

BOARD OF DIRECTORS MEETING

Minutes of September 21, 2016

The regular meeting of the Board of Directors was held in the first floor Conference Rooms 1A, 1B and 1C at 1 Aviation Circle. The Chairman called the meeting to order at 9:30 a.m. Sixteen Directors were present during the meeting:

William Shaw McDermott, Chairman	Barbara Lang
Warner H. Session, Vice Chairman	Caren Merrick
Earl Adams, Jr.	A. Bradley Mims
C. Charles Caputo	Thorn Pozen
Michael A. Curto	William E. Sudow
Bruce A. Gates	T. Walter Tejada
Anthony H. Griffin	Nina Mitchell Wells
Katherine K. Hanley	Joslyn N. Williams

The Secretary and Executive Management were present:

John E. Potter, President and Chief Executive Officer
Margaret E. McKeough, Executive Vice President and Chief
Operating Officer

I. MINUTES OF THE JULY 20, 2016 BOARD OF DIRECTORS MEETING

The Chairman called for the approval of the Minutes of the July 20, 2016 Board of Directors Meeting, which were unanimously adopted.



II. COMMITTEE REPORTS

a. Business Administration Committee – Caren Merrick, Co-Chair

Ms. Merrick reported that the Business Administration Committee had met that morning. The Committee had concurred with the pre-solicitation terms for the Airport guest information assistance services contracts at both Airports. Staff had also presented the Quarterly Acquisition Report.

Ms. Merrick also reported that the Committee had also approved the following staff recommendations: award of a contract for baggage handling operation and maintenance services at Washington Dulles International Airport (Dulles International); award of contracts to supply bulk sodium chloride for the Dulles Toll Road and Dulles International; award for a sole-source contract for sanitary sewer treatment services for Ronald Reagan Washington National Airport (Reagan National); award of a sole-source contract for potable water service at Reagan National; reconsideration of an agreement for the Metropolitan Washington Airports Authority (Airports Authority) to reimburse Delta Air Lines for hangar tenant improvements at Reagan National; an agreement for the Airports Authority to reimburse American Airlines for hangar tenant improvements for an enabling project for construction of the New North Concourse at Reagan National; and award of contracts to provide and implement Software-as-a-Service for Human Capital Management and Financial System.

Ms. Merrick stated that she would offer these resolutions later in the day's meeting.

b. Dulles Corridor Committee – Brad Mims, Co-Chair

Mr. Mims reported that the Dulles Corridor Committee had last met July 20. Staff had presented the Dulles Corridor Metrorail Project monthly costs and schedule update for Phase 2 as of May 31. Capital Rail Constructors had presented its quarterly update for Phase 2, Package A of the Dulles Corridor Metrorail Project.

c. Finance Committee – Michael A. Curto, Co-Chair

Mr. Curto reported that the Finance Committee had last met July 20. Staff had presented the financial advisors' reports and the monthly financial reports for both enterprises.

d. Risk Management Committee – Barbara Lang, Co-Chair

Ms. Lang reported that the Risk Management Committee had last met July 20. The staff had made a presentation on audit reporting and had reviewed an audit on the Multi-User Flight Information Display Systems, known as MUFIDS. The Committee had also met in executive session to further discuss the MUFIDS audit and to receive information regarding new litigation and the Airports' security update. Ms. Lang stated that the Committee was permitted to discuss these items in executive session as stated in the Airports Authority Bylaws for the following provisions: matters that the professional standards applicable to financial statement auditors when conducting a financial statement audit, required to be discussed in executive session, and for matters that involve proprietary or confidential information of vendors or of the Airports Authority; consultation with the Airports Authority legal counsel and staff pertaining to potential litigation or compliance with statutory, judicial, or other legal requirements, or other legal matters, and discussions of such matters by the Board; and discussion of security plans and other law enforcement measures for the protection of the public from terrorism and aircraft hijacking.

e. Strategic Development Committee – Nina Mitchell Wells, Co-Chair

Ms. Wells reported that the Strategic Development Committee had met that morning. The Committee had approved the staff recommendations to approve an amendment to the Airport Land Use Plan for Dulles International and to select three firms for the provision of task order construction management support services for professional engineering services.

