

**LOUISVILLE REGIONAL AIRPORT AUTHORITY
BOARD MEETING
SEPTEMBER 18, 2024**

The regular meeting of the Board of the Louisville Regional Airport Authority was held on September 18, 2024. Chairman Dale Boden convened the meeting at 3:04 p.m. in the Boardroom of the Louisville Regional Airport Authority.

Board members present: Mr. Mark Blieden, Mr. Dale Boden, Mr. Chris Carmicle, Mr. Mitchel Denham, Ms. Laura Benson Jones, Mr. Brian Lavin, Mr. Pat MacDonald, Ms. Lesa Seibert and Mr. John Sistarenik. Not in attendance: Mayor Craig Greenberg. Mr. Tom Halbleib attended as counsel to the Board.

Staff Members in attendance: Ms. Jaylan Bodiford, Ms. Lindsey Brithinee, Ms. Natalie Ciresi Chaudoin, Ms. Dodie Caulk, Ms. Lauren Deel, Mr. Jonathan Giardina, Mr. Anthony Gilmer, Chief Josh Grimes, Ms. Noel Jolly, Mr. Dan Mann, Ms. Kim Pemberton, Ms. Brenda Perry, Ms. Beverly Santamouris, Ms. Pat Scanlan, Mr. Brian Sinnwell, Ms. Linda Smith, Ms. Megan Atkins Thoben, Mr. Adam Thomas, Mr. Darrell Watson and Mr. Jason Wheeler.

Also in attendance: Mr. Kyle Brandon, Mr. Phil Clark, Mr. Tommy Clark, Mr. Tony Derricks, Mr. Steve Duff, Ms. Kelly Everett, Mr. Matthew Glowicki, Mr. Mike Grim, Ms. Wendy Harrower, Mr. Bill Menish, Mr. Zach Neds, Ms. Holli Smith, Mr. Garry Steffey, Mr. Todd Tabor and Mr. Todd Walter.

Prior to the consideration of the minutes, Chairman Dale Boden introduced new Board member Laura Benson Jones. Ms. Benson Jones is a seasoned aviation professional with more than 35 years of experience and 15,000-plus hours of flight time in a wide-array of aircraft. She is currently the Vice President of Membership and Committees at the National Flight Training Alliance in Washington, D.C., where she focuses on advocacy and improving overall aviation safety training, emphasizing improvements in pilot training regulatory environments.

Most recently, Ms. Benson Jones has served as the Founder and Executive Board Member of the youth-run and not-for-profit organization, Flight Club 502 based at Bowman Field. Since 2015, nearly 6,000 youth have benefitted from its programs that promote STEM education through aviation. She also founded Cardinal Wings, Inc. in 1992 that grew to the largest flight training provider in the Southern region.

In addition to her role with the Airport Authority, Ms. Benson Jones has been an active member on various boards and committees including for the U.S. Department of Transportation Women in Aviation Advisory Board, General Aviation Manufacturers Association and the National Air Transportation Association. She has been honored by the FAA with their Aviation Safety Counselor of the Year Award, the General Aviation Manufacturers Association's GA TEAM 2000 Award, the Challenger Center's Challenger Space Legacy Award and honored by the Experimental Aircraft Association as their Aviation Humanitarian of the Year in 2001.

CONSIDERATION OF MINUTES

On motion duly made and seconded, the minutes of the Regular Board meeting and the Annual Board meeting held July 17, 2024, were unanimously approved.

STAFF REPORTS

Ms. Beverly Santamouris provided the Financial Report. She advised the Board that the FY 24 audit is almost completed. We ended the year slightly favorable to budget and slightly over the results of FY 23. Enplanements exceeded the FY 24 projections and the FY 23 actuals, but landed weight was short of budget projections. However, the FY 25 budget anticipates an increase in landed weight due to increased UPS activity from the Postal Service contract. The Authority is already seeing this increase in the first two months of the fiscal year.

