

MINUTES
WAYNE COUNTY AIRPORT AUTHORITY
BOARD MEETING
January 28, 2010

I. Roll Call

Meeting of the Wayne County Airport Authority Board called to order at 1:35 p.m. at the Westin Hotel, Detroit Metropolitan Airport:

James Settles, Jr. – Chairperson
Charlie Williams – Vice Chairperson
Reneè Axt
Samuel Nouhan
Bernard Parker
Mary Zuckerman

Excused: James Nicholson

Also Present: See attached sign-in sheet.

II. Consent Agenda

A. Approval of Minutes from November 17, 2009 Board Meeting

The Wayne County Airport Authority Board meeting minutes from November 17, 2009 were approved.

Motion by Charlie Williams; Supported by Mary Zuckerman
Motion unanimously approved.

B. Contracts and Contract Amendments

Contracts and Contract Amendments were approved.

Motion by Charlie Williams; Supported by Mary Zuckerman
Motion unanimously approved.

1. Interstate Sealant & Concrete, Inc. (Joint & Crack Sealing Services for Airfield Pavement at Detroit Metropolitan and Willow Run Airports)

Resolution to approve a contract with **Interstate Sealant & Concrete, Inc.**, to provide joint and crack sealing services for

airfield pavement at Detroit Metropolitan and Willow Run Airports. The term of the contract is a maximum of three (3) years commencing upon Notice of Award; initial one (1) year term, with two (2) one-year renewal options exercisable by the CEO, subject to vendor's satisfactory performance and availability of budgeted funds. The cost of the contract is not to exceed \$3,448,000.00. The contract was competitively solicited; contract deemed lowest responsive proposal from a responsible proposer.

[Approved Resolution No. 10 – 01]

2. Branch Tree Service, Inc. (Tree Removal Services)

Resolution to approve a contract with **Branch Tree Service, Inc.**, to provide tree removal and related services at Detroit Metropolitan and Willow Run Airports, and additional properties surrounding the airports. The term of the contract is a maximum of four (4) years commencing upon Notice of Award; initial two (2) year term with one (1) two-year renewal option exercisable by the CEO, subject to vendor's satisfactory performance and availability of budgeted funds. The cost of the contract is not to exceed \$400,000.00. The contract was competitively solicited; contract deemed lowest responsive bid from a responsible bidder.

[Approved Resolution No. 10 – 02]

3. Industrial Door & Weatherstrip Company, Inc. (Overhead Door Maintenance at Detroit Metropolitan and Willow Run Airports)

Resolution to approve a contract with **Industrial Door & Weatherstrip Company, Inc.**, to provide preventative and corrective maintenance for overhead doors at Detroit Metropolitan and Willow Run Airports. The term of the contract is a maximum of five (5) years commencing upon Notice of Award; initial three (3) year term, with a two (2) year renewal option exercisable by the CEO, subject to vendor's satisfactory performance and availability of budgeted funds. The cost of the contract is not to exceed \$362,000.00. The contract was competitively solicited; contract deemed lowest responsive bid from a responsible bidder.

[Approved Resolution No. 10 – 03]

4. Physio-Control Corporation (Life Pak Defibrillators)

Resolution to approve a single source exception to the competitive solicitation process, and to approve the procurement of two (2) new

Life Pak Defibrillator units from **Physio-Control Corporation**. The cost of the one-time procurement is \$49,003.27.

[Approved Resolution No. 10 – 04]

5. Office Depot (Cooperative Purchasing Agreement for Office Supplies)

Resolution to approve an amendment to the contract with **Office Depot**, to extend the contract and add funding to allow for the continued purchase of office supplies on an Authority-wide basis, through a cooperative purchasing agreement with the U.S. Communities Government Purchasing Alliance and the Airport Authority. The proposed amended term will commence January 2, 2010 and terminate January 1, 2011, with a one (1) year renewal option exercisable by the CEO, subject to the U.S. Communities extension of the contract, the availability of budgeted funds and the vendor's satisfactory performance. The cost of the amendment is not to exceed \$260,000.00 (approximately \$130,000.00/year); for total contract costs not to exceed \$860,000.00.

[Approved Resolution No. 10 – 05]

6. Dell Marketing Corporation (Cooperative Purchasing Agreement for Computer Hardware and Software)

Resolution to approve an amendment to the contract with **Dell Marketing Corporation**, to add funding to allow for the continued purchase of as-needed computer hardware and software to support the technology requirements of the Airport Authority, through a cooperative purchasing agreement between the Airport Authority and the Midwestern Higher Education Compact (MHEC). The cost of the proposed amendment is not to exceed \$700,000.00; for total contract costs not to exceed \$750,000.00.

