

**MINUTES
WAYNE COUNTY AIRPORT AUTHORITY
BOARD MEETING
December 2, 2010**

I. Roll Call

Meeting of the Wayne County Airport Authority Board called to order at 1:30 p.m. at the Ford Conference and Event Center, Dearborn, Michigan:

Charlie Williams – Chairperson
Reneè Axt – Vice Chairperson
Mary Zuckerman - Secretary
Samuel Nouhan

Excused: James Nicholson
Bernard Parker
James Settles, Jr.

Also Present: See attached sign-in sheet.

II. Election of Wayne County Airport Authority Board Officers

Charlie Williams requested a motion to postpone the election of the Wayne County Airport Authority Board officers.

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

III. Approval of Minutes

A. Approval of Minutes from September 23, 2010 Board Meeting

The Wayne County Airport Authority Board meeting minutes from September 23, 2010 were approved.

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

B. CEO Comment regarding Clarification of Minutes from July 13, 2010 FY2011 Budget Study Session

Genelle Allen, Interim Chief Executive Officer, noted that the Board meeting materials included a memorandum clarifying with respect to the

July 13, 2010 FY2011 Budget Study Session Minutes, that the Board did not instruct Airport Authority staff to not fund the Capital Maintenance and Replacement Program during a discussion of the program at the June 2009 FY2010 Budget Study Session.

Charlie Williams received this report in file and stated that no vote is required on this item.

IV. CONSENT AGENDA - Contracts and Contract Amendments

Contracts and Contract Amendments under the Consent Agenda were approved.

Motion by Samuel Nouhan; Supported by Reneè Axt
Motion unanimously approved.

A. FY2011 Capital Maintenance and Replacement Program

1. Bridges

a. Northwest Consultants, Inc. (Bridge Inspection and Engineering and Design Services at Detroit Metropolitan Airport)

Resolution to approve a contract with Northwest Consultants, Inc., to provide bridge inspection and related engineering and design services at Detroit Metropolitan Airport. The term of the contract is a maximum of four (4) years commencing upon the issuance of the Notice of Award; initial two-year term with a two-year renewal option exercisable by the CEO, subject to the vendor's satisfactory performance and availability of budgeted funds. The cost of the contract is not to exceed \$580,000.00. The contract was competitively solicited; contract deemed most responsive proposal from a responsible proposer.

[Approved Resolution No. 10 – 97]

2. HVAC/Powerhouse

a. Architectural, Engineering and Related Services for the North Powerhouse Steam Plant Upgrades

This item is removed from the Agenda.

3. Fleet & Equipment

a. Pierce Manufacturing, Inc. (Pumper Engine Fire Truck)

Resolution to approve a contract with Pierce Manufacturing, Inc., to purchase a pumper engine fire truck for Airport Authority use through a cooperative purchasing agreement with the Houston Galveston Area Council (H-GACBuy), a regional council of governments. The cost of the one-time procurement is \$358,451.00.

[Approved Resolution No. 10 – 98]

b. Oshkosh Truck Corporation (Crash/Fire/Rescue Truck)

Resolution to approve a contract with Oshkosh Truck Corporation to purchase a crash/fire/rescue truck for Airport Authority use through a cooperative purchasing agreement with the Houston Galveston Area Council (H-GACBuy), a regional council of governments. The cost of the one-time procurement is \$732,228.00.

[Approved Resolution No. 10 – 99]

c. Gorno Ford, Inc. (Police and Fire Replacement Vehicles)

Resolution to approve a contract with **Gorno Ford, Inc.**, to purchase four (4) police and fire replacement vehicles for Airport Authority use through a cooperative purchasing agreement with the State of Michigan. The cost of the one-time procurement is \$92,448.00.

[Approved Resolution No. 10 – 100]

d. Horton Emergency Vehicles (Ambulance)

Resolution to approve a contract with Horton Emergency Vehicles to purchase an ambulance for Airport Authority use through a cooperative purchasing agreement with the Houston Galveston Area Council (H-GACBuy), a regional council of governments. The cost of the one-time procurement is \$196,080.00.

