**LOUISVILLE REGIONAL AIRPORT AUTHORITY**
**BOARD MEETING**
**APRIL 16, 2025**

The regular meeting of the Board of the Louisville Regional Airport Authority was held on April 16, 2025. Chairman Dale Boden convened the meeting at 3:04 p.m. in the Boardroom of the Authority.

Board members present: Mr. Cleo Battle, 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. T. Morgan Ward attended as counsel to the Board.

Staff members present: Ms. Tairra Bridgewaters, Ms. Dodie Caulk, Ms. Natalie Ciresi Chaudoin, Ms. Lauren Deel, Ms. Jorgie Dermody, Mr. Jonathan Giardina, Mr. Anthony Gilmer, Officer Bruce Harden, Mr. Kyle Hartlage, Mr. Damon Jewell, Ms. Noel Jolly, Mr. Dan Mann, Ms. Kim Pemberton, Ms. Brenda Perry, Ms. Pat Apone-Scanlan, Mr. Billy Rowe, Ms. Beverly Santamouris, Ms. Megan Atkins Thoben, Mr. Adam Thomas, Mr. Darrell Watson, and Mr. Jason Wheeler.

Also in attendance: Mr. Tony Derricks, Ms. Kelly Everett, Ms. Wendy Harrower, and Mr. Andrew Meyer.

## CONSIDERATION OF MINUTES

On motion duly made and seconded, the minutes of the Regular Board meeting held March 19, 2025, were unanimously approved.

## STAFF REPORTS

Ms. Beverly Santamouris provided the Financial Report. Fiscal-year-to-date operating revenues are $69,709,716 which is 3.6% higher than budgeted and $5,578,499 higher than the prior year. Parking and aviation facility leases are generating more revenue than budgeted. Fiscal-year-to-date operating expenses are $32,442,162, which is on par with the budget and $2,200,297 greater than the prior year. Spring Break enplanements were very healthy, but enplanements are slightly lower than anticipated, mainly due to canceled flights caused by severe weather. However, landed weights continue to exceed expectations, largely due to UPS acquiring the USPS contract.

## CONSENT ITEMS

1. **SHI International Corp — Microsoft Dynamics 365 Enterprise Resource Planning Software Licensing and Support Services — Contract Renewal**

The Authority entered into an agreement with SHI International Corp. for licensing and support services of Microsoft Dynamics 365, a cloud-based enterprise resource planning software. The agreement was entered into in May of 2020 for a period of five years and a contract amount of $395,044. The Authority is seeking to renew the licensing and support services for another five-

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year period beginning June 2025 through May 2030 for $703,347. Microsoft Dynamics 365 is the financial software used by the Authority to record, produce and preserve operating transactions and supporting documentation. The May 2020 contract pricing included discounts for implementation and migration to the new software which resulted in an overall discounted rate. The pricing for the five-year renewal period is based on the Authority's revenues and number of users, which is consistent with industry standards.

Mr. Mann recommended the Board award a five-year contract renewal to SHI International Corp. for the licensing and support of Microsoft Dynamics 365 for a not-to-exceed amount of $703,347; and authorize the Executive Director to execute the necessary contract documents subject to review and approval by counsel as to the legality of form and content. On motion duly made and seconded, the Board approved Mr. Mann's recommendation.

**2. Rehabilitate Corporate Row Pavement — Bowman Field — Contract Award**

This project involves the pavement rehabilitation of the Corporate Row pavement located in front of the East T-Hangars at Bowman Field. The scope of work includes the removal and reconstruction of the existing pavement, as well as a mill and overlay. Additionally, the project will incorporate improvements to the airfield lighting. The Rehabilitate Corporate Row Pavements Project was advertised in *The Courier-Journal* and posted on the Authority's website, in the Tri-State Minority Supplier Development Council newsletter, and in the *Louisville Defender*. One bid was received from Libs Paving Co., Inc. of Floyds Knobs, IN with a bid price of $626,136.65.

Authority staff and our consultant have reviewed the bid documents submitted by Libs Paving Co., Inc., have verified the bid to be responsive, and recommend the contract award. Additionally, 80% of this project will be funded by a state grant.

