

# AGENDA

Arapahoe County Public Airport Authority  
Board of Commissioners Meeting  
Wright Brothers Room, Centennial Airport  
7800 S. Peoria Street Englewood, CO

Except where noted, all scheduled items will be heard in the Wright Brothers Room at above noted address.  
**November 10, 2011 at 3:30 p.m.**

- |                                   |                          |
|-----------------------------------|--------------------------|
| ❖ <b>Call to Order</b>            | <b>Susan Beckman</b>     |
| ❖ <b>Pledge of Allegiance</b>     | <b>Susan Beckman</b>     |
| ❖ <b>Public Comment</b>           | <b>Susan Beckman</b>     |
| ❖ <b>Amendments to the Agenda</b> | <b>Robert Olislagers</b> |
| ❖ <b>Next Meetings</b>            | <b>Susan Beckman</b>     |

- Next regular Board Meeting, December 8, 2011 at 3:30 p.m., Wright Brothers Room.
- Roundtable Meeting, December 7, 2011 at 7:00 p.m., Ramada Hotel and Suites.

## Consent Agenda – Items 1 – 6

The following consent items are expected to be routine and non-controversial and will be acted upon by the Board at one time under Item 7 unless the Board directs that an item be held for further discussion under Items Moved Item 8. Persons wishing to address consent items or have them held for further discussion, continued, or taken off the calendar should address the Board under Amendments to the Agenda (above).

- |  |                          |
|--|--------------------------|
| 1. Approve Minutes of October 13, 2011   | <b>Gwen Balk</b>         |
| 2. 401k Savings Plan – Amendment to Comply with WRERA and SBJA Acts  | <b>Gwen Balk</b>         |
| 3. USAero, LLC & niTRo Aero, LLC – Consent to Assignments of Sublease & SNDA   | <b>Gwen Balk</b>         |
| 4. Easement Agreement (Comcast- Underground Fiber Optic Lines) to provide access to the Highfield Business Park and Gordon Composites Development. | <b>Michael Fronapfel</b> |
| 5. Audit Engagement for 2011   | <b>Roxana Hahn</b>       |
| 6. September 2011 Financial Reports  | <b>Roxana Hahn</b>       |

## Business Items – Items 7 – 12

- |   |                          |
|---|--------------------------|
| 7. Approval of Consent Agenda                 | <b>Susan Beckman</b>     |
| 8. Items Moved from Business Agenda           | <b>Susan Beckman</b>     |
| 9. ACPAA – SEMSWA Intergovernmental Agreement | <b>Robert Olislagers</b> |
| 10. Fuel & Operations Report for October      | <b>Joe Hammond</b>       |
| 11. Noise Report/ Roundtable Update           | <b>Todd Green</b>        |
| 12. Legislative Report                        | <b>Robert Olislagers</b> |
| ❖ <b>Public Comment</b>                       | <b>Susan Beckman</b>     |
| ❖ <b>Comments from Board or Staff</b>         | <b>Susan Beckman</b>     |
| ❖ <b>Execution of Documents</b>               | <b>Gwen Balk</b>         |

# AGENDA

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| ❖ <b>Amendments to the Agenda</b> | <b>Robert Olislagers</b> |
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## **Business Items – Items 7 – 12**

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| ❖ <b>Execution of Documents</b>               | <b>Gwen Balk</b>         |

**REPORT/ RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION**

**November 10, 2011**

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**FROM:** Gwen C. Balk, Director - Administration

**SUBJECT:** Approve Minutes of October 13, 2011

**RECOMMENDATION:** Motion to approve the minutes of October 13, 2011 and authorize the Chair to sign.

**BACKGROUND:** The minutes will be placed on the Dais on the day of the meeting.

**FINANCIAL DATA:** NA

**REVIEW BY OTHERS:** Robert Olislagers, Brian Magoon, Courtney Fry

**PRESENTERS:** Gwen Balk

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABSTAIN
Beckman	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

PRELIMINARY - WEB COPY

**REPORT/ RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION**

**November 10, 2011**

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**FROM:** Gwen C. Balk, Deputy Director - Administration

**SUBJECT:** 401k Savings Plan – Amendment to Comply with the WRERA and SBJA Acts

**RECOMMENDATION:** Motion to approve the Amendment to Comply with WRERA and SBJA Acts and authorize the Chair to sign.

**BACKGROUND:** On December 23, 2008, the Worker, Retiree, and Employer Recovery Act of 2008 (**WRERA**) was signed into law. This act gave economic relief to help employers and employees deal with the market downturn. WRERA provided relief from required minimum distributions for participants of defined contribution plans and is only effective for distributions required in the 2009 calendar year.