[Approved Resolution No. 10 – 101]

e. Steve's Equipment Service D/B/A SES, Inc. (Multi-Function Snow Equipment)

Resolution to approve a contract with Steve's Equipment Service D/B/A SES, Inc., to purchase one (1) high speed multi-function Snow Mauler PV-400, with a Wausau tow behind broom, for Detroit Metropolitan Airport, through a City of Chicago purchasing agreement. The cost of the one-time procurement is \$658,973.00.

[Approved Resolution No. 10 – 102]

f. Hi-Way Equipment Company, LLC D/B/A Hi-Way Equipment Company (Tailgate Asphalt Paver)

Resolution to approve a contract with Hi-Way Equipment Company, LLC D/B/A Hi-Way Equipment Company, to purchase a self-propelled, tailgate asphalt paver for Airport Authority use through a cooperative purchasing agreement with the Houston Galveston Area Council (H-GACBuy), a regional council of governments. The one-time procurement cost is \$81,415.00.

[Approved Resolution No. 10 – 103]

g. Red Holman Pontiac/GMC (Pick-up Truck Replacement Vehicles)

Resolution to approve a contract with Red Holman Pontiac/GMC, to purchase three (3) pick-up truck replacement vehicles for Airport Authority use through a cooperative purchasing agreement with Oakland County. The one-time procurement cost is \$81,542.00.

[Approved Resolution No. 10 – 104]

B. Detroit Salt Company, LLC (Cooperative Agreement for Bulk Salt)

Resolution to approve a contract with Detroit Salt Company, LLC, to purchase road salt for the Airport Authority through the use of a cooperative purchasing agreement with the State of Michigan. The contract commenced September 1, 2006 and terminates August 31, 2011.

The Airport Authority started using the State of Michigan cooperative agreement for bulk salt during the 2006-2007 snow season. The cost of the contract is not to exceed \$154,300.00.

[Approved Resolution No. 10 – 105]

C. The Danielson Group, P.C. (Legal Services)

Resolution to approve an amendment to the contract with The Danielson Group, P.C., to provide additional funding for representation of the Airport Authority in Act 312 binding arbitration proceedings with the Airport Authority's Supervisory and Non-Supervisory Public Safety bargaining units. The cost of the proposed amendment is not to exceed \$150,000.00; for total contract costs not to exceed \$350,000.00.

[Approved Resolution No. 10 – 106]

D. Transportation Security Administration (Utility and Janitorial Agreement at the North Terminal at Detroit Metropolitan Airport)

Resolution to approve an amendment to the Utility and Janitorial Agreement with the Transportation Security Administration (TSA) to add the new body scanners and other screening equipment installed in the North Terminal at Detroit Metropolitan Airport, and to approve future amendments to the Agreement revising electric charges and janitorial services to be reimbursed by TSA, as the amount of space is changed or reconfigured. The proposed amendment will be effective retroactive to October 1, 2010.

[Approved Resolution No. 10 – 107]

E. C & S Engineers, Inc. (QuietTrack Software and Land Use)

Resolution to approve a special exception to the competitive solicitation process and to approve a contract with C & S Engineers, Inc., to secure license rights to use QuietTrack software, a database system containing Residential Sound Insulation Program (RSIP) information, for Detroit Metropolitan Airport. The contract will commence December 3, 2010, and terminate December 31, 2012. The cost of the contract is not to exceed \$36,700.00.

[Approved Resolution No. 10 – 108]

F. Terzo & Bologna, Inc. (Primary Contractor) and Andrew Reed & Associates, Inc. (Secondary Contractor) (Real Estate Appraisal and Consulting Services)

Resolution to approve contracts with Terzo & Bologna, Inc. (Primary Contractor) and Andrew Reed & Associates, Inc. (Secondary Contractor), to provide on-call real estate consulting services including appraisals, market and lease rate analysis, and airport improvement studies for the Airport Authority. The term of the contracts will be a maximum of three (3) years commencing upon issuance of Notice of Award; initial one-year term, with two (2) one-year renewal options exercisable by the CEO, subject to the vendor's satisfactory performance and availability of budgeted funds. The total costs of the two contracts is not to exceed \$150,000.00. The contracts were competitively solicited; contracts deemed most responsive proposal from a responsible proposer and second most responsive proposal from a responsible proposer.

