

The Regular Meeting of the Indianapolis Airport Authority Board was called to order at 8:40 a.m. April 4, 2008 in the Airport Board Room at Indianapolis International Airport.

Present and comprising a quorum were:

Lacy M. Johnson, Vice President
Alfred R. Bennett, Secretary
N. Stuart Grauel, Treasurer

Kelly J. Flynn, Member
Shirley M. Haflich, Member
Robert H. Voorhies, Member
Michael B. Stayton, Member

IAA Staff Also Attending:

John J. Kish, Executive Director
Robert A. Duncan, Airport Director
Lynn Gordon, Advisory Member
Jack Morton, Advisory Member
Rex Joseph, IAA Legal Counsel
Greta Hawvermale
Marsha Stone
Jay McQueen
Anne O'Connor
Gary Gibson
Monica Bryant
Patzetta Trice
Heidi Babkowski
Rick Gentry
Bill Reardon
Mike Medvescek

Jerry Wise
Mary Ann Falatic
Christofer Matney
Erika Davis
Ginger Thomas
John Colosimo
Corey Grannemann
Reggie Baumgardner
Corey Wilson
Jeanann Strong
Jennifer Tillman
Maria Wiley
Wayne Reynolds
Mark Currier
Jim Mooney
Susan Rehfeldt, Recording Secretary

Upon a motion by Mr. Flynn, seconded by Mr. Voorhies and unanimously passed, approval was given to the Minutes of the Regular Meeting of March 21, 2008.

GENERAL BUSINESS

Mr. Kish reviewed the 2008 Diversity Status Year to Date:

Operating (Total Payments \$4,172,030)
i. MBE = 19.2%
ii. WBE = 8.2%
IND Capital (Total Payments \$6,692,754)
i. DBE = 13.4%
ii. MBE = 13.6%
iii. WBE = 7.1%

Mr. Kish reviewed the New IND Project Diversity:

NEW IND Professional Services (\$199,975,386)
i. MBE = 24.64%
ii. WBE = 7.54%
NEW IND Construction (\$592,947,618)
i. MBE = 15.64%
ii. WBE = 4.52%

APPROVAL OF IND CAPITAL PAYMENTS: Upon a motion by Mr. Bennett, seconded by Mr. Voorhies and unanimously passed, approval was given to IND Capital payments in the amount of \$99,517.95 from the Capital Improvement Fund per the attached schedule. DBE 0.41%, MBE 7.48% and WBE 9.58%.

APPROVAL OF NEW IND PAYMENTS: Upon a motion by Mr. Voorhies, seconded by Mr. Flynn and unanimously passed, approval was given to New IND

payments in the amount of \$13,210,701.92 per the attached schedule. DBE 11.14%, MBE 20.10% and WBE 6.31%.

INDIANAPOLIS INTERNATIONAL (IND)

LEASES, LICENSES AND CONCESSION AGREEMENTS

APPROVAL OF THE NON-PUBLIC AIRCRAFT FUEL DISPENSING PERMIT FOR INDY CAR AVIATION, LLC AND AUTHORIZE THE AIRPORT DIRECTOR TO SIGN ON BEHALF OF THE AUTHORITY: Upon a motion by Mr. Voorhies, seconded by Mr. Grauel and unanimously passed, approval was given for a Non-Public Aircraft Fuel Dispensing Permit for Indy Car Aviation, LLC and to authorize the Airport Director to sign on behalf of the Authority. The Fuel Permit will commence retroactive to February 1, 2008 and expire January 31, 2011 for an annual fee of \$600.

APPROVAL OF THE 2008 PASTURE LEASE AGREEMENT FOR KERRY LEE AT INDIANAPOLIS INTERNATIONAL AIRPORT AND AUTHORIZE THE AIRPORT DIRECTOR TO SIGN ON BEHALF OF THE AUTHORITY: Upon a motion by Mr. Grauel, seconded by Mrs. Haflich and unanimously passed, approval was given to the 2008 Pasture Lease Agreement for Kerry Lee at Indianapolis International Airport and to authorize the Airport Director to sign on behalf of the Authority. The Pasture Lease will commence May 1, 2008 and expire December 31, 2008.

APPROVAL OF TRANSFER AGREEMENT NO. AGL-53-T-07-01 WITH THE FEDERAL AVIATION ADMINISTRATION TO UPDATE THE CURRENT MEMORANDUM OF AGREEMENT: Upon a motion by Mr. Bennett, seconded by Mr. Voorhies and unanimously passed, approval was given to the Transfer Agreement No. AGL-53-T-07-01 with the Federal Aviation Administration to update the current Memorandum of Agreement. The Transfer Agreement shall commence April 4, 2008 and terminate September 30, 2026.