Ms. Wells stated that she would offer a resolution on the award for the task order contracts later in the day's meeting.

III. INFORMATION ITEMS

a. President's Report

Mr. Potter offered a special note of thanks to Director Caputo, who was attending his last Board Meeting as a Member of the Airports Authority's Board. He stated that Director Caputo has been a very active Board Member who could be counted on regularly to admirably represent the Board at Airports Authority-related events. Mr. Potter noted that Director Caputo had provided an invaluable perspective and leadership during his term as a Board Member representing the Commonwealth of Virginia. He stated that he would miss his good counsel, friendship, and guidance and wished him and his family all the best. Director Caputo received a round of applause.

Mr. Potter offered congratulations to Director Mims for his recent appointment as Interim President and Chief Executive Officer of the Conference of Minority Transportation Officials (COMTO), which is an important organization that works to assure opportunities for minority businesses and communities in the nation's transportation sector, including the aviation industry. He stated that Director Mims is extremely well suited for the position, and he wished him success, and offered the Airports Authority's assistance.

Mr. Potter introduced and welcomed Wande Diakite, the Airports Authority's new Deputy Vice President for Supplier Diversity. He noted that Ms. Diakite was previously employed with Kaiser Permanente, where she led supplier diversity initiatives for the Mid-Atlantic region. Mr. Potter stated that Ms. Diakite brings valuable experience in implementing systems to improve and streamline sourcing and contracting, establishing metrics and measurements for outreach, and other key aspects of the supplier diversity process.

Director Mims and Ms. Diakite received a round of applause.

Mr. Potter stated that several Board Members, including Director Pozen, expressed interest in a session to discuss the history of the Airports Authority's outreach efforts, as well as ideas on how to advance the efforts to the next level under Ms. Diakite's leadership.

Mr. Potter reported that the Airports Authority is moving forward on several fronts to enhance the passengers' travel experience. One of the major projects included a long-term plan to add a new commuter

concourse to the terminal at Reagan National. Mr. Potter stated that the project will convert 14 outdoor boarding positions for smaller airplanes to jet way gates, thereby eliminating the need for buses to transport passengers from outside when arriving at Gate 35X. While completing this new concourse is some years away, the first step is to accommodate the construction needs. Mr. Potter reported that the new commuter concourse will be constructed where the Corporate Office Building (COB) is currently located. He further reported that the Airports Authority has secured new office space in a building called Two Potomac Yard at 2733 Crystal Drive in Crystal City, which is across the 233 bridge from the Reagan National campus. Mr. Potter stated that Airports Authority staff located at COB is looking forward to moving to the new offices in March 2017, where future Board meetings will also be held.

Mr. Potter thanked and congratulated the Airports' team, including the offices of human resources, engineering, and general counsel, as well as the real estate group, and the Reagan National operation team. The team spent many months locating a suitable building, negotiating a lease, and working with architects and others to design the space and address parking needs. Mr. Potter stated that he will keep the Board apprised of future office relocation progress.

Mr. Potter reported that the Airports Authority is celebrating Hispanic Heritage Month from mid-September through mid-October, as evidenced by the banner and balloons in the COB lobby and the lively Latin musical performances and events at Reagan National and Dulles International. He noted that several of the airlines and concessionaires have joined the Airports Authority for the celebrations, which are receiving very positive reviews from the passengers. Mr. Potter thanked the Airports' teams for their efforts with the Hispanic Heritage celebrations.

Mr. Potter also reported that Dulles International has hosted visits by state and regional officials, including Virginia's new Secretary of Commerce, Todd Haymore, as well as Governor McAuliffe, in the past few weeks. In addition to highlighting the importance of tourism, Governor McAuliffe also spoke about the \$50 million the Virginia legislature approved this year to help to improve the competitive position of Dulles International and to support the vital economic role that the Airport plays in Virginia and across the region. Mr. Potter reported that the Airports Authority appreciated its growing and productive partnerships with Virginia tourism officials, as well as the relationships with tourism

organizations across the region, such as Destination DC and others in the District Government.

