RALEIGH-DURHAM AIRPORT AUTHORITY BOARD MEETING MINUTES
DECEMBER 20, 2018

Chair Ali presided. Present: Hannah, Kane, Morgan, Saidi, Teer, Thompson, and Zucchino. Staff present included: President and CEO Landguth, Senior Vice President and COO Sandifer, Senior Vice President and CFO Sylver, Senior Vice President and CISO McFall, Senior Vice President and CRO Freedman, Vice President and Chief HR Officer Umphrey, Vice Presidents Connell, Jewett, and Legan, General Counsel Locklear, and other staff members and guests.

I. APPROVAL OF AGENDA
   Motion by Thompson to approve the agenda; Second by Zucchino

   ADOPTED BY UNANIMOUS VOTE

II. APPROVAL OF MINUTES
   Motion by Hannah to approve the minutes of the November 15, 2018 meeting of the Raleigh-Durham Airport Authority Board, including consent actions and the committee minutes incorporated therein; Second by Zucchino

   ADOPTED BY UNANIMOUS VOTE

III. CHAIR COMMENTS
   1. Chair Ali welcomed everyone and noted this would be his last meeting serving as Chair and as a member on the Authority board.
   2. New hires were introduced and welcomed and promotions were announced and congratulated. Retirees were acknowledged and thanked for their years of service.
   3. Vice Chair Kane detailed Chair Ali’s service on the board in various offices and committees, since February 2012, serving as a representative of the City of Durham, as well as his impactful service on regional and national levels. Mr. Ali’s efforts for inclusive and fair business dealings, and the airport’s milestones and accomplishments under his strong leadership were commended. Chair Ali was thanked for his service and presented with a tribute in appreciation for his thoughtful, patient and strategic guidance of the board.
   4. Chair Ali thanked fellow board members, senior management and staff for their continued commitment to the airport and the surrounding areas it serves. He expressed that he felt blessed to have been part of such a great team and encouraged everyone to be their best. Chair Ali noted that RDU is critical to the region’s infrastructure as an economic engine, that he would continue to be a supporter of the airport and fight for diversity inclusion and equity and that he looks forward to what the future holds for RDU.

IV. OLD BUSINESS
   1. Operations Committee Report – Thompson reported the Operations Committee met on December 20, 2018 and discussed the following items:
a. Consideration of Agreement with SITA for the Common Use Technology Advancement Project
   Committee recommends approval of a five year Service Agreement with SITA Information Networking Computing USA, Inc. in the amount of $6,304,425.29 and authorization for the President and CEO to execute the agreement.
   Motion by Thompson to adopt Committee’s recommendation; Second by Morgan
   ADOPTED BY UNANIMOUS VOTE

b. Consideration of Task Order with Barich, Inc. for Project Management Services
   Committee recommends approval of Task Order 3 with Barich, Inc. for Project Management Services and for authorization for the President and CEO to execute the task order.
   Motion by Thompson to adopt Committee’s recommendation; Second by Zucchino
   ADOPTED BY UNANIMOUS VOTE

c. Consideration of Agreement with Team Wash of N.C. for Transit Bus Cleaning Services
   Committee recommends approval of the selection of Team Wash N.C. and the award of a five-year Service Agreement to begin January 1, 2019, at a cost of $214,017.87 and authorization for the President and CEO to execute the agreement.
   Motion by Thompson to adopt Committee’s recommendation; Second by Teer
   ADOPTED BY UNANIMOUS VOTE

d. Consideration of Agreement with BNP Associates, Inc. for Construction Administration Services
   Committee requests approval of a Service Agreement with BNP Associates, Inc. in an amount not to exceed $147,870 and authorization for the President and CEO to execute the agreement.
   Motion by Thompson to adopt Committee’s recommendation; Second by Morgan
   ADOPTED BY UNANIMOUS VOTE

2. Land and Development Committee Report – Teer reported the Land and Development Committee met on December 20, 2018 and discussed the following items:

a. Consideration of Amendment with InterVISTAS for CONRAC Planning and Program Development Services
   Committee recommends approval for the Fourth Amendment with InterVISTAS Consulting, Inc. in the amount of $350,810 and authorization for the President and CEO to execute the amendment.
   Motion by Teer to adopt Committee’s recommendation; Second by Zucchino
   ADOPTED BY UNANIMOUS VOTE
b. Consideration of Amendment with Balfour Beatty for Mechanical Improvements in Parking Garages
Committee recommends approval of this Amendment with Balfour Beatty Construction in the amount of $7,895,717 and authorization for the President and CEO to execute the amendment

Motion by Teer to adopt Committee’s recommendation; Second by Zucchino

ADOPTED BY UNANIMOUS VOTE

c. Consideration of Agreement with Parsons Transportation Group for Taxiway B Construction Phase Services
Committee recommends approval of an Agreement with Parsons Transportation Group in the amount of $3,027,203 and authorization for the President and CEO to execute the Agreement.

Motion by Teer to adopt Committee’s recommendation; Second by Zucchino

ADOPTED BY UNANIMOUS VOTE

d. Consideration of Amendment with Balfour Beatty for the West RON Apron Rehabilitation
Committee recommends approval of the Construction Phase Amendment to the Master Agreement with Balfour Beatty Construction, in the maximum price of $1,531,285, subject to approval of a related project budget adjustment, and authorization for the President and CEO to execute the amendment.

Motion by Teer to adopt Committee’s recommendation; Second by Zucchino

ADOPTED BY UNANIMOUS VOTE

3. Finance Committee Report – Zucchino reported the Finance Committee met on December 20, 2018 and discussed the following item:

a. Consideration of Capital Project Ordinance Amendment #3 to Increase Funding for West RON Apron Rehabilitation Project
Committee recommends approval of the 2018-2019 Capital Project Ordinance Amendment #3, increasing funding in the amount of $1,600,000 to a total of $2,600,000 for the West RON Apron Rehabilitation project.

Motion by Zucchino to adopt Committee’s recommendation; Second by Hannah

ADOPTED BY UNANIMOUS VOTE

4. Marketing and Customer Services Committee Report – Kane reported the Marketing and Customer Services Committee met on December 20, 2018 and discussed the following item:

a. Consideration of Agreement with Streetsense Consulting, LLC
Committee recommends approval for up to a three year Agreement with Streetsense Consulting, LLC, with year-one costs not to exceed $670,000, and authorization for the President and Chief Executive Officer to execute the agreement.