ACKNOWLEDGEMENT OF THE LETTER OF AGREEMENT WITH NORTHWEST AIRLINES, INC. FOR A MONTH TO MONTH LEASE OF TWO OPERATIONS OFFICES: Upon a motion by Mr. Flynn, seconded by Mrs. Haflich and unanimously passed, acknowledgement was given to the Letter of Agreement with Northwest Airlines, Inc. for a month to month lease of two operations offices. The Letter of Agreement commenced retroactive to February 1, 2008, for monthly rents of \$6,448.

ACKNOWLEDGMENT OF THE LETTER OF AGREEMENT WITH INTEGRATED AIRLINE SERVICES, INC. FOR A PARTIAL MONTH LEASE OF BUILDING #7: Upon a motion by Mr. Voorhies, seconded by Mrs. Haflich and unanimously passed, acknowledgement was given to the Letter of Agreement with Integrated Airline Services, Inc. for a partial month lease of Building #7. The Letter of Agreement will commence April 4, 2008 and expire April 30, 2008, for a onetime fee of \$6,000.

APPROVAL OF AN EXTENSION OF THE EXISTING SHORT-TERM LICENSE AGREEMENT WITH NEATRECEIPTS: Upon a motion by Mr. Grauel, seconded by Mr. Flynn and unanimously passed, approval was given to an extension of the existing Short-Term License Agreement with NeatReceipts to August 31, 2008.

MOUNT COMFORT

APPROVAL OF THE CONSERVATION RESERVE PROGRAM CONTRACTS WITH THE HANCOCK COUNTY FARM SERVICE AGENCY AND AUTHORIZE THE SECRETARY OR ASSISTANT SECRETARY TO SIGN ON BEHALF OF THE AUTHORITY, ALONG WITH A WAIVER OF ELIGIBILITY FOR EMERGENCY ASSISTANCE: Upon a motion by Mr. Voorhies, seconded by Mr. Flynn and unanimously passed, approval was given to the Conservation Reserve Program Contracts with the Hancock County Farm Service Agency and to authorize the Secretary or Assistant Secretary to sign on behalf of the Authority, along with a Waiver of Eligibility for Emergency Assistance. The Contracts will

commence April 4, 2008 and expire September 30, 2009 for a total reimbursement of \$476.

GENERAL

APPROVAL OF THE 2008 FARM LEASE AGREEMENTS FOR METROPOLITAN, SPEEDWAY, HENDRICKS COUNTY/GORDON GRAHAM, EAGLE CREEK AND MOUNT COMFORT RELIEVER AIRPORTS AND AUTHORIZE THE AIRPORT DIRECTOR TO SIGN ON BEHALF OF THE AUTHORITY: Upon a motion by Mr. Flynn, seconded by Mr. Grauel and unanimously passed, approval was given to the 2008 Farm Lease Agreements for Metropolitan, Speedway, Hendricks County/Gordon Graham, Eagle Creek and Mount Comfort Reliever Airports and to authorize the Airport Director to sign on behalf of the Authority. The 13 Agreements commence retroactive to March 21, 2008 and expire December 31, 2008 for combined annual rents of \$276,741.

REAL ESTATE

APPROVAL OF PURCHASE OF PROPERTY: Upon a motion by Mr. Flynn, seconded by Mr. Bennett and unanimously passed, approval was given for the purchase of property per the attached schedule.

CAPITAL PROGRAM

INDIANAPOLIS INTERNATIONAL (IND)

APPROVAL OF ONE (1) RELEASE OF RETAINAGE: Upon a motion by Mr. Flynn, seconded by Mrs. Haflich and unanimously passed, approval was given for one (1) Release of Retainage per the attached schedule.

APPROVAL OF PLANS AND SPECIFICATIONS FOR CIP #17 IN THE 2008 CIP BUDGET - PACKAGE NO. I-05-19A.4 - STORMWATER CONTROLS SPCC MITIGATION INTERNATIONAL BID PACKAGE 1 AND 2: Upon a motion by Mr. Grauel, seconded by Mr. Flynn and unanimously passed, approval was given to the Plans and Specifications for CIP #17 in the 2008 CIP Budget - Package No. I-05-19A.4 - Stormwater Controls SPCC Mitigation International Bid Package 1 and 2, as prepared by Gresham Smith and Partners, and to authorize the public bidding process.