Mr. Potter reported that the most popular and highly-visible annual Dulles Day Festival and Plane Pull was held the prior weekend. He noted that the event has grown over the years from small fund-raising activities for the Special Olympics in Virginia hosted by the Airports Authority public safety staff into a major celebration that also highlights the many destinations around the world that Dulles International serves and the important role that the Airport plays in the community. Mr. Potter reported that more than 12,000 people from across the region had attended the September 17 plane pull filled with a great day of family fun, including 5K and 10K races along a runway, exhibits of vintage cars and aircraft, tours of the Airport, demonstrations by the public safety teams, music, and food. He further reported that this year's event, which also showcased Dulles International in a very positive way with excellent media coverage, raised over \$325,000, a new record for Special Olympics in Virginia. He thanked the many Airports Authority employees and other volunteers who helped with the Dulles Day festivities. He also thanked FedEx and United Airlines (United) for donating the planes to accommodate the increased demand, as well as the other sponsors, such as the Committee for Dulles and the Washington Airports Task Force.

b. Executive Vice President's Report

Ms. McKeough reviewed the summer passenger traffic statistics at Reagan National and Dulles International. Ms. McKeough reported that for the most part, positive growth occurred at both Airports over the summer. The only exception was Reagan National in July which was impacted by a number of flight cancellations caused by summer thunderstorms. At Dulles International, positive growth occurred in both domestic and international flights in June and July. Compared to the prior year, passenger traffic at Reagan National had increased approximately 3 percent. At Dulles International, passenger traffic remained consistent with the prior year. Ms. McKeough observed that the summer boost and the travel season had contributed tremendously to sustain the consistent growth at Dulles International.

Ms. McKeough stated that she was encouraged that the growth at Dulles International would continue in the upcoming fall and winter seasons. She noted that the number of seats that the airlines have introduced into the Dulles International market for the fall and winter seasons

represented an increase in scheduled domestic and international seats of 8 and 3 percent, respectively. Ms. McKeough stated that the increased activity was significant in light of the fact that the latter part of the year is traditionally a season when the airlines usually reduce their capacity within the systems to right-size to demand during September and October.

Ms. McKeough reported that Air Royal Maroc began service earlier in the month from Dulles International to Casablanca a couple days per week, which will help to boost the forecast for international passenger traffic.

Ms. McKeough also reported that passenger traffic activity for 2016 is currently anticipated to be slightly higher than forecasted based on the projected passenger activity at Reagan National. At Dulles International, projected passenger activity is nearly consistent with the 1-percent forecasted increase.

Mr. Sudow inquired as to whether the Airports Authority had anticipated an increase in the 2016 projected enplanements. Ms. McKeough responded that a 2-percent growth rate had been forecasted for Reagan National, but that she expected it would be slightly higher. At Dulles International, an increase of less than 1 percent was forecasted.

Mr. Sudow recalled that the air traffic statistics revealed a decline in American Airlines' (American) activity at Reagan National and inquired about potential concern. Ms. McKeough stated that American had been the airline most impacted due to weather-related occurrences that contributed to a decrease in passenger activity at Reagan National [in June].

Mr. Sudow inquired about anticipated flights [from Dulles International] to Beijing and Shanghai over the next six to twelve months. Ms. McKeough responded that there are no nonstop flights between Dulles International to Shanghai. However, United and Air China offer nonstop flights from Dulles International to Beijing. With regard to nonstop flights to Shanghai, Ms. McKeough stated that staff continues to pursue marketing opportunities.

Director Mims thanked Ms. McKeough for her participation in a COMTO-sponsored event the prior week. He stated that the U.S. Secretary of Transportation and others had also participated, and that the Airports Authority was well-represented by Ms. McKeough.

Chairman McDermott recalled that while he had congratulated Director Mims on his recent accession to the COMTO leadership position, he wanted to take an opportunity to congratulate him directly once again.

