



GaryChicago
International Airport

**MINUTES
REGULAR BOARD MEETING
NOVEMBER 24, 2014**

CALL TO ORDER:

Vice-Chairman Cooper called the Regular Board Meeting to order at 11:18 a.m.

PLEDGE OF ALLEGIANCE:

Vice-Chairman Cooper led the Pledge of Allegiance.

ROLL CALL:

Present: Denise Dillard, James Cooper, Shontrai Irving, Alesia Pritchett.

Absent: David Fagan
Four of the seven member board present, which represented a quorum.

Executive Session Attendance: Denise Dillard, James Cooper, Shontrai Irving, and Alesia Pritchett
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VICE-CHAIRMAN COOPER STATED THAT PURSUANT TO LC.5-14-1.5-6(D) THE BOARD OF DIRECTORS OF GARY/CHICAGO INTERNATIONAL AIRPORT AUTHORITY HEREBY CERTIFIES THAT IT DISCUSSED NO SUBJECT MATTER IN THE EXECUTIVE SESSION OTHER THAN THE SUBJECT MATTER SPECIFIED IN THE PUBLIC NOTICE.

ATTENDEES:

ATTORNEY LEE LANE
B. R. LANE
DELBERT BROWN
HANK MOOK
BILL OUTLAR
D. SCOTT

ANISSA
PEACHES
DAN VICARI, Gary Sanitary District
BILL BOW, AECOM
JOHN LUKAS, AECOM
RICK CORNETT, Milhouse Engineering
STEVE SANDEFUR, NGC
FELICIA WALLACE, Gary Sanitary District
RICH HILL, Faegre Baker Daniels
DIANA HAMILTON, Sycamore Advisors

ROSALYN MITCHELL, Forms + Funktion, Inc.
KEN PACHOLSKI, Tenant
CHAUNCY BLACK, B-Coleman Aviation
CYNTHIA TAYLOR, Attorney Deidre Monroe representative
TIM SODERSTROM, Boeing
VINCE EPPS, Shrewsbury
RUFUS PURNELL, Citizen
KEITH BENMAN, The Times
CHRISTIN LAZERUS, Post-Tribune
CPL. T. LEE, GPD

MINUTES:

IT WAS MOVED AND SECONDED TO APPROVE THE BOARD MEETING MINUTES OF NOVEMBER 10, 2014.

ROLL CALL

Ms. Dillard	Aye
Mr. Cooper	Aye
Mr. Irving	Aye
Ms. Pritchett	Aye

MOTION CARRIED.

DIRECTOR'S REPORT:

► **Runway Expansion Project Update**

Dan requested approval of Contract Modification (#04) for the Signals and Trackwork – REP016, for CSX/CN track cross-over construction and operational inspection of constructed rail facilities. Dan highlighted this recommendation. This Contract Modification also extends the contract completion date to December 31, 2014. Alesia wanted to know the net overall to be approved. Dan stated that at a former board meeting the working estimate was approved. And now he was seeking approval of the actual amount since the work was completed. The actuals resulted in \$281,982.89 for part 1 and \$57,338.98 for part 2 for a total of \$339,321.87. Alesia wanted this stated for the public.

Dan requested approval of Contract Modification (#05) for the Signals and Trackwork – REP016, for construction of HDPE culvert piping system in ditches adjacent to CN railroad track. Dan highlighted this recommendation in the amount of \$364,963.74. This Contract Modification also extends the contract completion date to December 31, 2014.

IT WAS MOVED AND SECONDED TO APPROVE THE FOLLOWING EJ&E (CN) RELOCATION – SIGNALS AND TRACKWORK PROJECT (REP016) [RAILWORKS]) ITEMS: CM#04 IN THE AMOUNT OF \$339,321.87 AND CM#05 IN THE AMOUNT OF \$364,963.74 AND TO PROVIDE FOR A CONTRACT TIME EXTENSION TO DECEMBER 31, 2014, WITH NO ADJUSTMENT OF THE AWARDED CONTRACT VALUE.

ROLL CALL

Ms. Dillard	Aye
Mr. Cooper	Aye
Mr. Irving	Aye
Ms. Pritchett	Aye

MOTION CARRIED.

Relative to the Environmental Excavation & disposal contract (Project REP022 – Brandenburg), Dan requested approval of a time extension to allow Brandenburg to complete the work and provide all the proper closeout documentation. The only change is the time extension.

IT WAS MOVED AND SECONDED TO APPROVE ENVIRONMENTAL EXCAVATION & DISPOSAL PROJECT (REP002 [Branderburg]) CONTRACT MODIFICATION #03, TO PROVIDE FOR A CONTRACT TIME EXTENSION TO SEPTEMBER 4, 2015, WITH NO ADJUSTMENT OF THE AWARDED CONTRACT VALUE.

ROLL CALL

Ms. Dillard	Aye
Mr. Cooper	Aye
Mr. Irving	Aye
Ms. Pritchett	Aye

MOTION CARRIED.