APPROVAL OF PLANS AND SPECIFICATIONS FOR CIP #07 & #09, PROJECT I-07-7, REHABILITATE RUNWAY 5L-23R & TAXIWAYS A, C & D AND CONNECTOR TAXIWAYS: Upon a motion by Mr. Grauel, seconded by Mrs. Haflich and unanimously passed, approval was given to Plans and Specifications for CIP #07 & CIP #09, Project I-07-7, Rehabilitate Runway 5L-23R & Taxiways A, C & D and Connector Taxiways, as prepared by Hanson Professional Services, and to authorize the public bidding process. Mr. Stayton mentioned that this is the third time that the board has seen this project and questioned whether the project was still in compliance. Greta Hawvermale answered that there were no compliance issues.

APPROVAL OF AWARD OF CONTRACTS TO ERA CORPORATION FOR THE FOLLOWING: Upon a motion by Mr. Flynn, seconded by Mr. Voorhies and unanimously passed, approval was given to the following award of contracts to ERA Corporation for:

- o Consulting services related to the purchase and installation of an AirScene Remote Sensor for Noise and Operations Maintenance, in an amount not-to-exceed \$29,440. D/M/WBE 0%. CIP
- o Three (3) year support and maintenance on the Noise and Operations Maintenance System, at a total operating expense in an amount not-to exceed \$192,607. D/M/WBE 0%.

Mr. Stayton asked if the current system was deficient. Mr. Duncan answered that this new system was to better the operational standards.

APPROVAL OF A CONTRACT WITH ATC ASSOCIATES, INC. FOR CONSTRUCTION INSPECTION AND MATERIALS TESTING: Upon a motion by Mr. Voorhies, seconded by Mr. Flynn and unanimously passed, approval was given to a contract with ATC Associates, Inc. for Construction Inspection and Materials Testing in an amount not-to-exceed \$125,000 plus incidental expenses. DBE 20% (CTL Engineering and Mirich Construction and Development Corporation), MBE 15% (CTL Engineering), and WBE 5% (Mirich Construction and Development Corporation).

APPROVAL OF A CONTRACT WITH EARTH EXPLORATION, INC. FOR CONSTRUCTION INSPECTION AND MATERIALS TESTING ON CARGO APRON PHASE 3: Upon a motion by Mr. Grauel, seconded by Mr. Bennett and unanimously passed, approval was given to a contract with Earth Exploration, Inc. for Construction Inspection and Materials Testing on Cargo Apron Phase 3 in an amount not-to-exceed \$143,000 plus incidental expenses. DBE 20% (GeoSolutions, Inc. and Eilts Consulting Services), MBE 15% (GeoSolutions, Inc.) and WBE 5% (Eilts Consulting Services).

APPROVAL OF A CONTRACT WITH RW ARMSTRONG FOR CONSTRUCTION ENGINEERING AND OBSERVATION ON CARGO APRON EXPANSION PHASE 3: Upon a motion by Mr. Flynn, seconded by Mr. Bennett and unanimously passed, approval was given to a contract with RW Armstrong for Construction Engineering and Observation on Cargo Apron Expansion Phase 3 in amount not-to-exceed \$385,000 plus incidental expenses. DBE 2% (AEC Design), MBE 8% (Infrastructure Engineering, Inc.) and WBE 0%.

APPROVAL OF AN AWARD OF CONTRACT FOR BID PACKAGE I-08-002-2219-A – SOUTH PERIMETER ROAD TO E & B PAVING, INC.: Upon a motion by Mr. Flynn, seconded by Mr. Grauel and unanimously passed, approval was given to an award of contract for bid package I-08-002-2219-A – South Perimeter Road to E & B Paving, Inc. in an amount not-to-exceed \$3,502,000. E & B Paving, Inc. was the lowest responsive and responsible bidder. DBE 15.14% (Stone & Rhodes Trucking Co., Inc., Indiana Sign & Barricade, Inc., Slusser's Green Thumb, Inc., Harmon Construction Inc. and Eastside Trucking Company, Inc.), MBE 15.08% (Fox Contractors Corp., Harmon Construction, Inc. and Eastside Trucking Company, Inc.) and WBE 9.18% (Stone & Rhodes Trucking Co., Inc., Indiana Sign & Barricade, Inc., and Slusser's Green Thumb, Inc.).