Mr. Sinnwell provided the Planning and Facilities Report. For the 17R/35L Electrical Reconstruction and Taxiway A Centerline Lights Project, to replace circuits, lights which connect to the ALCMS system and allow for remote control and monitoring to identify outages, cables and signs along Runway 17R/35L and centerline lights along Taxiway A, work is complete with only punch list items remaining. For the Central Generator and Microgrid Project to construct a new generator building south of the existing main switchgear building, excavation work is underway, and piers are drilled in for the grade beams. The building will include three diesel generator sets with room for one additional future set, fuel tanks designed to provide 72 hours of runtime, a battery energy storage system for demand reduction, a paralleling switchgear with integration to the existing and a clean agent fire suppression system. A photovoltaic system will also be installed on the east baggage building roof. The estimated completion date is 2027 and the system will provide 100% power generation for our facilities during an outage. Mr. Sinnwell reported on the Taxiway L Extension – Phase 2 Project to reconstruct the intersection of Taxiways L and H, the construction of a new Taxiway Connector Q between Taxiway L and the Terminal Ramp and widening of portions of Taxiway. Work is underway and the contractor will be moving to a 24/7 work schedule to complete the project before Thanksgiving.

In the LRZC, we have completed site preparation of Tract 2 in the Louisville Renaissance South Business Park. We have advertised for design/builders to construct a building on the site and the pre-proposal meeting is September 19, 2024 with bids due October 3, 2024.

CONSENT ITEMS

1. Appointment of Safety and Security Officers — Approval

The Director of Public Safety has reviewed the qualifications of Joseph Hopper and Aaron McCubbin, has concluded they meet those set forth in the Board's November 18, 1998 resolution, and recommends their appointment as airport Safety and Security Officers.

Mr. Mann recommended the Board appoint Joseph Hopper and Aaron McCubbin as airport Safety and Security Officers, to serve at the pleasure of the Board until such time as the Director of Public

Safety shall terminate the appointments; and authorize and direct the Authority's Director of Public Safety to administer the Oath of Office. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

2. Residential Sound Insulation Project No. 2024-1.9-31 — Louisville Muhammad Ali International Airport — Contract Award

This project consists of alterations and modifications to 28 residences within the Area 1 boundary of the residential sound insulation program. Acoustical treatments will be made on each of these homes to achieve an interior reduction of noise from aircraft. The work includes the replacement of existing windows and doors, as well as mechanical and electrical modifications. The project was advertised in *The Courier-Journal* and the *Louisville Defender*. Additionally, the project was posted with the Tri-State Minority Supplier Development Council and on the Authority's website. Two bids were received, and the low bidder was S&L Specialty Contracting of Syracuse, NY in the lump sum bid amount of \$1,342,000.00. This project will be funded through FAA Grant 121.

Mr. Mann recommended the Board award the contract for Residential Sound Insulation Program Project No. 2024-1.9-31 to S&L Specialty Contracting of Syracuse, NY in the contract amount of \$1,342,000.00; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

3. CMTA Energy Solutions Task Order 2B Amendment 5 — Louisville Muhammad Ali International Airport — Approval

At the September 15th, 2021 Board meeting, the Board approved a contract with CMTA Energy Solutions (CMTA ES) for Construction and Energy Management Services for the next phases of Terminal Renovation work. Since then, a number of task orders have been brought to the Board for the various phases of design, construction and commissioning. In April 2023, the Board approved Task Order 2B for landside Mechanical Electrical and Plumbing work, the installation of new baggage claim equipment, renovations of rental car counters, relocation of the information desk and various lighting, ceiling and flooring improvements, as well as the purchase of certain equipment, all with a Guaranteed Maximum Price (GMP) for Task Order 2B of \$22,657,520.

To date, there have been four amendments to the task order to change the scope of work, with some additive and other deductive costs. The most recent amendment was approved by the Board in July 2024. As the project continues to progress, a fifth amendment to Task Order 2B is now necessary. This amendment has two components. First, in June of this year, staff brought an amendment that included boarding level ticket seating modifications. One component of those modifications included a \$20,000 hold for a specialty fixture. The Authority was able to effectuate a direct purchase of that specialty fixture from the vendor, and as such staff is seeking a deduct of \$19,978 to offset that direct purchase.

