

**LOUISVILLE REGIONAL AIRPORT AUTHORITY  
BOARD MEETING  
APRIL 20, 2022**

The regular meeting of the Board of the Louisville Regional Airport Authority was held on April 20, 2022. Chairman Dale Boden convened the meeting at 3:03 p.m. in the Boardroom of the Louisville Regional Airport Authority, Louisville, Kentucky.

Board members present were: Mr. Cleo Battle, Mr. Dale Boden, Ms. Toni Clem, Ms. Mary Rose Evans, Mayor Greg Fischer, Ms. Nikki R. Lanier, Mr. Pat MacDonald, Mr. John A. Moore, and Ms. Lesa Seibert. Not in attendance: Mr. Brian Lavin and Mr. Mitchel Denham. Mr. Greg Ehrhard attended as counsel to the Board.

Staff members present were: Ms. Brenda Allen, Ms. Natalie Ciresi Chaudoin, Mr. Anthony Gilmer, Ms. Noel Jolly, Mr. Dan Mann, Ms. Kim Pemberton, Mr. Brian Sinnwell, Ms. Megan Atkins Thoben, and Mr. Darrell Watson. and Mr. Jason Wheeler.

Also in attendance was Mr. Todd Tabor.

**CONSIDERATION OF MINUTES**

On motion duly made and seconded, the minutes of the special Board meeting held March 16, 2022 were unanimously approved. Mr. Cleo Battle and Mr. John A. Moore were not present for the approval of the minutes.

**STAFF REPORTS**

**FINANCE REPORT**

Ms. Brenda Allen advised the Board that staff are finalizing the airline use and lease agreement negotiations and will bringing the agreement to the Board for approval at the June meeting. Mr. Mann commended Director of Properties, Adam Thomas for his role in the negotiations.

Ms. Brenda Allen presented the Finance Report for the period ending March 31, 2022. Fiscal-year-to-date operating revenues are \$55,618,500 and exceeded the budget by 11.4%. Operating revenue for the month was \$5,737,600. Parking and ground transportation continue to perform above anticipated levels as do concessions. Terminal area rents and concessions are \$791,000 over budget. Fiscal-year-to-date operating expenses are \$25,833,300 and are under budget by 13.8%. Operating expenses for the month were \$3,114,500. This variance is largely due to timing of contracts, air service marketing and budgeted payroll. Fuel and utilities are exceeding the budget by about \$300,000 but savings in other areas should offset this overage.

Enplanements for March 2022 are up 82.6% from March 2021 and are only about 5,600 lower than March 2020 which was the first month of COVID affected traffic. Landed weight for both

cargo and passenger carriers remain strong and were 14.7% higher than March 2021. Fiscal-year-to date landed weight is 10.29% higher than last year.

## **CONSTRUCTION REPORT**

Mr. Brian Sinnwell presented the construction report. At Louisville Muhammad Ali International Airport, construction of the connecting taxiway into the future UPS Hangar development site continues. This taxiway will interface with the UPS apron and includes relocation of major storm water infrastructure.

Work continues to install a geothermal heating and cooling system which will significantly reduce criteria pollutants, such as ozone, carbon monoxide and particulate matter associated with the combustion of natural gas. Reducing natural gas combusted for heating, and electricity for cooling, the geothermal system will reduce the greenhouse gas (GHG) emission associated with the SDF terminal. It is expected that the natural gas combustion will be reduced from approximately 10.7 million cubic feet per year to approximately 1.6 million cubic feet per year. Currently 155 of the approximately 648 wells have been drilled. A concrete apron will be constructed on top of the wellfield to provide additional aircraft parking.

Mr. Sinnwell discussed the airport sustainability highlight report. The sustainability plan will recognize the importance of the airport's sustainability upon the community and establish a mission and vision. The plan will build upon the Authority's sustainability accomplishments to date and establish a vision for focus areas and future initiatives. A draft report is complete and the next phase to set goals and initiatives is underway.

Mr. Sinnwell discussed the sound insulation program. Currently, 107 families have received noise mitigation in their homes. There are four active phases of the program and a contract award for phase five is on today's agenda. Work for about 261 of 549 families in these active phases has been completed. In this current phase of work, we have a lower-than-average percent of participation with only a 68 to 70% percent participation rate compared to 80% for past phases. Mr. Sinnwell attributes this to the larger number of rental properties located in the active phases.

## **CONSENT ITEMS**

### **1. Appointment of Safety and Security Officer — Louisville Muhammad Ali International Airport — Approval**

The Director of Public Safety has reviewed the qualifications of Bradley Richardson and has concluded that he satisfies the qualifications set forth in the Board's November 18, 1998 resolution and recommends his appointment as an airport Safety and Security Officer.

