RALEIGH-DURHAM AIRPORT AUTHORITY BOARD MEETING MINUTES
SEPTEMBER 15, 2016

Chair Thompson presided. Present: Ali, Cole, Hunt, Kane, Teer and Zucchino. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, Senior Vice President & CRO McFall, Senior Vice President & CFO Sylver, Vice Presidents Connell, Hetzel, Jewett, Legan, and VanAuken, General Counsel Locklear, Executive Assistant Rivera, and other staff members and guests.

I. APPROVAL OF AGENDA
Chair Thompson made a motion to approve an amended agenda that removed the scheduled closed session; Second by Ali

ADOPTED BY UNANIMOUS VOTE

II. APPROVAL OF MINUTES
Motion by Kane to approve the minutes of the August 18, 2016 meeting of the Raleigh-Durham Airport Authority Board, including the committee minutes incorporated therein, with edit to reflect that Patrick Hannah was absent from those meetings; Second by Teer

ADOPTED BY UNANIMOUS VOTE

III. CHAIR COMMENTS
1. New hires and promotions recognized.
2. The Chairman recognized the upcoming World of Bluegrass event that will take place in Raleigh the first weekend of October; during that time, 15 performances will occur throughout RDU’s terminals to welcome those travelers who are coming through RDU and attending the festival.
3. The Chairman spoke of two recent community partnership between RDU: one with partners of WakeMed, TSA, G2, Superior and United Airlines to provide educational courses and support to those passengers who are disabled and need wheelchair assistance when traveling through RDU airport; the other with Bridge to Sports who will open a new accessible dock at Lake Crabtree for those wheelchair bound athletes that take part in water activities such as canoeing, kayaking and boating.
4. The Chairman recognized Bill Sandifer and team for their contributions to the Master Plan over the past couple of years; the Chairman also recognized Dave Young for his air service contributions.
5. The Chairman recognized President and CEO Landguth for his ARN Award Recognition of Medium HUB Airport Director of the Year.

IV. OLD BUSINESS
1. Operations Committee Report – Hunt reported the Operations Committee met on September 15, 2016 and discussed the following item(s):
   a. Consideration of Amendment to Existing Agreement with Krash Creative
Committee recommends approval for contract amendment with Krash Creative of $242,000 for a total contract amount of $682,347, with authority for the President and Chief Executive Officer to execute the amendment.

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

ADOPTEO BY UNANIMOUS VOTE

b. Consideration of a Contract to Purchase of Six Automated Passport Control Kiosks
Committee recommends approval of a contract with Vancouver International Airport Authority to purchase six Automated Passport Control kiosks for $264,000 and authorization for the President and CEO to execute the contract.

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

ADOPTEO BY UNANIMOUS VOTE

2. Finance Committee Report – Teer reported the Finance Committee met on September 15, 2016 and discussed the following item(s):
   a. Consideration of Bond Purchase for NCDOR Terminal Operator License
      Committee recommends approval of the purchase of a $2 Million Surety Bond from Cincinnati Insurance at an annual cost of approximately $1,838, approval of the associated application and adoption of the attached Board resolution.

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

ADOPTEO BY UNANIMOUS VOTE

b. Consideration of Resolution for Airport Series 2007 Revenue Bond Refunding
   Committee recommends approval of the Resolution Making Certain Findings and Determinations, Authorizing the Filing of an Application with the Local Government Commission and Requesting the Local Government Commission to Sell Bonds at a Private Sale in Connection with the Issuance of Revenue Refunding Bonds by the Authority to Refund certain of the Authority’s Airport Revenue Bonds.

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

ADOPTEO BY UNANIMOUS VOTE

3. Land and Development Committee Report – Teer reported the Land and Development Committee met on September 15, 2016 and discussed the following item(s):
   a. Consideration of a Change Order to Existing Agreement with Balfour Beatty Construction for Terminal 1 Demolition
      Committee recommends approval of a change order to Balfour Beatty Construction in the amount of $440,260.00 and authorization for the President and Chief Executive Officer to execute the change order.