APPROVAL OF AN AWARD OF CONTRACT FOR BID PACKAGE I-07-008-2237-A – CARGO APRON PHASE 3 TO THE HARPER COMPANY: Upon a motion by Mr. Bennett, seconded by Mr. Flynn and unanimously passed, approval was given to an award of contract for bid package I-07-008-2237-A – Cargo Apron Phase 3 to The Harper Company in an amount not-to-exceed \$5,359,037.67. The Harper Company was the lowest responsive and responsible bidder. DBE 16.61% (Bansal Construction, Inc., Michael Harris Construction Company and AJ's Tool Rental, Inc.), MBE 11.83% (Bansal Construction, Inc. and Michael Harris Construction Company), and WBE 16.37% (Protection Plus, Inc., Bunny Trucking, Inc. and AJ's Tool Rental, Inc.).

NEW INDIANAPOLIS AIRPORT

APPROVAL OF SEVEN (7) CHANGE ORDER REQUESTS AND ONE (1) RELEASE OF RETAINAGE: Upon a motion by Mr. Grauel, seconded by Mr. Voorhies and unanimously passed, approval was given for seven (7) Change Order Requests and one (1) Release of Retainage per the attached schedule.

APPROVAL OF PLANS & SPECIFICATIONS AND AUTHORIZE THE PUBLIC BIDDING PROCESS FOR THE FOLLOWING PACKAGES: Upon a motion by Mrs. Haflich, seconded by Mr. Grauel and unanimously passed, approval was given to the Plans & Specifications and to authorize the public bidding process for the following packages:

- o A10 – Airfield Pavement Markings as prepared by RW Armstrong and Associates.

- o A12 – AOA Perimeter Fencing as prepared by RW Armstrong and Associates.

Mr. Johnson asked why the range of the estimate cost was so broad. Mr. Kish answered that the range is broad because this is how the package was advertised. There is an engineer's estimate but it is not published.

APPROVAL OF AN AMENDMENT TO THE CONTRACT WITH CONGDON ENGINEERING ASSOCIATES, INC. FOR DESIGN SERVICES REQUIRED TO PROVIDE A NEW RETAINING WALL AT THE TAXI STAGING AREA: Upon a motion by Mrs. Haflich, seconded by Mr. Flynn and unanimously passed, approval was given to an amendment to the contract with Congdon Engineering Associates, Inc. for design services required to provide a new retaining wall at the taxi staging area in amount not-to-exceed \$4,500 including incidental expenses. D/M/WBE 0%.

APPROVAL OF A CONTRACT WITH TRANSSOLUTIONS FOR CONSULTANT SERVICES RELATED TO THE AIRCRAFT MOVEMENTS AROUND THE NEW MIDFIELD TERMINAL: Upon a motion by Mr. Bennett, seconded by Mr. Flynn and unanimously passed, approval was given to a contract with TransSolutions for consultant services related to the aircraft movements around the new Midfield Terminal in an amount not-to-exceed \$46,375 plus incidental expenses. DBE 100% (TransSolutions) and M/WBE 0%.

APPROVAL OF A CONTRACT WITH NUBIAN/TURNER/HARMON, A JOINT VENTURE, FOR CONSTRUCTION, MANAGER AND TRANSITION MANAGEMENT SERVICES: Upon a motion by Mr. Flynn, seconded by Mr. Grauel and unanimously passed, approval was given to a contract with Nubian/Turner/Harmon, a Joint Venture, for Construction Manager and Transition Management Services in an amount not-to-exceed \$2,475,000 plus incidental expenses. DBE 0%, MBE 15% (Harmon Construction, Inc.) and WBE 15% (Nubian Transport Management).

APPROVAL OF AN AWARD OF CONTRACT FOR BID PACKAGE T31 – EMPLOYEE, CELL PHONE AND TAXI/LIMO/BUS PARKING LOT TO GRADEX, INC.: Upon a motion by Mrs. Haflich, seconded by Mr. Stayton and unanimously passed, approval was given to an award of contract for bid package T31 – Employee, Cell Phone and Taxi/Limo/Bus Parking Lot to Gradex, Inc. in an amount not-to-exceed \$4,454,028.85. Gradex, Inc. was the lowest responsive and responsible bidder. DBE 24.44% (Bansal Construction, Inc., The Hoosier Company, Slusser's Green Thumb and Stone & Rhodes Trucking Co., Inc.), MBE 17.94% (Bansal Construction, Inc.), and WBE 6.50% (The Hoosier Company, Inc., Slusser's Green Thumb and Stone & Rhodes Trucking Co., Inc.).

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

INDIANAPOLIS AIRPORT AUTHORITY

Randall L. Tobias, President

Lacy M. Johnson, Vice President

Alfred R. Bennett, Secretary

N. Stuart Grauel, Treasurer

Kelly J. Flynn, Member

Shirley M. Haflich, Member

Michael B. Stayton, Member

Robert H. Voorhies, Member