Dan requested approval of CM #02, REP019. This contract is for “Program-Wide On Call Environmental Contractor” to physically respond and conduct environmental remediation efforts to facilitate the proper disposal of waste encountered during construction. This CM will provide a time extension to December 1, 2015.

IT WAS MOVED AND SECONDED TO APPROVE THE ON-CALL ENVIRONMENTAL RESPONSE (REP019 [IES, LLC]) CONTRACT MODIFICATION #02, TO PROVIDE FOR A CONTRACT TIME EXTENSION TO DECEMBER 1, 2015, WITH NO ADJUSTMENT OF THE AWARDED CONTRACT VALUE.

ROLL CALL

Ms. Dillard Aye
Mr. Cooper Aye
Mr. Irving Aye
Ms. Pritchett Aye

MOTION CARRIED.

Dan requested approval of CM#02 Program Wide (On Call) Environmental Consultant (Project REP018-DLZ, Inc.). This Contract Modification will provide a contract time extension to December 1, 2015.

IT WAS MOVED AND SECONDED TO APPROVE THE ENVIRONMENTAL PROGRAM WIDE (ON CALL) ENVIRONMENTAL CONSULTANT DLZ, INC. REP018 CM#02, TO PROVIDE A CONTRACT TIME EXTENSION TO DECEMBER 1, 2015 WITH NO ADJUSTMENT OF THE AWARDED CONTRACT VALUE.

ROLL CALL

Ms. Dillard Aye
Mr. Cooper Aye
Mr. Irving Aye
Ms. Pritchett Aye

MOTION CARRIED.

Dan requested approval of Contract Supplement #04 AECOM. The cost estimate for additional services is \$929,000.00. AECOM will continue its support of the GCIA-Runway 12/30 Extension Program through July 2015.

IT WAS MOVED AND SECONDED TO APPROVE AECOM – PROGRAM MANAGEMENT SERVICES CONTRACT SUPPLEMENT #4 (ONGOING CONTRACT ENVIRONMENTAL SUPPORT) FOR AN INCREASE IN THE CONTRACT VALUE IN THE AMOUNT \$929,000.00.

Dan responded to a question from Alesia regarding this item being built into the contract as a contingency? B. R. expounded saying that it was always known that there would be environmental challenges but they were not clear at the time, therefore monies were allocated until it was known. It was stressed that this was not an expansion to the budget. Additional discussion was led by B. R., Denise and Dan.

ROLL CALL

Ms. Dillard Aye
Mr. Cooper Aye
Mr. Irving Aye
Ms. Pritchett Aye

MOTION CARRIED.

► **Attorney Status Report**

Lee requested approval to enter into a settlement negotiation agreement with Cell Tower Lease Acquisition (CTLA) to relocate utilities and access roads west of the Right-of-Way. Lee provided background info relative this issue.

IT WAS MOVED AND SECONDED TO AUTHORIZE A GRANT OF EASEMENT TO AT&T AND NIPSCO TO PROVIDE TELECOMMUNICATIONS AND ELECTRICAL SERVICES RESPECTIVELY TO THE CELL TOWER EASEMENT AND AUTHORIZING A PAYMNET IN THE AMOUNT OF \$30,000.00 TO CELL TOWER LEASE ACQUISITION (CTLA) TO PROVIDED FOR THE INSTALLATION OF TELECOMMUNICATIONS AND ELECTRICAL SERVICES RESPECTIVELY TO SERVICE THE TOWER EASEMENT ALL FOR THE PURPOSE OF FULFILLING GCIAA's LEGAL OBLIGATION TO WISCONSIN CENTRAL, LTD PURSUANT TO ITS PURCHASE AND SALE AGREEMENT DATED OCTOBER 24, 2014 AND SETTLING POTENTIAL CLAIMS BY AND AGAINST CELL TOWER LEASE ACQUISITION (CTLA), AT&T INDIANA AND CROWN CASTLE.

ROLL CALL

Ms. Dillard	Aye
Mr. Cooper	Aye
Mr. Irving	Aye
Ms. Pritchett	Aye

MOTION CARRIED.

Lee stated that the Authority previously entered into a Ground Lease Agreement with Ken Pacholski to construct a hangar on site. He has since entered into financing with Centier Bank. Lee's firm (Genetos Retson & Yoon, LLP) represents Centier Bank. And since she represents the Authority there was the potential for a 'conflict of interest'. She wanted to express this to the Board and give them the opportunity to waive the 'conflict of interest' or to substitute counsel and get outside counsel.

Lee restated that there is technically a concurrent conflict when you have two clients on either side of a transaction, however, the rules of professional responsibility allow you to believe that you can provide adequate representation to both sides. And you have the ability to enter into an agreement to waive those conflicts.

