

**LOUISVILLE REGIONAL AIRPORT AUTHORITY
SPECIAL BOARD MEETING
MAY 20, 2020**

A special meeting of the Board of the Louisville Regional Airport Authority was held on May 20 2020. Chairman Jim Welch convened the meeting at 3:01 p.m. via Zoom video conferencing software.

Board members present on the videoconference were: Mr. Dale Boden, Mr. Bill Byrley, Ms. Toni Clem, Ms. Mary Rose Evans, Mayor Greg Fischer, Ms. Nikki Lanier, Mr. Pat MacDonald, Ms. Lesa Seibert, and Mr. Jim Welch. Not in attendance: Mr. John A. Moore. Mr. Tom Halbleib attended as counsel to the Board.

Staff Members present on the video conference were: Ms. Brenda Allen, Mr. Josh Ball, Ms. Natalie Chaudoin, Mr. Dwight Clayton, Mr. Anthony Gilmer, Ms. Noel Jolly, Mr. Dan Mann, Mr. Curtis Monroe, Ms. Antissa Riley, Mr. Brian Sinnwell, Ms. Megan Thoben, Mr. Adam Thomas, and Mr. Darrell Watson.

Also present on the video conference were: unidentified persons calling from phone numbers 202-207-3624 and 281-493-8042, Mr. Aaron Aljets, Mr. Bobby Campbell, J. Crosier, Mr. Chris Gould, Johnny, Jonathan, Mr. John Kraft, Mr. Alfred Miller, Mr. Kevin Sandrella, Mr. Paul Shaffer, Mr. Todd Tabor, Ms. Julie Taylor, and Ms. Mary Ellen Wiederwohl.

CONSIDERATION OF MINUTES

The minutes of the special Board meeting held April 15, 2020 were reviewed and, upon motion duly made and seconded, unanimously approved.

STAFF REPORTS

FINANCE REPORT

Mr. Mann reported that revenue is 2% above budget and expenses are below budget. Even with the current economic climate due to the COVID-19 pandemic he anticipates the Cost Per Enplanement for Fiscal Year 2021 will be below \$10.

CONSTRUCTION REPORT

Mr. Brian Sinnwell presented the planning and facilities status report. At Louisville Muhammad Ali International Airport, work continues for the Main Terminal Electrical Switchgear Project. Several planned power shutdowns were completed to permit the continuation of this power system upgrade. For the Construct West Cargo Apron Project to construct 30 acres of apron on the west side of Taxiway A south of the Compass Hangar, construction work is substantially complete. Current site work includes installation of a pump station and retention system. Additional pavement work on the far west side of the apron is complete. Work is underway for

the Airfield Pavement Rehabilitation Project, 2020A to rehabilitate the west runway and Taxiway B.

For the Main Terminal Emergency Generator Project, final design work for an emergency generator for the passenger terminal is underway, and coordination meetings were held with LG&E, the Authority and consultants regarding sizing, siting and design alternatives. The project will be bid this summer. The Maintenance Building Emergency Generator Project to design an emergency generator for the maintenance facility on Park Boulevard is substantially complete. Final connections including the transfer switch were completed on April 11th. Punch list work is ongoing.

Work is underway for the Reconstruction of Taxiway G, Phase I Project, a major design effort to re-align and reconstruct Taxiway G. This parallel taxiway to Runway 11-29 is critical for the efficient movement of aircraft from the east to west on the airfield. This pavement is old, nearing the end of its useful life and does not meet all Group VI standards. This project will increase surface separation, will eliminate FAA designated “hot-spots” and will create new access points to the terminal area. A contract for the Reconstruction of Taxiway G, Phase II was awarded in March and work is expected to begin this month.

Work is underway for the Replace Perimeter Fence – Southeast Project to replace aged perimeter security fence near the end of Runway 35R.

