

UNITED STATES OF AMERICA
GENERAL SERVICES ADMINISTRATION

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FY16 CITY PAIR PROGRAM
PRE-SOLICITATION CONFERENCE

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WEDNESDAY
FEBRUARY 11, 2015

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The Pre-Solicitation Conference met in Room 3042, General Services Administration, 1800 F Street, N.W., Washington, D.C., at 1:00 p.m., Jerry Bristow, presiding.

PRESENT

RONDA BOATRIGHT, Management and Program Analyst
JERRY BRISTOW, Program Manager
KWANITA BROWN, Contracting Officer
TIM BURKE, Director, of Travel and Transportation
LAUREN CONCKLIN, Program Co-manager
JERRY ELLIS, Business Management Specialist
CINDY GUO, Contracting Specialist
COURTNEY HAMMOND, Program Analyst
MAILE PARKER, Director, Travel and Transportation
Acquisition
JANELLE SCRIBNER, GSA*
KEITH SMILEY, Director, Travel Acquisition
Support

PARTICIPANTS

TOM BILLONE, United
DOUGLAS BRITTEN-DAVIS, VA*
ANGELA BURRILL, Department of State
ANDREA CARLOCK, DTMO
GEORGE COYLE, Delta
MARK DELLINGER, Department of State
CHERYL ELZIE, Department of Commerce*
LARRY FATTORUSSO, Delta*
JACKSON GERST, Qatar Airways
RAPHAEL GIRARDONI, American
DAVID GOBER, Delta
ALEX GRAFF, Delta
JEFF HAAG, Southwest
HOWARD HICKS, DTMO
THERESA HOLLOWELL, NASA*
TRICIA HOOVER, State
JEFF JEWELL, VA*
MARIETTA LANDON, Alaska*
ERIC LANE, JetBlue*
ZIYU LU, VA*
AMISH MEHTA, Virgin*
KEVIN MERRY*
CHRIS MOSS, JetBlue
JIMMY ROMO, Delta*
JON ROSENMEIER*
TOM RUESINK*
MATT SCHLESSMAN, American
WILLIAM SU, JetBlue*
BARRY TAYLOR, HHS/CDC

MICHELLE de VERA, JetBlue*

RICHARD WOOTEN

*Participating by telephone

TABLE OF CONTENTS

Welcome, Jerry Bristow 4

General Solicitation Requirements

Cindy Guo.13

Dual Fare Reporting, Jerry Ellis18

Significant Solicitation Changes

Kwanita Brown.65

Program Topics, Jerry Bristow.90

Adjourn

1 P-R-O-C-E-E-D-I-N-G-S

2 1:09 p.m.

3 MR. BRISTOW: Good afternoon,
4 everyone. Thanks for waiting. Thanks for
5 everyone attending. Gosh, there's standing room
6 only here for those who are on the phone who
7 can't see this. There's a lot of people here
8 interested in the FY16 pre-solicitation
9 conference. I want to welcome you. I'm Jerry
10 Bristow. I'm the program manager for the City
11 Pair Program. We have a cadre of resources and
12 support here from the City Pair. They'll
13 introduce themselves as we go around the room
14 here.

15 Here we are. Year 35 of the City Pair
16 Program, long-standing, long-term program. We
17 can't do without our suppliers and of course, our
18 customers, otherwise a benefit from their
19 participation. So thanks for being here today.
20 Thanks for your interest in the program, not only
21 our industry partners, but also our stakeholders
22 and our customer travelers. So thanks for

1 attending today.

2 We'll move this along here pretty
3 good, pretty quickly, but first of all, I think
4 we have people on the phone. Can you please
5 identify yourselves so we take a roll call here
6 and then we'll pass around the room as well.

7 I'm sorry, who is on the phone,
8 please?

9 MR. GIRARDONI: We are getting word
10 that the bridge line hasn't been opened. The
11 guys aren't able to dial in.

12 MR. BRISTOW: Can they hear us?

13 MR. ELLIS: Are we dialed in as the
14 leader? Are there any people on the phone? I
15 don't think they can hear us.

16 MR. GIRARDONI: They're just getting
17 music on hold saying that it hasn't been
18 activated.

19 MR. SHANNON: Hey Jerry, this is Bob
20 Shannon and Jay Johnson from USTRANSCOM, along
21 with Steve Mura and Kevin Sasila from Air
22 Mobility Command.

1 MR. BRISTOW: Okay, thank you.

2 MS. SCRIBNER: Jerry, this is Janelle
3 Scribner.

4 MR. BRISTOW: Janelle, thank you.

5 MR. LANE: Hi, Jerry. This is Eric
6 Lane calling on behalf of JetBlue.

7 MR. BRISTOW: Hi, Eric. Thank you.

8 MR. ELLIS: So when you're calling in
9 can you also see the screen for the presentation?
10 Is that okay as well?

11 MR. LANE: Yes, we can see it.

12 MR. BRISTOW: All right, great. Maybe
13 we are connected then.

14 MR. GIRARDONI: It sounds like we are
15 connected, except that are we sure it's the same
16 number, that everybody has the right number?
17 Okay. I think our guys are still --

18 MS. CONCKLIN: Send an email out to
19 all the attendees to redial in.

20 MR. BRISTOW: Sorry, everyone for the
21 technical difficulties. We'll get those
22 corrected here shortly.

1 MR. FATTORUSO: Good afternoon.

2 MR. BRISTOW: Who joined, please?

3 MR. FATTORUSO: Larry Fattoruso from
4 Delta.

5 MR. BRISTOW: Thank you.

6 MR. BROPHY: John Brophy from the
7 Traffic Safety Administration.

8 MR. BRISTOW: Thank you. Okay, now
9 that we have everyone, I believe, we'll open up
10 again. As I said, this is our 35th for the City
11 Pair Program. Thanks for your participation,
12 your attendance here today. It's important to us
13 as we go through the FY 16 solicitation.

14 We had started to do the introductions
15 on the phone. Those that just joined us, could
16 you please identify yourself on the phone,
17 please.

18 MR. FATTORUSO: Larry Fattoruso from
19 Delta Airlines.

20 MR. BRISTOW: Thank you.

21 MS. SAMP: Heather Samp from American
22 Airlines.

1 MR. BRISTOW: Thank you, Heather.

2 PARTICIPANT: (Telephonic interference)

3 -- Sun Country.

