

**ADDENDUM NO. 1
TO THE
PROPOSAL DOCUMENTS
FOR THE
SOUTH HANGAR REDEVELOPMENT AREA
DEVELOPMENT AGREEMENT
AT
BOWMAN FIELD**

March 21, 2014

The changes and clarifications of this Addendum No. 1 are hereby incorporated in, and become a part of, the Proposal Documents for the South Hangar Redevelopment Area Development at Bowman Field and supersede and take precedence over similar data contained in the original Proposal Documents. Changes to the Proposal Documents are struck or double underlined for convenience of review. Changes appear on the following pages:

I-1

D-3

Except as specifically supplemented by this Addendum No. 1, all conditions, provisions, specifications and criteria in the Proposal Documents are unchanged.

LOUISVILLE REGIONAL
AIRPORT AUTHORITY



Darrell D. Watson, A.A.E.
Director of Properties

INVITATION TO SUBMIT PROPOSALS

INVITATION TO SUBMIT PROPOSALS LOUISVILLE REGIONAL AIRPORT AUTHORITY

Sealed Proposals will be received at the Office of the Director of Properties, at the Administrative Offices of the Louisville Regional Airport Authority (the "Authority"), 700 Administration Drive, Louisville, Kentucky 40209, until and not later than 2:00 p.m., local time, on ~~March 28~~May 30, 2014, for the following:

SOUTH HANGAR REDEVELOPMENT AREA DEVELOPMENT AGREEMENT BOWMAN FIELD

The Authority is inviting proposals from qualified, creative and financially sound companies, individuals or developers (the "Proposers") to enter into a Development Agreement with the Authority for a term of 20 years (i) to lease a site as proposed by the successful Proposer and awarded by the Authority within an area located at Bowman Field, in Louisville, Kentucky 40205 (the "Airport") known as the South Hangar Redevelopment Area (the "South Hangar Redevelopment Area"), and to finance, design, construct and operate, at the Proposer's sole cost and expense, Proposer's own private corporate aircraft hangar, aircraft apron, vehicle parking lot and related facilities thereon, (ii) to finance a portion of the cost of the design and construction of limited infrastructure and site preparation for an additional five private corporate hangar sites within the South Hangar Redevelopment Area (the "South Hangar Redevelopment Area Hangar Sites"), and (iii) to finance a portion of the cost of taxilane and roadway infrastructure and related facilities within the South Hangar Redevelopment Area, all at the successful Proposer's sole cost and expense, for a potential financial return to the successful Proposer from subsequent hangar development at the South Hangar Redevelopment Area Hangar Sites, all as set forth in the Proposal Documents referred to below.

The Proposal Documents, including Instructions to Proposers, General Conditions, Proposal Form, Proposer's Experience and Qualifications Questionnaire, and form of Development Agreement may be obtained at the Office of the Director of Properties at the above address for the Administrative Offices of the Authority, between the hours of 8:00 a.m. to Noon and 1:00 p.m. to 4:30 p.m. Monday through Friday. Telephone 502-363-8509, or by emailing a request to darrell.watson@flylouisville.com, or at the Authority's website at <http://www.flylouisville.com/regional-airport-authority/bids-proposals/current-bids-proposals-2/>.

Each sealed Proposal shall be accompanied by an irrevocable Bank Letter of Credit or satisfactory Surety Bond in a sum not less than \$25,000.00, payable without condition to the Louisville Regional Airport Authority, to guarantee that if the Proposer's offer results in an Award, the Proposer will enter into the Development Agreement within 30 Calendar Days after the Development Agreement is given to said successful Proposer for execution.

The proposed Development Agreement is under and subject to Federal Executive Order 11246 of 24 September, 1965 and its subsequent revisions. Proposers will be required to comply with the affirmative action plan for Equal Employment Opportunity prescribed by the Office of

Developer, including Kentucky Unemployment Insurance contributions as provided by KRS 341.317.

PERMITTED USE. The Permitted Use listed in Section III.C. of the General Conditions and in Section 3, Hangar Site 1 Permitted Use of the Development Agreement.

PROPOSAL. All required submissions contained in the written offer of the Proposer, submitted on the attached Proposal Form, to enter into the Development Agreement and preform the obligations of the Developer in accordance with the provisions of the Proposal Documents.

PROPOSAL DOCUMENTS. Shall be defined and have the same meaning as Agreement Documents.

PROPOSAL OPENING DATE. 2:00 p.m. Local Time, on ~~March 28~~May 30, 2014.

PROPOSER. Any individual, partnership, joint venture, firm, corporation or other entity, acting directly or through a duly authorized representative, which submits a Proposal in response to the Proposal Documents.

SOUTH HANGAR REDEVELOPMENT AREA. The area identified as such on Exhibit C attached hereto, which is located at Bowman Field in Louisville, Kentucky 40205, which includes the Hangar Site 1 Premises and the South Hangar Redevelopment Area Hangar Sites and which is also the area for which the Developer will finance the Authority's Airport's 10% Federal Share and the FAA Non-Eligible Cost (as defined elsewhere herein) for the design and construction of the South Hangar Redevelopment Area Improvements.

SOUTH HANGAR REDEVELOPMENT AREA HANGAR SITES. The five sites (which does not include the Hangar Site 1 Premises) identified as the South Hangar Redevelopment Area Hangar Sites on Exhibit D attached hereto, which are located in the South Hangar Redevelopment Area at Bowman Field in Louisville, Kentucky 40205, for which the Developer will finance the Authority's Airport's 10% Federal Share and the FAA Non-Eligible Cost (as defined elsewhere herein) for the design and construction of the limited infrastructure and limited site preparation for the eventual construction of corporate private hangars by others.

SOUTH HANGAR REDEVELOPMENT AREA IMPROVEMENTS. The infrastructure and site preparation for the South Hangar Redevelopment Area for which the Developer will finance the Authority's Airport's 10% Federal Share and the FAA Non-Eligible Cost (as defined elsewhere herein) for the design and construction of a taxilane, roadway and related utilities on the South Hangar Redevelopment Area as stipulated by the Authority, all in accordance with the provisions of the Development Agreement and as identified on Exhibit E attached hereto.

SPECIFICATIONS. A part of the Proposal Documents or Agreement Documents that contain the written directions and requirements for qualifying for the Award.