[Approved Resolution No. 10 – 109]

G. SecurityPoint Media, LLC (Checkpoint Bin Advertising Program)

Resolution to approve a contract with SecurityPoint Media, LLC, to provide, at no cost to the Transportation Security Administration (TSA), new checkpoint bins and related equipment at Detroit Metropolitan Airport, through the sale of advertisements in individual security bins by SecurityPoint Media under a national SecureTray® Checkpoint Enhancement Program. The contract commences upon issuance of Notice of Award and terminates five (5) years after the Date of Beneficial Occupancy (i.e., the date when products and equipment are delivered to the TSA checkpoints) with one (1) three-year renewal option exercisable by the CEO, subject to the vendor's satisfactory performance. The annual revenue for the first year is projected to be \$63,000.00.

[Approved Resolution No. 10 – 110]

H. AFCO/Quantem FBO Services DTW, LLC (Fixed Based Operator Concession Agreement at Detroit Metropolitan Airport)

Resolution to approve an amendment to extend the term of the capital improvement periods for the Fixed Based Operator (FBO) Agreement between the Airport Authority and AFCO/Quantem FBO Services DTW, LLC, at Detroit Metropolitan Airport and to clarify certain contractual provisions regarding the fees and charges assessed by the FBO. The contract term remains unchanged; however, the periods for the expenditure of capital maintenance are extended from 11/5/09 and

11/5/12 to encompass the entire term of the Agreement ending 11/30/36. The total square footage is 784,325 square feet; for annual revenue of \$1,891,094.00.

[Approved Resolution No. 10 – 111]

V. Report from Chief Financial Officer

Thomas Naughton, Executive Vice President and Chief Financial Officer, provided an update on the Airport Authority's Bond Refunding Program. Mr. Naughton reported that there are six (6) series of bonds and that the Airport Authority will be issuing over \$1 billion in refunding bonds, although the amount to actually be refunded will be based on the actual rates that the Airport Authority can obtain at the time it goes to market on December 7, 2010. All bonds should be closed on December 16, 2010.

Mr. Naughton reported on the parking performance over the Thanksgiving holiday and the October 2010 passenger traffic. Thomas Naughton reviewed the Fiscal Year 2010 year-end highlights, including that total enplanements ended up about 15.9 million, which is flat with 2009.

Charlie Williams remarked that was an excellent and succinct Chief Financial Officer report.

Samuel Nouhan commented that the Board was committed to some aggressive reductions in expenditures in the budget planning for Fiscal Year 2010 and asked Mr. Naughton whether or not any of the harmful effects on operations or customer satisfaction that were speculated about, actually had come to fruition. Thomas Naughton responded that most of the cuts made a year ago were part of a work force reduction plan and that a couple maintenance staff were added to maintain satisfactory level performance, but beyond that, he could not cite any adverse impact on customer satisfaction or other areas. Genelle Allen clarified that it was felt that the Fiscal Year 2010 budget cut was probably a little too deep and six positions were added back, including some in Security and one in Internal Audit. Ms. Allen and Mr. Naughton agreed that the expenditure reductions did not cause the harm that had been speculated about.

VI. New Business

**A. Total Employee Assistance & Management, Inc. (T.E.A.M.)
(Correction to Resolution No. 08-60)**

Resolution to approve a **Correction to Resolution No. 08-60, for Total Employee Assistance & Management, Inc. (T.E.A.M.)**, approved by the Board on May 22, 2008, to correct the contract term to reflect a maximum five (5) year term, initial three (3) year term, with two (2) one-year renewal

options, exercisable by the CEO, subject to the vendor's satisfactory performance and availability of budgeted funds.