Motion by Kane to adopt Committee’s recommendation; Second by Hannah

ADOPTED BY UNANIMOUS VOTE

V. NEW BUSINESS
1. Consent Agenda:
   a. Consideration of Contract for Professional Audit Services for FY 2019
   b. Consideration of Appointment of Deputy Finance Officer
   c. Financial Performance for Second Quarter of Fiscal Year Ending March 31, 2019
   d. Consideration of Amendment with Schindler Elevator Corporation
   e. Consideration of Catering Concession Agreement with Sky Chefs, Inc.
   f. Consideration of Amendment to Terminal Concession Lease with Tricopian, Inc.
   g. Consideration of Amendment to ATM Lease with North Carolina State Employees Credit Union
   h. Consideration of Amendment to Terminal Concession Agreement with Ready Credit Corporation
   i. Consideration of Contract with Alfred Williams and Company for Modular Office Furniture

Motion by Teer to approve and adopt the Consent Agenda items a-i listed; Second by Saidi

ADOPTED BY UNANIMOUS VOTE

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

VII. MEMBER COMMENTS
Board members thanked Chair Ali for his service and leadership and expressed appreciation for his friendship. Board member Saidi was recognized and congratulated for being named the 2018 Triangle Businessperson of the Year. New hires, promoted employees, and retirees were congratulated. Everyone was wished a safe and happy holiday and New Year and staff was thanked for their continued efforts on behalf of the airport especially during the busy holiday travel season. Appreciation was expressed for continued support of the USO.

VIII. PRESIDENT AND CEO’S REPORT

Activity Report
RDU passenger numbers continue to trend in a positive direction for the month of November. For November total enplaned passengers were 575,067 which is an 11.2% percent increase over
November 2017. This also included our busiest day ever with 25,000 passengers the Sunday after Thanksgiving. So, for this calendar year 11.7 million passengers have traveled through the airport. This is a 9.7% increase over last calendar year.

Strategy

This incredible growth reinforces our need for infrastructure to respond to the region’s growth. Infrastructure development requires funding to pay for the improvements that support our community’s growth. In October, President Trump signed a 5-year reauthorization bill, putting in place funding for the Federal Aviation Administration. This bill did not include an increase in either the Airport Improvement Program or the Passenger Facility Charge (PFC). These two programs are vital for funding critical infrastructure like our new runway. I recently returned home from a meeting with the Federal Aviation Administration to talk about funding for our new runway. The FAA’s proposed funding is approximately $35 million dollars for the $350 million dollar runway project here at RDU. This amount of money is substantially smaller than what other airports across the country received to build their runways. And in the weeks and months to come we will need to mobilize the community to become more vocal with federal officials about the need to fund critical airport infrastructure adequately here at RDU.

Remarks on Team Updates

So, as we close out the calendar year, I am encouraged by the progress we are making with some critical projects. We recently began our Terminal 2 checkpoint expansion to help meet the growing passenger demand we are experiencing. This project should be complete by spring of next year and will ease the congestion at Terminal 2. We are also in the middle of an Environmental Assessment for the expansion of ParkRDU Economy 3. We appreciate the community participation in the first public workshop and we have posted those comments to our website.

Winter Storm

I also want to remind staff that winter officially begins tomorrow December 22, 2018. Unfortunately, mother-nature doesn’t care about the calendar and decided to drop 7+ inches of snow on RDU this past week. I would like to thank the entire RDU staff for their commitment to keeping our passengers safe during the inclement weather. Our team worked around the clock to ensure we could keep our airline partners flying and keep our community moving.

Wrap-up

As we head into the holidays our team will be working hard to help our holiday travelers’ experience be the best it possibly can. If you’re traveling with us, pause at our player pianos in both terminals and listen to the sounds of the season. And, if you’re looking for a last-minute gift, our Shops of RDU have some great options available. And of course I want to wish everyone a happy holiday.
Closing

Finally, this looks like this will be Chair Ali’s final board meeting and I would like to recognize him for his leadership. Chair Ali recognized early on when he joined the Board of Director’s that developing infrastructure is a lengthy process, so good long term planning is important not only for the airport’s success but the region’s success as well. Under his leadership the organization developed and approved our Vision 2040 Plan clearly laying out the long term infrastructure investments needed by the community. The highlight of that plan is the development of a new 11,500 runway that will allow the community to get anywhere in the world nonstop. He also encouraged the team to aggressively pursue nonstop serve and, since joining the Board in 2012, our non-stop destinations have grown from 37 to 64 today. And while I know he will miss my daily morning calls at 7:00 am, I thank Farad Ali for his service not only to the organization but his service to the greater community as well. As I tell Team RDU all the time, the work that the Board and Team performs daily matters and it impacts millions of people each year.

So, Chair Ali, thank you for your service to your our community.

IX. ADJOURNMENT

*Motion by Kane to adjourn; Second by Teer*

ADOPTED BY UNANIMOUS VOTE
RALEIGH-DURHAM AIRPORT AUTHORITY

1000 Trade Drive * P O Box 80001 * RDU Airport, NC 27623
tel: (919) 840-7700 • fax: (919) 840-0175 • www.rdu.com

Michael J. Landguth, A.A.E.
President & CEO

RALEIGH-DURHAM AIRPORT AUTHORITY
2018-2019 CAPITAL PROJECT ORDINANCE AMENDMENT #3

BE IT ORDAINED by the Raleigh-Durham Airport Authority, that pursuant to Section 15.2 of Chapter 150 of the General Statutes of North Carolina, the following capital project ordinance is hereby adopted:

Section 1. The following amount is appropriated for the projects:

<table>
<thead>
<tr>
<th>Project Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Transfer from Operating Cash</td>
<td>$746,603,626</td>
</tr>
<tr>
<td>Total Grant Funds</td>
<td>$33,054,374</td>
</tr>
</tbody>
</table>

Section 2. The following funds are anticipated to be available for the projects:

- Transfer from Operating
- Total Grant Funds

Section 3. The projects authorized are as follows and funded by Raleigh-Durham Airport Authority funds on hand in operations:

<table>
<thead>
<tr>
<th>Project Description</th>
<th>Original</th>
<th>Change 07/16/18</th>
<th>Change 10/16/18</th>
<th>Change 12/20/18</th>
<th>Amended</th>
</tr>
</thead>
<tbody>
<tr>
<td>New 10/10 Projects</td>
<td>$2,725,661</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>$3,125,661</td>
</tr>
<tr>
<td>Prior Year Adjusted Projects</td>
<td>$175,995,000</td>
<td>$3,500,000</td>
<td>$1,500,000</td>
<td>$ -</td>
<td>$184,995,000</td>
</tr>
<tr>
<td>Ongoing Projects</td>
<td>$2,500,000</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>$2,500,000</td>
</tr>
</tbody>
</table>

Raleigh-Durham Airport Authority Board Members

Farad Ali, Chairman
City of Durham

John M. Kane, Vice Chairman
Wake County

Patrick Hannah, Esq., Secretary
Durham County

Lawrence R. Zucchin, Treasurer
Wake County

Robert D. Teer, Jr.
City of Durham

Dickie Thompson
City of Raleigh

David Morgan
Durham County

Sepideh Sadri, PE
City of Raleigh
Section 4. This Capital Project Ordinance includes all amended, new and ongoing projects and replaces all previous capital project ordinances.

Section 5. Subject to approval and acceptance of bids by the Raleigh-Durham Airport Authority, the appropriate officers of the Raleigh-Durham Airport Authority are hereby authorized and empowered to enter into contracts and to carry out the necessary work for the completion of the above listed projects within the funds appropriated herein.

Section 6. The Finance Officer is hereby directed to report quarterly on the financial status of the aforesaid projects. The Finance Officer shall also keep the Authority informed at each regular meeting of any unusual occurrences.

This Capital Project Ordinance shall be entered in the minutes of the Raleigh-Durham Airport Authority and within five (5) days after its adoption, copies shall be filed with the Finance Officer, the Budget Officer and the Secretary of the Raleigh-Durham Airport Authority, and, for the purposes of this ordinance, is designated as the Clerk to the Raleigh-Durham Airport Authority as described in G.S. 135-13.2.

Amended this 20th day of December 2018

Notes:
1 Original budget ordinance adopted March 18, 2018
The Board approved the following item on the Consent Agenda:

a) Consideration of Contract for Professional Audit Services for FY 2019

Memorandum by Donna Sylver, Senior Vice President and Chief Financial Officer – North Carolina General Statutes §159-34 require annual independent audits. Each unit of local government and public authority shall have its accounts audited as soon as possible after the close of each fiscal year by a certified public accountant or by an accountant certified by the Commission as qualified to audit local government accounts.

In November 2015, Elliott Davis Decosimo, PLLC (EDD) was awarded a contract for External Audit Service and this contract has now expired. EDD completed audit services for the fiscal year ending March 31, 2016, 2017, and 2018 in accordance with auditing standards generally accepted in the United States of America and Government Auditing Standards. EDD also reported on the fairness of presentation of the Authority’s schedules of federal and state financial assistance (Single Audit Act) and a compliance report on the Passenger Facility Charge (PFC) Program. EDD’s audit fees were $38,000, $39,000 and $40,100 for the fiscal years ending March 31, 2016, 2017, and 2018 respectively.

Based on EDD’s prior service, the staff requests approval to continue to utilize EDD for external audit services. The proposed professional audit services contract would be for an initial one year term, with the option of two additional one-year terms. Proposed audit fees are $42,110, $43,160, and $44,240 for the fiscal years ending March 21, 2019, 2020, and 2021 respectively.

Staff requests approval of a contract with Elliott Davis Decosimo, PLLC to provide audit services for fiscal year ending March 31, 2019, with the option of two additional one-year terms and authorization for the necessary board members and staff to execute the Local Government Commission’s Contract to Audit Accounts form, and EDD’s engagement letter.

b) Consideration of Appointment of Deputy Finance Officer

Memorandum by Donna Sylver, Senior Vice President and Chief Financial Officer – North Carolina General Statutes (NCGS) Chapter 159, Local Government Finance, dictates the roles and responsibilities of Board appointed Finance Officers, Deputy Finance Officers, and Budget Officers. The following are currently serving as Board appointed officers pursuant to NCGS Chapter 159:

- Donna Sylver, Senior Vice President and CFO, appointed as both the Finance Officer and the Budget Officer; and
- Ron Kapocius, Director of Financial Planning and Analysis, appointed as a Deputy Finance Officer.
Staff requests the appointment of David Seran, Vice President and Controller, as a Deputy Finance Officer. David will share in the responsibilities detailed in NCGS Chapter 159, and be covered under the Authority’s existing officers bond.

Staff requests David Seran be appointed under NCGS Chapter 159 as a Deputy Finance Officer of the Authority and authorization for the staff to execute such documents as are necessary to effect this appointment.

c) Financial Performance for Second Quarter of Fiscal Year Ending March 31, 2019

Memorandum by Donna Sylver, Senior Vice President and Chief Financial Officer – Presentation showing the unaudited financial performance for the second quarter of the fiscal year ending March 31, 2019.

Presentation for informative purposes only; no board action requested.

d) Consideration of Amendment with Schindler Elevator Corporation

Memorandum by Barry Stoker, Director of Contract Facilities Maintenance – Staff requests approval of Amendment Six to the Authority’s agreement with Schindler Elevator Corporation. This proposed amendment will increase the scope of the agreement to provide for the following unplanned repairs:

1. Replacement of all steps on escalators 9 and 13 in Terminal 2. The step treads on these two units have been damaged by hard foreign objects being caught in the combplates. As a result, the gaps between the tread ridges have been widened beyond the tolerance allowed by Department of Labor standards.

2. Replacement of a defective DC motor drive on elevator 1 in the parking garage.

The cost for this proposed amendment includes $176,825.00 for the replacement of the escalators’ steps and $16,805 for the elevator motor drive replacement, for a total cost of $193,630.

Staff requests approval of Amendment Six with Schindler Elevator Corporation in the amount of $193,630 and authorization for the President and CEO to execute the amendment.

e) Consideration of Catering Concession Agreement with Sky Chefs, Inc.