4 MR. BRISTOW: Sun Country. Thank you.

5 MR. BYRNE: Bill Byrne, United.

6 MR. BRISTOW: Hi, Bill. Just for
7 everyone's information, this afternoon, the
8 meeting is being recorded. So if you need to ask
9 a question, you need to first identify yourself
10 and the company you work for and so we can
11 properly document the conversations and the
12 meeting throughout, okay? So we do this every
13 year. And that helps us be able to keep track of
14 what's going on, identify the issues that are at
15 stake, and for us to address those before the
16 final solicitation comes out, so if you could do
17 that, I'd appreciate it.

18 For those on the phone, if you are not
19 going to speak at this time, if you could place
20 your phones on mute so we don't have background
21 noise and what not, we can continue. If you do
22 have something, a question to ask, please feel

1 free to interrupt us during the time and ask
2 those questions. So thanks a lot.

3 I'm going to introduce Kwanita Brown.
4 She's our contracting officer. I'm sorry, I'll
5 do that in a second. Let's go around the room
6 and identify who is here in the room so we can
7 get that recorded as well.

8 Lauren?

9 MS. CONCKLIN: I'll start. Lauren
10 Concklin, new CPPM and I help Jerry manage the
11 program. So welcome, everyone.

12 MR. HAAG: Jeff Haag, Southwest
13 Airlines.

14 MR. DELLINGER: Mark Dellinger, State
15 Department.

16 MS. CARLOCK: Andrea Carlock, DoD
17 DTMO.

18 MR. BRISTOW: Jerry Bristow, Program
19 Manager for City Pair Program.

20 MS. PARKER: Maile Parker, Center
21 Director for Travel and Transportation at GSA.

22 MR. TAYLOR: Barry Taylor, HHS,

1 Centers for Disease Control Prevention.

2 MR. ELLIS: Jerry Ellis, GSA City Pair
3 Program, Business Management Specialist.

4 MR. SCHLESSMAN: Matt Schlessman,
5 American Airlines.

6 MR. GIRARDONI: Raphael Girardoni from
7 Revenue Management at American. This is my first
8 time actually going through the bidding process.
9 RM now owns the contract so I'm very excited to
10 be here.

11 MR. BILLONE: Tom Billone, United
12 Airlines.

13 MR. GOBER: David Gober, Delta
14 Airlines.

15 MR. GRAFF: Alex Graff, Delta
16 Airlines.

17 MR. COYLE: George Coyle, Delta
18 Airlines.

19 MR. MILLER: Eric Miller, Department
20 of State.

21 MS. HOOVER: Trisha Hoover, Department
22 of State.

1 MS. BURRILL: Angela Burrill,
2 Department of State.

3 MS. SHEA: Debra Shea, Department of
4 State.

5 MR. MOSS: Chris Moss, JetBlue.

6 MR. GERST: Jackson Gerst, Qatar
7 Airways

8 PARTICIPANT: (Telephonic interference)

9 MR. SMILEY: Keith Smiley, GSA.

10 MS GUO: I'm Cindy Guo and I'm a
11 contract specialist who will be helping
12 Kwanita today.

13 MS. BROWN: Hi, everyone. I'm Kwanita
14 Brown, contracting officer for the City Pair
15 Program.

16 MR. HICKS: Howard Hicks, DTMO.

17 MR. JOHNSON: Rob Johnson, DTMO.

18 MS. SMITH: Tina Smith, DTMO.

19 MS. HAMMOND: Courtney Hammond for the
20 GSA.

21 MR. BRISTOW: Welcome here, as well.
22 So let's go ahead and start with Kwanita Brown,

1 who will introduce the City Pair contract for the
2 FY2016 pre-solicitation conference and let's get
3 this thing rolling. Thanks.

4 MS. BROWN: Hi, everyone. So I'm just
5 going to go over the agenda items and then Cindy
6 will go over the general solicitation requirement
7 and then we'll turn it over to Jerry Ellis, and
8 he'll go over our market requirements. And then
9 I will pick it up with the solicitation
10 significant changes.

11 So today what we're going to do is
12 we're going over the general solicitation
13 requirements. Then Jerry will talk about our
14 dual fare reporting and SmartPay to spend. Then
15 he'll get into the FY16 market selection and
16 market information.

17 I'll pick up from there going over the
18 FY16 solicitation changes. And then program will
19 take over and discuss some program topics that
20 they would like to share with you. And then from
21 there, we'll open the floor for any questions.
22 And then at the very end we have our points of

1 contact for the City Pair Program as well as
2 points of contact for general inquiries.

3 So I'm going to turn this over to
4 Cindy now. I'll switch seats with her.

5 MS. GUO: Hi, everyone. So as I
6 mentioned before my name is Cindy Guo and I'm a
7 contract specialist. I'm actually on a
8 rotational intern program, so I'll only be here
9 for a few months, but you might see some emails
10 with my name on them ---- at least CC'ed. And so
11 I just wanted to go over -- I don't know if
12 everyone can see. Maybe I'll stand over here.

13 So I just wanted to go over the
14 general solicitation requirements and I'm sure
15 that most of you are a lot more familiar with
16 this than I am. But basically, as the practice
17 goes, everything is submitted through the City
18 Pair Offer Preparation Systems or COPS. And
19 these are some important dates for you. So
20 basically, there will be a test application open
21 from February 23rd to February 27th. And I'll be
22 reaching out to the POCs that we have on file

1 next week to get the names and emails of people
2 who will be using the test system. So that's
3 just to make sure that everything works well.

4 And then, for Group 1, the COPS system
5 is going to open on March 4th and close on April
6 6th. So you'll have about that month to upload
7 all of your offers and then we'll close that and
8 open again on April 7th and Group 2 will have to
9 submit by April 27th. So just to make sure
10 that's clear, Group 1 will be submitting from
11 March 4th to April 6th. And then Group 2 will be
12 submitting from April 7th to the 27th.

13 MR. ELLIS: Can I make a point here?
14 For you airline people, Cindy just gave you the
15 dates, but we ask that you do not wait until the
16 last moment, especially the larger carriers that
17 will have quite a few line items to upload, both
18 in Group 1 and Group 2. Later, you will see
19 we're soliciting about another thousand markets
20 this year. And so your uploads for the larger
21 carriers is going to be quite extensive. So we
22 ask that you do not wait until the last day or

1 the last minute to upload because if two big
2 airlines try to upload at the same time, it's
3 going to lock up the system. So again, please
4 don't wait to the last minute to upload either
5 Group 1 or Group 2. We appreciate it.

