recommends the IAA Board consider for approval the execution of the Sixth Amendment to Building Lease Agreement with Quantem Aviation Service, LLC per the terms of the Lease Agreement.
BOARD MEMO – CONTRACT AWARD

To: IAA Board of Directors
From: Jarod Klaas, Interim Senior Director of Planning & Development
Date: December 5, 2017
Board Date: December 15, 2017
Subject: Award of Construction Contract with Milestone Contractors, LP for High Speed Exits, Taxiway C and Taxiway C’s Shoulders Rehabilitation, and LED Lighting at Indianapolis International Airport (Project No. I-16-001)

Background
Taxiway C and shoulders were constructed in 1992 and are in need of rehabilitation. The existing high-speed exits – Taxiways C4 and C7 - between Runway 5R-23L and Taxiway C must be reconstructed for the geometry to comply with current Federal Aviation Administration (FAA) Design Guidelines, as well as to satisfy an operational request made by the Air Traffic Control Tower.

On April 21, 2017, the IAA Board approved a delegation of authority for Airport Improvement Program (AIP) funded projects. The High-Speed Exits, Taxiway C and Taxiway C’s Shoulders Rehabilitation, and LED Lighting project at Indianapolis International Airport is an AIP funded project.

On May 8, 2017, the Executive Director approved plans and specifications, and authorized the public bidding process.

On June 27, 2017, the IAA staff received 2 bids. The project contained a base bid and 1 alternate bid. The base bid ranged from $10,987,000.00 to $14,650,000.00. The alternate bid ranged from $2,989,000.00 to $5,000,000.00.

Milestone Contractors, LP was the lowest responsive and responsible bidder in the total amount of $10,987,000.00 for the base bid and $2,989,000.00 for alternate bid 1. Only the base bid will be awarded at this time as 75% of the cost will be funded by a 2017 FAA grant. The alternate bid will be awarded upon receipt of an additional 2018 FAA AIP grant.

In addition to the contract amount, IAA staff is requesting a construction reserve of 3% of the total contract amount for this project. A construction reserve of 3% has previously been approved by the IAA Board on other projects and successfully implemented to ensure timely...
approval of minor changes necessary due to unforeseen conditions and circumstances. There are sufficient dollars within this project’s budget to accommodate the funding of the 3% contingency for construction reserve. Change orders exceeding the construction reserve will be submitted to the IAA Board for approval.

Scope
The scope for High Speed Exit C7, Taxiway C and Taxiway C’s Shoulders Rehabilitation, and LED Lighting project includes, but is not limited to:
- Pavement Removal
- Concrete paving
- Asphalt Paving
- Removal of Airfield Lighting Equipment
- Installation of Airfield Lighting Equipment
- Partial Depth Concrete Pavement Repair
- Pavement Marking Removal and Replacement

The construction will be completed in two-phases to align with FAA grant funding. Phase 1 of the construction, anticipated to begin in Spring 2018, will include Taxiway C rehabilitation, Taxiway C shoulder reconstruction, reconstruction of High Speed Exit C7, and the installation of LED lighting and signage on Taxiway C and High-Speed Exit C7. High Speed Exit C4 will be removed and reconstructed as part of Phase 2 anticipated in the fall of 2018.

Budget
The Milestone Contractors, LP’s contract is $10,987,000.00, which is within the approved 2018 Capital Budget for High Speed Exit C7, Taxiway C and Taxiway C’s Shoulders Rehabilitation, and LED Lighting project.

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<th>Description</th>
<th>Amount</th>
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<td>Contract Amount (includes Base Bid, and 3% reserve)</td>
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<td>Advertisements for Bid</td>
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<td>Materials Testing (estimate)</td>
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<td>Inspection Services (estimate)</td>
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<td><strong>Total Anticipated Project Cost</strong></td>
<td><strong>$ 13,038,827.16</strong></td>
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The funding for this project is expected to be 75% FAA grant funds and 25% Airport cash funded.

The project is being undertaken to rehabilitate existing infrastructure integral to the continued safe operations of the airport and is anticipated to be grant funded. As a result of the critical nature of the repairs and the anticipated grant funding, this project is exempt under the Authority’s hurdle rate policy and has not been subjected to an internal rate of return calculation.
Schedule
Construction will commence in the spring of 2018 with substantial completion anticipated to occur in late 2018.

Supplier Diversity Participation
The Director of Supplier Diversity has approved the following:

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<th>Firm</th>
<th>DBE</th>
<th>MBE</th>
<th>WBE</th>
<th>VBE</th>
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<td>$2,215,800.00</td>
<td>$ -</td>
<td>26.54%</td>
<td>9.56%</td>
<td>20.17%</td>
<td>0.00%</td>
</tr>
</tbody>
</table>

Recommendation
The IAA staff recommends the IAA Board consider for approval an award of contract for the base bid for High Speed Exits, Taxiway C and Taxiway C’s Shoulders Rehabilitation, and LED Lighting at the Indianapolis International Airport to Milestone Contractors, LP in an amount not-to-exceed $10,987,000.00 plus a 3% construction reserve of $329,610.00 for a total of $11,316,610.00. Milestone Contractors, LP was the lowest responsive and responsible bidder. Supplier diversity participation is DBE 26.54% (Hoosier Co., CMG Trucking, and Earth Images), MBE 9.567% (Fox Contractors and CMG Trucking), and WBE 20.17% (Hoosier Co., Earth Images and Protection Plus).
BOARD MEMO – AMENDMENT

To: IAA Board of Directors

From: Jarod Klaas, P.E., Interim Senior Director of Planning & Development

Date: December 5, 2017

Board Date: December 15, 2017

Subject: Approval of Amendment No. 1 with Wessler Engineering, Inc. for Stormwater & Deicing Capacity Enhancement enabling projects associated with the cargo apron expansion at the Indianapolis International Airport (Project Nos. I-17-077; I-17-78)

Background
On August 28, 2017, the IAA Board approved a professional services contract with Wessler Engineering, Inc. for enabling projects associated with the cargo apron expansion. The contract is an indefinite delivery contract with the anticipation of multiple amendments to align with project scope and schedule. The initial authorization included scoping, preliminary design, design support service, and permitting assistance.