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

ADOPTEO BY UNANIMOUS VOTE

b. Consideration of Contract to Alfred Williams and Company for Furniture Purchase
Committee recommends approval of a contract with Alfred Williams and Company in the amount of $114,610.54 and authorization for the President and CEO to execute the contract.

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

ADOPTED BY UNANIMOUS VOTE

c. Room 100 Renovation Presentation
   Presentation for informative purposes only; no Board action required.

d. General Aviation Master Plan Workshop Presentation
   Presentation for informative purposes only; no Board action required.

V. NEW BUSINESS
   1. Consent Agenda
      a. Consideration of License Agreement with Duke Energy Progress, LLC
      b. Consideration of Grant from the North Carolina Department of Transportation and Adoption of Resolution
      c. Consideration of Purchase of Mobile Airfield Light Monitoring System (MALMS) Mobile and Workshop Photometric Testing System and MALMS Engineer / M-Torque System
      d. Consideration of Agreement for Oil Water Separator Pumping Services
      e. Consideration of Agreement for Runway Friction Testing and Reporting
      f. Consideration of a Contract and Change Order for Construction Services for Fiber Optic Cable Installation
      g. Consideration of an Agreement for Canvas Roof Structure Inspections

Motion by Thompson to pull item (b) from the Consent Agenda for review and approval; Second by Teer

Consideration of Grant from the North Carolina Department of Transportation and Adoption of Resolution

Motion by Thompson to adopt a resolution to accept the grant offer, in the amount of $601,326, and authorize the President and CEO to execute the grant documents; Second by Teer

ADOPTED BY UNANIMOUS VOTE

Motion by Thompson to approve and adopt all additional Consent Agenda items listed (a, c, d, e, f, and g); Second by Teer

ADOPTED BY UNANIMOUS VOTE

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

VII. MEMBER COMMENTS
   All members extended their congratulations to President and CEO Landguth for his ARN Award Recognition of Medium HUB Airport Director of the Year.
VIII. PRESIDENT AND CEO’S REPORT
RDU has seen 30 straight months of growth and continue to see a year over year increase in passengers. In August, the number of passengers departing RDU rose by 11.2% compared to August 2015. The number of passengers arriving at RDU rose by 10%. This is the best August ever on record. Seats will be up approximately 6% for the next quarter.

United will begin service on a E-170 to LaGuardia on October 30. New York is RDU’s number 1 destination with 1157 passengers per day. There are currently 35 flights to the three New York airports. The new flights will give RDU’s customers more choices for nonstop flights to RDU’s number one domestic market. In addition, on November 6, Delta will begin service to Newark on using a CRJ-700 aircraft.

The Authority is still receiving quite a few comments on the Master Plan and the feedback is welcome. There are two Vision 2040 meetings upcoming, as the Authority narrows down the current four alternatives to one final one. This will be brought before the Board for approval in October. On Wednesday, September 21, the Authority will hold a session from 5-7 p.m. at the General Aviation Terminal focused solely on general aviation plans. On October 11, the Authority will hold the next public workshop from 5 - 8 p.m. to share the preferred alternative. The location is yet to be determined. This will be the final public forum before the preferred alternative is submitted for approval. On October 7, the Authority will host an Elected Officials Briefing, to share with key stakeholders, the Vision 2040 story of infrastructure enhancements that will elevate RDU’s customer experience.

On Aug. 25, the President was honored to be the keynote speaker at the 2016 Greater Raleigh Convention and Visitors Bureau Annual Meeting. He was able to walk the audience through how RDU became the airport it is today, how the airline industry impacts the airport, and how RDU and the community can work together to shape the future of RDU. It was a great opportunity to share with the approximately 600 hospitality industry individuals, how RDU’s interest in attracting visitors to this vibrant region helps all industries in the region.