On September 27, 2010, the Small Business Jobs and Credit Act of 2010 (**SBJA**) was signed into law. One provision of the law allows for in-plan rollovers of non-Roth money to a Roth account in 401(k) and 403(b) plans. This amendment was effective as of January 1, 2011.

See the attached copy of Amendment to Comply with WRERA and SBJA Acts.

The compliance deadline for this law is 12/31/2011. Staff recommends approval.

**FINANCIAL DATA:** Failure to comply before 12/31/11 could result in disqualification of the plan, adverse tax consequences for the plan participants, and sanctions and penalties.

**REVIEW BY OTHERS:** Robert Olislagers, Roxy Hahn, and Dan Herzog, 401k Consultant

**PRESENTERS:** Gwen Balk

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABSTAIN
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Dyer	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**REPORT/ RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION**

**November 10, 2011**

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**FROM:** Gwen C. Balk, Director – Administration

**SUBJECT:** USAero, LLC & niTRo Aero, LLC - Consent to Assignment of Sublease and Approval to Assignment and Assumption of SNDA

**RECOMMENDATION:** Motion to approve the Consent to Assignment of Sublease and the Assignment and Assumption of SNDA and authorize Chairman and Clerk to sign subject to preparation and satisfactory review of the final documents by Counsel.

**BACKGROUND:** USAero, LLC f/k/a Diamond Aero, LLC (the "Assignor") has requested the Authority's consent and approval to the following:

1. The assignment and assumption of its 7/22/2002 sublease with AirPark Center, Inc. ("APC") to niTRo Aero, LLC (the "Assignee"); and
2. The assignment and assumption of the Subordination, Non-Disturbance and Attornment Agreement dated 8/1/2005 between Assignor and Authority (the "SNDA") from Assignor to Assignee.

**Item 1** requires the consent of both APC and the Authority. APC already provided its consent on 10/13/11. The Sublease is for Hangar 10 on the APC leasehold with approximately 30 years remaining on the Sublease. See attached copy of Consent to Assignment of Sublease which staff has prepared in the usual format.

**Item 2** requires the consent and approval of the Assignor, Assignee and the Authority. See attached copy of Assignment and Assumption of SNDA which staff prepared in the usual format.

For your information, the managing member for both the Assignor and the Assignee is Jeff Puckett.

**FINANCIAL DATA:** NA

**REVIEW BY OTHERS:** Brian Magoon, Scott Storie

**PRESENTERS:** Gwen Balk

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABSTAIN
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**REPORT/ RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION**

**November 10, 2011**

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**FROM:** Michael Fronapfel, Deputy Director of Planning & Development

**SUBJECT:** Easement Agreement (Comcast- Underground Fiber Optic Lines) to provide access to the Highfield Business Park and Gordon Composites Development.

**RECOMMENDATION:** Motion to grant the Easement Agreement (Comcast – Underground Fiber Optic Lines) and authorize the Chair and Clerk to sign the easement pending final review and approval by Staff and Counsel.

**BACKGROUND:** Comcast would like to provide a fiber optic line to the new Gordon Composites Development. The most cost effective route would be to bring it through a property owned by the Airport Authority near at the corner of South Potomac Street and East Otero Avenue. This would also enable Comcast to provide service to other sites within the Highfield Business Park as they become developed.

A copy of the Easement Agreement (Comcast – Underground Fiber Optic Lines) will be provided at the Board meeting.

**FINANCIAL DATA:** Comcast has agreed to make a donation of \$10,000 to the Centennial Airport Foundation in exchange for providing this easement.

**REVIEW BY OTHERS:** Robert Olislagers, Lorie Hinton, Gwen Balk, Roxy Hahn, Brian Magoon

**PRESENTERS:** Michael Fronapfel

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABSTAIN
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**REPORT/ RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION**

**November 10, 2011**

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**FROM:** Roxana L. Hahn, Chief Financial Officer

**SUBJECT:** Auditor Engagement

**RECOMMENDATION:** Motion to engage BKD, LLP for the audit of the 2011 Financial Statements and authorize the Chair to sign the Engagement Letter

**BACKGROUND:** BKD, LLP (BKD) was awarded a contract for audit services based on the recommendation of the Audit Selection Committee. The terms of the attached Engagement Letter are consistent with the proposal submitted by BKD.

**FINANCIAL DATA:** The fee included in the Engagement Letter for the audit of the 2011 financial statements is \$30,400 and the fee for the A-133 Federal Compliance auditing is \$11,150 per program, with one program anticipated for 2011. This amount has been included in the 2012 Budget.

