Chair Hunt presided. Present: Kane, Teer, Thompson, Wheeler and Yeargan. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, CIO McFall, CHRO Umphrey, Vice Presidents Damiano and Legan, General Counsel Locklear, Administrative Assistant Gray, and other staff members and guests.

I. APPROVAL OF AGENDA

Motion by Yeargan to approve the agenda; Second by Thompson

ADOPTED BY UNANIMOUS VOTE

II. APPROVAL OF MINUTES

Motion by Teer to approve the minutes of the July 17, 2014 meeting and the July 30, 2014 meeting of the Raleigh-Durham Airport Authority Board, including the committee minutes incorporated therein; Second by Thompson

ADOPTED BY UNANIMOUS VOTE

III. CHAIR COMMENTS

1. New hire recognized
2. Customs and Border Control was called upon to process passengers after two international flights were diverted to RDU last week due to severe weather. The airlines commented that RDU’s Customs agents jumped right in and provided excellent customer service to passengers who had not intended on landing at RDU. The Chairman thanked RDU’s Customs and Border Control Agents for working closely with the airlines to ensure the passengers had a good experience while at RDU.
3. The Chairman recognized Geoff Elting for his numerous years of service to the Airport Authority and opened the floor for comments related to his service.

IV. OLD BUSINESS

1. MWSB Committee Report – Kane reported the MWSB Committee met on August 21, 2014 and discussed the following item(s):
   a. Presentation of the Small Business Programs Report (April 2014 to June 2014)
      This presentation was provided for informational purposes; no Board action required.

2. Air Service Committee Report – Yeargan reported the Air Service Committee met on August 21, 2014 and discussed the following item(s):
   a. Air Service Update
      This presentation was provided for informational purposes; no Board action required.
3. Finance Committee Report – Thompson reported the Finance Committee met on August 21, 2014 and discussed the following item(s):
   a. Presentation of the Quarterly Financial Report
      This presentation was provided for informational purposes; no Board action required.

4. Operations Committee Report – Teer reported the Operations Committee met on August 21, 2014 and discussed the following item(s):
   a. Consideration of Terminal 2 Phase 1 Switch Refresh Purchase
      Staff recommends approval to purchase the Terminal 2 switches for $445,479 through State contract 204L (Cisco Layer 2 LAN Switches) and for authorization for the President and CEO to execute the contract and any other needed documentation.
      
      Motion by Teer to adopt Staff’s recommendation; Second by Thompson
      ADOPTED BY UNANIMOUS VOTE

   b. Consideration of Travel Contract between the Authority and Maupin Travel
      Staff recommends approval of a contract with Maupin Travel for 3 years with two optional 1 year periods, with a maximum total cost that will not exceed $20,000 and that the President and CEO be given authority to execute the contract.
      
      Motion by Teer to adopt Staff’s recommendation; Second by Thompson
      ADOPTED BY UNANIMOUS VOTE

   c. Consideration of Amendment Five to the Agreement with GCA Services Group for Janitorial Services
      Staff recommends approval of Amendment Five to the Agreement with GCA Services Group and authorization of execution by the President and CEO.
      
      Motion by Teer to adopt Staff’s recommendation; Second by Thompson
      ADOPTED BY UNANIMOUS VOTE

   d. Consideration of Assignment of the Simply Wheelz, LLC dba Advantage Rent-A-Car to Advantage Opco LLC
      Staff recommends consent to the assignment of the Simply Wheelz LLC, d.b.a. Advantage Rent a Car interest in the DTG agreement to Advantage Opco LLC d.b.a. Advantage Rent a Car with authorization for the President and Chief Executive Officer to execute the assignment documents, and contingent upon Advantage Opco LLC providing the Authority with appropriate payment security.
      
      Motion by Teer to adopt Staff’s recommendation; Second by Thompson
      ADOPTED BY UNANIMOUS VOTE

   e. Consideration of Amendment 5 to the New Zoom, Inc. Terminal 1 Concession Lease
      Staff recommends approval of Amendment 5 to the New Zoom, Inc. Terminal Concession Lease with authorization for the President and Chief Executive Officer to execute the amendment.
      