IX. ADJOURNMENT
Motion by Ali to adjourn; Second by Zucchino
ADOPTED BY UNANIMOUS VOTE
RALEIGH-DURHAM AIRPORT AUTHORITY
OPERATIONS COMMITTEE MEETING MINUTES
SEPTEMBER 15, 2016

Hunt presided. Present: Ali, Cole, Kane, Teer, Thompson and Zucchino. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, Senior Vice President & CRO McFall, Senior Vice President & CFO Sylver, Vice Presidents Connell, Hetzel, Jewett, Legan, and VanAuken, General Counsel Locklear, Executive Assistant Rivera, and other staff members and guests.

The Committee discussed the following item(s):

1. Consideration of Amendment to Existing Agreement with Krash Creative: Upon a motion by Teer and second by Zucchino, the Committee recommends approval for contract amendment with Krash Creative of $242,000 for a total contract amount of $682,347, with authority for the President and Chief Executive Officer to execute the amendment.

   Presented by Dan Miller, Director of Marketing – The Authority currently is in an agreement with Krash Creative of Raleigh for strategic marketing and creative services for an amount up to $440,347 for a period from December 1, 2015 to March 31, 2017. Krash Creative continues to provide tailored service for the Authority on all elements of the contract’s scope. All departments served by Krash, including Marketing, Parking, Communications and Community Affairs, Air Services, as well as the external parking consultant, Dublin Airport Authority, continue to be very pleased with Krash’s excellent performance. This request is for a contract scope amendment to allow direct purchasing of all Air Service broadcast, digital, print, social media, direct mail and outdoor advertising outlets, collateral marketing materials, temporary and permanent promotional signage and all contest support elements up to a cost of $225,000. The total increase is for an amount up to $242,000 for a total overall contract cost of up to $682,347. Monthly retainer remains flat. All funding for the initial contract and the requested amendment is included in the Parking Transformation Project (010799) and in the FY 2016-17 Air Services and Marketing Operating Budgets. All media buys will be pre-approved by the Authority. All contract amounts for pass-through media purchases are for UP TO amounts. This contract amendment allows the Authority to maximize team synergies and ensure seamless continuation and continuity on active projects, while taking advantage of agency discounts for the purchase of media. Krash Creative is also certified by the State of North Carolina and the Airport Authority as a woman-owned business under the MWSB program.

   Staff recommends approval for contract amendment with Krash Creative of $242,000 for a total contract amount of $682,347, with authority for the President and Chief Executive Officer to execute the amendment.
2. **Consideration of a Contract to Purchase of Six Automated Passport Control Kiosks:** Upon a motion by Ali and second by Teer, the Committee recommends approval of a contract with Vancouver International Airport Authority to purchase six Automated Passport Control kiosks for $264,000 and authorization for the President and CEO to execute the contract.

Presented by Paul Hetzel, Vice President and Chief Information Officer – RDU has added a number of International flights over the past several months. On certain days, Customs Border Protection (CBP) may be processing 4 international flights at nearly the same time. These 4 flights potentially may contain between 500 – 665 passengers. The RDU Federal Inspection Area (FIS) was designed to handle this number of passengers with a full complement of CBP Officers. However, with a limited number of CBP Officers to process passengers, FIS queue lines have expanded and passenger wait times have increased. Automated Passport Control (APC) kiosks allow international travelers arriving at RDU to quickly and securely complete CBP requirements. Authority staff has designed an APC solution aimed at reducing passenger wait times, speeding passenger processing, and increasing passenger satisfaction. Staff recommends purchasing six APC kiosks from Vancouver International Airport Authority for $264,000 under a cooperative/piggybacking contract that satisfies NC’s statutory requirements.

Staff recommends approval of a contract with Vancouver International Airport Authority to purchase six Automated Passport Control kiosks for $264,000 and authorization for the President and CEO to execute the contract.
RALEIGH-DURHAM AIRPORT AUTHORITY
FINANCE COMMITTEE MEETING MINUTES
SEPTEMBER 15, 2016

Teer presided. Present: Ali, Cole, Hunt, Kane, Thompson and Zucchino. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, Senior Vice President & CRO McFall, Senior Vice President & CFO Sylver, Vice Presidents Connell, Hetzel, Jewett, Legan, and VanAuken, General Counsel Locklear, Executive Assistant Rivera, and other staff members and guests.