The second portion of this current amendment is an additional cost to support the replacement of fire suppression infrastructure, specifically the existing sprinkler piping located above the ceiling

in the Boarding Level as well as ceiling tiles and HVAC ductwork in ancillary areas to be effectuated during current and scheduled upcoming phases of the renovation. The areas include the Police Office, freight elevator corridor, the corridor leading to Airport Operations, the Terminal Director's office and the areas above certain concession and janitorial business partner offices. The amendment includes specialty equipment including lifts, scaffolding and other safety items, temporary walls and "premium time" to allow for portions of the work to occur after the last flight, to limit the disruption of Authority and business partner operations and the passenger experience. The total cost of this portion of the amendment is \$747,060.00 which includes the above direct work costs, costs for CMTA, an allowance for unforeseen conditions and O&P to CMTA. Accordingly, we are seeking Board approval for both parts of the Fifth Amendment to Task Order 2B, deductive and additive included, in an amount of \$727,082.00.

Mr. Mann recommended the Board approve Amendment 5 to Task Order 2B as outlined above, in the amount of \$727,082.00 which brings the new not-to-exceed amount of Task Order 2 B to \$24,119,593.17; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

4. CMTA Energy Solutions Task Order 4A Amendment 1 — Louisville Muhammad Ali International Airport — Approval

At the September 15th, 2021 Board meeting, the Board approved a contract with CMTA Energy Solutions (CMTA ES) for Construction and Energy Management Services for the next phases of Terminal Renovation work. To preserve our option to pursue FAA funding, the amendment to Task Order 4A repackages the project from a Construction Manager at Risk project to a design, bid, build project to include federally mandated provisions and public bidding of the project. Other changes to this task order include the replacement of failing sanitary sewer lines and reconstruction of existing skylights. The original Task Order 4A was in the amount \$725,664, with this amendment the cost for Task 4A is now an additional \$388,666.

Mr. Mann recommended the Board approve Amendment 1 to Task Order 4A as outlined above, in the amount of \$388,666 which brings the new not-to-exceed amount of Task Order 4A to \$1,114,330; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

5. Foth Task Orders 77,78,79,80 and 81 — Louisville Muhammad Ali International Airport and Bowman Field — Approval

On November 20, 2019, the Board approved the award of a Planning, Engineering & Architectural Professional Services contract to Foth for a three-year period. Subsequently, the option for an additional two-year term was approved on January 18, 2023. The following Task Orders require Board approval:

Task Order 77 renews Foth's contract to provide project management services to assist the Airport Authority with the Terminal Renovation Program from October 2024 to December 2025. Projects within this scope include Concourse and Ticketing Improvements, Terminal and Garage Image Updates, Federal Inspection Station RFP Development, Task Orders 1B and 2B, and Checkpoint Expansion. The negotiated amount for Task Order 77 is \$1,169,215.

Task Order 78 authorizes Foth to provide design and bidding services for the LOU Administration Building 3 Year Renovation project. This project will update and enhance the existing infrastructure, all while preserving and accentuating the building's historical significance. Items to be addressed include HVAC, building envelope, plumbing, restrooms, electrical, lighting, and windows. The negotiated amount for Task Order 78 is \$137,738. This project will be partially funded by a future State grant.

Task Order 79 authorizes Foth to provide design and bidding services for the Corporate Apron Rehabilitation at LOU. The corporate row apron exhibits severe distress as determined by KDA's 2023 Pavement Condition Index (PCI) Report. Rehabilitation measures for this project will include crack sealing, full depth crack repair, mill and overlay, demolition, and reconstruction. The negotiated amount for Task Order 79 is \$92,324. This project will be 80% funded by a future State grant.

Task Order 80 authorizes Foth to provide design and bidding services for the 2025A Airfield Pavement Rehabilitation project. This project is part of our annual pavement rehabilitation program at SDF and will cover slabs along Runway 17R/35L, Runway 11/29, Taxiway B, Taxiway C, and Taxiway M. The negotiated amount for Task Order 80 is \$76,090. This project will be 90% funded by a future FAA grant.

Task Order 81 authorizes Foth to provide design and bidding services for the 2025B Airfield Pavement Rehabilitation project. This project is part of our annual pavement rehabilitation program at SDF and will include slabs along Runway 17R-35L, Runway 17L-35R, and their associated parallel taxiways. The negotiated amount for Task Order 81 is \$154,270. This project will be 90% funded by a future FAA grant.