6 MR. BILLONE: Real quick question.
7 When are the final City Pairs going to be
8 released?

9 MS. BROWN: Right now, the anticipated
10 date for release in the final RFP will be March
11 4th.

12 MR. BILLONE: We can't hear you. Can
13 you identify yourself?

14 MS. BROWN: This is Kwanita Brown, the
15 contracting officer. Right now, the anticipated
16 date for releasing the final RFP is March 4th.
17 And that will also be the date that we will be
18 opening up COPS.

19 MR. BILLONE: Okay, what about the
20 City Pairs? We got a draft of City Pairs now.
21 Will that come out the same time? This is Tom
22 Billone, United. Will that come out the same

1 time or earlier?

2 MS. BROWN: No, it's going to come out
3 the same time. So when we release the final RFP,
4 we'll also be releasing the final market. As of
5 right now, we don't anticipate any changes to
6 those markets. So it will be the same document.

7 MR. BILLONE: Thank you.

8 MR. BRISTOW: Unless any of you
9 airlines find where I've made a mistake and I've
10 been known to do that before, let me know if
11 there's a market I missed -- I didn't miss, but I
12 misled you on a market. Let me know so we can
13 make any changes to the final, but you consider
14 the markets that we set out should be the final
15 list.

16 MS. GUO: And a few more general
17 things about the solicitation. Last year, the
18 RFP, request for proposal, was changed to the
19 uniform contract format and that is still the
20 case. From now on, last year may have been a
21 little different, but by now you should be a
22 little bit used to the format of how it looks.

1 And a few of the important sections, Section J1
2 is the proposal checklist so you'll look on that
3 and make sure you have everything that we ask
4 for.

5 And then for everyone, I'm sure you
6 all know, but you have to be registered in the
7 system for award management prior to submission
8 just to make sure that you are registered and
9 allowed to have a government contract.

10 All of these submissions are going to
11 be electronic. And so we went over the due dates
12 before, but I think that's for the second group
13 actually. But another section is L1 and that's
14 where all the offeror submission instructions
15 are. We're going to be going over all of the
16 changes from last year's RFP. So we'll highlight
17 the big things, but of course, as always, be sure
18 to read that section in full to make sure you are
19 submitting properly.

20 And subcontracting plans. I know that
21 a lot of carriers who have contracts right now,
22 your subcontracting plans run through the

1 calendar year, so when you are submitting, if
2 your plan is due -- goes until December, just
3 submit your current subcontracting plan. But if
4 you do not have a current award and you don't
5 have a subcontracting plan already, you'll have
6 to submit one when you submit -- when you apply
7 to the RFP. So is that clear?

8 And then, of course, you will have to
9 resubmit another subcontracting plan once your
10 current one finishes up in December. All right?

11 And so that is all we have about the
12 general requirements. And now I'll turn it over
13 to Jerry Ellis.

14 MR. ELLIS: Good afternoon, ladies and
15 gentlemen. Jerry Ellis for GSA. The dual fare
16 reporting. Most of you are doing an excellent
17 job with this and I thank you, but there is still
18 a few carriers that are not following the
19 template as set forth in Section F7. The item
20 number, origin destination, the percentage on the
21 YCA, percentage on the capacity control CA,
22 separate domestic and international, and give me

1 a total of domestic and international at the end.

2 Also, please, please, please, only
3 report those markets and item numbers in which
4 you offered and were rewarded a dual fare. If
5 you also include the markets where you only have
6 a YCA fare, that's always going to be 100
7 percent. And it throws off my calculate. So
8 again, only markets in which you have a dual fare
9 award, origin destination, item number, and the
10 percentages, and then a total percentage at the
11 end of an average. Is there any questions?

12 I know that a lot of airlines, they
13 have new people doing the reporting, but please
14 have a pass-down log or have them talk to me
15 before they submit their report.

16 Next slide.

17 Okay, just to let you know, we've got
18 a response from the SmartPay 2 card of the total
19 spend in FY14. This includes not only the
20 contract fares, but the commercial fares, other
21 fares, anything that was purchased on the
22 SmartPay card and so we broke it down for you

1 airline by airline and you can see what the spend
2 was and how many transactions SmartPay did on
3 your airline. So that's pretty impressive. The
4 \$2.7 billion total Government spend in FY14 and
5 each one of you carriers can see what your piece
6 of the pie was. Any questions? Okay, thank you.

7 Okay, so looking forward to FY16, we
8 again, based on customer request and through the
9 normal SmartPay MIS ARC data, we're submitting a
10 total of 9,805 markets this year. And you can
11 see the breakdown. There's 4,277 Group 1 markets
12 and broken down by the domestic, international,
13 the extended connection domestic, and extended
14 connection international, as well as the Group 2
15 markets.

16 What we are finding is that with code
17 shares and with customer requests, we're reaching
18 further places out there in the world, Central,
19 Eastern Africa, the Middle East is becoming
20 especially popular, down into Australia,
21 Micronesia. So in trying to satisfy our
22 customers' need, we're reaching out because our

1 customers say we want more City Pairs under
2 contract and we're trying to accommodate that
3 wish.

4 Go ahead. That's okay. And here's
5 the market dynamics. So we're soliciting 12.5
6 percent more markets than we did in FY15. You
7 can see the large number of extended connection
8 markets domestically. Again, most of those
9 domestic extended connection markets are in and
10 out of Alaska and Hawaii. However, we have a lot
11 of smaller airports that are served gateway
12 cities for the DoD bases that we are doing.

13 Extended connection international, we
14 do have 17 fewer markets this year and so you can
15 go on down and again, we're seeing a little bit
16 of a decrease again in government travel, so we
17 have about 9,000 fewer estimated passengers
18 associated with your City Pair contract. Again,
19 these are estimated numbers on the markets that
20 we are soliciting.

21 Next slide.

22 So here are the dynamics. As I

1 indicated before, it's based on -- we have some
2 new markets that you have not seen before. This
3 is based on customer requests or in accordance
4 with the 5th Freedom Rights of carriage. We have
5 solicited nine markets, international to
6 international, which we have not seen before.
7 This is the 5th Freedom Rights. This does not
8 include the 17 Guam markets that are
9 international, but a lot of these are over Tokyo,
10 like Tokyo to Singapore, Tokyo to Saipan. So we
11 have some of those. Again, there are nine
12 markets international to international that will
13 help DoD and the State Department hopefully.

14 We also, based on State Department
15 requests, and with the dynamics that go on
16 politically today, we're soliciting 16 markets in
17 and out of Havana.