Genelle Allen noted that the actual solicitation for the T.E.A.M. contract had the correct term as well as the actual contract and the recommendation from the Chief Executive Officer; it was just inadvertently stated in the contract summary as well as in the resolution.

Motion by Mary Zuckerman; Supported by Reneè Axt
Motion unanimously approved.
[Approved Resolution No. 10 – 112]

B. Federal Legislative and Governmental Affairs Consulting Services for the Airport Authority

Charlie Williams recommended voting separately on the federal legislative and governmental affairs consulting services contracts.

At the request of Board members Axt and Zuckerman, Emily Neuberger, Senior Vice President and General Counsel, provided additional background information on the firms selected for the federal legislative and governmental affairs consulting services and the Airport Authority's overall strategy for the use of these firms.

1. Van Scoyoc Associates, Inc.

Resolution to approve a contract with **Van Scoyoc Associates, Inc.**, to provide federal legislative and governmental affairs consulting services for the Airport Authority. The term of the contract is a maximum of five (5) years commencing January 1, 2011; initial three-year term with a two-year renewal option exercisable by the CEO, subject to the vendor's satisfactory performance and availability of budgeted funds. The cost of the contract is \$108,000.00 annually (based on a monthly retainer of \$9,000.00) plus travel expenses.

Motion by Reneè Axt; Supported by Mary Zuckerman
Motion unanimously approved.
[Approved Resolution No. 10 – 113]

2. Gephardt Government Affairs, LLC, McBee Strategic Consulting, LLC, and Patton Boggs, LLP (Pre-Qualification)

Resolution to approve pre-qualifying the firms of **Gephardt Government Affairs, LLC, McBee Strategic Consulting, LLC, and Patton Boggs, LLP**, to provide federal legislative and governmental affairs consulting services for the Airport Authority. Airport Authority

staff would negotiate fees and scope of services with one or more of the pre-qualified firms in the future, if staff determines that it would be prudent and advisable to utilize the services for a particular matter based upon the firm's background and ability to represent the Airport Authority on such particular matter. The need for services from Gephardt Government Affairs, LLC, McBee Strategic Consulting, LLC, and Patton Boggs, LLP, is unknown at this time. However, the total value for all governmental consulting services and related potential staff member(s) shall not exceed Airport Authority budgeted funds for each year of the maximum contract term.

Motion by Reneè Axt; Supported by Mary Zuckerman
Motion unanimously approved.
[Approved Resolution No. 10 – 114]

VII. Report from Interim Chief Executive Officer

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

- B. Small Business Enterprise (SBE) Program Participation – FY 2010 Monthly Report**

Genelle Allen reported that the Airport Authority accomplished 20% participation in the Small Business Enterprise Program and she is very pleased with this accomplishment, a significant increase over the previous year. Ms. Allen expressed thanks to the Airport Authority staff, Procurement Division staff, as well as the Airport Authority's operating divisions for using SBEs, and continuing our participation with SBEs in the future.

Genelle Allen announced that yesterday it was released that Zagat's 2010 U.S. and International Airlines Survey ranked Detroit Metropolitan Airport fourth in overall quality and further remarked that the Airport Authority Board, Airport staff and all of the aviation partners in Detroit can be proud of what has been achieved by working together to provide a fine passenger experience.

Ms. Allen also announced that, in an effort to more effectively use in-house talent and to provide professional development opportunities to the staff, Cindy Singer, who has spent the past 8 years as the Manager of Authority Affairs, will become the Airport Authority's Accessibility Manager responsible for overseeing the Airport Authority's compliance with the Americans with Disabilities Act (ADA) and Title VI of the Civil Rights Act of 1964 (Title VI). Joni Mehall and Kristy Exner will now share the role of Authority Affairs Manager, Joni will focus primarily on coordinating communications related to Airport Authority Board members and Kristy will manage the front desk and oversee the Airport Authority's response to Freedom of Information Act (FOIA) requests. Genelle Allen thanked Cindy Singer

for her years of service in working directly with the Board and welcomed Joni Mehall and Kristy Exner in their new roles.