Mr. Mann recommended the Board award the contract for the Rehabilitate Corporate Row Pavement Project to Libs Paving Co., Inc. at a bid price of $626,136.65; 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. Construct East T-Hangar Restroom — Bowman Field — Contract Award**

This project includes the proposed construction of a prefabricated bathroom facility at Bowman Field. The scope of work includes constructing a concrete pad, installing the prefabricated building, and completing all associated sanitary, water, and electrical connections. The Construct East T-Hangar Restroom project was advertised in *The Courier-Journal* and posted on the Authority's website, in the Tri-State Minority Supplier Development Council newsletter, and in the *Louisville Defender*. One bid was received from Miranda Construction, LLC of Louisville, KY with a bid price of $328,077.

Authority staff and our consultant have reviewed the bid documents submitted by Miranda Construction LLC, and have verified the bid to be responsive, and recommend the contract award.

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Mr. Mann recommended the Board award the contract for the Construct East T-Hangar Restroom to Miranda Construction, LLC at a bid price of $328,077; 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

### 4. Rehabilitate Airfield Pavements 2025B — Louisville Muhammad Ali International Airport — Contract Award

This project is part of our annual pavement rehabilitation program at Louisville Muhammad Ali International Airport and will include work on Runway 17R-35L, Runway 17L-35R, Runway 11-29, Taxiway C, and Taxiway D. The scope of work consists of rapid removal and replacement of concrete pavement slabs, including associated in-pavement light replacements, pavement grooving, joint sawing and sealing, and pavement markings. The Rehabilitate Airfield Pavements 2025B Project was advertised in *The Courier-Journal* and posted on the Authority's website, in the Tri-State Minority Supplier Development Council newsletter, and in the *Louisville Defender*. One bid was received from E&B Paving, LLC of Jeffersonville, IN with a bid price of $ 6,498,842. A review of all documentation provided confirmed the bid was responsive; however, the bid price exceeded available funds.

The Kentucky Model Procurement Code (hereinafter "MPC") established in KRS Chapter 45A permits negotiation of sealed bids prior to award when bids exceed available funds, including under circumstances where there is only one responsive bidder. As a municipality established by KRS Chapter 183, the Authority is neither bound by nor has it adopted the MPC. However, the Authority has elected to abide by the philosophy of the MPC. Accordingly, staff and E&B Paving, LLC participated in noncompetitive negotiations resulting in a new total price of $6,248,542.

Authority staff and our consultant have reviewed the negotiated bid documents submitted by E&B Paving, LLC, have verified the negotiated bid is responsive, and recommend the contract award. Additionally, 90% of this project will be funded by an FAA grant.

Mr. Mann recommended the Board award the contract for the Rehabilitate Airfield Pavements 2025B Project to E&B Paving, LLC of Jeffersonville, IN at a bid price of $6,248,542; 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. 2025-2.0-45 — Louisville Muhammad Ali International Airport — Contract Award

This project consists of alterations and modifications to 28 dwellings within the Area 1 Boundary of the Residential Sound Insulation Program. Acoustical treatments will be made on each of these

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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 lowest, responsive bidder was Miranda Construction, LLC of Louisville, KY in the lump sum bid amount of $2,024,864. This project will be funded through FAA Grant 121.

Mr. Mann recommended the Board award the contract for Residential Sound Insulation Program Project No. 2025-2.0-45 to Miranda Construction, LLC in the contract amount of $2,024,864; 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. Foth Infrastructure & Environment, LLC — Task Orders 5, 6, 7 and 8 — Louisville Muhammad Ali International Airport and Bowman Field — Approval**

On November 20, 2024, the Board approved the award of a Planning, Engineering and Architectural Services contract to Foth Infrastructure & Environment, LLC for a three-year period. The contract requires Board approval for each Task Order.