The Committee discussed the following item(s):

1. Consideration of Bond Purchase for NCDOR Terminal Operator License: Upon a motion by Zucchino and second by Ali, the Committee recommends approval of the purchase of a $2 Million Surety Bond from Cincinnati Insurance at an annual cost of approximately $1,838, approval of the associated application and adoption of the attached Board resolution.

Presented by James Witherspoon Jr., Director of Risk Management and Safety – The Authority received notice from the NC Department of Revenue requiring a Registration Application for a NC Terminal Operator’s License for the Authority’s Fuel Farm operations. Along with the application, NCDOR requires either a $2 Million Surety Bond (“Bond”) or Irrevocable Letter of Credit (“ILOC”). The Authority contacted the Local Government Commission (LGC) to determine if their approval would be required for the Bond or ILOC. With the LGC’s advice and due to the lower cost for a bond rather than an ILOC, the Authority submitted solicitations for rate quotes to various entities (see quotes below - Note CNA Surety declined to offer a quote citing inability to compete):

<table>
<thead>
<tr>
<th>Item</th>
<th>Travelers</th>
<th>Cincinnati Insurance</th>
<th>Old Republic</th>
</tr>
</thead>
<tbody>
<tr>
<td>1)</td>
<td>Cost: What is the estimated rate, and annual cost?</td>
<td>Rate: $1.225 per $1,000, Annual Cost: $2,450</td>
<td>$1,838 annual premium</td>
</tr>
<tr>
<td>2)</td>
<td>Time: How quick is the turnaround time to finalize the bond?</td>
<td>Once signed indemnity is received can finalize bond within 5-7 days</td>
<td>Same day</td>
</tr>
<tr>
<td>3)</td>
<td>Effort: What is the basic information and/or process required?</td>
<td>Completed/ Signed Indemnity Agreement</td>
<td>Signed BN 1014 application and resolution of Raleigh-Durham Airport Authority Board</td>
</tr>
</tbody>
</table>
Insurance Company formed in 1950, is headquarters in Fairfield, Ohio. The parent company, Cincinnati Financial Corporation, is included in the 2016 FORTUNE 500 list, with approximately $19B in assets and 4,500 employees

Staff recommends approval of the purchase of a $2 Million Surety Bond from Cincinnati Insurance at an annual cost of approximately $1,838, approval of the associated application and adoption of the attached Board resolution.

2. Consideration of Resolution for Airport Series 2007 Revenue Bond Refunding: Upon a motion by Ali and second by Zucchino, the Committee recommends approval of the Resolution Making Certain Findings and Determinations, Authorizing the Filing of an Application with the Local Government Commission and Requesting the Local Government Commission to Sell Bonds at a Private Sale in Connection with the Issuance of Revenue Refunding Bonds by the Authority to Refund Certain of the Authority’s Airport Revenue Bonds.

Presented by Donna Sylver, CFO – The Authority previously issued Revenue Bonds, Series 2007 (AMT) (the “Series 2007 Bonds”) to finance improvements at the Airport. The 2007 Bonds are subject to optional redemption in the near future and may realize significant savings through refunding all or a portion of the remaining 2007 Bonds. The next steps of refunding the 2007 Bonds is adoption of the attached board resolution to proceed with the Local Government Commission application to start the refunding process and to approve of part of the financing team. Staff proposes maintaining the following members of the financing team from the 2015 Bond Refunding: Bond Counsel, Financial Advisor, and Trustee/Registrar. Included in this process is a need to access a financing strategy in light of: 1) the current rate environment, 2) the possible conversion of the 2008C Variable Rate Bond, 3) the expiring RBC Letter of Credit associated with the 2008C Bond, 4) future capital needs deriving from airport improvements and the finalization of the Master Plan, and 5) the consideration of additional Bonds (new money). These considerations will be included in the Financial Advisor’s project scope to be funded with the proceeds from the bond refunding. The remaining financing team (Senior Manager and Underwriters) will need to be approved by the board. The staff intends to bring a recommendation at the October 20th board meeting after issuance and review of an RFP.

