

INTERLOCAL AGREEMENT

This document was scanned from its original format. Errors may have occurred during the scanning process. The original document is on file at the Auburn-Lewiston Airport.

This agreement is made and entered into by and between the Cities of Auburn and Lewiston, both political subdivisions of the State of Maine in accordance with the State of Maine Interlocal Cooperation statute (Chapter 115 Title 30A). As amended, this agreement supersedes agreements Tiled with the Office of Secretary of State in Volume 30, pp. 396-404, November 15, 1977 and in Volume 32, pp. 192-199, December 11, 1978.

ARTICLE I - PREAMBLE

Incorporation

Pursuant to Resolutions passed by the Auburn City Council November 6, 1978 and March 19, 1979 and Resolutions passed by the Lewiston Board of Mayor and Aldermen on November 1, 1970 and March 20, 1979; there is hereby created an independent corporate entity to be known as the "Auburn-Lewiston Municipal Airport", hereinafter called the "Airport Board" or "Board"; and pursuant to the State of Maine Non Profit Corporation Act 13-B MRSA para. 403, Articles of Incorporation shall be filed with the Secretary of State.

Purpose

The purpose of the Airport Board will be to operate, maintain and improve the Auburn-Lewiston Municipal Airport, hereinafter called the "Airport"; arid to plan, acquire facilities for, construct and operate as may be necessary to provide optimum air transportation service for Auburn, Lewiston and the surrounding area. In addition, the purposes of the corporation shall be to foster, encourage, and assist the physical location, settlement, or resettlement of industrial, manufacturing, and other business enterprises at the Auburn-Lewiston Municipal Airport including the Airpark.

ARTICLE II - DELEGATION OF POWERS TO THE AIRPORT BOARD

The Cities of Auburn and Lewiston delegate or otherwise transfer to the Airport Board the management of the existing Auburn-Lewiston Municipal Airport, its property situated on the Hotel and Lewiston Junction Roads in Auburn, consisting of land and buildings, easements, fixtures, equipment and tools and all other property both real and personal which is a part of or used at the existing airport facility together with all leases, bank accounts, accounts receivable and all other intangible property previously administered by the Auburn-Lewiston Airport Committee.

Without limiting the generality of the foregoing, there is delegated the power to construct industrial and/or commercial buildings on any or all of the real property conveyed to the Cities of Lewiston and Auburn by Deeds of the United States of America dated December 18, 1947 and December 15, 1948 in book 611, page

459 and book 621, page 627 respectively, and to execute mortgages to secure all or part of the construction costs thereof provided, however, that any such mortgage shall first be approved by the Cities of Lewiston and Auburn.

ARTICLE III - AIRPORT BOARD ORGANIZATIONAL STRUCTURE

Board of Directors

Section 1. Membership

The Board will consist of seven members. The Finance Director of Lewiston and the City Manager of the City of Auburn or their designated representatives will be members of the Board by virtue of their respective offices. A third member of the Board shall be a Councilor of the City of Lewiston and shall be nominated by the Mayor and confirmed by the Lewiston City Council at their first regular meeting. A fourth member of the Board shall be a Councilor of the City of Auburn and shall be nominated by the Mayor and confirmed by the Auburn City Council at their first regular meeting. A fifth member of the Board will be a resident of the City of Auburn and will be appointed by the Auburn City Council. The sixth member of the Board will be a resident of the City of Lewiston and will be appointed by the Lewiston City Council. The seventh member of the Board shall be nominated by the Chamber of Commerce and will be elected by the above six members. The seventh member shall be a resident of Auburn or Lewiston, but will not hold any public municipal office or be a member of any municipal board or committee. After the first election of the seventh member, that member thereafter will be a resident of the alternate city of the previous seventh member. If the six are unable to agree upon the naming of a seventh member to the Board, any Justice of the Superior Court or Supreme Judicial Court will, on petition of any three members, select the seventh member of the Board. In the event the Lewiston Finance Director or the Auburn City Manager shall die, become incapacitated, resign or is discharged from said offices, their respective City Council shall appoint a member to the Board and such member shall serve only until the respective offices are filled.

The third and fourth members of the Board shall only serve while a Councilor of the City of Lewiston and a Councilor of the City of Auburn, respectfully. In the event that either of said additional members and the fifth, sixth or seventh members shall cease to be residents of their respective Cities or should die, become incapacitated, resign from the Board or are discharged from membership, a successor shall be appointed in the same manner as indicated above to serve out the remainder of his term.

By a majority vote of four members, formal written notice may be given by the Board to the appointing authority of any member of the Board requesting the removal of said member. The decision of the appointing authority shall be binding.

Members of the Board will serve without compensation but may be reimbursed for their actual expenses incurred in the performance of their duties upon approval of the Board.

Section 2. Terms of Office (After Initial Appointments)

Lewiston Finance Director - By virtue of the office.

Auburn City Manager - By virtue of the office.