IV. NEW BUSINESS

a. Recommendation to Award a Contract for Baggage Handling Operation and Maintenance Services at Washington Dulles International Airport

Ms. Merrick moved the adoption of the following resolution, which was unanimously approved:

WHEREAS, In September 2015, staff presented a pre-solicitation paper to the Business Administration Committee regarding the provision of baggage handling operation and maintenance services at Washington Dulles International Airport (Dulles International);

WHEREAS, The Business Administration Committee concurred in the issuance of a Request for Proposals for these services at its September 2015 meeting; and

WHEREAS, On September 21, 2016, the Business Administration Committee received the results of the competitive procurement process, including the evaluation of the firms that responded to the Request for Proposals, and recommended that the Board of Directors approve the selection of John Bean Technologies Corporation; now, therefore, be it

RESOLVED, That the selection of John Bean Technologies Corporation to provide baggage handling operation and maintenance services at Dulles International for a term of three years, with three one-year options, at an estimated total cost of \$24,569,820, is approved; and

2. That the President and Chief Executive Officer is authorized and directed to enter into a contract with John Bean Technologies Corporation consistent with the terms presented to the Business Administration Committee at its September 21, 2016 meeting.

The final resolution filed in the Board of Directors Office includes a copy of the staff recommendation paper.

b. Recommendation to Award Contracts to Supply Bulk Sodium Chloride for the Dulles Toll Road and Washington Dulles International Airport

Ms. Merrick moved the adoption of the following resolution, which was unanimously approved:

WHEREAS, In April 2016, staff presented a pre-solicitation paper to the Business Administration Committee regarding purchase of the supply of sodium chloride for the Dulles Toll Road (DTR) and Washington Dulles International Airport (Dulles International);

WHEREAS, The Business Administration Committee concurred in the issuance of an Invitation for Bids for the supply of sodium chloride for the DTR and Dulles International at its April 2016 meeting; and

WHEREAS, On September 21, 2016, the Business Administration Committee received the results of the bids received in response to the solicitation process, and recommended that the Board of Directors approve the selection of Eastern Salt Company, Inc.; now, therefore, be it

RESOLVED, That the selection of Eastern Salt Company, Inc. to supply sodium chloride for the DTR and Dulles International for a term of three years, with two one-year options, at an estimated total cost of \$3,364,000, including \$1,850,200 for the DTR and \$1,513,800 for Dulles International, is approved; and

2. That the President and Chief Executive Officer is authorized and directed to enter into two separate contracts, one for the DTR and one for Dulles International, with Eastern Salt Company, Inc., consistent with the terms presented to the Business Administration Committee at its September 21, 2016 meeting.

The final resolution filed in the Board of Directors Office includes a copy of the staff recommendation paper.

c. Recommendation to Award a Sole Source Contract for Sanitary Sewer Treatment Service for Ronald Reagan Washington National Airport

Mr. Sudow stated that he represented Arlington County in a matter, and that he would recuse himself from participating in the vote for the agenda item. He stepped away from the table.

Ms. Merrick thereupon moved the adoption of the following resolution, which was unanimously approved by 15 Directors (at the table):

WHEREAS, Approximately 425,000 gallons of sanitary sewage is generated per day at Ronald Reagan Washington National Airport (Reagan National);

WHEREAS, The sanitary sewage is currently pumped from three Reagan National pumping stations to the Arlington County Department of Environmental Services (Arlington County DES) treatment facility through one 16-inch force main pipeline, which is the only available pipeline leaving the Airport site with the existing infrastructure able to deliver the sanitary sewer flowrate to an authorized treatment facility;

WHEREAS, The current sole source contract with Arlington County DES expires on September 30, 2106;

WHEREAS, The proposed contract with Arlington County DES will provide sanitary sewer treatment service for Reagan National for a six-year term at an estimated rate of \$10 per 1,000 gallons with a total estimated contract value of approximately \$9.4 million;

WHEREAS, This sole source contract is permitted, with proper justification, under the Airports Authority Contracting Manual, Section 1.4.1 (3)(d) Utility Services and Supplies; and

WHEREAS, In accordance with Section 2.9.3 of the Airports Authority Contracting Manual, the public notice advising of the intent to award a sole source contract to the Arlington

County Department of Environmental Services was posted on the Airports Authority's website and no firm offered a statement of capabilities for the provision of sanitary sewer treatment service for Reagan National; now, therefore, be it

RESOLVED, That the President and Chief Executive Officer is authorized to enter into a sole source contract with Arlington County DES for the provision of sanitary sewer treatment service for Reagan National, consistent with the terms presented to the Business Administration Committee at its September 21, 2016 meeting.