Staff recommends approval of the Resolution Making Certain Findings and Determinations, Authorizing the Filing of an Application with the Local Government Commission and Requesting the Local Government Commission to Sell Bonds at a Private Sale in Connection with the Issuance of Revenue Refunding Bonds by the Authority to Refund Certain of the Authority’s Airport Revenue Bonds.
RALEIGH-DURHAM AIRPORT AUTHORITY
LAND AND DEVELOPMENT COMMITTEE MEETING MINUTES
SEPTEMBER 15, 2016

Teer presided. Present: Ali, Cole, Hunt, Kane, Thompson and Zucchino. Staff present included: President and CEO Landguth, Senior Vice President & COO Sandifer, Senior Vice President & CRO McFall, Senior Vice President & CFO Sylver, Vice Presidents Connell, Hetzel, Jewett, Legan, and VanAuken, General Counsel Locklear, Executive Assistant Rivera, and other staff members and guests.

The Committee discussed the following item(s):

1. Consideration of a Change Order to Existing Agreement with Balfour Beatty Construction for Terminal 1 Demolition: Upon a motion by Ali and second by Kane, the Committee recommends approval of a change order to Balfour Beatty Construction in the amount of $440,260.00 and authorization for the President and Chief Executive Officer to execute the change order.

Presented by Jason Pearson, Director of Buildings & Building Systems – The purpose of this item is to provide staff recommendation of a change order to Balfour Beatty Construction to furnish and install a Terminal 1 loading dock screen wall in connection with RDU Project 070159 – Terminal 1 North & South Concourse Demolition. The change order scope of work includes installation of a screen wall on the south end of Terminal 1 to obscure the view of the loading dock from John Brantley Blvd as one enters the Terminal area. Prior to the Terminal 1 Demolition Project, landscaping shielded the view of the south end of Terminal 1. However, as part of the Terminal 1 Demolition Project the airport operations area (AOA) fence line, which delineates public from secure areas of the airport, is being relocated to transition the Terminal 1 loading dock from public access to secure access. Due to the relocation of the AOA delineation point, landscaping can no longer obstruct the view of the loading dock, as it would overhang the AOA fence line and create the potential for a security breach. The proposed screen wall is approximately 200 feet long and will obscure the view of the loading dock in place of the previous landscaping, while serving as the AOA delineation point. Staff and the design team recommend the installation of a screening wall, since the loading dock and south end of Terminal 1 is the initial view of the Terminals as one approaches on John Brantley Blvd. This screen wall was intentionally excluded from the Terminal 1 North & South Concourse Demolition bid documents as the overall length and scale of the wall needed to be coordinated with the Terminal 1 Landscaping Design, which commenced following award of the demolition project. The change order will cost $440,260. The Minority and Women-Owned Small Business (MWSB) participation goals for this contract are 10% for minority-owned firms and 7% for women-owned firms. The proposed change order to Balfour Beatty Construction includes MWSB participation of 17% for minority-owned firms and 8% for women-owned firms.

Staff recommends approval of a change order to Balfour Beatty Construction in the amount of $440,260.00 and authorization for the President and Chief Executive Officer to execute the change order.
2. Consideration of Contract to Alfred Williams and Company for Furniture Purchase: Upon a motion by Zucchino and second by Kane, the Committee recommends approval of a contract with Alfred Williams and Company in the amount of $114,610.54 and authorization for the President and CEO to execute the contract.