      Motion by Teer to adopt Staff’s recommendation; Second by Thompson
      ADOPTED BY UNANIMOUS VOTE
f. Consideration of a Multi-Year In-Terminal Advertising Agreement with Clear Channel Airports for the Shops of RDU
Staff recommends approval of a three-year agreement with Clear Channel Airports for a total cost of $91,620 for the three-year term with authorization for the President and Chief Executive Officer to execute the Agreement.

Motion by Teer to adopt Staff’s recommendation; Second by Thompson
ADOPTED BY UNANIMOUS VOTE

g. Consideration of the Citrix ShareFile Custom Ad Concept for Terminal 1 and Terminal 2
Staff recommends approval of the concept for the Citrix ShareFile custom ad.

Motion by Teer to adopt Staff’s recommendation; Second by Thompson
ADOPTED BY UNANIMOUS VOTE

V. NEW BUSINESS

VI. GENERAL COUNSEL’S REPORT
No items were reported.

VII. MEMBER COMMENTS

VIII. PRESIDENT AND CEO’S REPORT
The number of passengers traveling through RDU grew for the fifth month in a row. The number of departing passengers grew by 8.2 percent compared to July 2013. The number of passengers arriving at RDU grew by 8.9 percent compared to last year. Over the past year, airlines have put more seats and flights into the market causing an increase in passenger bookings. The number of seats available to our customers increased by 5 percent compared to July 2013.

Earlier this month Vacation Express began weekly nonstop service to Freeport. The service will operate every fifth day.

August 15th was the second anniversary of non-stop service to San Francisco. Earlier this year, United Airlines began a second, seasonal flight to SFO, underlining the service’s success.

As outlined in RDUAA’s capital improvement plan, over the next three to five years, a number of projects will launch that will ensure the long-term maintenance of RDU’s facilities. To assist with these projects, RDUAA hosted the first annual Consultants’ Business Opportunity and Networking Fair. There were 160 attendees at the event who were introduced to upcoming business opportunities and provided information on how to do business with the airport. It was also a great opportunity for larger consultants to network with small, minority and women-owned businesses. The CEO thanked Bill, Thiane and others for putting the event together.

RDUAA will host its first Aviation Symposium on October 06th focusing on the Economic Benefits of International Air Service to the Triangle. The two respected speakers at the event will include: Dr. Michael Walden, a distinguished professor at NC State; and William Swelbar, a research engineer at MIT’s International Center for Air Transpiration. Dr. Walden recently completed a study of the economic impact of international air service on the community and will present these findings at the
symposium. Mr. Swelbar is a leading expert on the economics of commercial transport and will share his insights as well. The symposium will be held from 8:00 a.m. until 9:30 a.m. at the Research Triangle Foundation’s conference center.

Last week, RDU completed its annual FAA Part 139 inspection. FAA inspectors were on site for three days reviewing records, conducting inspections of the airfield and testing the airport’s emergency response to ensure RDU is in compliance with federal regulations. RDU passed the inspection with flying colors. The FAA inspectors found no discrepancies, pointing out that RDU met or exceeded all requirements under the FAA Regulation Part 139, which governs the certification and operation of all U.S. commercial airports. Crews from our operations, maintenance and fire worked together to ensure readiness for the inspection. The CEO thanked everyone who played a part in ensuring the inspection was a success.

Ingrid Hairston recently received the highly respected designation of Accredited Airport Executive from the American Association of Airport Executives. The A.A.E. designation is given to those who have demonstrated their ability to handle the responsibilities related to managing large and small airports. To receive the designation, one must complete a three phase process. Each phase tests the candidate’s knowledge, comprehension and understanding of airport management. On behalf of AAAE and the Airport Authority, the CEO presented Ingrid with her official A.A.E. accreditation.

IX. CLOSED SESSION
    Motion by Thompson to enter into a closed session for the purposes of discussing a personnel matter; Second by Teer
    ADOPTED BY UNANIMOUS VOTE
    The Board met in a closed session to discuss a personnel matter. Motion by Hunt to exit the closed session; Second by Teer
    ADOPTED BY UNANIMOUS VOTE

X. ADJOURNMENT
    Motion by Yeargan adjourn; Second by Wheeler
    ADOPTED BY UNANIMOUS VOTE
RALEIGH-DURHAM AIRPORT AUTHORITY
MWSB COMMITTEE MEETING MINUTES
AUGUST 21, 2014

Kane presided. Present: Hunt, Teer, Thompson, Wheeler and Yeargan. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, CIO McFall, CHRO Umphrey, Vice Presidents Damiano and Legan, General Counsel Locklear, Administrative Assistant Gray, and other staff members and guests.