[Approved Resolution No. 10 – 06]

7. Law Offices of Barry L. Howard (Legal Services)

Resolution to approve an amendment to add funding to the Independent Counsel legal services contract with the **Law Offices of Barry L. Howard**. The cost of the proposed amendment is not to exceed \$35,000.00; for total contract costs not to exceed \$60,000.00.

[Approved Resolution No. 10 – 07]

8. **Continental Airlines, Inc. (Airport Use and Lease Agreement)**

Resolution to approve an Airport Use and Lease Agreement with **Continental Airlines, Inc.**, in connection with the airline's move from the McNamara Terminal to the North Terminal at Detroit Metropolitan Airport. The term of the agreement will commence on the date that Continental Airlines begins operations in the North Terminal (on or around March 15, 2010) and will terminate on September 30, 2032. The total leased space will be 10,672 square feet for annual revenue of \$811,072.00.

[Approved Resolution No. 10 – 08]

9. **American Airlines, Inc. (New Lease Agreement for Air Freight Building No. 610)**

This item is *removed* from the Agenda.

10. **Federal Aviation Administration (FAA) (Grant Agreement for Airport Improvement Project – Ground Run-Up Enclosure Facility at Detroit Metropolitan Airport)**

Resolution to approve and execute any **Federal Aviation Administration (FAA)** Grant Agreement issued in response to the Airport Authority's pre-application for a grant in the amount of \$8,131,877.00 for the pre-design, environmental processing, design and construction associated with a Ground Run-Up Enclosure Facility at Detroit Metropolitan Airport. The maximum federal share of the eligible costs incurred for this project is eighty (80%) percent.

[Approved Resolution No. 10 – 09]

11. **Federal Aviation Administration (FAA) (Grant Agreement for Airport Improvement Project – Reconstruct a Portion of Runway 9L/27R and Install Airfield Signs and Pavement Markings near Runway 4L/22R at Detroit Metropolitan Airport)**

Resolution to approve and execute any **Federal Aviation Administration (FAA)** Grant Agreement issued in response to the Airport Authority's pre-application for a grant in the amount of \$5,747,503.00 for the reconstruction of Runway 9L/27R and the installation of airfield signs and pavement markings near Runway

4L/22R at Detroit Metropolitan Airport. The maximum federal share of the eligible costs incurred for this project is seventy-five (75%) percent.

[Approved Resolution No. 10 – 10]

12. Federal Aviation Administration (FAA) (Grant Agreement for Airport Improvement Project – Design for the Reconstruction of Runway 5R/23L at Willow Run Airport)

Resolution to approve and execute any **Federal Aviation Administration (FAA)** Grant Agreement issued in response to the Airport Authority's pre-application for a grant in the amount of \$2,375,000.00 for the design (engineering and related services) required for the reconstruction of Runway 5R/23L at Willow Run Airport. The maximum federal share of the eligible costs incurred for this project is ninety-five (95%) percent.

[Approved Resolution No. 10 – 11]

13. Federal Aviation Administration (FAA) (Grant Agreement for Airport Improvement Project – Taxiway "D" Electrical System Improvements at Willow Run Airport)

Resolution to approve and execute any **Federal Aviation Administration (FAA)** Grant Agreement issued in response to the Airport Authority's pre-application for a grant in the amount of \$262,000.00 for Taxiway "D" electrical system improvements at Willow Run Airport. The maximum federal share of the eligible costs incurred for this project is ninety-five (95%) percent.

[Approved Resolution No. 10 – 12]

III. Report from Chief Financial Officer

Thomas Naughton, Executive Vice President and Chief Financial Officer, reviewed the Airport Authority's Fiscal Year 2009 Final Management Report, the December 2010 Passenger Traffic Report and the Management Report for Two Months Ended November 30, 2009.

David DiMaria, Director for Willow Run Airport, responded to Mary Zuckerman's question regarding the increased landed weights at Willow Run Airport.

IV. Old Business

A. Herman Miller, Inc. (Cooperative Purchase Agreement for Office Furniture)

Resolution to approve an amendment to the contract with **Herman Miller, Inc.**, to allow for the continued use of a cooperative purchase agreement with the U.S. Communities Government Purchasing Alliance, to purchase office furniture from Herman Miller for existing Airport Authority facilities at Detroit Metropolitan Airport. The cost of the proposed amendment is not to exceed \$300,000.00; for total contract costs not to exceed \$1,070,000.00.