Mr. Mann recommended the Board approve the above Task Orders to the contract with Foth for a combined negotiated amount of \$1,629,637; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

6. HNTB Task Order 28 Amendment 1 — Louisville Muhammad Ali International Airport and Bowman Field — Approval

On January 16, 2019, the Board approved the award of a Supplemental Airfield Consultant Services contract with HNTB. The original contract was for a three-year period with an option for an additional two-year term that was subsequently approved on December 8, 2021. The contract requires Board approval for each Task Order.

Task Order 28 was approved on September 2, 2022, and authorized HNTB to review the infield area west of Runway 17R/35L and south of Taxiway F to address non-standard grades caused by existing utilities in the area. Amendment 1 to Task Order 28 covers additional work required by AT&T and LG&E after initial survey and data acquisition to meet their and the FAA's design standards for the relocated utility facilities. The negotiated amount for Amendment 1 to Task Order 28 is \$41,450.00.

Mr. Mann recommended the Board approve Amendment 1 to Task Order 28 to the contract with HNTB in the amount of \$41,450.00 for a new total amount of \$106,760; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

7. Hangar 3 Roof Replacement — Bowman Field — Contract Award

This project consists of removal and replacement of the existing roof system with new insulation, membrane, and sheet metal components. These efforts will address the ongoing leak issues within Hangar 3. The Hangar 3 Roof Replacement project was advertised in *The Courier-Journal* and was posted on the Authority's website. Five bids were received. Upon review of all documentation provided, the lowest, responsive bidder was The Bri-Den Co., Inc. of Ashland, KY with a bid price of \$229,000.00. Authority staff and our consultant have reviewed the bid documents submitted by The Bri-Den Co., Inc., have verified the bid to be responsive, and are recommending the contract award.

Mr. Mann recommended the Board award the contract for the Hangar 3 Roof Replacement project to The Bri-Den Co., Inc. at a bid price of \$229,000.00; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

8. Club Facility Lease — Bowman Field — Award

The Authority recently issued an invitation for proposals for the right to manage, operate and improve the Club Facility located at Bowman Field for an initial term of 10 years with two, five-year renewal terms. The terms of the proposal documents include: (i) permitted use(s) of the Premises for an aviation club or airport / aviation related use for the purpose of promoting general aviation, (ii) a minimum monthly Base Rent of \$3,000.00 and adjusted annually by CPI-U or three percent (3%), whichever is greater and (iii) a minimum initial capital investment of \$0.00 for facility improvement items.

Advertisements for this opportunity were placed in *The Courier-Journal*, Louisville Defender, TriState Minority Supplier Development Council and on the Authority's website. Additionally, invitations to submit proposals were sent directly to numerous individuals as well as the certified vendor list for the Louisville Metro Human Relations Commission. The Authority conducted a pre-proposal meeting, which was attended by representatives from one company. The Authority

received one proposal, which was received from The Aero Club of Louisville, Inc. The Aero Club of Louisville, Inc. proposes a Base Rent in the amount of \$3,000.00 per month. After reviewing the proposal, staff is recommending The Aero Club of Louisville, Inc. be awarded the Club Facility Lease Agreement.

Mr. Mann recommended the Board approve the Club Facility Lease Agreement to The Aero Club of Louisville, Inc. for an initial term of 10 years with two (2) 5-year renewal terms at the sole discretion of the Authority, at the terms and conditions described above; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

ACTION ITEMS

9. Resolution Authorizing Implementation of a Passenger Facility Charge and Application Submission — Louisville Muhammad Ali International Airport — Approval

The Federal Aviation Administration (FAA) requires that airport operators submit applications for approval to implement a Passenger Facility Charge (PFC). PFCs are user fees authorized by the FAA, established by the Louisville Regional Airport Authority ("the Authority") and collected on behalf of the Authority by the airlines with each airline ticket purchased for travel from Louisville Muhammad Ali International Airport. In order to submit a PFC application to pursue funding for projects that qualify, the Authority's Board must pass a resolution authorizing the Executive Director to submit the applications and implement the PFC. The existing PFC is \$4.50 for each enplaned passenger and no change is being sought. However, staff is seeking approval for the new application as outlined below:

PFC Application #18: Snow Equipment, Grant Matching, and Passenger Boarding Bridges: \$17,441,538. The Board previously approved the purchase of several pieces of snow removal equipment to replace aged, unreliable equipment. The pieces consist of compact loaders and brooms that can be utilized on apron areas around aircraft and equipment, and two front mount brooms to be utilized on the apron and parking areas. The total cost of the equipment is \$1,708,332, which qualifies for funding by PFC revenues.