VIII. Chairman's Comments

Charlie Williams remarked that it has been an interesting year with a lot of challenges and changes and he was really pleased how the Airport Authority staff came together and put a solid budget together in light of facing some significant challenges. Mr. Williams further remarked that Genelle Allen has stepped in as Interim Chief Executive Officer and filled the role extremely well.

IX. Public Comment

Charlie Williams opened the floor for Public Comment at 2:05 p.m. No public comment was received. Public Comment was closed at 2:05 p.m.

X. Closed Session

Charlie Williams reported that a Closed Session is necessary to discuss a legal matter with the Airport Authority's General Counsel.

Motion by Samuel Nouhan; Supported by Mary Zuckerman
Motion unanimously approved.

Roll call was taken for Closed Session at 2:06 p.m.

Board meeting was recalled to order at 2:37 p.m. and roll call was taken.

XI. ACS Transport Solutions, Inc.

Samuel Nouhan made a motion to approve Amendment No. 3 to the Non-Professional Services Agreement for installation of the Parking Revenue Control System with ACS Transport Solutions, Inc. ("ACS"), Control No. S04-137 which increases the final value of the contract in an amount of \$636,497.80, for a total contract value of \$7,415,261.80. The total contract value includes the cost of all installed equipment and all warranty and maintenance services through January 15, 2011. Approval of this amendment will authorize a payment schedule of \$1,614,308.80 to ACS at this time, and payments up to \$716,880.00 for pending deliverables; and the approval of a new on-going maintenance and support services contract for the Parking Revenue Control System with ACS, Control No. S11-195A. The maintenance and support services contract will be for a maximum term of 7 years commencing January 16, 2011, and includes an initial three (3) year term, with two (2) two-year renewal options exercisable by the CEO, subject to the vendor's satisfactory performance and availability of budgeted funds. The cost for the seven (7) year contract is not to exceed \$6,437,397.00.

Samuel Nouhan asked Genelle Allen, if she, as Interim Chief Executive Officer, as well as the Airport Authority's Legal Department, Internal Auditor and Technology Services Department, all support the proposed motions. Genelle Allen responded that is correct and remarked that she believes that the Technology Services Department, along with the Legal Department, have done a yeoman's job in negotiating this agreement and have been exceptionally thorough. This agreement has been vetted through the Internal Auditor as well as the Chief Financial Officer and herself, and all strongly believe this is a sound resolution. Mr. Nouhan responded, with those representations, and his involvement as Chair of the Audit Committee, likewise supports the proposed motions as good for the Airport.

Motion by Samuel Nouhan; Supported by Reneè Axt
Motion unanimously approved.
[Approved Resolution No. 10 – 115]

XII. 2011 Wayne County Airport Authority Board meeting dates to be determined.

XIII. Adjourn

Meeting was adjourned at 2:40 p.m.

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

ATTENDANCE RECORD

Meeting of: Wayne County Airport Authority Board Meeting

Date/Time: December 2, 2010 - 1:30 p.m.

Place of Meeting: Ford Conference & Event Center, 1151 Village Road, Dearborn

NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Cindy Singer		WCAA	Accessibility Mgr.	734 942-1519
Soni Mehall		WCAA	Manager Authority Affairs	734 247-7370
Kristy Exner		WCAA	Manager Authority Affairs	734 247-2023
MYRNA Mendez		WCAA	VP COA + CRE	247-7280
GARY TENAGLIA MADISON	12450 UNIVERSAL TAYLOR 48180	ENVISION		734 403 2000
GREG HATCHER		WCAA	DE DIR - COA	734 942-3663
CAITIE CARROLL		WCAA	Fac Chief	734 942-3602
Alex Symonish		WCAA	Dep. Dir. Aviation	(734) 942-3785
Erica McNeal		WCAA		
Maylon Poe		WCAA		