For the Terminal Renovation and Enhancement Project, Messer Construction is preparing pre-construction items to prepare for the bidding of access control and security upgrades; operations department and communication center renovations; roadway and parking garage renovations and parking expansion; and terminal renovations, escalators, powered walkways and jet bridges. Alliance is continuing their design efforts in the Terminal, and CMTA is working on mechanical design elements throughout the Terminal. Two new moving walkways have been ordered to replace the connector walkways. Installation is dependent upon the manufacturing schedule but is tentatively scheduled to begin in June 2020. Coordination is underway to replace six escalators in the Terminal with work expected to occur in July and August 2020. Modernization of the main elevator near the information booth will be completed in Spring 2020. A contract was executed for the replacement of 6 elevators in the parking garage and the units are in design. A Request for Qualifications was advertised for the design and build of passenger boarding bridges in the terminal and with an award recommendation being made in today’s meeting.

At Bowman Field, for the Airfield Electrical Project, Phase 1, a construction contract was awarded to begin replacement of airfield cable and lighting and work is complete. For the Airfield Electrical Project, Phase 2, construction work is underway to replace all airfield signs and correct airfield nomenclature. Concrete sign base work is complete and the installation of signs is underway.

At the Bowman Field Administration Building, work is complete for renovation/rehabilitation of the exterior condition of the building. An exterior sealant, reconstruction of mortar joints and repairs to the upper building coping were completed. An assessment of the building’s HVAC,

and a plan to improve its performance is under consideration. A project to replace interior and exterior facility lighting in the building is underway.

For the Airport Area Safety Program, project formulation work is underway to acquire additional aviation easements from willing sellers with existing or near-term obstructions. Easements will be purchased in anticipation of a future phase of tree removal & landscaping. There are at least 12 willing sellers who wish to be considered for aviation easements including both golf courses.

Mr. Sinnwell reported on the Airport Master Plan Update. Master planning efforts continue with facility inventory, forecasting and facility interviews. Airfield geometry concepts and future capital projects are being developed. The public education process continues with interaction at public events, scheduled briefings and group sessions. Work on the Master Plan has been slightly delayed due to COVID-19 and the effect of the pandemic on the air traffic forecast. Kimley-Horn is tentatively scheduled to provide an update on the progress of the Master Plan at the June Board meeting.

Mr. Sinnwell reported on the Residential Relocation Project. A contract for demolition of several residences was awarded to Woolridge Construction Group and work is underway.

Mr. Sinnwell provided an update on the Residential Sound Insulation Program. This project is for the sound insulation of residences within the DNL 65 contour on the 2021 Noise Exposure Map. Pre-acoustical testing has been completed for 88 families. Eighty-four percent of the families tested to date have an interior noise level of 45 dB or greater. Designs have been completed for the first group of 32 families and those are awaiting historical review from SHPO. Due to COVID-19 designs are on hold for 38 additional families and acoustical testing is also on hold.

Mr. Sinnwell provided an update on the University of Louisville – Noise Mitigation Project. Construction is complete for the first group of three buildings on the University of Louisville Campus, the Life Science Building, Paul B. Lutz Hall and the Overseers Honors House. Bids were solicited for the second group of two buildings – Ernst Hall and the Interfaith Center. None of the bids were responsive and the Authority will rebid the project in the next few months. Designs are underway for group three.

Mr. Sinnwell reported on projects in the Louisville Renaissance Zone and Renaissance South Business Park. Formulation of the project to improve access to the Renaissance South Business Park continues. Modeling and traffic analysis is complete. The project is moving into the Environmental and Final Design phases as coordination with KYTC and community leaders continues.

MARKETING REPORT

Mr. Darrell Watson provided an update on the Authority's COVID-19 Response efforts to the Board.