The Committee discussed the following item(s):

1. Presentation of the Small Business Programs Report (April - June 2014): This presentation was provided for informational purposes; no Board action required.

   Presented by Thiané Carter Edwards, Small Business Program Officer – The Authority has adopted two programs to encourage and facilitate the participation of minority and women-owned small businesses in the Authority’s business activities, including the procurement of goods and services. The Authority’s Minority and Women-Owned Small Business (MWSB) Program governs non-Federal spending in contracting and purchasing. The Federal Disadvantaged Business Enterprise/Airport Concessionaires Disadvantaged Business Enterprise (DBE/ACDBE) program governs Federally-funded contracting and concessions activities. Between April 2014 and June 2014, the Authority:

   - MWSBs received 6.5% ($538,403) of all non-construction related payments from January through March 2014. This figure includes all procurements, contracts and services rendered during this period.
   - Minority and women-owned small businesses have received $19,454,945 or 18% of payments made to date on all active construction and construction-related projects. Minority-owned businesses received 9% of all payments made to date, while women-owned businesses received 9% of all payments through June 30, 2014.
   - At the completion of current projects, minority-owned firms are expected to have received 8.8% of total contracts; women-owned firms are expected to have received 14.8% of total contracts. In total, MWSB/DBE firms are expected to receive 23.6% of total contracts.

Further information regarding MWSB participation in Authority contracts and procurement, is available in the Quarterly MWSB/DBE Report (incorporated herein by reference and available for review).

This presentation was provided for informational purposes; no Board action required.
RALEIGH-DURHAM AIRPORT AUTHORITY
AIR SERVICE COMMITTEE MEETING MINUTES
AUGUST 21, 2014

Yeargan presided. Present: Hunt, Kane, Teer, Thompson, and Wheeler. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, CIO McFall, CHRO Umphrey, Vice Presidents Damiano and Legan, General Counsel Locklear, Administrative Assistant Gray, and other staff members and guests.

The Committee discussed the following item(s):

1. **Air Service Update:** This presentation was provided for informational purposes; no Board action required.

   Presented by Teresa Damiano, Vice President, Communications and Community Affairs – General overview of activities related to airline meetings and community group discussions on air service development.

   This presentation was provided for informational purposes; no Board action required.
Thompson presided. Present: Hunt, Kane, Teer, Wheeler and Yeargan. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, CIO McFall, CHRO Umphrey, Vice Presidents Damiano and Legan, General Counsel Locklear, Administrative Assistant Gray, and other staff members and guests.

The Committee discussed the following item(s):

1. **Presentation of the Quarterly Financial Report**: This presentation was provided for informational purposes; no Board action required.
   This presentation was provided for informational purposes; no Board action required.
Teer presided. Present: Hunt, Kane, Thompson, Wheeler and Yeargan. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, CIO McFall, CHRO Umphrey, Vice Presidents Damiano and Legan, General Counsel Locklear, Administrative Assistant Gray, and other staff members and guests.

The Committee discussed the following item(s):

1. **Consideration of Terminal 2 Phase 1 Switch Refresh Purchase:** Due to a lack of a quorum, item was deferred to the full Board Meeting.
   
   Presented by Paul Hetzel, I/S Director & David Kruse, Enterprise Architect - The Terminal 2 Phase 1 network equipment was purchased and installed in May 2008. The selected vendor was Cisco - a best-in-class, well respected industry leader in the networking realm, that the Authority uses campus-wide. Some of this original equipment has now been in service for over 6 years and will reach End-of-Support status in July 2015. This means the devices can no longer be upgraded, replaced, or supported if it becomes inoperable, which creates significant operational risks. The affected equipment - specifically the Access Switches - are some of the most critical components in the RDU Information Technology Infrastructure. The switches serve as the connection points for all of the end devices - AOIS/Common Use, the Authority’s security system, Tenant spaces/concessions, and public-facing advertising and informational displays. Without them, these systems will not function and the end devices cannot communicate with the rest of the RDU network or airlines. Given their criticality it is imperative to proceed with their replacement. North Carolina General Statute §143-129(e)(9) would apply to this purchase, allowing the purchase to occur through State contract and negating the need for bidding.