Memorandum by Ingrid N. Hairston, Director of Business Development – Sky Chefs, Inc. (Sky Chefs) provides in-flight catering services for several airlines operating at Raleigh Durham International Airport. This proposed agreement with Sky would replace the current catering agreement that commenced in May 1987. The new agreement, proposed for a term of five years expiring on December 31, 2023, would permit Sky Chefs to provide in-flight, on-airport, and off-airport catering service under updated terms and conditions. Concession fees for this agreement include:

- In-flight catering – percentage fees at a rate of 10% of gross receipts,
- On-airport catering – for food and non-alcoholic beverages at a rate of 10% of gross receipts,
• On-airport catering – for alcoholic beverages at a rate of 15% of gross receipts, and
• Off-airport catering at a rate of 2% of Gross Receipts.

The terms and conditions related to the facilities leased by Sky Chefs are included in an existing, separate facility and use agreement.

Staff requests approval of the Catering Concession Agreement with Sky Chefs, Inc. and authorization for the President and CEO to execute the agreement.

f) Consideration of Amendment to Terminal Concession Lease with Tricopian, Inc.
Memorandum by Ingrid N. Hairston, Director of Business Development – Tricopian, Inc. (Tricopian) operates a reusable, portable charging system that allows the user to charge the particular mobile device on-the-go and recharge or swap for a fresh unit. Under a one-year Terminal Concession Lease, Tricopian (under the FuelRod trade name) operated in two locations in Terminal 1 and three locations in Terminal 2 for a 12-month period and paid the Authority a percentage rent of 20% based on monthly gross sales.

This proposed Amendment 1 would extend the term of the Terminal Concession Lease for one year, with two one-year options to renew. Revenue terms and conditions would be modified by this amendment whereby Tricopian would pay to the Authority the greater of the Minimum Annual Guarantee (MAG) or a percentage rent of 10% of gross sales. The Authority established an annual MAG for $2,499.96 payable in equal monthly installments of $208.33. The MAG shall be adjusted effective April 1 to a new MAG amount that equals eighty-five percent (85%) of the annualized rent paid during the previous calendar year.

Staff requests approval of Amendment 1 to the Terminal Concession Lease with Tricopian, Inc. and authorization for the President and CEO to execute the amendment.

g) Consideration of Amendment to ATM Lease with North Carolina State Employees Credit Union
Memorandum by Ingrid N. Hairston, Director of Business Development – The North Carolina State Employees Credit Union (SECU) operates one ATM in each terminal at RDU under an existing ATM Lease with the Authority. Staff is requesting approval to amend the SECU agreement to extend the term of the agreement for a three-year period through December 31, 2021. SECU will pay fixed rent per month in the amounts of $275.00 for Terminal 1 and $465.00 for Terminal 2. Rental rates were set based on market rates for ATMs with similar levels of customer transactions.

Staff requests approval of Amendment 2 to the ATM Lease with the North Carolina State Employees Credit Union and authorization for the President and CEO to execute the amendment.

h) Consideration of Amendment to Terminal Concession Agreement with Ready Credit Corporation
Memorandum by Ingrid N. Hairston, Director of Business Development – Ready Credit Corporation (Ready Credit) is a vendor that provides a cashless payment option for travelers at the Raleigh-Durham International Airport. Several air carriers no longer allow customers to
complete purchases using cash at the ticket counters. Customers must use some form of
credit/debit based medium. Ready Credit provides ATMs that allow customers to convert cash to
a prepaid Visa, MasterCard and/or AMEX debit card that can be used at any location that accepts
such cards. Ready Credit is completing a successful trial of one ATM unit in Terminal 2 which
tested the concept. United Airlines initially sought a cashless option for its travelers and, now,
several other air carriers are engaging Ready Credit to support cashless options for their travelers.

This proposed amendment ends the trial period and provides Ready Credit with a three-year term
which will expire on December 31, 2021. The amendment allows Ready Credit to increase from
its one existing location and develop two additional locations. Ready Credit will continue to pay
a concession fee of 12% of the gross receipts during the term of the agreement.

Staff requests approval of Amendment 1 to the Terminal Concession Agreement with Ready
Credit Corporation and authorization for the President and CEO to execute the amendment.

i) Consideration of Contract with Alfred Williams and Company for Modular Office Furniture

Memorandum by Jaymes Carter, Director of Buildings and Building Systems – Staff requests the
award of a contract to Alfred Williams and Company for the purchase of office and conference
room furniture for the Authority’s modular offices. This proposed purchase would include
furniture for private offices, open office space and training/conference rooms to be utilized in the
modular units designated for training/conferences rooms and for office space for Parsons
Transportation Group’s management team.

The following national cooperative contracts were the mechanisms chosen to purchase the
furniture: 1) National Intergovernmental Purchasing Alliance, 2) U.S Communities Purchasing
Alliance, and 3) National Cooperative Purchasing Alliance. Based on furniture selections by
Authority staff, Alfred Williams and Company provided the furniture quote in the amount of
$109,145.21. This quote is within the $200,000 allocated for furniture in the project’s budget.

Staff requests approval of a contract with Alfred Williams and Company in the amount of
$109,145.21 and authorization for the President and CEO to execute the contract.
RALEIGH-DURHAM AIRPORT AUTHORITY
OPERATIONS COMMITTEE MEETING MINUTES
DECEMBER 20, 2018

Thompson presided. Present: Ali, Hannah, Kane, Morgan, Teer, and Zucchino. Staff present included: President and CEO Landguth, Senior Vice President and COO Sandifer, Senior Vice President and CFO Sylver, Senior Vice President and CISO McFall, Senior Vice President and CRO Freedman, Vice President and CHRO Umphrey, Vice Presidents Connell, Jewett, and Legan, General Counsel Locklear, and other staff members and guests.

Before beginning the items on the Operations Committee agenda, Mr. Thompson asked for additional details from Jaymes Carter, Director of Buildings and Building Systems, regarding the consent agenda item for the proposed contract with Alfred Williams and Company for modular office furniture.

The Committee discussed the following items:

1. Consideration of Agreement with SITA for the Common Use Technology Advancement Project:
   Upon a motion by Teer and second by Ali, the Committee recommends approval of a five year Service Agreement with SITA Information Networking Computing USA, Inc. in the amount of $6,304,425.29 and authorization for the President and CEO to execute the agreement.
   Presented by Chuck McFall, Senior Vice President and Chief Information & Strategy Officer – Staff requests approval of a Service Agreement with SITA Information Networking Computing USA, Inc. (SITA) for Common Use System Implementation Services. In July 2017, the Authority engaged Barich, Inc., to provide Information Technology and Airport Management Consulting Services for a new common use passenger processing system. The Authority has utilized Barich, Inc. to complete common use tasks that include evaluation of the current solution, development of requirements for a new solution, RFP development, and solicitation support.