The Authority is undertaking a multiphase project to rehabilitate and extend Taxiway L, connecting to Taxiway D and reconfiguring ingress and egress to the terminal apron. The project is funded by entitlement and discretionary grants. The Authority's required grant match of \$2,904,815 qualifies for funding from PFC revenues.

The Authority is undertaking the first phase of a three-phase, multi-year project to rehabilitate Taxiway B. The project is anticipated to be funded by discretionary grants. The Authority's required grant match of \$3,312,391 qualifies for funding from PFC revenues.

Staff is seeking Board approval to fund the replacement of six passenger boarding bridges that have reached the end of their useful life. Passenger boarding bridges are fully eligible to be funded

from PFC revenues. The total cost of the passenger boarding bridges is anticipated to be \$9,516,000.

Prior to submission of the application, the Authority must provide notice to the airlines and the public with an opportunity to comment.

Mr. Mann recommended the Board approve the resolution authorizing the implementation of a Passenger Facility Charge (copy attached); and authorize the Executive Director to file a new application subject to review and approval by counsel as to legality of form and content and review and approval from the FAA. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

10. Maintenance Hangar Lease Agreement — Louisville Muhammad Ali International Airport — Approval

The Authority recently issued a solicitation for proposals to lease a tract of land consisting of 258,524 square feet and the existing 70,738 square foot hangar thereon at Louisville Muhammad Ali International Airport for the purpose of engaging in and/or providing certain commercial aeronautical activities as proposed by the proposer and awarded by the Authority or storing the successful proposer's owned or exclusively leased airworthy aircraft.

The specific terms of the invitation to submit proposals include: (i) a minimum monthly total land rent in the amount of \$10,771.83, (ii) a minimum monthly aircraft ramp rent in the amount of \$1,105.83, (iii) a minimum monthly aircraft maintenance hangar rent in the amount of \$35,369.00, (iv) fuel flowage fees, as defined in the Authority's Regulations, if applicable, (v) aircraft license fee, as defined in the Authority's Regulations, if applicable, (vi) a minimum monthly business privilege fee in the amount of \$1,500.00, if applicable, (vii) a minimum capital investment of \$50,000.00, and (viii) a term of 10 years with two, five-year renewal terms.

Advertisements for this opportunity were placed in *The Courier-Journal*, *Louisville Defender*, and on the Authority's website. Additionally, invitations to submit proposals were sent directly to numerous individuals as well as the certified vendor list for the Louisville Metro Human Relations Commission. The Authority conducted a pre-proposal meeting that was attended by representatives from three companies.

Proposals were received from Atlantic Aviation North America 2 Inc. and Mesa Airlines, Inc. Based on a number of factors, staff recommends awarding the Aircraft Maintenance Hangar Lease Agreement to Atlantic Aviation North America 2 Inc. ("Atlantic Aviation"). Atlantic Aviation proposes (i) Total Land Rent in the amount of \$0.50 per square foot per year (\$10,771.83 per month), (ii) Aircraft Ramp Rent in the amount of \$0.25 per square foot per year (\$1,105.83 per month), (iii) Aircraft Maintenance Hangar Rent in the amount of \$6.00 per square foot per year (\$35,369.00 per month), each adjusted annually by CPI or 3%, whichever is greater, (ii) a Business Privilege Fee in the amount of \$1,500.00 per month and (iii) an initial capital investment in the amount of \$50,000.00. Although Atlantic Aviation is not the highest bid, they are better aligned

with meeting operational needs for the airport around Derby. Atlantic also shows a strong financial position and can offer a wider variety of uses for the facility.