Mr. Mann recommended the Board appoint Bradley Richardson as an airport Safety and Security Officer, to serve at the pleasure of the Board until such time as the Director of Public Safety shall terminate the appointment; 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. Southwest Airlines Co. Air Cargo Facility Lease Agreement Amendment No. 1 — Louisville Muhammad Ali International Airport — Approval**

The Authority and Southwest Airlines Co. (“Southwest”) entered into an Air Cargo Facility Lease Agreement, dated August 8, 2021, to lease 7,056 sq.ft. of space in the Air Cargo Facility (the “Lease”). The initial term of the Lease expired February 28, 2022 and includes three (3) additional 1-year renewal terms. The first renewal term has been exercised and such term expires February 28, 2023. Southwest further requests to lease an additional 2,352 sq.ft. in the Air Cargo Facility, which increases their leased area to 9,408 sq.ft. Accordingly, staff and Southwest have negotiated a revised monthly base rent in the amount of \$9,831.36, effective May 1, 2022, which is increased from the current monthly base rent in the amount of \$7,832.87. Upon each subsequent renewal, the monthly base rent will increase at a rate of two percent (2%). The Lease also includes a monthly common area maintenance fee, which shall initially be \$3,920.00, effective May 1, 2022, which is increased from the current monthly common area maintenance fee in the amount of \$2,940.00.

Mr. Mann recommended the Board approve the First Amendment to the Air Cargo Facility Lease Agreement with Southwest Airlines Co. for 9,408 sq. ft. of space in the Air Cargo Facility at Louisville Muhammad Ali International Airport, effective May 1, 2022, at the financial terms 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.

**3. Renovation of Airport Rescue and Firefighting Facility (ARFF) — Louisville Muhammad Ali International Airport — Contract Award**

This project consists of replacement of the roll-up bay doors utilized by ARFF emergency vehicles, as well as replacement of the vehicle bay exhaust system. All scope is within the ARFF facility at Louisville Muhammad Ali International Airport. The project was advertised in *The Courier-Journal* and was posted on the Authority’s website. Two bids were received. Upon review of all documentation provided, the lowest, responsive bidder was Abel Construction Company of Louisville, KY with a unit price base bid of \$427,883, bid alternate #M1 of \$158,660, and bid alternate #E1 of \$40,684 for a combined bid total of \$627,227. Authority staff and our consultant have reviewed the bid documents submitted by Abel Construction Company, have verified the bid to be responsive and are recommending the contract award.

Mr. Mann recommended the Board award the contract for the renovation of the ARFF Facility to Abel Construction Company in accordance with the unit prices set forth in the bid for a contract amount of \$627,227; 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. Runway 17R/35L Electrical Reconstruction and Taxiway A Centerline Lights — Louisville Muhammad Ali International Airport — Contract Award**

This project consists of the replacement of circuits, incandescent lights, and signs on Runway 17R/35L. Most of these systems have reached the end of their useful life and the lights and signs will be replaced with today's standard of LEDs. Additionally, centerline lights will be installed along Taxiway A that will allow aircraft to use this taxiway during lower visibility operations on the airfield. This project was advertised in *The Courier-Journal* and was posted on the Authority's website. Three bids were received. Upon review of all documentation provided, the lowest, responsive bidder was Appalachian Foothills Contracting, Inc. of Lexington, KY with a unit price base bid of \$7,134,331.24. Authority staff and our consultant have reviewed the bid documents submitted by Appalachian Foothill Contracting, Inc., have verified the bid to be responsive, and recommend the contract award. Additionally, it is anticipated that 90% of the FAA eligible costs associated with this project will be funded by a future FAA Grant.

Mr. Mann recommend the Board award the contract for Runway 17R/35L Electrical Reconstruction and Taxiway A Centerline Lights to Appalachian Foothill Contracting, Inc. in accordance with the unit prices set forth in the bid for a total contract of \$7,134,331.24; 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. Residential Sound Insulation Project No. 2022-1.5-33 — Louisville Muhammad Ali International Airport — Contract Award**

This project consists of alterations and modifications to 33 residences within the Group 1 area of the residential sound insulation program. Acoustical treatments will be made to 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. The low bidder was S&L Specialty Contracting, Inc. of Syracuse, NY in the lump sum bid amount of \$1,588,000.00. This project will be funded through a future FAA grant.

Mr. Mann recommended the Board award the contract for Residential Sound Insulation Program Project No. 2021-1.5-33 to S&L Specialty Contracting, Inc. of Syracuse, NY in the contract amount of \$1,588,000.00; 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.

### **ACTION ITEMS**

#### **6. Airfield Pavement Rehabilitation Projects 2022-A and 2022-B — Louisville Muhammad Ali International Airport — Approval**

These projects consist of the ongoing efforts to maintain integrity of airfield pavements at Louisville Muhammad Ali International Airport. The scope-of-work for each includes removal and replacement of taxiway and runway concrete pavement slabs located primarily on the

parallel runways and their adjacent taxiways. Additionally, in-pavement lights located within removed slabs will be replaced. An addendum was added to the 2022-B project to account for the Runway 35R Threshold Light Bar that the FAA considers in critical need of replacement.