   Staff recommends approval to proceed with the purchase of the Terminal 2 switches for $445,479 through State contract 204L (Cisco Layer 2 LAN Switches) and for authorization for the President and CEO to execute the contract and any other needed documentation.

2. **Consideration of Travel Contract between the Authority and Maupin Travel:** Due to a lack of a quorum, item was deferred to the full Board Meeting.

   Presented by Jennifer Sams, Accountant – The Authority has utilized Maupin Travel to provide travel services for the Raleigh-Durham Airport Authority employees and board members when traveling for Authority business. Staff believes it is prudent to enter into a three year contract beginning August 25, 2014 and ending August 24, 2017 with the option to extend or renew the term for two additional 1 year periods at the Authority’s discretion. The maximum total cost for the term of the agreement is $20,000.
Staff recommends approval of a contract with Maupin Travel for 3 years with two optional 1 year periods, with a maximum total cost that will not exceed $20,000 and that the President and CEO be given authority to execute the contract.

3. Consideration of Amendment Five to the Agreement with GCA Services Group for Janitorial Services: Due to a lack of a quorum, item was deferred to the full Board Meeting.

   Presented by Jim Davis, Baggage Systems Manager – Amendment Five to the Agreement with GCA Services Group (GCA) modifies the scope of the janitorial services provided through the existing Agreement and increases compensation to GCA for the modified services.

   GCA provides janitorial services to the Authority for a number of Authority-owned buildings including the terminals. The Agreement had a 5-year initial term and provided for two, one-year extensions. The first, one-year extension expires on August 31, 2014. The staff recommends that the Authority exercise its option to extend the agreement for one additional year commencing on September 1, 2014. Amendment Five addresses various changes in the scope of the services to add additional locations to receive janitorial services and authorizes additional compensation for the one-year extension term, as follows:

   1. Add janitorial services for all areas that comprise Parking Garages 1, 2, 3, and 4.
   2. Add janitorial services for the T1 and T2 Manager’s lots.
   3. Add janitorial services for the T1 North surface lot.
   4. Add janitorial services for the Park and Ride 4 Employee’s Lot.
   5. Add janitorial services for the Park and Ride 3 Lot.
   6. Add janitorial services for the Taxi Staging Area.
   7. Add janitorial services for American Airlines Cargo Facility in South Cargo 3.
   8. Increases compensation for Health Insurance costs.

   The Amendment authorizes $504,618 in compensation to GCA for the scope of services performed for the period of September 1, 2014, through August 31, 2015. Total compensation authorized under the Agreement will increase from $4,936,357 to $5,440,975.

   Staff recommends approval of Amendment Five to the Agreement with GCA Services Group and authorization of execution by the President and CEO.

4. Consideration of Assignment of the Simply Wheelz, LLC dba Advantage Rent-A-Car to Advantage Opco LLC: Due to a lack of a quorum, item was deferred to the full Board Meeting.

   Presented by Ingrid Hairston, Director of Business Development – The Raleigh-Durham Airport Authority (the “Authority”) entered into a Rental Car Operating Agreement with DTG Operations, Inc., d.b.a. Thrifty Car (the “DTG”) on August 16, 2007. With the consent of the Authority, DTG assigned that agreement to Simply Wheelz LLC, d.b.a. Advantage Rent a Car (“Advantage”). Advantage has now requested that the Authority consent to an assignment of its interest in the DTG agreement to Advantage Opco LLC, a Delaware limited liability company. Advantage Opco LLC is an affiliate of Catalyst Capital Group, Inc. through Advantage’s parent, Advantage Holdco, Inc.