Presented by Jim Novak, Director of Facilities Engineering – The purpose of this item is to provide a recommendation on the award of a contract with Alfred Williams and Company for purchasing office and conference room furniture in connection with the executive office suite located in the former RTRP space of the RDU Center. The purchase includes furniture for 5 offices (including 2 side chairs per office), one conference room (150” x 60” table, lectern, 12 chairs, 4 side chairs), and lobby area (one table, 4 chairs) as well as a credenza, display cabinet and other items such as waste containers and chair mats. Over the past couple of months, Clark Nexsen, met with Authority employees on a number of occasions to select the office furniture and furnishings for the conference room and lobby area. The mechanism chosen to purchase the furniture is through national cooperative contracts: 1) National Intergovernmental Purchasing Alliance, 2) U.S Communities Purchasing Alliance, and 3) National Cooperative Purchasing Alliance. Alfred Williams and Company prepared and provided the furniture quote in the amount of $114,610.54. Based on review of quote, available project budget (080749, $165,000 allocated for furniture purchase), Staff recommends award of the furniture procurement contract with Alfred Williams and Company in the amount of $114,610.54.

Staff recommends approval of a contract with Alfred Williams and Company in the amount of $114,610.54 and authorization for the President and CEO to execute the contract.

3. Room 100 Renovation Presentation: Presentation for informative purposes only; no Board action required.

Presented by Jim Novak, Director of Facilities Engineering

Presentation for informative purposes only; no Board action required.

4. General Aviation Master Plan Workshop Presentation: Presentation for informative purposes only; no Board action required.

Presented by Bill Sandifer, SVP and COO

Presentation for informative purposes only; no Board action required.
THE FOLLOWING RESOLUTIONS ARE DESCRIBED IN AND ARE INCORPORATED INTO THE MINUTES OF THE SEPTEMBER 15, 2016 MEETINGS OF THE RALEIGH-DURHAM AUTHORITY BOARD.
COPY OF RESOLUTION
of The Board of
the Raleigh-Durham Airport Authority

At a regular meeting of the Board of the Raleigh-Durham Airport Authority
(regular or special)
held at 1:00pm on the 15th day of September, 2016
a quorum being present, the following Preambles and Resolution were adopted:

“WHEREAS, this Entity is materially interested in the operations of the Raleigh-Durham Airport Authority (hereinafter for convenience called Principal), and said Principal has applied, or may hereafter apply, to THE CINCINNATI INSURANCE COMPANY for surety bonds or undertakings required by said Principal in connection with its operations; and

“WHEREAS, THE CINCINNATI INSURANCE COMPANY is willing to execute, as surety, bonds, or undertakings for the Principal upon being furnished with the written agreement of this Entity to hold it harmless from and indemnify it against liability, loss and expenses which it may sustain or incur in consequence of its execution of any such bonds or undertakings;

“Now, therefore, be it,

“RESOLVED, that Michael J. Landguth, A.A.E., President and Chief Executive Officer (official title) of the Entity is authorized to execute on behalf of the Entity and affix the Entity’s seal to any general or specific indemnity and hold harmless agreement or agreements as may be required by THE CINCINNATI INSURANCE COMPANY as a prerequisite to the execution by it of any surety bond or bonds or any undertaking or undertakings for said Principal, such agreement or agreements to be in form and substance satisfactory to THE CINCINNATI INSURANCE COMPANY.”

I, John Kane, Secretary (official title) of the Raleigh-Durham Airport Authority have compared the foregoing Preambles and Resolutions with the original thereof, as they appear on the record of the meetings of the Board of said Entity, and do certify that the same is a correct and true transcript thereof, and of the whole of said original Preambles and Resolution.

Given under my hand and seal of the Entity, in the City of Raleigh-Durham International Airport, State of North Carolina, this 15th day of September, 2016.
EXTRACTS FROM MINUTES OF THE RALEIGH-DURHAM AIRPORT AUTHORITY

A regular meeting of the Raleigh-Durham Airport Authority was held at 1:00 p.m. on September 15, 2016 in the administrative offices at the Raleigh-Durham International Airport in Durham and Wake Counties, North Carolina, the regular place of meeting.