The 2022-A project was advertised in *The Courier-Journal* and was posted on the Authority's website. Three bids were received. Upon review of all documentation provided, the lowest, responsive bidder was The Harper Company of Hebron, KY with a unit price base bid of \$3,296,446.20. The 2022-B project was originally advertised in *The Courier-Journal* and was posted on the Authority's website. Due to an FAA request for a change to the scope-of-work, an addendum was added, and the project was re-advertised. Three bids were received. Upon review of all documentation provided, the lowest, responsive bidder was The Harper Company of Hebron, KY with a unit price base bid of \$3,207,693.95.

Authority staff and our consultant have reviewed the bid documents submitted by The Harper Company, have verified the bids to be responsive, and recommend the contract awards. Additionally, it is anticipated that 90% of the FAA eligible costs associated with these projects will be funded by a future FAA Grant.

Mr. Mann recommended the Board award the contracts for Airfield Pavement Rehabilitation Projects 2022-A and 2022-B to The Harper Company in accordance with the unit prices set forth in the bid for a total contract of \$6,504,140.15; 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. Rehabilitate Airfield Vault and Replace Switchgear — Louisville Muhammad Ali International Airport — Approval**

This project consists of replacement of many mechanical and electrical support systems within the airfield vault and switchgear at Louisville Muhammad Ali International Airport. All support systems have reached the end of their useful life and if such systems were to fail, could result in impacts to operations on the airfield. Through these improvements, the project will preserve necessary airfield infrastructure. This project was advertised in *The Courier-Journal* and was posted on the Authority's website. One bid was received from T.E.M. Group of Louisville, KY with a unit price base bid of \$4,639,561.35. Authority staff and our consultant have reviewed the bid documents submitted by T.E.M. Group, have verified the bid to be responsive and are recommending the contract award. Additionally, it is anticipated that 90% of the costs associated with this project will be funded by a future FAA Grant.

Mr. Mann recommended the Board award the contract to rehabilitate the airfield vault and replace switchgear to T.E.M. Group in accordance with the unit prices set forth in the bid for a total contract amount of \$4,639,561.35; 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. Foth Task Orders No. 43, 44, 45 — Louisville Muhammad Ali International Airport — Approval**

On November 20, 2019, the Board approved the award of a Planning, Engineering, and Architectural Professional Services contract with Foth for a three-year period with an option for an additional two-year term. The contract requires Board approval for each Task Order. All proposed Task Orders authorize Foth to provide construction administration and inspection services for upcoming projects at Louisville Muhammad Ali International Airport. Additionally, all Task Orders are performed on a time and materials basis.

Task Order 43 is for services rendered by Foth for the Rehabilitation of Airfield Electrical Vault and Switchgear Replacement project. The proposed contract amount is \$372,855. This project will be funded through a future FAA Grant.

Task Order 44 is for services rendered by Foth for the Runway 17R/35L Electrical Reconstruction and Taxiway A Centerline Lights project. The proposed contract amount is \$291,060. This project will be funded through a future FAA Grant.

Task Order 45 is for services rendered by Foth for the 2022-A Airfield Pavement Rehabilitation project on the west side of the airfield. The proposed contract amount is \$196,000. This project will be funded through a future FAA Grant.

Mr. Mann recommended the Board approve Task Orders No. 43 in the amount of \$372,855, No. 44 in the amount of \$291,060 and No. 45 in the amount of \$196,000, to the contract with Foth on a time and material basis for a combined total of \$859,915; 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.

**9. HNTB Task Order No. 27 — Louisville Muhammad Ali International Airport — 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 27 authorizes HNTB to provide construction inspection services and project management for the 2022-B Airfield Pavement Rehabilitation project on the east side of the airfield at Louisville Muhammad Ali International Airport. Task Order 27 will be a time and material contract in the amount of \$147,090. This project will be funded through a future FAA grant.

Mr. Mann recommended the Board approve Task Order No. 27 to the contract with HNTB in the time and material amount of \$147,090; 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**

Ms. Lesa Seibert reminded the Board that the 2022 ACI-NA Airport Board and Commissioners Conference will be held in Louisville April 24 through 26 at the Hotel Distil. She provided an overview of the conference agenda and encouraged Board members to attend.

Mr. Mann highlighted the Authority's promotional brochure about the terminal renovation project. Each Board member was provided a copy of the brochure at the Board meeting.

Chairman Boden informed the Board that the June Board meeting has been rescheduled from June 15, 2022 to June 8, 2022. He also advised the Board there may be a need to hold a special Louisville Renaissance Zone Corporation meeting prior to the June 8, 2022 meeting date to approve a lease with a tenant for the warehouse facility currently under construction.

There being no additional business the meeting adjourned at 3:46 p.m.

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Dale Boden, Chairman

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Dan E. Mann, Assistant Secretary