CONSENT ITEMS

1. HNTB Task Orders No. 9 Amendment, No. 11 and No. 12— Louisville Muhammad Ali International Airport — Approval

On January 16, 2019, the Board approved the award of a Supplemental Airfield Consultant Services contract with HNTB for a three-year period with an option for an additional two-year term. The contract requires Board approval for each Task Order. Task Order 9 authorized HNTB to provide onsite construction inspection services, project management, and construction support services for the 2020-A Airfield Pavement Rehabilitation Project at Louisville Muhammad Ali International Airport. This Amendment adds fees to address the additional use of Wood, PLC for Material Testing, Inspection, and Escort Services for an additional fee to be added to Task Order 9 at a not-to-exceed amount of \$256,518.51. This task is anticipated to be 100% funded by a FAA grant. Task Orders 11 and 12 authorize HNTB to provide onsite construction inspection services, project management, and construction support services for the EMAS Bed Repairs and 2020-B Pavement Rehab projects, respectively. Task Order 12 is anticipated to be 100 percent funded by a FAA grant. Task Orders 11 and 12 will be not-to-exceed contracts in the amount of \$48,919.00 and \$126,348.00, respectively.

Mr. Mann recommended the Board approve an amendment to Task Order No. 9 and approve new Task Orders No. 11 and 12 to the contract with HNTB in the not-to-exceed amounts of \$256,518.51, \$48,919.00, and \$126,348.00 respectively for a total contract increase of \$431,785.51; 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.

2. Atkins Task Orders No. 30 and 31 Amendment — Louisville Muhammad Ali International Airport — Approval

On July 19, 2017, the Board approved the award of a master contract with Atkins as the Airport Authority's Airport Improvement Program (AIP) consultant for a three-year period with an option for an additional two-year term. The contract requires Board approval for each Task Order. This Amendment to Task Orders 30 and 31 authorizes Atkins to add material testing and inspection and escorting services by Wood, PLC to assist in providing these services associated with the Taxiway "G" Reconstruction Phase 1 (Task Order 30) and Phase 2 (Task Order 31) projects at Louisville Muhammad Ali International Airport. This Amendment to Task Orders 30 and 31 will be a not-to-exceed addition to the contract in the amount of \$100,000 per each task order. Note that 100% of the costs associated with these tasks will be funded by an FAA grant.

Mr. Mann recommended the Board approve the Amendment to Task Orders No. 30 and 31 for the contract with Atkins in the additional amount of \$100,000 each for a total not-to-exceed amount of \$395,000 for Task Order No. 30 and a total not-to-exceed amount for Task Order No. 31 of \$505,000; 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. 2020 Airfield Pavement Rehabilitation — Bowman Field — Contract Award

This project consists of airside asphalt pavement rehabilitation at Bowman Field including patching, seal coating, mill and overlay and pavement markings at multiple airside locations. An Additive Alternate was also included to perform mill and overlay on a section of apron pavement.

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. Four bids were received and the lowest responsive bidder was MAC Construction and Excavating, Inc. of New Albany, IN with a unit price base bid of \$549,919.35 and an Additive Alternate bid of \$198,280.65. Note that if the Additive Alternate is selected, then a credit of \$19,768.00 would be applied to the base bid resulting in a combined total bid of \$728,432.00. Authority staff has reviewed the bid documents submitted by MAC Construction and Excavating, Inc., has verified the bid to be responsive and recommend the award.

Mr. Mann recommended the Board award the contract for 2020 Airfield Pavement Rehabilitation at Bowman Field to MAC Construction and Excavating, Inc. from New Albany, IN in accordance with the unit prices set forth in the base bid and additive alternate resulting in a total contract amount of \$728,432.00; 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.

ACTION ITEM

4. Public Relations and Marketing Services — Louisville Muhammad Ali International Airport and Bowman Field — Contract Award

The Louisville Regional Airport Authority is seeking a full-service, local agency to support the work and efforts of Authority staff in developing a comprehensive public relations and marketing program. The intent is for the selected agency to work closely with Authority staff in supporting and preparing public relations and marketing initiatives that enhance the Louisville Muhammad Ali International Airport (SDF) and Bowman Field Airport (LOU).