Present:

Absent:

Also Present:

*     *     *     *     *     *

_______ introduced the following resolution the title of which was read and copies of which had been previously distributed to each Member:

RESOLUTION MAKING CERTAIN FINDINGS AND DETERMINATIONS, AUTHORIZING THE FILING OF AN APPLICATION WITH THE LOCAL GOVERNMENT COMMISSION AND REQUESTING THE LOCAL GOVERNMENT COMMISSION TO SELL BONDS AT A PRIVATE SALE IN CONNECTION WITH THE ISSUANCE OF REVENUE REFUNDING BONDS BY THE AUTHORITY TO REFUND CERTAIN OF THE AUTHORITY’S AIRPORT REVENUE BONDS

BE IT RESOLVED by the Raleigh-Durham Airport Authority (the “Authority”):

Section 1. The Authority does hereby find and determine as follows:

(a) The Authority has heretofore executed and delivered a Master Trust Indenture, dated as of February 1, 2001, as amended (the “Master Trust Indenture”), between the Authority and The Bank of New York Mellon Trust Company, N.A., as trustee (the “Trustee”), authorizing the issuance of revenue bonds thereunder for the purpose of financing the costs of improvements at the Raleigh-Durham International Airport (the “Airport”) as further provided therein.

(b) Pursuant to the Master Trust Indenture as supplemented, the Authority has previously issued its Raleigh-Durham Airport Authority Airport Revenue Bonds, Series 2007 (AMT) (the “Series 2007 Bonds”) to finance improvements at the Airport. The 2007 Bonds are subject to optional redemption in the near future and the Authority may be able to realize significant debt service savings through the refunding of all or a portion of the remaining 2007 Bonds.

(c) The Authority has determined to proceed at this time with arrangements for the issuance of Revenue Refunding Bonds under the Master Trust Indenture (the “Refunding Bonds”) for the purpose of providing funds, together with other available funds, to (i) refund all or a portion of the remaining 2007 Bonds (the refunded bonds referred to, collectively, herein as the “Bonds to be Refunded”), (ii) fund a portion of the Parity Reserve Fund created under the
Master Trust Indenture allocable to the Refunding Bonds, and (iii) pay Costs of Issuance associated with the issuance of the Refunding Bonds.

(d) The amount of the proposed Refunding Bonds will be sufficient, but not excessive, for the purpose of paying the costs described in paragraph (c) above.

(e) The annual audits of the Authority show the Authority to be in strict compliance with debt management policies, and the budgetary and fiscal management policies of the Authority are in compliance with law.

(f) The proposed Refunding Bonds can be marketed at a reasonable interest cost to the Authority.

(g) In addition, the Authority has previously issued under the Master Trust Indenture a series of Bonds designated “Variable Rate Refunding Bonds, Series 2008C (Non-AMT)” (the “2008C Bonds”) and the Authority has determined to consider whether to proceed with refunding the variable interest rate Series 2008C Bonds with additional fixed interest rate Bonds at this time. In addition, the Authority has determined whether to consider whether to issue additional Bonds under the Master Trust Indenture for additional improvements to the Airport. The Authority wishes to direct the Authority staff to review the advantages (and disadvantages) of such additional refunding and the issuance of additional Bonds for improvements to the Airport and to report to the Board.

Section 2. The Chief Executive Officer, the Chief Financial Officer and the Director of Financial Planning and Analysis are each hereby authorized and directed to file an application with the Local Government Commission for approval of the issuance of the Refunding Bonds for the purpose described above. Such application may also include a request for approval of additional Bonds to refund the 2008C Bonds and to finance additional improvements to the Airport, if Staff determines to recommend the issuance of Bonds for such purposes to the Authority. The Local Government Commission is hereby requested to approve such issuance. The Chief Executive Officer, the Chief Financial Officer and the Director of Financial Planning and Analysis are each hereby authorized and directed to take such further action as shall be necessary to proceed with the issuance of the Refunding Bonds as contemplated hereby, including arranging for the issuance of credit ratings on the Refunding Bonds from the rating agencies that now have ratings in effect for Bonds issued under the Master Trust Indenture.