The final resolution filed in the Board of Directors Office includes a copy of the staff recommendation paper.

d. Recommendation to Award a Sole Source Contract for Potable Water Service at Ronald Reagan Washington National Airport

Ms. Merrick moved the adoption of the following resolution, which was unanimously approved by all 16 Directors present:

WHEREAS, Ronald Reagan Washington National Airport (Reagan National) consumes approximately 500,000 gallons of potable water per day;

WHEREAS, The potable water for Reagan National is currently supplied by the District of Columbia Water and Sewer Authority (DC Water) under a sole source contract which expires on September 30, 2016;

WHEREAS, The Reagan National site is served by two independent retail potable water lines, one supplied by DC Water and a smaller backup line supplied by the Arlington County Department of Environmental Services (Arlington County DES);

WHEREAS, The Arlington County DES line was connected to the Reagan National potable water system in July 2009 to provide backup potable water service on an "as needed" basis;

WHEREAS, Since the Arlington County DES line does not have the capacity to meet Reagan National's potable water

requirements, DC Water is the only available source with the existing infrastructure to meet the water requirements of Reagan National;

WHEREAS, The proposed contract with DC Water, estimated at a cost of \$8.9 million, is for a six-year term;

WHEREAS, This sole source contract is permitted, with proper justification, under Section 1.4.1(3)(d) of the Contracting Manual, Utility Services and Supplies, since there is only one actual source available; and

WHEREAS, In accordance with Section 2.9.3 of the Airports Authority Contracting Manual, the intent to award a sole source contract to DC Water was published on the Airports Authority's website for the required period of time and no firm offered a statement of capabilities to provide the service; now, therefore, be it

RESOLVED, That the President and Chief Executive Officer is authorized to enter into a sole source contract with DC Water to supply potable water service at Reagan National, consistent with the terms presented to the Business Administration Committee at its September 21, 2016 meeting.

The final resolution filed in the Board of Directors Office includes a copy of the staff recommendation paper.

- e. Reconsideration of an Agreement for the Airports Authority to Reimburse Delta Air Lines for Hangar Tenant Improvements at Ronald Reagan Washington National Airport

Ms. Merrick moved the adoption of the following resolution, which was unanimously approved:

WHEREAS, On July 20, 2016, the Board of Directors adopted Resolution No. 16-15 in which the Board approved entering into an agreement with Delta Air Lines (Delta) to reimburse Delta in an amount not to exceed \$300,000, for the design and construction of necessary modifications associated with Delta's relocation from Hangar 4 to Hangar 3 at Ronald Reagan Washington National Airport (Reagan National)

consistent with the terms presented to the Business Administration Committee at its July 20, 2016 meeting;

WHEREAS, Following the July 20, 2016 Board of Directors meeting, Delta solicited competitive bids for the design and construction services which came in greater than the initial estimates;

WHEREAS, Staff has reviewed and validated these updated costs;

WHEREAS, The Business Administration Committee has reviewed the new cost information, as presented by staff at its September 21, 2016 meeting, and has recommended that the Board of Directors again approve a reimbursement agreement be entered with Delta under which the airline will design and construct necessary modifications as a result of its relocation;

WHEREAS, Funding for this reimbursement agreement in an amount not to exceed \$650,000 is included in the approved 2016 Capital Construction Program budget;

WHEREAS, Delta will be obligated under the agreement to obtain competition for the design and construction services;

WHEREAS, Delta will be obligated under the agreement to achieve the Airports Authority's Local Disadvantaged Business Enterprise participation goal of 25 percent;

WHEREAS, Delta will be required to submit originals of all paid invoices with a detailed accounting of the payments before the Airports Authority issues reimbursements; and

WHEREAS, Delta will ensure that title to the improvements will vest in the Airports Authority immediately upon substantial completion and acceptance by the Airports Authority; now, therefore, be it

RESOLVED, That Resolution No. 16-15 is hereby rescinded; and

2. That the President and Chief Executive Officer is authorized and directed to enter into an agreement with Delta pursuant to which the Airports Authority will reimburse Delta for the design and construction of necessary modifications associated with Delta's relocation from Hangar 4 to Hangar 3 at Reagan National consistent with the terms presented to the Business Administration Committee at its September 21, 2016 meeting.

The final resolution filed in the Board of Directors Office includes a copy of the staff recommendation paper.