Task Order 5 authorizes Foth to provide construction administration and observation services for the Corporate Row Pavement Rehab project at Bowman Field. The corporate row apron exhibits severe distress as determined by KDA's 2023 Pavement Condition Index (PCI) Report. Rehabilitation measures for this project include crack sealing, full depth crack repair, mill and overlay, demolition, and reconstruction. The negotiated amount for Task Order 5 is $84,944. This task order will receive 80% of its funding through a state grant.

Task Order 6 authorizes Foth to provide construction administration and observation services for the East T-Hangar Restroom project at Bowman Field. This will be a new free-standing facility with two restrooms within the East T-Hangars. The negotiated amount for Task Order 6 is $43,354.

Task Order 7 authorizes Foth to provide construction administration and observation services for the Rehabilitate Airfield Pavements 2025B project at Louisville Muhammad Ali International Airport. The project is part of the Authority's annual pavement rehabilitation program and consists of the replacement of concrete slabs, associated airfield lighting replacement, and other miscellaneous pavement repairs. The negotiated amount for Task Order 7 is $375,110. This task order will receive 90% of its funding through an FAA grant.

Task Order 8 authorizes Foth to provide design and bidding services for the FIS project at Louisville Muhammad Ali International Airport. The project consists of the proposed construction of a building expansion to the east of the existing connector for U.S. Customs and Border Protection to operate a Federal Inspection Services International Arrivals Facility at SDF. The negotiated amount for Task Order 8 is $4,152,809.

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Mr. Mann recommended the Board approve the above Task Orders to the contract with Foth Infrastructure & Environment, LLC for a combined negotiated amount of $4,656,217; 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**

Mr. Mann announced the promotion of Ms. Tairra Bridgewaters to Director of Purchasing and Ms. Jorgie Dermody to Director of Bowman Field and introduced both employees to the Board.

Mr. Mann then updated the Board on Derby 151. The airlines have added more seats and larger aircraft for Derby with 34,000 arriving seats Wednesday through Friday. The airlines have added 16 nonstop routes for Derby 151: American Airlines added AUS, IAH, JFK, LAX, PHX, PIT and RDU; Delta Air Lines added JFK, LAX and SLC; Southwest Airlines added AUS; Spirit Airlines added IAH and launched new service to EWR and TPA to coincide with Derby; and United Airlines added LAX and SFO. The airlines have also increased capacity on 23 routes. Derby 151 will also be SDF's busiest outbound Derby ever with 28,000 seats on Sunday and Monday.

To welcome visitors, our volunteer Derby Greeters will hand out 30,000 Woodford Reserve Bourbon Balls, and a rotating schedule of over 100 local musicians will give performances in the airside rotunda Wednesday through Friday of Derby Week. The Terminal will be decorated with over 3000 fresh-cut roses and Derby themed décor. All of the hospitality efforts will be carried out with the assistance of our volunteer Airport Ambassadors and are coordinated by our Director of Public Relations Natalie Chaudoin.

Mr. Mann advised the Board that Atlantic Aviation expects to handle 500 to 600 private aircraft from Thursday, May 1 through Sunday, May 4 with 250+ aircraft parked at Post Time, and staff have coordinated with the Air Traffic Control Tower (ATCT) for the closure of Taxiway A for aircraft parking. Bowman Field is expecting 150 to 200 aircraft for Derby.

Departure Sunday is SDF's busiest day every year. Last year staff implemented ramp control for commercial passenger flights, where staff are on the roof of the Terminal with radios speaking with pilots and directing aircraft where to park to prevent congestion on the ramp. TSA will have 7 screening lanes available at the Security Checkpoint and CLEAR implemented CLEAR Mobile at SDF during Derby 150 and continues to operate at SDF today. On Departure Sunday, staff and Airport Ambassadors will assist with line management support for the TSA screening lines and at the airline ticket counters and will also help direct traffic at the curb. Mr. Mann thanked the Vice President of Operations and Customer Engagement Megan Atkins Thoben and her staff for developing and coordinating the Derby plan.

Vice Chairman Pat MacDonald reminded the Board that the Out of the Blue Aircraft Show is at Bowman Field this evening.

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There being no additional business the meeting adjourned at 3:26 p.m.

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Dale Boden, Chairman Dan E. Mann, Assistant Secretary

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