   Staff requests the Authority’s consent to the assignment of the Simply Wheelz LLC, d.b.a. Advantage Rent a Car interest in the DTG agreement to Advantage Opco LLC d.b.a. Advantage Rent a Car with authorization for the President and Chief Executive Officer to execute the assignment documents, and contingent upon Advantage Opco LLC providing the Authority with appropriate payment security.
5. **Consideration of Amendment 5 to the New Zoom, Inc. Terminal 1 Concession Lease: Due to a lack of a quorum, item was deferred to the full Board Meeting.**

Presented by Ingrid Hairston, Director of Business Development – New Zoom, Inc. operates an automated retail business in Terminals 1 and 2 at RDU pursuant to a Terminal Concession Lease with a term from December 1, 2008 to November 30, 2015. This amendment modifies the list of approved automated retail locations by deleting the location on the Terminal 1 north concourse and adding a location in the new Terminal 1 main concourse. The concept proposed for this location is Kindle Fire. This unit will retail an assortment of Kindle Fire HD, Kindle Fire, Kindle Paperwhite and Kindle e-Readers along with accessories such as power adapters and covers. The amendment adds a new automated retail location pre-security in the new Terminal 1 main. The concept proposed for this location is 3 FL OZ. This unit will retail a selection of travel size products for the mobile lifestyle. Additionally, this amendment modifies Section 4.10 of the lease to address an administrative matter. The amendment deletes the requirement to submit a preliminary unaudited annual report. The unaudited report was originally needed to facilitate calculation of the minimum annual guarantee rent the next lease year. The new rent amount is calculated differently now, and the preliminary report is no longer needed. The tenant remains obligated to provide an audited annual report.

Staff requests approval of Amendment 5 to the New Zoom, Inc. Terminal Concession Lease with authorization for the President and Chief Executive Officer to execute the amendment.

6. **Consideration of a Multi-Year In-Terminal Advertising Agreement with Clear Channel Airports for the Shops of RDU: Due to a lack of a quorum, item was deferred to the full Board Meeting.**

Presented by Ingrid Hairston, Director of Business Development – Clear Channel Airports manages the in-terminal advertising program for Terminals 1 and 2. In October 2011, the Authority entered into a three-year agreement with Clear Channel Airports with a total value of $63,000 to provide advertising on the concourse LCD monitors for The Shops of RDU terminal concession program. That contract term is expiring, and staff wishes to expand and renew the advertising contract with Clear Channel Airports for The Shops of RDU.

The new contract is for a term of three years with a total value of $91,620. The contract provides one ad on the concourse advertising loop (value of $21,000/year or $63,000 for the term) and one ad on the baggage claim advertising loop (value of $9,540/year or $28,620 for the term). All of the participating shops and restaurants rotate through the ad spot on a monthly basis. Each ad features the image of an individual shop and the gate location for the unit. This contract is funded by The Shops of RDU Joint Marketing Fund, which is funded by participating concession tenants to promote The Shops of RDU. The Joint Marketing Fund is used for advertising, media placements, special events, promotional events, brochures, videos and catalogs, mystery shops, customer service training etc.

Staff recommends approval of a three-year agreement with Clear Channel Airports for a total cost of $91,620 for the three-year term with authorization for the President and Chief Executive Officer to execute the Agreement.

7. **Consideration of the Citrix ShareFile Custom Ad Concept for Terminal 1 and Terminal 2: Due to a lack of a quorum, item was deferred to the full Board Meeting.**

Presented by Ingrid Hairston, Director of Business Development – Clear Channel Airports manages the in-terminal advertising program for Terminals 1 and 2. Citrix ShareFile, which provides secure file sharing services, file storage and the Go to Meeting internet services,
expressed an interest in developing an iconic advertising display in the terminals. Citrix ShareFile worked with Clear Channel to develop a custom ad to display in Terminals 1 and 2 in typical advertising locations. The advertising contract would run through December 2015. Because the ad medium is different from those currently used in the advertising program, staff is presenting the concept for the Citrix ShareFile custom advertisement for Authority consideration. Citrix ShareFile moved its North Carolina offices to downtown Raleigh in 2013. The goal of this campaign is to highlight the Citrix ShareFile relationship with the City of Raleigh. Citrix ShareFile regularly hosts executives, staff and business partners in local meetings, all of whom use RDU as their point of entry to the region. While this campaign focuses on customer service, Citrix ShareFile seeks to establish an iconic presence in its hometown airport, RDU, through the campaign. There are three objectives for this campaign: to create curiosity about and an affinity for the ShareFile brand, to support messaging around ‘Citrix investing in Raleigh,’ and to encourage public engagement. Citrix ShareFile proposes an 8’ x 8’ display made of “old” tools for file sharing – computer keyboard keys. The keyboard keys create a mosaic image that underscores the goal to put old file sharing methods to new and creative uses.

Staff recommends approval of the concept for Citrix ShareFile custom ad.