   In April 2018, the Authority issued a Request for Proposals for:
   • Phase 1: Common Use Hardware/Software Replacement Solution & Support
   • Phase 2: Common Use Self-Service Kiosks Replacement Project.

   Proposals were received from the following firms: 1) SITA; 2) Rockwell Collins; 3) Amadeus; 4) Ultra; and 5) ServiceTech. The Authority evaluated the five proposals and determined that SITA represents the best value. The proposed agreement is for a term of five (5) years at an amount of $6,304,425.29.

   The Minority-owned Small Business (MB) commitment for this contract is 9.23% and the Women-owned Small Business (WB) commitment is 0%. SITA proposes subcontracting components of the project, specifically as it relates to equipment sourcing along with providing implementation and testing services as it relates to the hardware. This has been reviewed by the Authority’s Small Business Program Officer.

   Staff requests approval of a five year Service Agreement with SITA Information Networking Computing USA, Inc. in the amount of $6,304,425.29 and authorization for the President and CEO to execute the agreement.
2. Consideration of Task Order with Barich, Inc. for Project Management Services: Upon a motion by Ali and second by Zucchino, the Committee recommends approval of Task Order 3 with Barich, Inc. for Project Management Services and for authorization for the President and CEO to execute the task order.

Presented by Keisa Hudson, PMP, Project Manager, Information Services – Staff requests approval of Task Order Number 3 with Barich, Inc. to provide project management services for the implementation of the new Passenger Processing Components and Services for the Common Use Technology Advancement project. The Authority executed a Master Services Agreement with Barich, Inc. on July 20, 2017 to provide Information Technology and Airport Management Consulting Services through July 20, 2020. Barich, Inc. has successfully completed task orders for the Authority over the past two years for common use that included evaluation of the current solution, development of requirements for a new solution, RFP development, and solicitation support.

This proposed Task Order Number 3 is for a term of 11 months to cover project implementation and an endurance testing period prior to final acceptance in an amount not to exceed $299,315.03.

The Minority and Women-Owned Small Business (MWSB) goals for this task order were 7% Minority-owned Small Business (MB) and 4% Women-owned Small Business (WB). Barich committed to 7% MB participation and 4% WB participation.

Staff requests approval of Task Order 3 with Barich, Inc. for Project Management Services and for authorization for the President and CEO to execute the task order.

3. Consideration of Agreement with Team Wash of N.C. for Transit Bus Cleaning Services: Upon a motion by Ali and second by Teer, the Committee recommends approval of the selection of Team Wash N.C. and the award of a five-year Service Agreement to begin January 1, 2019, at a cost of $214,017.87 and authorization for the President and CEO to execute the agreement.

Presented by John A. Connell, P.E., C.M., Vice President of Operational Asset Management – After a competitive Request For Proposals (RFP) process in February 2018, a multi-year contract for transit bus cleaning services was awarded to Platinum Mobile as the lowest price responsive vendor. Platinum Mobile provided services under the contract from March 1, 2018 until August 15, 2018 when the owner notified the Authority that the company could no longer perform services under the terms of the agreement. At that time, Authority staff approached the second low proposer, Team Wash of N.C. Team Wash confirmed that it would honor the pricing and scope of its proposal, and were engaged on a trial basis to evaluate performance.

Team Wash has been performing the required services satisfactorily since August 2018. Based on references and the fact that Team Wash the second lowest bidder in the original RFP process, for a not-to-exceed amount of $214,017.87 for the proposed five year term, staff requests approval of the agreement with Team Wash of N.C.
Team Wash has been coordinating with the Authority’s Small Business Program Office and submitted Minority-owned Small Business (MB) certification paperwork. It is anticipated that Team Wash N.C. will achieve 100% MB participation.

Staff requests approval of the selection of Team Wash N.C. and the award of a five-year Service Agreement to begin January 1, 2019, at a cost of $214,017.87 and authorization for the President and CEO to execute the agreement.

4. Consideration of Agreement with BNP Associates, Inc. for Construction Administration Services: Upon a motion by Zucchino and second by Teer, the Committee recommends approval of a Service Agreement with BNP Associates, Inc. in an amount not to exceed $147,870 and authorization for the President and CEO to execute the agreement.

Presented by John A. Connell, P.E., C.M., Vice President of Operational Asset Management – BNP Associates, Inc. (BNP) completed the design services for the Terminal 2 Baggage Handling System Lower Level Controls Replacement project and the project was publicly advertised and proposals received. In November, ControlTouch Systems, LLC was awarded the construction project and it is anticipated a Notice-to-Proceed will be issued within the next few weeks. To support the completion of this project, staff requests approval to engage BNP for Construction Administration Services during the performance of this project. This proposed Service Agreement, covers the following services:

a) Review Technical Submittals/Shop Drawings
b) Periodic Observations During Installation
c) Test Readiness Review (TRR) Inspection
d) Witness Testing and Acceptance of Systems
e) Prepare Technical Bulletins and Engineering as Required

Under this agreement, the maximum compensation that can be requested for services is $131,560 and the maximum for reimbursable expenses is $16,310, for a total cost of $147,870.

The Minority and Women-owned Small Business (MWSB) commitment is 0% Minority-owned Small Business (MB) and 0% Women-owned Small Business (WB), as the work will be self-performed by BNP. BNP has submitted good faith effort documentation which has been reviewed by the Authority’s Small Business Program Office. Although there is no participation on this particular agreement, the overall Terminal 2 Lower Level Control Replacement project is tracking at 23.89% MB and 3.49% WB in project commitments.

Staff requests approval of a Service Agreement with BNP Associates, Inc. in an amount not to exceed $147,870 and authorization for the President and CEO to execute the agreement.
Teer presided. Present: Ali, Hannah, Kane, Morgan, Saidi, Thompson, and Zucchino. Staff present included: President and CEO Landguth, Senior Vice President and COO Sandifer, Senior Vice President and CFO Sylver, Senior Vice President and CISO McFall, Vice President and CHRO Umphrey, Vice Presidents, Connell, Jewett, and Legan, General Counsel Locklear, and other staff members and guests.