18 MR. BILLONE: This is Tom Billone.
19 How can we respond to that when the contract
20 requires us to have service starting October 1st
21 when we don't even know if we're going to have
22 service allowed by October 1st? How can you bid

1 that?

2 MR. ELLIS: We always allow for
3 proposed and we're trying to look into the
4 future. We don't know when possibly the White
5 House or the people across the Potomac say hey,
6 we're going to open an embassy in Havana and
7 boom.

8 MR. BILLONE: So long as can bid on a
9 guess.

10 MR. FATTORUSSO: Larry here. Without
11 the basic background on this, we can't do
12 anything until we have --

13 MR. ELLIS: Again, we are just trying
14 to look over the horizon and if nobody serves it
15 on October 1st, then it won't be awarded. But we
16 have to make a supposition that possibly
17 something may happen and we would rather err on
18 the side of what our customer needs may be.

19 MR. HAAG: That's in contradiction to
20 the language in the contract. You're
21 contradicting your own contract to meet the
22 hypothetical need of the Government.

1 MR. ELLIS: We always have what's
2 called sometimes unfortunately, throwaway markets
3 that no carrier meets the qualification. But
4 still again, based on customer requests, you know
5 --

6 MR. HAAG: This is not a throwaway
7 market. This is a hypothetical situation of a
8 market that may or may not be served in the
9 future or needed by the Government in the future.

10 So in my opinion, rather than
11 contradict the terms of your own contract, maybe
12 this is handled in this solicitation period --

13 MR. BILLONE: As an amendment.

14 MR. HAAG: -- or an amendment and we
15 actually bid on it when it's a viable market that
16 carriers are serving and the Government actually
17 needs.

18 MR. BILLONE: Right, we don't know --
19 Tom Billone, United Airlines. We don't know how
20 many flights we're going to have. So I could be
21 shady about it and say well, I'm going to have
22 five flights out of Newark, six flights out of

1 Houston, when that's just pie in the sky.

2 MR. HAAG: If you're going to be
3 shady, Tom, about Havana, I'm going to be shady
4 about a couple of other markets because GSA said
5 it's okay.

6 MR. BILLONE: This is the issue.
7 Unless -- we don't know if any of the carriers
8 are going to be allowed to fly there yet. So
9 until that time, we really can't bid it. All
10 right? So what we're suggesting possibly is when
11 authorization is received, an amendment to that
12 particular location comes out and we address it
13 at that time, not in the solicitation.

14 MR. ELLIS: Again, that's why we put
15 it as minimal service, one flight in, one flight
16 out, operating three days a week. And again, the
17 contract does allow for you to make an offer
18 based on either your current schedule or proposed
19 service as long as that service commences before
20 October 1st.

21 MS. BROWN: This is Kwanita Brown,
22 GSA. I understand what Tom and Jeff are saying

1 in the sense that they don't know whether they
2 have the service, so therefore they can't really
3 say that it's planned service that they don't
4 know. It may be something that we as a team need
5 to go back and evaluate whether this is something
6 we solicit the initial RFP for, solicit as an
7 amendment before the deadline closes. But this
8 may be a conversation we need to have internally
9 again as to whether it's appropriate to solicit
10 this at the time.

11 MR. BILLONE: Thank you.

12 MR. ELLIS: Next slide. And here is
13 the numbering system for our markets, line items
14 1 through 2317. They're going to be Group 1
15 domestic and you can kind of read through that.
16 As you see, on the Group 2 international markets,
17 we have reached the 10,000 level, so we're moving
18 on up there with the markets. Again, this is
19 based on customer request and customer demand
20 that they want to see more markets under
21 contract. And we're trying to accommodate those
22 wishes. So that is my part of the market

1 selection of the market dynamics. Any questions?

2 Yes, Jeff.

3 MR. HAAG: This is Jeff from
4 Southwest. Educate me here a little bit on your
5 methodology in identifying a Group 1 market
6 versus a Group 2 market. Is it purely passenger
7 volume?

8 MR. ELLIS: No, no. It goes by
9 volume. All your A through E markets are going
10 to end up in Group 1. Any market in which at
11 least one carrier has nonstop service is going to
12 end up in Group 1. Any market in and out of
13 Washington National Airport, no matter the
14 passenger count, is going to end up in Group 1.
15 And I think you can see the dynamics why that is.

16 MR. HAAG: Yes, thank you.

17 MR. ELLIS: Thank you. Good question.

18 MS. BROWN: That concludes the
19 sections talking about the FY16 market. This is
20 Kwanita Brown again from GSA. And I'll begin to
21 talk about some of the solicitation significant
22 changes.

1 So this first slide that we're looking
2 at is basically just itemizing out all of the
3 different sections that I'm going to go over. So
4 we'll go ahead and just get started with this.

5 So basically the first change that we
6 made is to highlight what's in the definition
7 section. So we just added a couple of different
8 languages. So first was the jet section, we just
9 added the classification of a regional jet. We
10 also added a definition for regional jet so we
11 defined what that meant. And then the final
12 three are related to our YCA, our _CA and our _CB
13 fare. And we found that it didn't include both -
14 - it had domestic, but it did not include
15 international when we talked about being subject
16 to the auto cancellation, so we just wanted to
17 make that adjustment.

18 MR. COYLE: George Coyle, Delta
19 Airlines. How did we come up with the cutoff at
20 100 seats for the RJs?

21 MS. BROWN: I'll let Jerry comment,
22 expand on that a little bit.

1 MR. ELLIS: Well, we needed a starting
2 point and if any one of the carriers have another
3 thought, we're certainly willing to accommodate
4 that. There are so many different types of
5 regional jets out there right now and we weren't
6 exactly sure exactly what would be considered an
7 RJ.

8 And again, what we're kind of looking
9 at is not only the number of seats, but the
10 accommodation of baggage. Your smaller RJs, your
11 50- and 70-seat RJs have very limited baggage
12 compartments. So it makes it real hard,
13 especially on DoD if they're moving their B4
14 bags, their flight gear, NBC gear or something
15 like that. It maxes out the cargo pits pretty
16 fast.

17 MR. BILLONE: This is Tom Billone,
18 United Airlines. There are 90 seaters coming on
19 line.

20 MR. ELLIS: Yes.

21 MR. BILLONE: So if you're eliminating
22 those, also we are putting them in a lower

1 category. They will have larger baggage Class A,
2 larger passenger Class B.