At the request of Reneè Axt, Jon Hypnar - Senior Vice President of Planning, Facilities and Maintenance, provided additional information to support the request to purchase additional office furniture.

Motion by Samuel Nouhan; Supported by Charlie Williams
Motion unanimously approved.

[Approved Resolution No. 10 – 13]

V. New Business

A. Proposed Revisions to WCAA Ethics Ordinance

Bernard Parker, Chairman of the Airport Authority's Ethics Committee, reported that some Board members have asked for additional time to address the proposed changes to the WCAA Ethics Ordinance that were provided to the Board members in December. Mr. Parker requested to pass on the discussion of the revised Ethics Ordinance until the next Board meeting.

Samuel Nouhan suggested proceeding with the discussion of the Ethics Ordinance at today's Board meeting since outside counsel, who worked on the proposed changes, was in attendance. James Settles reported that Board member James Nicholson, who was unable to attend today's meeting, also has some questions and recommended postponing the discussion of the Ethics Ordinance until the next Board meeting.

Charlie Williams moved to pass on the discussion of the Ethics Ordinance proposed changes until the next Board meeting.

Motion by Charlie Williams; Supported by Mary Zuckerman
Motion unanimously approved.

B. Detroit Region Aerotropolis Development Corporation (Marketing Agreement)

Resolution to approve a Marketing Agreement with the **Detroit Region Aerotropolis Development Corporation** (the "Aerotropolis Corporation"), under which the Airport Authority is agreeing to pay up to \$150,000.00 annually toward the Aerotropolis Corporation's marketing budget.

Emily Neuberger, Senior Vice President & General Counsel, and Lester Robinson provided additional information pertaining to the Aerotropolis Marketing Agreement and responded to the Board members' questions regarding the term of the commitment, marketing plan, permissible marketing activities and the CEO's authority to appoint the Airport Authority's two members to the Executive Board of the Aerotropolis.

Motion by Mary Zuckerman; Supported by Reneè Axt
Ayes: Axt, Nouhan, Settles, William, Zuckerman
Nay: Parker
Motion approved.

[Approved Resolution No. 10 – 14]

C. Hotel Investors of Michigan, Inc. (Hotel Management and Operating Agreement for the Westin Hotel)

Resolution to approve an amendment to the Hotel Management and Operating Agreement for the Westin Hotel with **Hotel Investors of Michigan, Inc.**, to reflect a reduction in fixed centralized service and management fees for years 2010 – 2012, for a total fee reduction in the amount of \$7,819,015.00. The proposed amendment will be effective January 1, 2010.

Terry Teifer, Vice President – Treasury, provided additional information in regard to the management fee structure.

Motion by Charlie Williams; Supported by Reneè Axt
Motion unanimously approved.

[Approved Resolution No. 10 – 15]

D. Delegation of Authority to the Chief Executive Officer (Lease with Pinnacle Airlines, Inc.)

Resolution to authorize **Delegation of Authority to the Chief Executive Officer**, to approve and execute a lease with Pinnacle Airlines, Inc., for Hangar Building No. 530, and certain other related facilities and premises at Detroit Metropolitan Airport.

Jack Vogel, Senior Vice President of Business Development, and Lester Robinson responded to Bernard Parker's questions in regard to the amount and term of the lease. Jack Vogel clarified that Building No. 530 is the facility that was returned to the Airport Authority by General Motors after General Motors filed bankruptcy, and confirmed that General Motors has no current interest in or further involvement with the facility.

Motion by Charlie Williams; Supported by Reneè Axt
Motion unanimously approved.

[Approved Resolution No. 10 – 16]

VI. Report from Chief Executive Officer

A. CEO Monthly Report – pursuant to WCAA Procurement and Contracting Ordinance, Section 7.J

B. WCAA 2009 Accomplishments

Lester Robinson reviewed the highlights of the Airport Authority's 2009 Accomplishments Report.

Lester Robinson informed the Board members about the Airport Authority's charitable effort to offer assistance to the people of Haiti who have suffered from the recent earthquake and invited the Board to participate in this effort also.

Mr. Robinson provided a report on the events that occurred at the Airport on December 25 and 27, 2009, and commended the Airport Authority's first responders, i.e., Public Safety, Security, Fire, Police, Operations and Public Affairs Departments, for their professionalism and due diligence. Lester Robinson informed the Board members that on the day of each event he had notified both the Airport Authority's Chairman and Vice Chairman of the incidents and kept them informed as the incidents unfolded. Mr. Robinson also stated that Wayne County Executive Robert Ficano was also informed of the incidents as they progressed and his participation with regard to the updates to the media was invaluable and appreciated.