IT WAS MOVED AND SECONDED TO WAIVE ANY POTENTIAL CONFLICTS OF INTEREST THAT MAY EXIST AND ARE ASSOCIATED WITH GENETOS RETSON & YOON LLP's REPRESENTATION OF THE AUTHORITY AND CENTIER BANK, AND TO RETAIN THE ABILITY TO SUBSTITUTE LEGAL COUNSEL IN THE EVENT THAT AN ACTUAL CONFLICT OF INTEREST ARISES WITH RESPECT TO THE WAIVER & CONSENT TO MORTGAGE BETWEEN THE AUTHORITY AND CENTIER BANK RELATED TO THE FINANCING OF THE CONSTURCTION OF KEN PACHOLSKI'S HANGAR.

ROLL CALL

Ms. Dillard	Aye
Mr. Cooper	Aye
Mr. Irving	Aye
Ms. Pritchett	Aye

MOTION CARRIED.

IT WAS MOVED AND SECONDED TO APPROVE THE WAIVER & CONSENT TO MORTGAGE BETWEEN GARY/CHICAGO INTERNATIONAL AIRPORT AUTHORITY AND CENTIER BANK AS IT RELATES TO THE FINANCING AND CONSTRUCTION OF KEN PACHOLSKI'S HANGAR.

ROLL CALL

Ms. Dillard	Aye
Mr. Cooper	Aye
Mr. Irving	Aye
Ms. Pritchett	Aye

MOTION CARRIED.

Lee stated that pursuant to Resolution No. 2014-7, the board authorized that certain property within the City as described in Exhibit A to the Resolution be offered for sale pursuant to IC 36-7-14-22. The Offering Sheet adopted by the Board required that proposals for the purchase of such property be submitted to the Authority no later than 9:00 a.m. today. No bids were received.

Rich Hill stated that there were additional requirements relative to Resolution 2014-7, which the Board adopted on October 27, 2014. He explained the IRS Rule, noting that it would be necessary to allocate additional proceeds, which would be viewed as the 'Issuer Equity Contribution'. He explained further.

IT WAS MOVED AND SECONDED TO APPROVE GCIAA CASH EQUITY CONTRIBUTION PAYMENT NOT TO EXCEED \$1,248,000.00 BE MADE TO U.S. BANK NATIONAL ASSOCIATION, AS TRUSTEE OF GCIAA-ADZ REVENUE BONDS, SERIES 2014. FUNDING SOURCE IS THE ADZ TIF FUND WITH THE PAYMENT AMOUNT REPRESENTING TRANSACTIONS COSTS EXCEEDING THE 2% LIMITATION AND, AUTHORIZE GCIAA BOARD OF OFFICERS TO EXECUTE THE PAYMENT REQUISITION FORM TO DIRECT THE TRUSTEE TO PAY THE TRANSACTIONS COST.

ROLL CALL

Ms. Dillard	Aye	Mr. Irving	Aye
Mr. Cooper	Aye	Ms. Pritchett	Aye

MOTION CARRIED.

FINANCIAL REPORT:

Bill presented and requested approval of the Purchase Order Approval Lists and Register of Claims for all funds dated November 24, 2014.

IT WAS MOVED AND SECONDED TO APPROVE THE PURCHASE ORDER APPROVAL LISTS AND REGISTER OF CLAIMS FOR ALL FUNDS DATED NOVEMBER 24, 2014.

ROLL CALL

Ms. Dillard	Aye
Mr. Cooper	Aye
Mr. Irving	Aye
Ms. Pritchett	Aye

MOTION CARRIED.

FYI - Bill informed the Board that the airport would receive 5.2 Million Dollars reimbursement from the AIP Grant next week.

Bill stated the current copier lease expired December 2014, therefore quotes were gathered for a new copier. He presented a copier lease agreement with Proven Business Systems for a Toshiba E Studio 5560C at a cost of \$384.00 for 60 months. This represents a cost saving of \$160.00 over the current lease. He requested approval of a lease with Proven Business Systems.

IT WAS MOVED AND SECONDED TO APPROVE A LEASE AGREEMENT WITH PROVEN BUSINESS SYSTEMS.

ROLL CALL

Ms. Dillard	Aye
Mr. Cooper	Aye
Mr. Irving	Aye
Ms. Pritchett	Aye

MOTION CARRIED.

► AvPORTS Update

Delbert stated that B.O.B. performance measurement program continued to be in force. His report highlighted the following:

- AvPorts staff meeting
- Airport Compliance – Part 139 Annual Inspection
- Student Symposium – Scheduled for Dec. 13th at the Genesis Convention Center

ADJOURNMENT:

The meeting was adjourned at 12:11 p.m.

MINUTES TRANSCRIBED BY D. SCOTT

File:REGMIN.NOVEMBER 24, 2014

Attachments:

1. AECOM report dated November 24, 2014
2. Purchase Order Approval Lists/Register of Claims dated November 24, 2014

MINUTES APPROVED BY
GARY/CHICAGO INTERNATIONAL AIRPORT AUTHORITY



James Cooper, Vice-Chairman



Alesia Pritchett, Secretary