3 MR. ELLIS: Okay, good to know.

4 Mr. BILLONE: What you do -- I think
5 the reasoning behind this is to change how
6 they're evaluated in the proposal.

7 MR. ELLIS: Yes, sir.

8 MR. BILLONE: They're not valued as
9 jets, they're regional jets, but they're not
10 commuters.

11 MR. ELLIS: Yes.

12 MR. BILLONE: It's something
13 ambiguously in between.

14 MR. ELLIS: Yes.

15 MR. BILLONE: Which most of your DoD
16 locations are serviced by regional jets, unless
17 Southwest, it doesn't fly regional jets, gets an
18 advantage. So it's a disadvantage to some of
19 your major carriers who fly regional jets to
20 evaluate those differently in those markets and
21 I'm sorry to put this on Southwest, but that's
22 one of the things that you look at is who gets

1 the advantage.

2 So you're going to do what you're
3 going to do, but we think that maybe you should
4 just leave the 90 seaters alone at least.

5 MR. ELLIS: Okay, that's a good point,
6 Tom. And the carriers, especially the three
7 majors that fly a lot of -- that have an express
8 jet or something like that, I'd like to hear from
9 you what would -- do you think that the seat
10 threshold, we certainly can make an adjustment on
11 the final. If you think it should be less than
12 90 seats, we're certainly willing to accommodate
13 that, if that seems to be the direction.

14 MR. BILLONE: We'll get back to you on
15 that after consultation.

16 MR. ELLIS: Very good.

17 MR. GIRARDONI: Raphael Girardoni from
18 American. I think we'll back to you on that as
19 well. I would second the concern from Tom that
20 this is certainly one of the items that we have
21 concerns with.

22 MR. ELLIS: Okay.

1 MR. GIRARDONI: I think for very
2 similar reasons. It just feels somewhat
3 arbitrary to choose a seat count. You're almost
4 incentivizing us to put more seats on planes
5 which could really go against what you're
6 actually trying to accomplish. And so I wonder
7 if there's actually a better metric than a seat
8 count to use in this scenario. If the real
9 concern is around baggage space and the ability
10 to load bags, is there something that would be
11 more meaningful along the lines of some sort of
12 ratio of seat count to the cargo hold or is there
13 something even from a policy perspective that we
14 could use to address this concern.

15 MR. BILLONE: Tom, again, from United.
16 I just wanted to say we understand DoD's
17 concerns. Believe me, we've run into it all the
18 time in specific locations or when there's group
19 movements or anything like that. So when that --
20 but the 90 seater should take care of most of
21 that issue. Okay?

22 MR. ELLIS: We are more than willing

1 to listen.

2 MR. BRISTOW: This is Jerry Bristow
3 from City Pair Program. It's not just about the
4 baggage, but it's also whether or not you can
5 accommodate the threshold of passengers for that
6 area. That's the other way to properly evaluate
7 whether or not you have enough seats on that
8 aircraft or evaluation to accommodate the number
9 of passengers that are on that market. That's
10 the other thing.

11 MR. GIRARDONI: Raphael from American
12 again. To a certain degree that is covered by
13 frequency, right, potentially. You could be
14 incenting larger aircraft to once a day to versus
15 multiple frequencies that give customers the
16 option to fly at multiple times during the day.
17 So there's a bit of a tradeoff there.

18 MR. ELLIS: George?

19 MR. COYLE: George, Delta Airlines.
20 I think you'll see a lot of these and for lack of
21 a better term the secondary markets. We had one
22 this week that came up at a location that was a

1 proximity to a base location. So maybe if we
2 look at whether this is not necessarily in direct
3 competition with jets, but in other markets,
4 really the RJs are all that are operating in that
5 location.

6 So if we have some O&Ds to look at,
7 that would be very helpful.

8 MS. BROWN: Thank you for all those
9 comments. The next slide is a change that was
10 made to Section C.3.B(2)(a) which is in our
11 technical requirements for domestic market. So
12 the change here was that we increased the
13 connection time and we took it from 100 to 120.
14 So that is the change that was done there. Any
15 questions before I move on to the next one?

16 Okay.

17 So next slide also deals with
18 technical requirements for domestic markets. The
19 section reference for this is C.3.B(4)(c). And
20 here is where we make some adjustments to the
21 maximum circuitry. So for here what we did was we
22 combined the first two lowest like mileage into

1 just one section so it's now 0 to 600 miles. And
2 we increased the maximum circuitry from 175 to 185
3 and then for the 601 to 1000 miles, we increased
4 the circuitry from 160 to 175 here.

5 I'm going to go to the next one. This
6 is also related to technical requirements. This
7 was a change that was made in the draft, but was
8 inadvertently changed. It should not have been
9 included as a change. So basically for section
10 C.3.C(4)(b) which is technical requirements for
11 international routes, it showed a change to the
12 great circle mileage and the maximum circuitry and
13 that is incorrect. This should actually remain
14 as it was in FY15. We will adjust this language
15 in the final RFP, but I did want to bring it to
16 everyone's attention because it is shown in the
17 draft RFP. So this will remain the same as FY15.

18 MR. COYLE: So Kwanita, this is
19 correct.

20 MS. BROWN: Yes, yes. What I'm
21 showing you is what it should say. And it's
22 different from what is listed in the RFP. So we

1 will make that adjustment.

2 The next slide is in regard to Section
3 H5 which deals with the Civil Reserve Air Fleet
4 better known as CRAF program. So we made one
5 word change here which was taking one of the
6 final sentences in the section from GSA will
7 terminate to GSA may terminate. I'm going to
8 allow Jerry to kind of give a little more back
9 story as to how this derives. So we're
10 contemplating making this change. I'm not saying
11 this is set in stone for the final, but we are
12 contemplating the change.

13 MR. BRISTOW: We have a request from
14 industry to take a look at delinking or
15 decoupling from CRAF. We do not condone that
16 move as far as that goes. But we have been
17 looking into this and the change of the wording
18 is that we maintain the link of the CRAF with the
19 City Pair Program but in such a way that it
20 allows you to bid on your CRAF program as well as
21 the City Pair Program.

22 I will tell you, we are in

1 collaboration with AMC TRANSCOM in this
2 discussion. We will be attending their meeting
3 next week and within the next month before the
4 final solicitation is released, we'll come out
5 with our final determination. So this is not in
6 any way delinking the program. Nor will it move
7 you in any which way to not maintain the
8 requirements not only of the current contract,
9 but of the future contract.