Bernard Parker commented that he was contacted by the media while out of town on December 25 and was unaware of the incident that occurred at Detroit Metropolitan Airport and requested that, in the future, all of the Board members should be informed immediately of emergency situations and Board members Axt, Nouhan and Williams concurred.

In regard to the December 25 and 27 incidents, Mary Zuckerman remarked that the Airport Authority staff and Delta Air Lines did a great job in a difficult circumstance and represented Detroit Metropolitan Airport very well.

VII. Audit Committee Report – December 7, 2009 Audit Committee Meeting, Samuel Nouhan, Chairman

Mr. Nouhan provided a summary of the December 7, 2009 Audit Committee meeting.

VIII. Chairman's Comments

James Settles commended the Airport Authority staff for an outstanding job handling the incidents that occurred at Detroit Metropolitan Airport on December 25 and 27, 2009.

Mr. Settles also thanked the Airport Authority Staff for their assistance and hard work during his tenure as Board Chairman.

IX. Public Comment

James Settles opened the floor for Public Comment at 2:45 p.m. No public comment was received. Public Comment closed at 2:45 p.m.

X. Closed Session

James Settles reported a Closed Session is necessary with the Airport Authority's Counsel.

Lester Robinson clarified, for the record, that the Closed Session is required to discuss a labor matter.

Motion by Mary Zuckerman; Supported by Reneè Axt
Motion unanimously approved.

Roll Call taken for Closed Session at 2:50 p.m.

Board meeting recalled to order at 4:05 p.m. and Roll Call was taken.

XI. Election of Wayne County Airport Authority Board Officers

James Settles opened the floor for nominations for the Election of Wayne County Airport Authority Board Officers.

Bernard Parker nominated Charlie Williams as Chairperson of the Wayne County Airport Authority Board and he accepted.

Motion by Bernard Parker; Supported by Samuel Nouhan
Motion unanimously approved.

[Approved Resolution No. 10 – 17A]

Charlie Williams nominated Reneè Axt as Vice Chairperson of the Wayne County Airport Authority Board and she accepted.

Motion by Bernard Parker; Supported by Mary Zuckerman
Motion unanimously approved.

[Approved Resolution No. 10 – 17B]

Bernard Parker nominated Mary Zuckerman as Secretary of the Wayne County Airport Authority Board and she accepted.

Motion by Bernard Parker; Supported by Charlie Williams
Motion unanimously approved.

[Approved Resolution No. 10 – 17C]

XII. Next meeting of the Wayne County Airport Authority Board is March 25, 2010. Location to be confirmed.

In regard to the 2010 Wayne County Airport Authority Board meeting schedule, Bernard Parker asked the Board to consider holding meetings a different day of the week, other than Thursdays, due to conflicts with his Commissioner duties. Mr. Settles referred Bernard Parker's request to the new Chairperson Charlie Williams to coordinate the schedule with the Airport Authority staff and respond.

XIII. Adjourn

Meeting adjourned at 4:12 p.m.

Motion by Charlie Williams; Supported by Mary Zuckerman
Motion unanimously approved.

ATTENDANCE RECORD

Meeting of: Wayne County Airport Authority Board Meeting

Date/Time: Thursday, January 28, 2010 - 1:30 PM

Place of Meeting: The Westin - Detroit Metropolitan Airport

NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Cindy Singer	LC Smith - Mezz	WCAA	Manager - Authority Affairs	(734) 942-1519
Soni Mehall	LC Smith - Mezz	WCAA	Admin Asst - Authority Affairs	(734) 247-7370
MARC KEMPER	LC Smith - Mezz	DELTA	REGIONAL DIR	612 727-6596
WENDY SUTTON	LC Smith - Mezz	WCAA	LOCAL STAFF	734 247-1233
WAA MacFlack	LC Smith - Mezz	WCAA	Bus DEV	734 247-7322
Clayton Thorne	21031 RYAN RD Warren	BAC Loan /	BA,	810-5232121
WILLIAM GREEN	1358 ABBOTT DETROIT MI	IREWILCO 158	BUS. REP	734 716 0601
Ken Symonski	LC Smith - Mezz	WCAA	Dep. Dir. Operations	734 942-3745
LYNN BAUMENBERG	WCAA			
GREG HATCHER	WCAA	WCAA	Dir CONCESSIONS	734 942-3663