The Committee discussed the following item(s):

1. Consideration of Amendment with InterVISTAS for CONRAC Planning and Program Development Services: Upon a motion by Kane and second by Zucchino, the Committee recommends approval for the Fourth Amendment with InterVISTAS Consulting, Inc. in the amount of $350,810 and authorization for the President and CEO to execute the amendment.

   Presented by Ellis Cayton, Director, Planning and Environmental – Staff requests approval of a Fourth Amendment under the Master Agreement with InterVISTAS Consulting, Inc. for professional services for the Consolidated Rental Car Facility (CONRAC) project. This proposed amendment includes additional scope of work for the design and documentation of a new public parking structure, Terminal 2 bridge and tunnel connections to the parking garages, and a rendered visualization of the facility.

   Under the original Agreement with InterVISTAS, all subconsultant labor and expenses are considered reimbursable expenses. For this proposed amendment, the Authority will compensate InterVISTAS for the labor of its subconsultants as a reimbursable expense on an hourly rate basis with a not-to-exceed amount of $347,810 and $3,000 of allowable reimbursable expenses, for total allowable reimbursable expenses under this Fourth Amendment not-to-exceed $350,810.

   The overall Minority and Women-owned Small Business (MWSB) goals for the existing Master Agreement are 10.0% for Minority-owned Small Business (MB) and 5.0% for Women-owned Small Business (WB). Total MB and WB participation proposed for this Fourth Amendment are 22% for MB and 0% for WB; however, there are WB firms already included within InterVISTAS’ team that will participate in work that contributes to this amendment’s additional scope. Those firms have not yet reached their allowable ceiling of hours and fees under the original agreement; therefore, their participation has not been included for this amendment. The project’s primary MWSB goals are still on track to be met for the Master Agreement.

   Staff requests approval for the Fourth Amendment with InterVISTAS Consulting, Inc. in the amount of $350,810 and authorization for the President and CEO to execute the amendment.

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1 Board member Saidi arrived at 11:50 am
2. Consideration of Amendment with Balfour Beatty for Mechanical Improvements in Parking Garages: Upon a motion by Ali and second by Kane, the Committee recommends approval of this Amendment with Balfour Beatty Construction in the amount of $7,895,717 and authorization for the President and CEO to execute the amendment.

Presented by Ronald Jewett, Vice President Facility Asset Management – Balfour Beatty Construction is currently under contract for preconstruction services related to improvements to the airport parking garages. During the preconstruction phase, it was determined to be advantageous to the Authority to bid separately the proposed improvements to the vertical and horizontal pedestrian transportation equipment. Bids were received for modernization and rehabilitation measures to the parking garage elevators, moving sidewalks in the parking garages and in the Terminal 1 tunnel, and the escalators in the Terminal 1 tunnel.

This proposed work is extensive and wide-ranging. This proposed amendment establishes the contract amount (Fixed Guaranteed Maximum Price) and authorizes construction phase services of the contractor (Construction Manager-at-Risk).

The sum of the low responsible subcontract bids have been combined and defined as the Cost of the Work component of the contract amount.

<table>
<thead>
<tr>
<th>Component</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cost of the Work</td>
<td>$6,520,264</td>
</tr>
<tr>
<td>Contractor’s Contingency (5%)</td>
<td>$326,013</td>
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<tr>
<td>Contractor’s Construction Fee (3.5%)</td>
<td>$261,638</td>
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<tr>
<td>Reimbursable General Conditions</td>
<td>$787,802</td>
</tr>
<tr>
<td>Construction Phase Amendment (GMP)</td>
<td>$7,895,717</td>
</tr>
</tbody>
</table>

The overall Minority and Women-owned Small Business (MWSB) goals for the Parking Garage Near Term Improvements are 10% Minority-owned Small Business (MB) and 5% Women-owned Small Business (WB). After receiving bids for this highly-specialized work, the contractor’s proposed MWSB participation in the Mechanical Elements portion of the program is 5.7% MB and 0.70% WB. The Authority’s Small Business Program Office determined that the contractor made sufficient good faith efforts to achieve these goals.

Staff requests approval of this Amendment with Balfour Beatty Construction in the amount of $7,895,717 and authorization for the President and CEO to execute the amendment.

3. Consideration of Agreement with Parsons Transportation Group for Taxiway B Construction Phase Services: Upon a motion by Kane and second by Ali, the Committee recommends approval of an Agreement with Parsons Transportation Group in the amount of $3,027,203 and authorization for the President and CEO to execute the agreement.

Presented by Jim Novak, Director Facilities Engineering – In July 2018, McCarthy Improvement Co. was awarded a construction contract involving the complete concrete reconstruction of Taxiway B between Taxiway D and Taxiway B9, as well as construction of new taxiway shoulders, replacing and/or reusing existing edge lights, centerline lights, and airfield guidance
signs. Other elements of the work include pavement marking, turf restoration, and miscellaneous drainage improvements. This work is estimated to take approximately 19 months.

Parsons is currently under contract to provide Program and Construction Management Services on projects in accordance with terms in its Master Agreement. Staff requests an agreement with Parsons Transportation Group providing for Taxiway B rehabilitation construction services with the scope of work including:

1. To administer the construction of Taxiway B rehabilitation;
2. To provide Resident Project Representative (RPR) Services; and
3. To provide material Quality Assurance Testing and Surveying as necessary.

The maximum compensation that can be requested for services under this proposed agreement is $2,888,483, and the maximum that can be requested for reimbursable expenses is $138,720 for a total of $3,027,203, which is within the existing project budget of $32,500,000. The Federal Aviation Administration is contributing a portion of eligible construction costs through a grant in the amount of $12,583,007.

The Minority and Women-owned Small Business (MWSB) participation contract goals are 10% Minority owned Small Business (MB) and 5% Women-owned Small Business (WB). Parsons’ MWSB commitment in this Agreement is 13.8% MB and 26.1% WB, which exceeds both goals.

Staff requests approval of an Agreement with Parsons Transportation Group in the amount of $3,027,203 and authorization for the President and CEO to execute the Agreement.