Mr. Mann recommended the Board award the Maintenance Aircraft Hangar Lease Agreement to Atlantic Aviation North America 2 Inc for an initial term of 10 years with two (2) 5-year renewal terms, at the terms and conditions described above; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

11. Corporate Aircraft Hangar Lease Agreement — Louisville Muhammad Ali International Airport — Approval

The Authority recently issued a solicitation for proposals to lease a tract of land consisting of 87,120 square feet and the existing 25,977 square foot hangar thereon at Louisville Muhammad Ali International Airport for the purpose of engaging in and/or providing certain commercial aeronautical activities as proposed by the proposer and awarded by the Authority or storing the successful proposer's owned or exclusively leased airworthy aircraft.

The specific terms of the invitation to submit proposals include: (i) a minimum monthly hangar rent in the amount of \$21,647.50, (ii) fuel flowage fees, as defined in the Authority's Regulations, if applicable, (iii) aircraft license fee, as defined in the Authority's Regulations, if applicable, (iv) a minimum monthly business privilege fee in the amount of \$1,500.00, if applicable, (v) a minimum capital investment of \$50,000.00, and (vi) a term of 10 years with two, five-year renewal terms.

Advertisements for this opportunity were placed in *The Courier-Journal*, *Louisville Defender*, and on the Authority's website. Additionally, invitations to submit proposals were sent directly to numerous individuals as well as the certified vendor list for the Louisville Metro Human Relations Commission. The Authority conducted a pre-proposal meeting attended by representatives from six companies.

Proposals were received from Atlantic Aviation North America 2 Inc., BF Air, LLC and General Aviation Partners, LLC. Based on a number of factors, staff recommends awarding the Corporate Aircraft Hangar Lease Agreement to Atlantic Aviation North America 2 Inc (Atlantic Aviation). Atlantic Aviation proposes (i) Corporate Aircraft Hangar Rent in the amount of \$12.00 per square foot per year (\$25,977.00 per month) and adjusted annually by CPI or 3%, whichever is greater, (ii) a Business Privilege Fee in the amount of \$3,500.00 per month and (iii) an initial capital investment in the amount of \$150,000.00.

Mr. Mann recommended the Board award the Corporate Aircraft Hangar Lease Agreement to Atlantic Aviation North America 2 Inc. for an initial term of 10 years with two (2) 5-year renewal terms, at the terms and conditions described above; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form

and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

12. Checkpoint Addition and Renovation — Louisville Muhammad Ali International Airport — Contract Award

The Checkpoint Addition and Renovation project involves expanding the existing security checkpoint to create space for four additional security screening lanes, installation of breach control/exit lanes, and TSA support offices. The Checkpoint Addition and Renovation project was advertised in *The Courier-Journal*, the *Louisville Defender*, the Tri-State Minority Supplier Development Council, and posted on the Authority's website. A single bid was received on June 20, 2024. Upon the Authority's review of all bid documentation, the bid schedule and supporting documentation had discrepancies that were submitted to Abel for clarification and revision. After review of the post-bid clarification submission, Abel Construction Company, Inc. of Louisville, KY was identified as the lowest, responsive bidder with a base bid price of \$43,954,172 and an Additive Alternate 1 price of \$1,202,648. Authority staff and our consultant have reviewed the bid documents submitted by Abel Construction Company, Inc., have verified the bids to be responsive, and are recommending the contract award for the Base Bid and Additive Alternate 1. The project will be 67% funded by the FAA through existing grants.

Mr. Mann recommended the Board award the contract for the Checkpoint Addition and Renovation project for the Base Bid and Additive Alternate 1 to Abel Construction Company, Inc. at a total price of \$45,156,820; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

13. Alliance — Phase 2 Consulting Services Terminal Enhancement and Remodeling Program Contract Amendment 7 — Louisville Muhammad Ali International Airport — Approval

At the January 20, 2015 board meeting, Alliance was awarded the contract to lead the design of the Terminal Enhancement and Remodeling Program. Additionally, the Board approved an amendment to the contract with Alliance at the July 18, 2018 board meeting to provide consulting services required for Phase 2 design of the terminal enhancement and remodeling program as a continuation of comprehensive upgrades to public spaces of the terminal, including interior renovations, technology updates and a range of exterior & landside enhancements.

The purpose of Contract Amendment No. 7 is to direct Alliance to provide commissioning services for the Checkpoint Expansion project. In accordance with the previously approved Unit Rates with Alliance, the not-to-exceed value of Contract Amendment No. 7 is \$56,500.00.