Lewiston Councilor - While a Councilor of the City of Lewiston.

Auburn Councilor - While a Councilor of the City of Auburn.

Fifth Member (Auburn Resident) - Three year term.

Sixth Member (Lewiston Resident) - Three year term.

Seventh Member (Alternating Resident) - Three year term.

Election of Officers

The Directors will annually elect a Chairperson, Vice-Chair, Treasurer, Secretary and such other officers as it may establish in its By-Laws. All Officers of the Board shall be elected annually by ballot of the members of the Board and shall hold office until their successors are chosen and qualified. The Secretary need not be a member of the Board.

The duties of the Chairperson and other officers will be those established in the By-Laws of the Airport Board; and in addition, such duties as may from time to time be prescribed by the Board of Directors and shall otherwise be those duties usually appertaining to their offices. The Treasurer will furnish to the Board a bond, payable to the Airport, issued by a surety company authorized to transact business with the State and satisfactory to the Board of Directors in such sum as the Directors may prescribe and conditioned upon the faithful performance of his duties.

The Directors may appoint an Airport Director on a full-time basis to direct the general administration of the Airport and Industrial Park. The Directors may also, on their own initiative or upon recommendation of the Airport Director, employ such engineers and experts, agents, officers, clerks, and other employees, as it deems necessary for the proper operation and administration of the Airport and may prescribe their duties and compensation.

ARTICLE IV - GENERAL ADMINISTRATION

Fiscal Year, Rates and Charges

The Board of Directors will adopt a fiscal year and will adopt and may thereafter amend by-laws for the conduct of the affairs of the Board. The Directors will also establish a schedule of reasonable rates for the use of the landing area, ramps and other Airport facilities. In fixing such rates, the Directors will take into account the total capital investment of the Airport Board and the Cities of Auburn and Lewiston, the expense of properly maintaining the Airport facilities and the nature, frequency and extent of the use of the Airport facilities which the tenant or licensee propose to make.

Office of the Airport

The Directors will establish an office at the Airport, at which their business may be conducted and in which maps, plans, records and other papers relating to the operation of the Airport will be kept, but the Directors may vote to hold their meetings at either the Lewiston City Building, the Auburn City Building or the Airport. The Directors will, at all times, keep full and accurate accounts of receipts, expenditures, liabilities and assets which will at all reasonable times be open to inspection.

Annual Report - Financial Statement

The Airport Board will make an annual report of its activities and submit audited financial statements for the preceding fiscal year to the Mayor and Council of the City of Auburn and the Mayor and Council of the City of Lewiston.

Seal

The Airport Board will have a seal consisting of a circular die bearing the words "Auburn-Lewiston Municipal Airport - 1978" which may be used whenever deemed advisable by the Board of Directors on papers and documents issued or executed by it or its officers or employees on its behalf.

Estimating Annual Expenses and Revenues

The Board will annually prepare a budget for its next fiscal year itemizing expenses of operations, maintenance and repairs, costs of contemplated capital improvements and payments of principal and interest on fixed indebtedness and other borrowings. The budget will also include such other details as to present assets, surplus, accounts receivable, expenses and liabilities as the Board shall deem advisable and as the Cities of Lewiston and Auburn may reasonably require. The Board will also estimate the anticipated revenues of the Board for the forth-coming fiscal year to be derived from rentals of buildings and equipment, fees charged for the use of the Airport facilities, sale of surplus property and any other source.

City Contribution

In any year in which the anticipated expenses of the Airport Board exceed anticipated revenues, the Directors shall give notice of the estimated net deficit to the Cities of Lewiston and Auburn in time for inclusion in their respective budgets for the next fiscal year. The Cities agree to meet jointly prior to May 20th to review the Airport Board's budget. Each City will include 50% of the estimated deficit in the budget as finally approved in its own budget for the coming fiscal year and will make provisions through assessment of taxes or otherwise to obtain sufficient revenues to pay the same. If the Cities are unable to agree on a budget, each City will include in its respective budget for the coming fiscal year an amount equal to the sum appropriated to the Airport's budget for the previous year.

ARTICLE VI - GENERAL PROVISIONS REGARDING BOKKOWING

Issuance of Notes

The Airport Board is authorized to issue, from time to time, its temporary notes and renewal notes in anticipation of revenues. The aggregate amount of such temporary notes shall not exceed the total of anticipated revenues for the fiscal year in which the temporary notes are to be issued, and any such temporary notes will be payable during such fiscal year. If the budget for the existing fiscal year has not yet been approved, the aggregate amount of such temporary notes shall not exceed the revenues budgeted for the previous fiscal year.

Appeal Process

In the event of default in the payment of any such notes, the Airport Board will be entitled to exercise the remedies provided by the Revised Statutes of 1964, Title 30, Section 5053, and any amendments thereto in collecting the same.

