



STATEMENT OF WORK

This Statement of Work No. 13 between Trillion Av, LLC (“Trillion Aviation”) and the City of Minot, Minot North Dakota (“City”) is governed by the Master Services Agreement (“MSA”) in effect between the parties and, upon execution of this Statement of Work by both parties, is incorporated therein pursuant to MSA Section 1.0. All terms and conditions of the MSA shall apply to this Statement of Work unless clearly stated to the contrary herein.

<u>CONTACT</u>	
TRILLION AVIATION:	Mike Bown
CITY:	Rick Feltner

<u>TITLE</u>	<u>DESCRIPTION</u>
SERVICES TO BE PERFORMED:	Air Service Development tasks per the attached Proposal for Aviation Services dated April 11, 2018.
PERFORMANCE STANDARDS:	Consulting services commensurate with the highest industry standards.
PRICING:	Fee: \$2,000 per month (\$24,000), plus expenses estimated at \$5,000. Invoices will be submitted on the first day of the month of service and are due and payable Net 30. Travel and conference expenses will be reimbursed separately at cost without markup.
COMMENCEMENT DATE:	April 1, 2018
DURATION:	March 31, 2019. At the end of the first year, the task will continue on a month to month basis until cancelled by either party upon thirty days’ notice.

The parties hereto accepted and approved this Statement of Work as of the latest date written below and this Statement of Work may be executed in any number of counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument. Any signature delivered by facsimile shall be treated for all purposes as an original.

Trillion Av, LLC

City of Minot, ND

By: _____
 Name: Daniel Benzon
 Title: President
 Date: 4/11/2018

By: _____
 Name: Chuck Barney
 Title: Mayor- City of Minot, ND
 Date: _____



Proposal for Aviation Services – Trillion Aviation Minot International Airport (MOT)

April 11, 2018

Objective:

To assist MOT with regard to all their Air Service Development efforts.

Deliverables:

Trillion would provide the following services:

- Develop airline presentations as part of air service meetings with airlines, either at carrier headquarters or air service conferences. This would include the following airlines & conferences:
 - United Airlines
 - Allegiant Airlines
 - Delta Air Lines
 - JumpStart and/or Routes Air Service Conference
 - Or Selected airlines as part of Executive Director's choosing

- The above meetings/presentations would include the following analytics:
 - Illustration of oil industry trends from W. North Dakota and how MOT fits within those trends.
 - Tied to above, economic growth trends from the region, including estimates of future population, income & employment growth.
 - Discussion of airport constraints at other regional airports and how MOT is/will benefit from this.
 - Demonstration of traffic, revenue & yield/fare trends from MOT and surrounding airports, with a focus upon positive supply/demand characteristics currently in place.
 - Analysis of carrier profitability from MOT and throughout the region.
 - Benchmarking of relative MOT results to rest of carrier-in-question's system.
 - Illustration of how MOT would fit into the network of the carrier-in-question's network. Could include a forecast of local O&D demand.
 - Result would be a roughly 20 page powerpoint presentation

- Ongoing analytical support, including the following reports:
 - Quarterly Air Service Updates that would include the following
 - Analysis of current/recent carrier results at MOT
 - Future (4-5 month) capacity by airline/route, based upon published schedules
 - Benchmarking versus selected regional airports of passenger and average fare paid – both on an absolute and year/year changed basis
 - “Leakage” trends
 - Published Fare Comparison versus BIS
 - Long-term traffic, average fare and airline revenue trends
 - Carrier share trends
 - Carrier/route profitability analysis based upon mileage-adjusted RASMs
 - Quarterly (over 2 years) Load Factor Trends by airline/route
 - Final deliverable is a roughly 15 slide presentation



- Monthly Update
 - Carrier/Route Load Factor updates
 - Future capacity changes
 - Leakage updates
 - Published air fare comparisons in top 10 MOT O&D market, as compared to BIS
- Operational Performance review
 - Done Quarterly
 - On-time performance by carrier/route
 - Completion factor by carrier/route
- Ongoing communications & dialogue with Airlines & the broader aviation community. Essentially, we would become an advocate working on behalf of MOT with airlines.
- Traffic/Operations forecast, in total & by airline. This would be done at the discretion of the Executive Director. Would include updated forecasts & variance analysis to budget. As a part of this process, would also include analysis tied to upside/downside, what variables would drive each.
- All air service related advisory services would be provided as needed by client. Would include up to two onsite Airport Board and Partnership presentations, providing guidance/update on airline industry, as determined by the airport.

Price & Timing:

Fees would be \$2,000 per month. All travel-related and conference expenses will be billed at cost. This would be a one year retainer, beginning April 1, 2018 and ending March 31, 2019. At the end of the first year, the task will continue on a month to month basis until cancelled by either party upon thirty days' notice.