10 MR. BILLONE: Tom Billone, United.
11 What does "may" mean?

12 MR. BRISTOW: Shall.

13 MR. BILLONE: You went from "will" to
14 "may" or "shall" to "may". And there's no
15 parameters around the "may." How is that
16 decision you may or may not terminate somebody?

17 MR. BRISTOW: Shall means that you
18 will be terminated.

19 MR. BILLONE: Well, I know, but may
20 means you may or may not be and what's the
21 determination factor we'll be or not?

22 MR. BRISTOW: And this is where we

1 need to continually discuss with our CRAF
2 partners here with regards to how this would work
3 with regards to maintaining the contract,
4 maintaining the participation in both contracts.
5 That's the goal. Maintain participation in both
6 contracts. You understand the mission
7 requirements of the CRAF requirements and you
8 also understand the requirements of the City Pair
9 contract.

10 We want to make sure that we're not
11 losing participation in some specific areas
12 because of one area or another. We've lost some
13 carriers before in the past and we need to make
14 sure that we have participation in a number of
15 these areas.

16 MR. BILLONE: This is Tom Billone
17 again, United. Right now, as far as I know, all
18 the carriers with the present rules for CRAF are
19 in no way. So if the three majors decide that
20 they're not going to participate in CRAF because
21 the rules are too onerous for them to proceed,
22 that means you don't have three majors in the

1 City Pair Program, but you may have three because
2 you may say well, that's going to destroy the
3 City Pair Program so we want to keep them in. Is
4 that what I'm reading into this?

5 MR. BRISTOW: We will be in
6 discussions with the CRAF people between now and
7 this final solicitation.

8 MR. BILLONE: Okay.

9 MR. BRISTOW: We will let you know
10 what that outcome is.

11 George?

12 MR. COYLE: George Coyle, Delta
13 Airlines. I'm glad that we're paying close
14 attention to the proposed CRAF changes. They're
15 significant and they put a lot more risk to the
16 network carriers. So I'm in favor of looking at
17 this area of the agreement so that we're not
18 risking both programs if one happens to not go
19 through.

20 MR. BRISTOW: I understand. This also
21 allows us to -- this remaining time, to work this
22 through. We understand your concerns, but we

1 also know that we have to work with our
2 stakeholders in this to make sure that we're not
3 adversely impacting their contract as well.

4 MS. CONCKLIN: This is not something
5 we are taking lightly.

6 MR. BRISTOW: It's on the board here
7 for discussion and this is why it's being
8 presented today as well.

9 MR. BYRNE: This is Bill Byrne from
10 United. Clarity regarding this language being
11 pretty important, so I understand the may as a
12 placeholder for something, but if "may" remains
13 in the contract, in the solicitation, I don't
14 know what our response would be. So United Air
15 is neutral on this, but you've got to take a side
16 on this. You've got say one way or the other
17 what you're going to bill. And I think it's
18 difficult for us when you guys have to sit on the
19 fence. I understand that you need to have what
20 you're trying to achieve on both sides. I do
21 understand that actually. But in terms of the
22 solicitation, we've got to know one way or the

1 other what we're bidding against. This "may" is
2 not going to fly because we won't know who we're
3 bidding against.

4 MR. BRISTOW: That really is correct.
5 You won't know who you're bidding against until
6 that comes out.

7 MR. BYRNE: So that makes the
8 solicitation, in our view, completely unfair. We
9 need to know who we can bid against. What is the
10 universe of people we can bid against? If we do
11 not know, a blind solicitation, not fair.

12 MR. BRISTOW: You know who your
13 competition is in those markets and it's going to
14 be up to those carriers to determine whether or
15 not they're going to participate or not.

16 MR. BYRNE: So Jerry, just so I
17 understand what you're saying, so if you're
18 saying CRAF will matter or not matter based on
19 some determination that you may or may not make
20 later, we do not know the universe of people we
21 are bidding against.

22 If you're saying that everybody that

1 applies it, then you're telling that CRAF doesn't
2 matter.

3 MR. BRISTOW: Each of the carriers has
4 been telling us that you want to have each of
5 those contracts separate, which means a delink.
6 I'm telling you, we're not in favor of the
7 delinking of the program, but we'll continue to
8 work through this process and we'll let you know
9 by the final solicitation.

10 MR. BYRNE: I understand what you're
11 saying. My comment still stands. You did not
12 address my comments. You clarified what you said
13 and I appreciate it.

14 MR. HAAG: So Jerry, does this --
15 obviously applies to those carriers who are
16 participating in CRAF today and may or may not
17 participate in CRAF tomorrow. My interpretation
18 of this, the use of "may" also opens it up
19 potentially to those carriers who have never
20 participated in CRAF. Am I understanding that
21 correctly?

22 So to the gentleman's point of United,

1 those carriers who in the past have been removed
2 from the City Pair Program because they didn't
3 participate in CRAF, now by changing the language
4 to "may" depending on how GSA feels at the time
5 they get that bid, you may allow them to bid or
6 you may not. Am I misinterpreting that?

7 MR. BRISTOW: I think that's a
8 misinterpretation. What it says we may terminate
9 for cause, which means that you would have had
10 already met the CRAF requirements of
11 participation under that before you even
12 submitted your bid. That's the way the contract
13 is. You've got to meet the CRAF requirements
14 either be going through the approval process for
15 the certification or receive a letter of
16 ineligibility to be able to bid on the contract.
17 But this says you may terminate for cause. This
18 is after you've already applied, been approved or
19 received your letter of ineligibility.

20 MR. HAAG: So essentially, you're
21 protecting yourself in case of a situation where
22 I guess the three majors, not including me, don't

1 participate in CRAF. My feelings aren't hurt,
2 guys. It's all right. Don't participate in
3 CRAF, but you recognize the need in the City Pair
4 Program and you want the flexibility to be able
5 to say okay, legacy carriers, you chose not to
6 participate in CRAF because of the changes there.
7 We're going to keep you in the program. Is that
8 what you're after?

9 MR. BRISTOW: It may keep them in the
10 program only for the remainder of that year.
11 That's it. They would not qualify for
12 participation in the next year.

13 MR. HAAG: I think that's what needs
14 to be defined. I think the subjectivity of this
15 that will completely change the landscape of the
16 program, we can't operate in the gray here. We
17 need to know.

18 MR. BRISTOW: We don't know when that
19 nonparticipation --

20 MR. HAAG: When are we going to know?
21 And why don't we know? Let me ask that first.

22 MR. BRISTOW: I wouldn't know when a

1 carrier was going to drop out of the program.
2 Our contracts are not awarded at the same time.