- f. Recommendation to Approve an Agreement for the Airports Authority to Reimburse American Airlines for Hangar Tenant Improvement – An Enabling Project for Construction of the New North Concourse at Ronald Reagan Washington National Airport

Ms. Merrick moved the adoption of the following resolution, which was unanimously approved:

WHEREAS, Demolition of certain hangars, and the relocation of airline leased facilities currently located in those hangars, are enabling projects necessary in order to start construction of the New North Concourse;

WHEREAS, As a result of the demolition of the hangars, American Airlines (American) will be relocating from Hangars 11 and 12 to comparable space in the South Hangar Line in Hangars 3 and 4;

WHEREAS, Staff has recommended that a reimbursement agreement be entered with American under which the airline will design and construct necessary modifications as a result of its relocation;

WHEREAS, Funding for this reimbursement agreement in an amount not to exceed \$16 million is included in the approved 2016 Capital Construction Program budget;

WHEREAS, American will be obligated under the agreement to obtain competition for the design and construction services;

WHEREAS, American will be obligated under the agreement to achieve the Airports Authority's Local Disadvantaged Business Enterprise participation goal of 25 percent;

WHEREAS, American will be required to submit originals of all paid invoices with a detailed accounting of the payments before the Airports Authority issues reimbursements; and

WHEREAS, American will ensure that title to the improvements will vest in the Airports Authority immediately upon substantial completion and acceptance by the Airports Authority; now, therefore, be it

RESOLVED, That the President and Chief Executive Officer is authorized and directed to enter into an agreement with American pursuant to which the Airports Authority will reimburse American in an amount not to exceed \$16 million for the design and construction of necessary modifications associated with American's relocation from Hangars 11 and 12 to Hangars 3 and 4 at Reagan National consistent with the terms presented to the Business Administration Committee at its September 21, 2016 meeting.

The final resolution filed in the Board of Directors Office includes a copy of the staff recommendation paper and Attachment A and Exhibits.

g. Recommendation to Award Contracts to Provide and Implement Software-as-a-Service for Human Capital Management and Financial Systems

Ms. Merrick moved the adoption of the following resolution, which was unanimously approved:

WHEREAS, The Airports Authority currently utilizes a variety of software, in concert with sizeable manual processes, to conduct back office business operations, including financial transactions and reporting, point of sale revenue collection, maintenance management and human capital management;

WHEREAS, The Airports Authority has undertaken efforts to optimize enterprise-wide back office processes and to support them with new technology that delivers business efficiencies

and improved business outcomes and has also analyzed current business processes and defined the desirable future state of Human Capital Management (HCM) and financial systems;

WHEREAS, The current HCM and financial systems are nearing end of life and are costly to maintain;

WHEREAS, As a result of the research and evaluation of available products and vendors, the Airports Authority has concluded that moving to a software-as-a-service (SaaS) solution, in which software is licensed on a subscription basis and is vendor-hosted as a web-based service, would provide significant benefits to the Airports Authority;

WHEREAS, Staff has recommended that the Airports Authority purchase and implement the SaaS solution provided by Workday, Inc. (Workday);

WHEREAS, The City and County of Denver, Colorado, including Denver International Airport, currently has a contract with Workday for product subscription and a contract with Sierra-Cedar, Inc. (SCI) for system implementation, both of which were awarded as a result of a full and open solicitation process;

WHEREAS, Staff has determined that the City and County of Denver, Colorado Workday and SCI contracts meet the Airports Authority's HCM and financial systems' functional needs and utilizing these competitively-procured contracts will allow the Airports Authority to access terms and conditions that are in the Airports Authority's best interests;

WHEREAS, Section 1.3.1 of the Contracting Manual permits the Airports Authority to obtain required goods and services by utilizing a contract previously awarded by a government entity, using competitive procedures;

WHEREAS, The estimated cost of the Workday contract for providing a SaaS solution for HCM and financial systems for a base term of five years with one five-year option period, is not to exceed \$8,700,000 and the estimated cost of the SCI

contract for systems integration, deployment and configuration support of the SaaS platform for a period of two years is not to exceed \$7,250,000; and