Section 3. The Staff to the Authority is hereby directed to review the Authority’s options for the selection of financial institutions to serve as the underwriters for the Bonds and to make a recommendation to the Board for making such a selection.

Section 4. The following financing team members are hereby approved in connection with the proposed issue of the proposed Refunding Bonds:

Bond Counsel: Womble Carlyle Sandridge & Rice, LLP

Underwriters: [TO BE DETERMINED]

Financial Advisor: Jefferies & Company, Inc.

Underwriters’ Counsel: [TO BE DETERMINED]
Section 5. Except as hereinafter provided, the Board hereby calls the remaining 2007 Bonds for optional redemption on the first practicable date for which notice of redemption can be given and such 2007 Bonds can be redeemed from proceeds of the Refunding Bonds. The Chief Executive Officer, the Chief Financial Officer and the Director of Financial Planning and Analysis are each hereby authorized and directed to determine which of the 2007 Bonds shall be refunded and so redeemed and, upon such determination, to prepare or cause the Trustee to prepare, notice of such redemption. Only such of the 2007 Bonds that can be refunded in a manner to produce debt service savings shall be selected for redemption, unless the officers selecting 2007 Bonds for redemption determine that the overall plan of finance will be facilitated by redeeming all of the remaining 2007 Bonds. Such notice of redemption shall state that the notice is conditioned upon the successful issuance of the Refunding Bonds to provide the funds sufficient to pay the redemption price on the date selected for redemption.

Section 6. This Resolution shall take effect immediately upon its passage.

Upon motion of Member ______________, seconded by Member ______________, the foregoing resolution entitled “RESOLUTION MAKING CERTAIN FINDINGS AND DETERMINATIONS, AUTHORIZING THE FILING OF AN APPLICATION WITH THE LOCAL GOVERNMENT COMMISSION AND REQUESTING THE LOCAL GOVERNMENT COMMISSION TO SELL BONDS AT A PRIVATE SALE IN CONNECTION WITH THE ISSUANCE OF REVENUE REFUNDING BONDS BY THE AUTHORITY TO REFUND CERTAIN OF THE AUTHORITY’S AIRPORT REVENUE BONDS” was passed by the following vote:

Ayes:  
Noes:  

I, John Kane, Secretary of the Raleigh-Durham Airport Authority, DO HEREBY CERTIFY that the foregoing is a true copy of so much of the proceedings of said Board at a regular meeting held on September 15, 2016 as it relates in any way to the passage of the foregoing resolutions and that said proceedings are recorded in the minutes of said Board.

WITNESS my hand and the official seal of the Authority this 15th day of September, 2016.

[SEAL]  
Secretary
RESOLUTION

A motion was made by ___________________________ and seconded by

(Name and Title)

_________________________ for the adoption of the following resolution, and

(Name and Title)

upon being put to a vote was duly accepted:

WHEREAS, a Grant in the amount of $601,326 has been approved by the Department based on total estimated cost of $4,810,610; and

WHEREAS, an amount equal to or greater than 12.5 percent of the total estimated project cost has been appropriated by the Sponsor for this Project.

NOW THEREFORE, BE AND IT IS RESOLVED THAT THE ___________________________

(Title)

of the Sponsor be and he hereby is authorized and empowered to enter into a Grant Agreement with the Department, thereby binding the Sponsor to the fulfillment of its obligation incurred under this Grant Agreement or any mutually agreed upon modification thereof.

_________________________

(Name and Title)

_________________________

(Sponsor)

do hereby certify that the above

is a true and correct copy of an excerpt from the minutes of the

_________________________

(Sponsor)

duly and regularly held on the _____ day of ________________, 20____.

This, the _____ day of ___________________________, 20____.

SPONSOR SEAL

Signed: ____________________________________________________________________

Title: ____________________________________________________________________

Of The: ____________________________________________________________________

DOA FORM (12/10)