3 MR. HAAG: No, but I think what's
4 holding this up is we're waiting on US TRANSCOM
5 to make a decision, right, on how CRAF will be
6 facilitated during this next contract period.
7 When is that decision going to be made? Because
8 if I'm understanding you correctly, "may" will
9 either stay or go back to "shall" depending on
10 what the CRAF folks decide. Is that correct?

11 MR. BRISTOW: Depending on what our
12 conversations with CRAF are going to be and how
13 we maintain participation in the program.

14 MR. HAAG: Okay, but I think the
15 carriers' participating is dictated on the
16 changes that may or may not happen within CRAF.
17 When is that decision going to be made in regards
18 to the changes or not changes in CRAF?

19 MR. BRISTOW: I don't have that
20 information.

21 MR. HAAG: So are the folks from US
22 TRANSCOM on the line now?

1 MS. BROWN: Is there anyone from US
2 TRANSCOM that can comment on Jeff's question?

3 MR. BRISTOW: Or can we get back with
4 them on the date of submission for CRAF?

5 MR. HAAG: We've been kicking this can
6 for a while now and it seems like a decision
7 hasn't been made. We understand where our
8 positions are, I think, from this perspective,
9 but a decision has to be made on CRAF because
10 whatever that decision is has a strong
11 probability of impacting this contract and the
12 solicitation which you're telling us we have to
13 submit in a month.

14 MR. BRISTOW: And that's the area,
15 too. Do I know what carriers are going to submit
16 or not based on that requirement? Do I know at
17 the time that you submitted for the City Pair and
18 we make award, you say I'm not going to
19 participate in CRAF. Well, now I've made an
20 award and now I have to go either to a secondary
21 award or there's going to be markets that don't
22 have an award. That's where the impact is. So

1 we don't have that same qualification on your
2 part. That's the point.

3 MR. HAAG: I get that, but I think we
4 would have that if we knew what was happening
5 with CRAF.

6 MR. BRISTOW: We are in constant
7 communication with them with regard to the
8 requirements. We are going to try and work this
9 in tandem so that we get a better answer for you.

10 MR. HAAG: But there is no time frame,
11 is that correct, on when that answer will come?

12 MR. BRISTOW: I'm going to be out in
13 St. Louis next week to the Executive Working
14 Group. We will have our discussions during that
15 time as well. We will come to a conclusion by
16 the end of the final solicitation when it's
17 released.

18 MS. CONCKLIN: I know this sounds very
19 wishy-washy. We spent many hours on this
20 subject, both internally, TRANSCOM. It's not
21 been taken lightly.

22 MR. HAAG: And we appreciate that. I

1 think one, we need to come to a conclusion. And
2 two, I think the concern is from our perspective
3 is GSA is manipulating the contract to meet their
4 needs, not necessarily the needs of the carriers
5 that are participating. And I think that just
6 substantiates the one-sided argument that is the
7 City Pair Program.

8
9 MR. BRISTOW: I don't think we have been
10 manipulating the contract. The CRAF requirements
11 have been in since 1992.

12 MR. HAAG: Right, but you've now said
13 that you may or may not terminate depending on
14 somebody's participation in CRAF, where before it
15 was if you didn't participate or going through
16 the participation, or going through the process
17 of participating in CRAF or how to -- a letter of
18 ineligibility, you were out. There was no
19 subjectivity about it. It was one way or the
20 other.

21 MR. BRISTOW: That's correct.

22 MR. HAAG: And now to meet your needs,

1 you've opened it up to say well, maybe we will.

2 MR. BRISTOW: Excuse me, this was a
3 request from industry that we're addressing at
4 the moment. This wasn't to meet our needs on
5 this. This was a request from industry that
6 asked for this.

7 MR. BILLONE: The industry asked for
8 it to be decoupled totally.

9 MR. BRISTOW: Right.

10 MR. HAAG: Which is not Southwest
11 Airlines' position, I'll say.

12 MR. BILLONE: We don't care.

13 MR. HAAG: I just want an answer one
14 way or the other.

15 MR. BILLONE: We don't. We bid each
16 one individually. So if we're not in
17 CRAF so goes the City Pair Program. I mean
18 that's just the way it is. But we don't think in
19 the long term for anybody it's healthy for it to
20 be coupled. It just doesn't make sense because
21 of some of the onerous conditions that are being
22 put on the carriers in CRAF that are being

1 proposed. It just doesn't work. And what that
2 does is affect your government travelers,
3 totally, because if you have the three majors
4 which do most of your international haul, out of
5 the program, what are your employees, your
6 customers going to do for travel? I mean it's
7 going to cause an uproar. Because somebody stuck
8 to their guns and said we want this, this, this,
9 and this. And it's going to be a nightmare for
10 you. More than a nightmare. People are going to
11 be screaming.

12 I mean when you don't award City
13 Pairs, I get calls. Why weren't they awarded?
14 Well, we bid it. So you know, take that on a
15 massive scale and what that's going to be like.
16 So I'm just telling you, that's why we want it
17 decoupled.

18 Again, we don't care whether you do it
19 or not, but I think for the interest of the
20 industry itself and for the travelers, it's best
21 to have them separate. That's what I can say.

22 MR. BRISTOW: We will continue to work

1 this, like I said.

2 MR. BILLONE: Okay.

3 MR. BRISTOW: Nothing gone unnoted.

4 MR. SHANNON: Jerry, this is Bob
5 Shannon in USTRANSCOM.

6 MR. BRISTOW: Hi, Bob.

7 MR. SHANNON: I don't have the exact
8 dates on the CRAF RFP, and I can get those, but
9 my understanding was that those dates were pretty
10 close to your time line on your contract.

11 In terms of the language about
12 termination shall be versus may, that's news to
13 us, but obviously, we've supported all these
14 years the current language which is shall be
15 terminated. But we look forward to working with
16 you on that language.

17 MR. BRISTOW: Thank you.

18 MS. BROWN: Before I move to the next
19 slide, is there any other final comments on this
20 particular section? Okay.

21 So the next slide is just basically
22 highlighting and bringing to your attention that

1 there were some recent FAR changes, so we wanted
2 to just highlight the FAR clauses for you to just
3 go at your leisure, to go back and basically
4 review these new FAR solicitations.