As part of this process, Authority staff researched local agencies that specialize in the fields of public relations, marketing and a combination of the two fields. Following this research, staff narrowed the list to four agencies for additional follow-up – Bandy Carroll Hellige; Doe-Anderson, Inc.; PriceWeber; and Vimarc. Meetings were held with representatives of each organization, and staff then thoroughly reviewed each agency based on a variety of criteria including overall experience, ability to achieve public relations and marketing goals and routine staff support.

Based on this review, Authority staff is recommending entering into an agreement for an initial term of two years with PriceWeber with one, two-year option, which option is at the sole discretion of the Authority, for a not-to-exceed amount of \$105,000 each year of the agreement, including the option term if exercised.

Mr. Mann recommended the Board award an agreement to PriceWeber for an initial term of two years with one, two-year option, which option is at the sole discretion of the Authority and can

be exercised by the Executive Director, for an annual not-to-exceed amount of \$105,000 for each agreement year, including the option term if exercised; and authorize the Executive Director to execute the necessary agreement 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. Passenger Boarding Bridges Design Build Services — Louisville Muhammad Ali International Airport — Contract Award

This item for consideration involves the selection of a firm to provide Design Build Services for fifteen Passenger Boarding Bridges and an Authority option for additional future boarding bridge replacements at Louisville Muhammad Ali International Airport. Design Build is a delivery method in which the firm provides professional services for the entire proposed project to include programming, engineering, design, fabrication, site demolition, installation, commissioning and project closeout. The selected firm will bring the needed skills to facilitate all work requirements in a timely manner, while maximizing cost savings to the Authority under a Guaranteed Maximum Price. It is anticipated that the initial phase of boarding bridges will be completed within a three to a five-year period. A Request for Qualifications was advertised in *The Courier-Journal* and *The Louisville Defender*. Advertisements were also placed on the websites of the Tri-State Minority Supplier Development Council and the Authority. Three Design Build teams submitted responsive proposals for the Authority's consideration: Aero Bridgeworks, Thyssenkrupp and Seawing.

Proposals have been evaluated by Authority staff consisting of the Vice President of Planning and Facilities, the Director of Maintenance, the Director of Terminal Operations, the Director of Purchasing and Procurement and the Electrical Supervisor based upon a number of criteria, including but not limited to: firm qualifications and experience, staff experience, references and understanding of the project scope and requirements. After detailed review and discussion, it is the recommendation of the committee to award an Agreement to AERO Bridgeworks for the Passenger Boarding Bridge Design Build Services project. A fee schedule consistent with FAA and engineering standards will be negotiated with AERO Bridgeworks and will be presented to the Board for approval. The Design Build agreement will be in effect for a five - year period with an option to extend annually.

Mr. Mann recommended the Board approve the award of a PFC funded contract for Passenger Boarding Bridge Design Build Services to AERO Bridgeworks as the most qualified consultant; and authorize the Executive Director to execute the necessary contract documents subject to approval by counsel as to legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

6. 2020 Airfield Pavement Rehabilitation — Louisville Muhammad Ali International Airport — Contract Award

This project consists of ongoing efforts to maintain integrity of airfield pavements. The scope of this project involves the removal and replacement of 17" thick concrete pavement slabs in Runway 17L-35R and Taxiway "D" on the east airfield and the removal and replacement of runway and taxiway shoulder asphalt pavement. The project also involves removal and re-

installation of in-pavement lights on the east airfield of Louisville Muhammad Ali International Airport. There are two additive alternates bid on this project and recommended by staff. Additive Alternate 1 involves the replacement of two cracked concrete pavement slabs at the intersection of Taxiways “H” and “L” that maintenance requested to be added to the project to address FOD issues. The bid for Additive Alternate 1 was \$51,476.10. A bid was also requested with Additive Alternate 2 to address ponding near the ANG Apron and Taxiway “G” with grading and a new drainage structure for a bid of \$17,196.62. The Alternates and the base bid total \$3,299,439.94.