Mr. Mann recommended the Board approve Amendment No. 7 to the contract for Terminal Enhancement and Remodeling Program Consultant Phase 2 Design Services with Alliance of Minneapolis, MN in the not-to-exceed amount of \$56,500.00 for a new total not-to-exceed amount of \$15,322,594.76; and authorize the Executive Director to execute the necessary contract

documents subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

14. Sale of Heritage Creek Property (Phase 3) — Approval

The Authority undertook the Heritage Creek Innovative Housing Program as a part of its Federal Aviation Administration-approved Part 150 Noise Mitigation/Voluntary Residential Relocation Program. The Authority's Voluntary Residential Relocation Program was initially undertaken as a part of the Authority's previous Louisville Airport Improvement Program and subsequently approved by the FAA as a part of the Authority's 1994 Part 150 Noise Mitigation Plan eligible for federal financial participation.

For development purposes, Heritage Creek was divided into three phases, Phase 1, Phase 2 and Phase 3. As of April 2018, 423 homes had been built and occupied in Phase 1 and Phase 2. At such time, the relocation by the Authority of property owners to the Heritage Creek Development had been substantially completed; therefore, the Authority solicited proposals to sell the remaining 192 undeveloped lots in Phase 1 and Phase 2. In April 2018, the Board approved the sale of the 192 lots to Fischer Development (Grand Communities, Ltd.). The transaction closed in October 2018.

Phase 3 consists of approximately 52.05 acres (the "Phase 3 Property") and remains substantially undeveloped. In February 2024, staff issued a Request for Qualifications for real estate broker services to market the Phase 3 Property. As a result of the solicitation, staff selected SVN Menish Commercial Real Estate, LLC ("SVN Menish") to market the Phase 3 Property.

SVN Menish listed the property for sale in April 2024. SVN Menish has presented three (3) offers with staff coming to a mutual agreement of the terms and conditions of an Agreement of Purchase and Sale with JTWT, LLC for a sale of the Phase 3 Property in the amount of \$3,100,000.00. As a condition of the sale of the Phase 3 Property, the Authority shall use commercially reasonable efforts to obtain the approval of a Major Preliminary Subdivision Plan from the Louisville Metro Planning Commission.

Staff believes this transaction supports the Authority's long-standing commitment to the Heritage Creek Innovative Housing Program and is the most desirable and advantageous to the Authority. Accordingly, staff recommends approving the terms and conditions of the Agreement and Purchase and Sale to JTWT, LLC.

Mr. Mann recommended the Board approve the sale and conveyance of approximately 52.05 acres in Phase 3 in the amount of \$3,100,000.00 to JTWT, LLC.; and authorize the Executive Director to execute the Agreement of Purchase and Sale between the Louisville Regional Airport Authority and JTWT, LLC, and the documents necessary to consummate the closing, subject to review and approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

OTHER BUSINESS

Mr. Mann updated the Board on the three areas of priority that the Board has identified over the past 12 months: parking; baggage claim, and Bowman Field. The Board has requested that Mr. Mann develop metrics and goals to achieve and measure improvements in these three areas.

For parking, Mr. Mann has established the following goals: 1) accommodate all customers who need parking; 2) provide a premium parking option for those who choose garage and valet parking; 3) determine peak demand and select preferred option to expand garage parking. He has created the following metrics to measure progress on these goals: 1) add 500 spaces to inventory; 2) add 700 off airport parking spaces no later than June 30, 2025; 3) complete design of the north parking garage; and 4) accommodate 100% of customers who need parking.

To achieve these goals the Authority has inventoried existing surface parking lots and evaluated areas where additional parking spots can be added to existing infrastructure; and has identified areas where additional surface parking can be constructed and will proceed with design, bid, build for these projects as needed. The Authority has evaluated the parking rate structure and benchmarked to peer airports and will modify rates as needed to be competitive and influence customer behavior to utilize lots with excess inventory. Staff have also created incentives to use the shuttle lot and TNCs. Additionally, the Authority engaged a consultant to complete a Terminal Area Plan to study parking capacity and future demand; alternate locations for new parking garages; and roadway configurations to improve access to parking, Terminal, rental cars and cargo facilities. Finally, staff have worked to optimize airline schedule to reduce peak demand to both parking and security checkpoint.