WHEREAS, The Business Administration Committee has reviewed the staff recommendation regarding the purchase and implementation of a SaaS solution for HCM and financial systems and has recommended that the Board of Directors approve the Airports Authority's entering into contracts with Workday and SCI to implement the staff's recommendation; now therefore, be it

RESOLVED, That the President and Chief Executive Officer is authorized and directed to enter into a contract with Workday, Inc. of Pleasanton, CA and a contract with Sierra-Cedar, Inc. of Alpharetta, GA, both consistent with the terms presented to the Business Administration Committee at its September 21, 2016 meeting.

h. Recommendation for Multiple Awards of Task Order Contracts for Construction Management Support Services

Ms. Wells moved the adoption of the following resolution, which was unanimously adopted:

WHEREAS, In November 2015, staff presented a pre-solicitation paper to the Strategic Development Committee regarding the provision of Task Order Construction Management Support Services for professional engineering services;

WHEREAS, The Strategic Development Committee concurred in the issuance of a Request for Qualifications Information at its November 2015 meeting;

WHEREAS, On September 21, 2016, the Strategic Development Committee received the results of the competitive solicitation process, including the evaluation of the firms that responded to the Request for Qualifications Information; and

WHEREAS, The Strategic Development Committee recommended that the Board of Directors approve the selection of the following three firms: Alpha Corporation, Keville Enterprises, and ATCS, P.L.C.; now, therefore, be it

RESOLVED, That the selection of Alpha Corporation, Keville Enterprises, and ATCS, P.L.C. each for a term of five years, with two one-year options, at a total annual cost, for all three combined contracts, not to exceed \$3.5 million, is approved; and

2. That the President and Chief Executive Officer is authorized and directed to enter into contracts each having a five-year base period and two one-year options, with Alpha Corporation, Keville Enterprises, and ATCS, P.L.C., consistent with the terms presented to the Strategic Development Committee at its September 21, 2016 meeting.

V. UNFINISHED BUSINESS

Chairman McDermott thanked Board Members for their hard work thus far and the continued hard work that is still needed on a variety of important matters.

There was not any other unfinished business.

VI. OTHER BUSINESS & ADJOURNMENT

Chairman McDermott stated that Director Caputo was appointed to the Airports Authority's Board by Governor McAuliffe for a six-year term in November 2014. He noted that Director Caputo served on the Dulles Corridor, Finance, and Risk Management Committees with panache. Chairman McDermott affirmed that Director Caputo had been a terrific ambassador for the Airports Authority, and he thanked him for his service. Director Caputo received a round of applause. Chairman McDermott presented Director Caputo with a framed photograph commemorating Dulles International's 50th anniversary.

Chairman McDermott announced that the October Board and Committee Meetings will be held at Dulles International in Conference Rooms A and B.

Director Hanley stated that Director Caputo had taught her how to be a Board Member when she joined the Fairfax County School Board in 1984. She personally thanked him and recognized that he has always been involved and cared about everything occurring with the institution on whichever board he served. Director Hanley stated that Director Caputo will be missed in Fairfax County. Director Caputo received a round of applause.

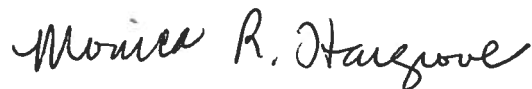
Director Caputo stated that he and his wife had spent their entire 51.5-year marriage together in Fairfax County, Virginia. While he had been involved with many, many other different civic activities, Director Caputo characterized the Airports Authority as the crowning jewel. He observed that serving on the Airports Authority Board provided an opportunity to be involved with colleagues from Maryland, the District of Columbia, and federal jurisdictions and to form insight about how they operate was a great way to terminate his civic activity.

Director Caputo expressed a great appreciation for the interactions of the members of the Board. He thanked Mr. Potter, Ms. McKeough, Jerome L. Davis, Executive Vice President and Chief Revenue Officer, all Airports Authority staff, and airport workers for providing tremendous service to the public and exploring ways for continuous improvements.

Director Caputo stated that he was grateful that Governor McAuliffe had appointed him to the Airports Authority's Board so that he could see an area in which he had not been previously involved. He thanked everyone for their kind comments and associations.

The Meeting was thereupon adjourned at 10:10 a.m.

Respectfully submitted:



Monica R. Hargrove
Vice President and Secretary

Approved 10/19/2016