The project was advertised in *The Courier-Journal* and the *Louisville Defender*, was posted on the Authority’s website and provided to the Tri-State Minority Supplier Development Council. Three bids were received. The lowest bidder failed to meet DBE requirements so the second lowest and most responsive bidder was E&B Paving, Inc. of Clarksville, IN. Authority staff and our consultant have reviewed the bid documents submitted by E&B Paving, Inc., have verified the bid to be responsive and are recommending the contract award. It is anticipated that 100% of the costs associated with this effort will be funded by an FAA grant.

Mr. Mann recommended the Board award the contract for the 2020-B Airfield Pavement Rehabilitation to E&B Paving, Inc. in accordance with the unit prices set forth in the base bid and Additive Alternates 1 and 2 for a total contract of \$3,299,439.94; 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. 2020 EMAS Repairs — Louisville Muhammad Ali International Airport— Approval

This project consists of the removal and replacement of a portion of the Runway 11 approach end Engineered Materials Arresting System [(EMAS) (approximately 484 blocks)] and the underlying asphalt pavement. This project is an effort to mitigate damage to the EMAS bed as a result of settlement over a section of the west perimeter road tunnel that runs under it and as a result of damage directly caused by a vehicle that crashed through the west Air Operations Area (AOA) fence and crossed the western portion of the EMAS bed. The EMAS blocks will be purchased directly from the manufacturer. The project was advertised in *The Courier-Journal* and the *Louisville Defender*, was posted on the Authority’s website and was provided to the Tri-State Minority Supplier Development Council. Four bids were received. The lowest responsive bidder was Triumph Landscape Construction, Inc. of Shepherdsville, KY. Authority staff and our consultant have reviewed the bid documents submitted by Triumph Landscape Company, Inc., have verified the bid to be responsive and are recommending the contract award.

Mr. Mann recommended the Board award the contract for the 2020 EMAS Repairs to Triumph Landscape Construction, Inc. in accordance with the unit prices set forth in the bid for a total contract of \$196,562.00; 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.

OTHER BUSINESS

8. 2020 EMAS Block Manufacture — Louisville Muhammad Ali International Airport — Information Item for Emergency Purchase Declaration

The Airport Authority's Purchasing Contracts and Leasing Policy authorizes the Executive Director to make purchases up to \$1,500,000 without public advertisement in the event of an emergency situation that affects the operations of the airport, so long as there is a written declaration of an emergency and the written approval of the Board Chairman or another Board officer. In April, it became necessary to make such a purchase for repair of the Engineered Materials Arrestor System (EMAS) Bed for Runway 29 DEP. This critical runway safety system is made up of high energy absorbing material that will predictably crush under the weight of an aircraft to reduce the severity of a runway excursion. Over time, the EMAS bed had experienced settlement which warranted repair. However, a motor vehicle went through the fence causing significant damage and warranting that this be addressed now. Runway Safe, the only manufacturer of these blocks, proposed to manufacture 484 EMAS Blocks, over a period of 12 to 16 weeks at a cost of \$1,403,600, with installation of \$157,850 and shipping and handling of \$89,200 for a total of \$1,650,650. An initial contract of \$1,500,000 was executed after emergency declaration to enable the Authority to make the \$500,000 deposit to begin the long manufacturing process, with an amendment for the remaining \$150,650.

This is being provided for information purposes. No action is required.

Mr. Anthony Gilmer provided the Board with a brief update on the current status of air service during the COVID-19 pandemic. He advised the Board that all markets will be on the same page when passengers begin to want to travel and that Louisville needs to position itself to compete for service when the recovery begins.

There being no additional business the meeting adjourned at 3:58 p.m.

Jim Welch, Chairman

Dan Mann, Assistant Secretary