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Russ Adams	AIRPORT	Travelers Aid	Volunteer	734-489-8257
Phil Agee	WCA Southfield, MI	WCA	Sr. Mgr - AD	813-380-6610
Genelle Allen	WCA	WCA	Executive VP	
John Philbrook	WCA	WCA	Power Plant Executive	7-7146
Emily Newberger	WCA	WCA	General Counsel	734-942-3825
Barbara Bowman	Bodman LLP Ford Detroit, MI	WCA	Counsel	313 393 7548
Harold House	WCA	WCA	Sr. Mgr. BJS	313 247 3119
W. Adams	wor@sbcglobal.net		Traveler Chickens	313-8193012
Chimene Anderson	American Cancer Society	ACS	Corp Relations	248 663 3472

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Donna Colley-Andrews	WCAA Proc	WCAA	ST Proc Prog Mgr	734 955-8772
Dianne Ullrich	WCAA -	WCAA	Airfield	
MATHEW LEE		URS	IT MGR	777-705 6738
Julia Bowler	220 Bagley St Plymouth MI 48126	ISG	MGA.	313-285-8387
FRAN WOOD	FRAME AIRPORT	TRAVELERS AID	Volunteer SUPERVISOR	313 414-6456
BOB NELESEN		UR	PROJECT MANAGER	248-417-5837
LIM KEOUGH		MFS	VP/GM	734 403 2309
DEAN TRENKLE		Delta		
PETER KATHARAKIS	WCAA - SMITH BLDG	WCAA	B.Z. DU COORD.	734-247-7028
L. Foster	WCAA	WCAA	Asst. Controller	734-955-8771

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Shay Tengler	18450 universal	ENVISION	President	734-405-2000
Joe Cambria	WCAA	WCAA	Air Service Del	
WAYNE SIMONOFF	WCAA	WCAA	PLANNING	
Glenn O'Suel	osueh4@aol.com	L-741	Stand	
Dina Reed	Dina.reed@wcaa.us	WCAA	Director, FP&A	955-5706
Mary Jaska	wcaa	WCAA	Controller	734 247-7625
Shelia Anderson	wcaa	WCAA	Dir. Procurement	7-7152
Afuma	wcaa	wcaa	Dir	
David DiMarin	wcaa	wcaa	Dir	
Mark Hurray	NTR	HNTB	Const. Poast	313-304-6110

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Spencer D. Shobe	WCAA	WCAA - HR	Director - HR	247-7111
Ali D. B	WCAA	WCAA Facilities	Director	942-3676
K. Fitzgerald	WCAA	Facilities Mgmt	Asst. Dir. Dir	247-7276
Mark Erby	WCAA	WCAA	DD Landside	
Lori Ballard	"	"	Dept Mgr	7-7811
Arun Gulati	WCAA	WCAA TS	VP - TS	7-7379
Larry Arena	Siemens 45470 Commerce Plymouth, MI 48170		Asst Exec	734 503-6457
Sean R. Rex	WCAA - EM D		D. EM D	8-8870
Steve Ott	Recliff, MI 48223 500 Griswold, Suite 2000	Romans Brinchenhoff	Planner	903-3915
Dennis Marini	WCAA	WCAA	Asst. General Counsel	734-247-7333

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Bill Roggach		MSAD & HUNT, INC	PROJECT MANAGER	517-643-4080
John Ramondo		Roncelli	Dir	810-217-5658
Dennis Bishop		Roncelli	V.P.	
Scott Roberts		WCAA		734 942-3773
Connie Slack		WCAA	Treasury Manager	734-247-7909
Janet Baxter		WCAA	Sec Dir	7349423747
Scott Winner		WCAA	Pub Aff MGR	734 955-3745
Michael Conway		WCAA		734 9423558
Sally Casnell		WCAA	Fin	734 942-3602
Steve Albright		WCAA	TS	7342477380

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Stefan Selman	WCAA	WCAA	Steward Advt	77385
Christina Nally	WCAA	WCAA	Sd. Mgr	77288
TOM MCCARTHY	WCAA	WCAA/NTP	DEP DIRECTOR	58882
Lynnda Kelly	WCAA	WCAA		
Gale LaLoche	WCAA	WCAA	V P of HR	724 9428 5728
PETER GARGUICO	WCAA	WCAA	Strategy Mgt	55705
Michelle Pawecki	WCAA	WCAA	NURSE MNGR	921523
ERIC MURPHY	333 Albert St. Ste 333 E. Lansing, MI 48823	HNTB	PROJECT MANAGER	517.333.3330
Gulika Munket	WCAA	WCAA	Mktg Mgr	7349553893
MATT MCCORMACK	WCAA	WCAA	Dir. Capital	