**REVIEW BY OTHERS:** Brian Magoon

**PRESENTER(S):** Roxana Hahn

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABS
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**REPORT/RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION  
NOVEMBER 10, 2011**

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**FROM:** Roxana L. Hahn, Chief Financial Officer  
**SUBJECT:** September 2011 Financial Reports  
**RECOMMENDATION:** Advisory  
**BACKGROUND:** Financial reports provide information to the Board about the financial condition of the Authority including results of operations compared to projections.  
**FINANCIAL DATA:** Financial Reports will be delivered under separate cover prior to the board meeting.  
**REVIEW BY OTHERS:** Executive Director, Assistant Airport Director, and Department Directors  
**PRESENTER (S):** Roxana Hahn and Robert Olislagers

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**Action of the Board of Commissioners**

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABS
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

PRELIMINARY - WEBCOPY

# Approval of Consent Agenda

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABSTAIN
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

# Items Moved from Business Agenda

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABSTAIN
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**REPORT/ RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION**

**November 10, 2011**

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**FROM:** Robert P. Olislagers, Executive Director

**SUBJECT:** ACPAA – SEMSWA Intergovernmental Agreement

**RECOMMENDATION:** Motion to conditionally approve the Intergovernmental Agreement between the Arapahoe County Public Airport Authority (“ACPAA”) and the South East Metro Storm Water Authority (“SEMSWA”) regarding impervious fees and related stormwater charges pending approval by SEMSWA, and authorize the Chair and Clerk to sign.

**BACKGROUND:** After 10-plus years of on-and-off negotiations, ACPAA and SEMSWA have agreed to an Intergovernmental Agreement (“IGA”) in which the parties wish to resolve issues concerning three issues of mutual concern as follows: 1) the leasing of W-1 Pond by SEMSWA; 2) credits to ACPAA relating to regional ponds, including maintenance; and 3) credits to ACPAA relating to Runways, Taxiways and Connectors. ACPAA will receive credit for approximately 95+ acres in lieu of rent for W-1 Pond as well as credits for regional ponds, including maintenance. The acreage being credited will be based on the total square footage of current and future runways, taxiways and connectors. The IGA contemplates settling all matters currently before the two authorities, including agreeing to disagree.

The fiscal impact will include credits to ACPAA for FY 2011 in the approximate amount of \$70,000, as well as future credits in similar amounts for each consecutive year thereafter. ACPAA and SEMSWA by way of the IGA will execute appropriate rights of away agreements in the near future and attach the same as exhibits to the IGA. The credits will go exclusively to ACPAA and no credits to ACPAA tenants are anticipated as all fees and credits relate to ACPAA owned property rather than third-party leased property.

**FINANCIAL DATA:** ACPAA will receive a credit of approximately \$70,000 for FY 2011 and approximately the same amount each year thereafter.

**REVIEW BY OTHERS:** Roxy Hahn, Brian Magoon, Gwen Balk, Robert Olislagers

**PRESENTERS:** Robert Olislagers

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABS
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

**REPORT/ RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION**

**November 10, 2011**

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**FROM:** Todd Green, Noise & Environmental Specialist

**SUBJECT:** Noise Report/Roundtable Update

**RECOMMENDATION:** Advisory

**BACKGROUND:** Noise charts and graphs will be provided at the meeting. The approved minutes from the October 5<sup>th</sup> Roundtable meeting have been included.

**FINANCIAL DATA:** N/A

**REVIEW BY OTHERS:** M. Fronapfel

**PRESENTERS:** Todd Green

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABSTAIN
Beckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

PRELIMINARY - WEB COPY

**REPORT/ RECOMMENDATION TO THE BOARD OF COMMISSIONERS OF  
ARAPAHOE COUNTY PUBLIC AIRPORT AUTHORITY AND  
RECORD OF ACTION**

**November 10, 2011**

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**FROM:** Robert P. Olislagers, Executive Director

**SUBJECT:** Legislative Update

**RECOMMENDATION:** Advisory Only

**BACKGROUND:** The House and Senate conferees met on 11/2 on the first package of FY12 spending bills in order to iron out the differences between the two bills, including the Transportation bill, with the goal being a conference report completed by November 14, allowing time for House and Senate passage before November 18, when the current authority to fund the government expires. It is widely expected that the package of bills currently in conference negotiations will also "carry" another continuing resolution, funding the balance of government programs until late December. The House is allocation \$3.3 Billion for Airport Improvement Program (AIP) funding and the Senate has approved \$3.5 Billion.

**FINANCIAL DATA:** N/A

**REVIEW BY OTHERS:** N/A

**PRESENTERS:** Robert Olislagers

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Action of the Board of Commissioners

	1 <sup>st</sup>	2 <sup>nd</sup>	YES	NO	ABS
B. ckman	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Bockenfeld	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Doubek	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Neukirch	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Sharpe	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>