ARTICLE VII - CONTRACTS

The Airport Board is authorized to enter binding contracts with other persons, corporations and governmental bodies or agencies thereof, including contracts to lease the use of land, buildings or other Airport facilities presently existing or to be constructed for the purposes set forth in Article I upon such terms as the Directors

shall approve. The Airport Board may also negotiate for, receive and use grants and loans from any governmental body or agency which are available for use in the furtherance of any of the purposes of the Airport Board. The Auburn-Lewiston Airport shall continue to be a "municipal airport" for the purposes of state statutes regarding state aid for airport construction, extension and improvement and the Airport Board shall receive such state aid to which the Cities of Lewiston and Auburn acting jointly would have been entitled.

ARTICLE VIII - DISPOSAL OF SURPLUS PROPERTY

When the Directors determine that any of the Airport Board's real or personal property or interests therein are no longer necessary to the accomplishment of the purposes of the Airport, it may dispose of the same, subject to any restrictions which may be imposed by the Federal Government or its regulatory agencies having administrative jurisdiction over the Airport Board's operation, upon such terms as it considers advisable. Any proposed disposal of real estate or personal property having a value in excess of One Thousand Dollars (\$1,000.00) shall be first approved by the Lewiston and Auburn City Councils.

ARTICLE IX - ACQUISITION OF PROPERTY & RIGHT OF EMINENT DOMAIN

Acquisition of Property

The Airport Board may acquire by purchase, lease, gift, or in any other manner such real and personal property, easements, air rights and property rights, whether or not located in Auburn, as may be necessary or convenient to the accomplishment of its purposes, provided that the purchase of any such personal property that is in excess of the sum of Five Hundred (\$500.00) Dollars shall be made only after public advertising giving notice thereof and the submission of competitive bids therefore. The Airport is authorized to extend its runways and related facilities over or across the public highways of the City of Auburn where alternative means of access are or can be made available to persons served by the highway and where such construction would not unduly interfere with some other existing public purpose of the City or State.

Crossing Public Utilities

The Board of Directors is authorized to recommend to both the Lewiston City Council and the Auburn City Council the taking by eminent domain of any part of the right-of-way or facilities of the Lewiston and Auburn Railroad Company, including the interest of any person or company who may then be leasing the same, where such action is reasonably necessary to the accomplishment of the purposes of the Airport Board. Where it is otherwise proposed that the runways or other installations of the Airport shall cross or otherwise interfere with property or service of a public utility and where consent of the utility to such crossing is refused, application shall be made to the Public Utilities Commission to determine the place, manner of crossing and the conditions upon which the same is made. Such runway or other installation interfering with the property or service of the public utility shall thereafter be constructed only to the extent permitted by and subject to conditions imposed by the Public Utilities Commission and such work shall be performed under its supervision.

Procedure in Eminent Domain Proceedings

The Airport Board may exercise the power of eminent domain in the names of the Cities of Auburn and Lewiston in the manner provided by 6 MSRA, Section 122 to acquire property required for expansion of or proper operation of the Airport after first obtaining the consent of the Lewiston and Auburn City Councils.

ARTICLE X - PROPERTY TAX EXEMPT

The real and personal property rights of the Airport Board will be exempt from taxation.

ARTICLE XI - RULES AND REGULATIONS

The Board of Directors shall adopt and publish rules and regulations governing the use of the Airport and related facilities.

Violation

Any. violation of those regulations which require compliance with standards of safe conduct by persons and corporations using the Airport and its related facilities shall constitute a misdemeanor punishable by a fine of up to One Hundred (\$100.00) Dollars.

Enforcement

The access ways, landing areas, taxiways, ramps, terminal and other parts of the Airport, used in common by persons operating aircraft or other motor vehicles, passengers or guests at the Airport are declared to be public areas with respect to which the regulatory provisions of the Maine Revised Statutes and the Ordinances of the City of Auburn are also applicable.

ARTICLE XII - TERMINATION AND MODIFICATION

The Airport Board will remain in existence for an indefinite term and until terminated by majority vote of the Auburn City Council and a majority vote of the Lewiston City Council. This agreement may also be modified by a majority vote of the Auburn City Council and by a majority vote of the Lewiston City Council. In the event that either municipal body shall vote to modify or terminate this agreement, notice in writing shall immediately be given to the Board of Directors and to the City not initiating the action. In case of decision to terminate, the Board of Directors shall within seven (7) days meet and vote as may be necessary to accomplish the same and the management and control of all of the operations and facilities of the Airport shall be returned to the Cities of Auburn and Lewiston. When both the Auburn City Council and Lewiston City Council have voted to modify this agreement, the Board of Directors shall promptly take such action including amending the articles of incorporation as may be necessary to carry out the terms of the amendment.

In the event that the Airport Board is dissolved, the Cities of Auburn and Lewiston agree to share equally the lifetime contingent liability associated with the Maine State Retirement Plan in which the Board may have elected to participate as an independent local district.

Witness page is on file at the Auburn Lewiston Municipal Airport.