4. Consideration of Amendment with Balfour Beatty for the West RON Apron Rehabilitation: Upon a motion by Zucchino and second by Kane, the Committee recommends approval of the Construction Phase Amendment to the Master Agreement with Balfour Beatty Construction, in the maximum price of $1,531,285, subject to approval of a related project budget adjustment, and authorization for the President and CEO to execute the amendment.

Presented by Jim Novak, Director Facilities Engineering – Staff requests the approval of an amendment to the Master Agreement with Balfour Beatty Construction (Balfour) to establish the contract’s fixed guaranteed maximum price (GMP) and to authorize Construction Phase Services by Balfour as the Construction Manager-at-Risk (CMR). The Master Agreement for Balfour was approved in November 2017 for the CMR “bundle” of airfield projects, including the West RON Apron Rehabilitation. Balfour recently completed pre-construction phase services, including the prequalification process for subcontractors. An early package for this project was bid in order to relocate utilities and prepare the site prior to construction of the main project. That bid package includes demolition of an existing hangar and sanitary lift station, and the construction of a new lift and pump station with corresponding utility work. The early bid package was advertised on November 15, 2018 with three bid packages (Demolition, Utilities, and Preliminary Electrical). Insufficient bids were received to open the Utilities and Preliminary Electrical bid packages and those were re-advertised and opened on November 27, 2018. The sum of the low responsible
subcontract bids for the early bid packages have been combined and is defined as the cost of the work (COW) component of the contract amount.

<table>
<thead>
<tr>
<th>Component</th>
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<td>Contractor’s Contingency (5%)</td>
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<td>Contractor’s Construction Fee (3.5%)</td>
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<tr>
<td>Reimbursable General Conditions</td>
<td>$216,760</td>
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<tr>
<td>Insurance and Bonds</td>
<td>$30,779</td>
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<tr>
<td>Construction Phase Amendment (GMP)</td>
<td>$1,531,285</td>
</tr>
</tbody>
</table>

The Minority and Women-owned Small Business (MWSB) goals for the early bid package were 10% Minority-owned Small Business (MB) and 5% Women owned Small Business (WB). Balfour committed to 6.4% MB participation and 9.4% WB participation. The Authority’s Small Business Program Office determined Balfour made good faith efforts to achieve the goals.

Staff requests approval of the Construction Phase Amendment to the Master Agreement with Balfour Beatty Construction, in the maximum price of $1,531,285, subject to approval of a related project budget adjustment, and authorization for the President and CEO to execute the amendment.
Zucchino presided. Present: Ali, Hannah, Kane, Morgan, Saidi, Teer, and Thompson. Staff present included: President and CEO Landguth, Senior Vice President and COO Sandifer, Senior Vice President and CFO Sylver, Senior Vice President and CISO McFall, Senior Vice President and CRO Freedman, Vice President and CHRO Umphrey, Vice Presidents Connell, Jewett, and Legan, General Counsel Locklear, and other staff members and guests.

The Committee discussed the following items:

1. **Consideration of Capital Project Ordinance Amendment #3 to Increase Funding for West RON Apron Rehabilitation Project**: Upon a motion by Hannah and second by Morgan, the Committee recommends approval of the 2018-2019 Capital Project Ordinance Amendment #3, increasing funding in the amount of $1,600,000 to a total of $2,600,000 for the West RON Apron Rehabilitation project.

   Presented by Ron Kapocius, Director of Financial Planning – Staff requests consideration of Capital Project Ordinance Amendment #3 increasing funding for Capital Project 211110, “West RON Apron Rehabilitation”. This existing project was created with an overall budget of $1,000,000. Based on the acceleration of project timing and anticipated construction services necessary to complete the project, additional funds of $1,600,000 are being requested. The new project total is now projected to be $2,600,000.

   No increase is being requested for the 2018-2019 Operating Budget Ordinance due historical overall capital budget underspend.

   Staff requests approval of the 2018-2019 Capital Project Ordinance Amendment #3, increasing funding in the amount of $1,600,000 to a total of $2,600,000 for the West RON Apron Rehabilitation project.
RALEIGH-DURHAM AIRPORT AUTHORITY

2018-2019 CAPITAL PROJECT ORDINANCE AMENDMENT #3

BE IT ORDAINED by the Raleigh-Durham Airport Authority, that pursuant to Section 15.2 of Chapter 159 of the General Statutes of North Carolina, the following capital project ordinance is hereby adopted:

Section 1. The following amount is appropriated for the projects:

$ 780,658,000

Section 2. The following funds are anticipated to be available for the projects:

- Transfer Cash from Operating $ 746,653,626
- Total Grant Funds $ 33,064,374

Section 3. The projects authorized are as follows and funded by Raleigh-Durham Airport Authority funds on hand in operations:

<table>
<thead>
<tr>
<th>New 10/12 Projects</th>
<th>Original</th>
<th>Change 07/18</th>
<th>Change 10/18</th>
<th>Change 12/18</th>
<th>Amended</th>
</tr>
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<tbody>
<tr>
<td>211160 Enhanced Security perimeter gates (TSA)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>$ 600,000</td>
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<tr>
<td>311000 AOIS System replacement - common use</td>
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<tr>
<td>311100 AOIS - RIDS computer and hardware replacement</td>
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<td></td>
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<tr>
<td>311200 Terminal 1 airside space builout</td>
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<td></td>
<td></td>
<td></td>
<td>$ 6,700,000</td>
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<tr>
<td>311400 AOIS - GeP - Service blocks</td>
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<td></td>
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<tr>
<td>001110 Rehab &amp; Energy improvements for PH 1, 2, 3 and 4 - phase 2</td>
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<td>001200 FY 15/19 Vehicles and maintenance equipment</td>
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<td>$ 6,824,661</td>
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<tr>
<td>051100 Data center - network core - life cycle management</td>
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<tr>
<td>051140 SSR - Access switches - life cycle management</td>
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<tr>
<td>051150 PAM modular buildings</td>
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<tr>
<td>081100 Fuel price management software and hardware replacement</td>
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<tr>
<td>091100 Motor control center and related equipment upgrade</td>
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<td></td>
<td></td>
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<tr>
<td>881200 Parking business intelligence software</td>
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<tr>
<td>881230 ABM upgrade and integration to oracle</td>
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<tr>
<td>Miscellaneous small projects</td>
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<tr>
<th>Prior Year Adjusted Projects</th>
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<th>Change 10/18</th>
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<tr>
<td>011109 Heritage displays at observation parking</td>
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<td>$ 1,000,000</td>
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<tr>
<td>011209 Advanced Surveillance Program</td>
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<td>070528 Relaid replacement of P/C air units at T2</td>
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<td>070539 T2 EMS lower level controls upgrade</td>
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<td>070549 Terminal 2 Checkpoint Expansion</td>
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<td>080749 Building improvements 2015 - RTRP Space</td>
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<tr>
<td>080759 Building improvements 2016 - RTRP Space</td>
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<td>080769 Rehabilitate Taxiway P</td>
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<td>080779 Cemetery Road Rebuild</td>
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<td>080799 Expanded Park Economy 3</td>
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<td>090545 PARCS Replacement</td>
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<td>090569 Planning for FID Facilities Expansion</td>
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<td>211100 Rehabilitate Runway 14/32</td>
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<td>211110 Rehabilitate Runway 14/32</td>
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<td>211120 Rehabilitate Runway 14/32</td>
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<td>211130 Perimeter security improvements (property fencing)</td>
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<td>091100 Rehabilitate international drive</td>
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<th>Ongoing Projects</th>
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<th>Change 10/18</th>
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<tr>
<td>10720 Replacement of Oracle E Business Suite</td>
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<td></td>
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<td>10825 Informational sign standards &amp; rehab roadway signage</td>
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<td>12013 Terminal 1 North and south concourse demolition - carv Byron</td>
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<td>00729 Park economy 3 rehabilitation</td>
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<tr>
<td>00739 Rehabilitate taxiway A</td>
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<td>00759 Airlift improvements 2016 - cargomnc, DOT - carv airport</td>
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<td>$ 1,396,563</td>
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<tr>
<td>00759 Consolidated rental car facility (CONCA) and new rental car storage I</td>
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<td>00819 John bratton restoration improvements</td>
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<td>08079 Runway SL-23R and taxiway 6 replacement</td>
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<td>211110 Rehabilitate west RON apron</td>
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Raleigh-Durham Airport Authority Board Members

Farad Ali, Chairman
City of Durham

John M. Kane, Vice Chairman
Wake County

Patrick Hannah, Esq., Secretary
Durham County

Lawrence R. Zucchin, Treasurer
Wake County

Robert D. Teer, Jr.
City of Durham

Dickie Thompson
City of Raleigh

David Morgan
Durham County

Sepideh Sadri, PE
City of Raleigh
Section 4. This Capital Project Ordinance includes all amended, new and ongoing projects and replaces all previous capital project ordinances.

Section 5. Subject to approval and acceptance of bids by the Raleigh-Durham Airport Authority, the appropriate officers of the Raleigh-Durham Airport Authority are hereby authorized and empowered to enter into contracts and to carry out the necessary work for the completion of the above listed projects within the funds appropriated herein.

Section 6. The Finance Officer is hereby directed to report quarterly on the financial status of the aforesaid projects. The Finance Officer shall also keep the Authority informed at each regular meeting of any unusual occurrences.

This Capital Project Ordinance shall be entered in the minutes of the Raleigh-Durham Airport Authority and within five (5) days after its adoption, copies shall be filed with the Finance Officer. The Budget Officer and the Secretary of the Raleigh-Durham Airport Authority, who, for the purposes of this ordinance, is designated as the Clerk to the Raleigh-Durham Airport Authority as described in G.S. 159-13.2.

Amended this 20th day of December 2018

Notes:
1. Original budget ordinance adopted March 15, 2018
RALEIGH-DURHAM AIRPORT AUTHORITY
MARKETING AND CUSTOMER SERVICES COMMITTEE MEETING MINUTES
DECEMBER 20, 2018

Kane presided. Present: Ali, Hannah, Morgan, Saidi, Teer, Thompson, and Zucchino. Staff present included: President and CEO Landguth, Senior Vice President and COO Sandifer, Senior Vice President and CFO Sylver, Senior Vice President and CISO McFall, Senior Vice President and CRO Freedman, Vice President and Chief HR Officer Umphrey, Vice Presidents Connell, Jewett, and Legan, General Counsel Locklear, and other staff members and guests.

The Committee discussed the following item:

1. Consideration of Agreement with Streetsense Consulting, LLC: Upon a motion by Teer and second by Hannah, the Committee recommends approval for up to a three year Agreement with Streetsense Consulting, LLC, with year-one costs not to exceed $670,000, and authorization for the President and Chief Executive Officer to execute the agreement.

   Presented by Dan Miller, Director of Marketing – Staff requests approval of an Agreement with Streetsense Consulting, LLC, a national leader in airport retail marketing, for the provision of the services needed to support promotion of the Authority’s parking and concessions programs. All contract tasks would be completed under the direction of the Authority’s staff. The agreement would include the general services listed below, for an initial one year term beginning December 21, 2018 and ending December 20, 2019 at a cost not to exceed $670,000, with the option to renew for up to two additional years. Funding is included in the current and upcoming FY 2019/20 marketing operating budgets to support the parking marketing component of this contract and the concessions marketing component will be sourced from the Concessionaires’ Marketing Fund. Overall contract costs are summarized below.

   Contract Scope & Costs
   Parking Marketing Consulting Services
   - Phase 1 (FY 2018/19): Planning and Initial Implementation: $100,000
   - Phase 2 (FY 2019/20): Implementation: up to $140,000
     - Advertising spend: up to $200,000
     - Agency fees for media placement services: up to $30,000
   - Total Phase 2: up to $370,000
   - Total Parking: up to $470,000
   Concessions Marketing Consulting Services (FY 2019/20) Total: up to $200,000
   Total Budget for Integrated Parking and Concessions Marketing Services: up to $670,000

   Streetsense, and their partners, will provide the expertise necessary to support all facets of parking and concessions marketing. While they are based in Washington, D.C., Streetsense will collaborate with Carolina based firms to support on-site activities and exceed the Authority’s Minority and Women-owned Small Business goals, resulting in 10% minority-owned and 25% women-owned participation.
Staff requests approval for up to a three year Agreement with Streetsense Consulting, LLC, with year-one costs not to exceed $670,000, and authorization for the President and Chief Executive Officer to execute the agreement.