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Emilia Graves		WCAA	Director - Maint	734 942 6150
Dianne Wecker	A.C. Smith - Mezz	WCAA	Director - Airport	734 942 3871
Bob Zimke	BUDG 703	WCAA	Deputy Director Maint	734 942 3638
Matt McGowan	Smith	WCAA	Director	
MARK MANNING	3175 LENOX PARK SUITE 200 MEMPHIS TN 38115	Kimley-Horn	Proj. Mgr	901-374-9109
J-S. MORRIS	3175 LENOX PARK BLVD SUITE 200 MEMPHIS, TN 38115	KIMLEY-HORN	PROJ. MGR	901-374-9109
Janet Baxter	LC Smith	WCAA	Sec Div	734 942 3747
Michael Conway	"	WCAA	PUBLIC AFFAIRS	734 942 3558
MARK DEBAU	"	WCAA	PUBLIC SAFETY	734 942 3609
Peter Gargiulo	LC Smith	WCAA	Interim VP	734 955 5705

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Dennis Martin	WCAA	WCAA	Asst Gen Coun	734-247-7333
Bob Keller	CBS	CBS	Managing Engineer	734-853-2571
MARC HEMPEL		DELTA	REN. DIRECTOR	612-266-5103
Shirley Callaway	WCAA	Procurement	Sr. Solicitation Mng	734-247-7283
Rhonda Kralemann	513A WEST SERVICE DR	CONCESSIONS MI	GM	734-955-8665
Steve Goldberg	WCAA	WCAA	Dir Tech Serv	734-247-7380
Brian Carlson	WCAA	WCAA	VP- Tech S.	247-7379
Brian Cassabine	WCAAD	Concessions	Dept. Mng.	734-247-7271
WAYNE STEVART	WCAA	PLANNING	DIRECTOR	734-247-7371
MILLIE O'Sullivan	WCAA	PLANNING	SR-PROJ MGR	734-247-7917

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Loy Warren		Kimley-Horn	National Attraction Leader	982 740 7776
Andrea Valentini	LC Smith Terminal Mezzanine	WCAA	Paula Gal	734-247-7145
Leroy Perun	45470 Commerce Ct Drive Plymouth, MI	Siemens Industry, Inc	Acct Exec	734-502-6457
Kelly Fitzgerald	LC Smith Terminal Mezz	WCAA	Reg Dir	77276
Ali DiB	L.C. Smith - Mezz	WCAA	Facilities Dir	942-3676
Michelle Ptacek	LC Smith	WCAA	Nurse MNG	942 1503
Cale Laloche	WCAA	WCAA	VP of tHC	734-940 3728
Istakur Rahman	WCAA	WCAA	VP of Information Audit	734-247-7365
Lori Ballard	WCAA	'	SB Facilitator	7-7011
JIM Keough		Self		734 740 3406

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Shelia Anderson	WC AA	WC AA	Procurement Director	7-7152
Gary Schmitt	44978 Ford Rd. Suite 101 Northwest Consultants 48187	Northwest Consultants	Engineer	734-451-7566
Lynnda Bacon	WC AA	WC AA	DIR L R	72222
Dina Reed	WC AA	WC AA	DIR. FFAA	7349555706
David D. Mann	WC AA	WC AA	Willow	
Mary Sarra	WC AA	WC AA	Controller	
Phil Agu	URS	URS	URS	813-380-6610
Abe Kibut	CFS	CFS		813 2635623

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SCOTT WINTNER	DTW	WCAA	PUBLIC AFFAIRS MGR.	734-955-3745
Windy Sutton	DTW	WCAA	WCAESTATES	7-2477253
Ron Engel	2605 Post Lansing Rd Lansing, MI 48906	Meed + Hund	VP	517-321-8334
Shel Ward	--	--	SR Planner	--
Bob Newsen	URS	URS	Plan MGR	248-417-3833
Wynona Poms	513A West Derwood	Concession Mgr	Partner	313-333-5410
Fran Wood	601 Logell #3100	Travelers Aid	Supervisor	(313) 414-6455
Jeff Bryant	EDGE			