Mr. Mann provided a progress report on parking as of the end of August 2024. The Authority has added 230 spaces to the East and West lots and 89 spaces in the new employee lot. Construction has begun on a shuttle lot expansion that will add 355 additional spaces by the end of October 2024. Rates were increased for all lots except for the Shuttle lot on July 1, 2024. Lot closures have decreased, and valet utilization has increased 53%. – valet rates were not increased. A design contract was awarded to construct a 7-acre lot near the maintenance facility that will add 750 spots by June 2025. The airlines have also modified their daily schedules to relieve peak demand on parking and the security checkpoint (see attached chart).

For baggage claim, Mr. Mann has established the following goals: 1) reduce baggage handling wait times to under 30 minutes from the aircraft's arrival at the gate; 2) improve airline communications to passengers about baggage carousel assignments and wait times; 3) optimize baggage carousel use for a better experience for airlines; and, 4) identify and report improvement areas in airline operations, tracking month-to-month progress. He has created the following metrics to measure progress on these goals: 1) 95% of arrivals have bags on carousel within 30 minutes of arrival at gate; 2) any wait over 30 minutes triggers an operations response 100% of the time; and 3) staff are scheduled and available to respond during peak delay periods.

Ms. Megan Atkins Thoben presented the Baggage Claim Monthly Performance Report (copy attached) to the Board. For the month of July, 104 flights out of 2358 arrivals waited longer than 30 minutes for bags. Operations staff made 83 update announcements concerning late bags, had 73 face-to-face passenger interactions concerning late bags, provided baggage unloaded

assistance to airline staff at the carousel 77 times, and provided baggage unloading assistance at the aircraft 3 times. Ms. Thoben advised the Board there is now an automated announcement in bag claim that advises passengers by flight number that staff are aware that flight's bags are experiencing a delay, and that staff are working to expedite the delivery of the bags. Ms. Thoben also advised the Board that 100% of Sun Country's bags are delivered to passengers in under 30 minutes.

Mr. Mann advised the Board that Bowman Field is a historic gem and one of the oldest and longest continually operating general aviation airports in the country. The Authority is committed to preserving the heritage of Bowman Field and its operational ability to meet existing demand as the busiest general aviation airport in Kentucky. To meet this goal, the Authority has the following improvements planned for Bowman Field:

- Install an aircraft wash rack
- Restroom facilities for the East T-Hangars
- Build an AVGAS 100LL self-fuel station
- 3-year plan to upgrade the Administration Building estimated cost \$1.2 million
- 5-year T-Hangar maintenance plan estimated cost \$750,000
- New helicopter procedures to mitigate noise in surrounding neighborhoods. Work with the ATCT and the helicopter operators to implement.
- New Air Traffic Control Tower to be constructed by the FAA

Additionally, the Authority is exploring the following potential improvements for Bowman Field: new T-hangar development; installation of a playground; and a new monument sign.

The Authority has taken the following steps to meet the goal of preserving Bowman's operational ability and to carry out the above outlined improvements: aggressively pursuing grant funding from the Kentucky Department of Aviation; elevating Director of Properties, Adam Thomas to Vice President; and holding Bowman Briefings to inform tenants of upcoming projects and to solicit ideas for improvement LOU.

Mr. Mann has created the following metrics to measure progress at LOU for calendar year 2024: 1) secure Kentucky Department of Aviation Grant; 2) begin Phase 1 of the Administration Building upgrade; 3) implement Year 1 of the T-Hangar repairs; 4) complete construction of aircraft wash rack and East T-Hangar restroom facilities; and 5) complete design for 100LL self-serve tank.

Ms. Lesa Seibert thanked Mr. Anthony Gilmer, Ms. Megan Atkins Thoben and Mr. Darrell Watson for providing her with information for her panel presentation on hosting large sporting events at the ACI-NA Annual Conference.

Mr. Pat MacDonald advised the BowmanFest would be held at LOU from 10:00 am to 5:00 pm on October 5 and 6, 2024 and invited Board members to attend. The event will include a 5K race on Saturday, plane rides, a kid's zone and food trucks.

There being no additional business the meeting adjourned at 4:17 p.m.

Dale Boden, Chairman

Dan E. Mann, Assistant Secretary

APPROVED