Scope
This action amends the contract to include design services for the deicing and stormwater projects. This amendment will take the project to 100% design based on current project approach, which includes 6-10 bid packages. The design includes a new west basin facility, new primary basin facility, underground storage structures, conveyances under I-70, multiple lift-stations, force-mains and associated system conveyances.

Budget
The costs associated with this amendment are within the approved 2018 Capital Budget. The contract amendment amount is $2.75 million.

Schedule
This amendment does not change initial contract schedule. The initial contract award was August 18, 2017 and substantial completion will occur in phases from 2019 through 2020.

Supplier Diversity Participation
The planned supplier diversity participation for this amendment is DBE 39.45% (Cripe, CTL Engineering, Dmytryka Jacobs Engineers, the etica group, Guidon Design, Khafra Engineering Consultants, Powers Engineer, Shrewsberry & Associates), MBE 25.67% (Cripe, CTL Engineering,
Dmytryka Jacobs Engineers, Khafra Engineering Consultants, Shrewsberry & Associates), WBE 10.87% (the etica group, Powers Engineer), VBE 2.91% (Guidon Design).

**Recommendation**

The IAA staff recommends the IAA Board consider for approval Amendment No. 1 to the contract with Wessler Engineering Inc. for Stormwater & Deicing Capacity Enhancement enabling projects associated with the cargo apron expansion at the Indianapolis International Airport in an amount not-to-exceed $2,750,000.00 (fees and expenses). Supplier diversity participation is DBE 39.45% (Cripe, CTL Engineering, Dmytryka Jacobs Engineers, the etica group, Guidon Design, Khafra Engineering Consultants, Powers Engineer, Shrewsberry & Associates), MBE 25.67% (Cripe, CTL Engineering, Dmytryka Jacobs Engineers, Khafra Engineering Consultants, Shrewsberry & Associates), WBE 10.87% (the etica group, Powers Engineer), VBE 2.91% (Guidon Design).
BOARD MEMO – CONTRACT AWARD

To: IAA Board of Directors
From: Jarod Klaas, P.E., Interim Senior Director of Planning & Development
Date: December 8, 2017
Board Date: December 15, 2017
Subject: Approval of Professional Services Contract with MZ Corporation dba Zurbuch Development/Construction Consulting for Staff Augmentation & Project Management Services of IAA’s Capital Improvement Program and Other Projects and Initiatives for the Indianapolis Airport Authority

Background
On October 13, 2017, the IAA issued a Request for Qualifications (RFQ) for staff augmentation and project management services with responses due on November 17, 2017. Seventeen (17) Statement of Qualifications (SOQs) were received. IAA representatives reviewed and ranked the qualifications. MZ Corporation dba Zurbuch Development/Construction Consulting (Zurbuch Consulting) was selected based on its demonstrated history of providing the requested services to the IAA.

The current operating tempo associated with the capital projects necessitates staff increases within the Planning and Development (Engineering) Department. Additionally, given the augments relationship with the IAA, the costs associated with their services are considered as part of a project’s cost and; therefore, may be paid in part by FAA AIP funding when their services are used on Grant Funded projects.

Scope
This contract includes access to three employees in support of IAA’s Capital Improvement Program and other projects and initiatives for an estimated 3,080 hours in 2018.

Budget
The MZ Corporation contract is $394,100.00 and will be funded through the 2018 operating budget and projects approved in the 2018 capital budget.

Schedule
The term of this contract is expected to begin January 1, 2018 and conclude December 31, 2018.
Supplier Diversity Participation

MZ Corporation is a DBE and WBE firm thus the Supplier Diversity Participation is as follows:

<table>
<thead>
<tr>
<th>Firm</th>
<th>Amount</th>
<th>DBE</th>
<th>MBE</th>
<th>WBE</th>
<th>VBE</th>
<th>%</th>
</tr>
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<tbody>
<tr>
<td>Zurbuch Consulting</td>
<td>$394,100.00</td>
<td>$0.00</td>
<td>$394,100.00</td>
<td>$0.00</td>
<td>100.00%</td>
<td>0.00%</td>
</tr>
<tr>
<td><strong>Totals</strong></td>
<td><strong>$394,100.00</strong></td>
<td><strong>$0.00</strong></td>
<td><strong>$394,100.00</strong></td>
<td><strong>$0.00</strong></td>
<td><strong>100.00%</strong></td>
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**Note:**

MZ Corporation is providing access to three staff with varying rates and skills; thereby affording the IAA the opportunity to have the services of one or more of MZ Corporation’s staff depending on the needs of the IAA. The projected hours and not-to-exceed total contract value of $394,000.00 is based on the blended rate applied over 3,080 hours.

**Recommendation**

The IAA staff has reviewed the qualifications and recommends the IAA Board consider for approval a professional services contract with MZ Corporation dba Zurbuch Development/Construction Consulting in an amount not-to-exceed $393,600.00 (fees) and $500.00 (expenses) for a total not-to-exceed amount of $394,100.00. Supplier diversity participation is DBE 100% (Zurbuch Consulting) and WBE 100% (Zurbuch Consulting).