5 One is 52.212-4. We have 52.212-5 and
6 this is also the GSAM, 552.212-71. So all of
7 these were updated within October and December of
8 2014. So you do want to make sure you look at
9 these and look at any new changes that were made.
10 We didn't highlight all the individual changes
11 because some of them were extensive changes. So
12 you just want to go in and review that again.

13 Moving on to the next slide, we have
14 Section J.1 which is our Attachment 1 proposal
15 checklist. It lists all of the documents that
16 need to be submitted when you're submitting your
17 Group 1 proposals. We wanted to just highlight
18 one word unchanged that was added for the
19 completed baggage policy, just highlighting that
20 this is to be used for solicitation purposes
21 only.

22 Specifically, I believe everyone is

1 aware that we do do a price evaluation factor
2 which talks about baggage fees, so we wanted to
3 understand whatever carrier who is submitting an
4 offer, what their baggage policy would be as it
5 relates to civilian and military employees. So
6 we use that specifically for -- in tandem with
7 that subfactor for price evaluation.

8 MR. COYLE: Kwanita, George with Delta
9 Airlines. That's still subject to change, so
10 it's not going to be hardwired to the language of
11 the agreement.

12 MS. BROWN: As of right now, we're not
13 looking to make another change to that. It's
14 going to basically remain that the policy as used
15 for the solicitation purposes we're evaluating.

16 MR. BILLONE: This is Tom from United
17 Airlines. I have concerns about this as to what
18 happened last year. I think there should be
19 language in there that this is not binding on the
20 carriers. We do the military as a thank you to
21 the military. And it's a voluntary thing. And
22 our commercial bag policy is based on market

1 conditions and that can change any time. So last
2 year when the signature page was attached to this
3 Attachment 1, it made like we were signing off on
4 this is where our policy was and we're not going
5 to change it.

6 You need to make it very clear that
7 this is not part of the contract. That it's for
8 information purposes only and it can change at
9 any time.

10 MS. BROWN: Again, I thought it was
11 pretty clear when it says "for solicitation
12 purposes only" but I will go back and see how we
13 can adjust it to make it even clearer.

14 MR. BILLONE: Thank you.

15 MS. BROWN: Moving on to -- I believe
16 it might be my -- oh, I have two more. Okay, so
17 the next slide is also just bringing to your
18 attention FAR references that have been updated.
19 So Section K-10 was included in the draft RFP.
20 Section L-4 was not. So this is just something I
21 wanted to bring to your attention that will be
22 referenced in the final RFP. But basically, this

1 was another section of the FAR which was updated
2 in April of 2014. And Section M-1, the FAR
3 reference there was also updated in October of
4 2014, so please make sure you go and review those
5 FAR clauses to see what changes were made.

6 MS. CARLOCK: I have a question.
7 Could we go back to J-1? For the policy on bags.
8 If it's for information purposes only, what's the
9 added value in having it at all?

10 MS. BROWN: Basically, what we're
11 doing is, as I said, we have a price evaluation
12 factor, but we use baggage fee as a
13 consideration. And so in order for us to be able
14 to evaluate baggage because we need to know what
15 the baggage fee policy is for the carriers if
16 they're going to apply on a City Pair contract
17 fares. So that is the purpose behind asking for
18 that information.

19 MS. CARLOCK: Can you explain that,
20 you use it for consideration. Can you explain
21 what you mean by that?

22 MS. BROWN: For the price evaluation

1 section, basically, we're saying is if there is a
2 carrier who offers no bags, like it has a no
3 baggage fee policy, then if their price --
4 awarded price is within two percent, then we
5 might look at making the award to that carrier
6 for that particular contract.

7 So when you're looking at -- I'm
8 sorry, for that particular market. So when we're
9 looking at that as part of one of the factors for
10 our price, you need to understand whether that
11 airline actually has a baggage policy that will
12 permit no baggage fees for the CPP contract.

13 MS. CARLOCK: But he just said, he can
14 tell you that he has no baggage fee, but at any
15 time he can pull that back and actually charge
16 you a baggage fee, so to take that into
17 consideration would be false.

18 MS. BROWN: It says in the contract,
19 too, that if their baggage policy does change,
20 GSA can re-award that market to another carrier.

21 MS. CARLOCK: Okay.

22 MR. BILLONE: What section is that?

1 That's some new information.

2 MS. BROWN: It is in --

3 MR. BILLONE: That is the proposal
4 check list.

5 MS. BROWN: It is on page 93 of the
6 current draft solicitation. It falls under
7 Section M.5, price evaluation for Group 1 and it
8 is item 6.

9 MR. BILLONE: That's the one where you
10 outlined as two percent.

11 MS. BROWN: Yes, and it says if an
12 awarded market is issued on this base, the
13 contract carrier must maintain baggage fee waiver
14 for the market during the entire performance
15 period of the contract. If the awarded contract
16 carrier does not maintain the baggage fee waiver
17 during the performance period of the contract,
18 the Government reserves the right to re-award the
19 market.

20 MR. BILLONE: Okay, but if I have a
21 baggage fee already in place and I increase it,
22 that section doesn't address that, right?

1 MR. HAAG: It is an opportunity for
2 revision, Tom.

3 MS. CARLOCK: When you say increase,
4 what do you mean by increase?

5 MR. BILLONE: Okay, say it's \$25 for
6 the first bag. And the industry is changing it
7 to \$30. So we say okay, we're going to change it
8 to \$30. I can do that.

9 MS. BROWN: But this particular
10 baggage reconsideration is based upon a theory
11 that does not impose check baggage --

12 MR. BILLONE: That does not impose.
13 Okay. I just want to make sure that's clear.

14 MS. BROWN: So you're getting an added
15 value of if you don't impose it.

16 MR. BILLONE: I just want to make that
17 clear.

18 MS. CARLOCK: How is GSA monitoring
19 that to assure that the baggage fee policy is in
20 effect? What are you doing to manage that so
21 that doesn't change? What are you doing to
22 manage that?

1 MR. ELLIS: This is Jerry Ellis. We
2 monitor what's going on with industry news and
3 obviously a carrier through any one of the medias
4 that come out in travel will say all of a sudden
5 hey, Brand X is now charging for bags where they
6 didn't before. Actually, there was one carrier
7 that at this time allows one free bag, but
8 they're also thinking of doing a bundling, fare
9 bundling and with the very lowest passengers,
10 they will be charging a bag, so I'm in
11 communications with that carrier saying okay,
12 where does the contract people fall into that low
13 tier of your bundle fee or in the middle or
14 whatever? So we do monitor it, Andrea.

15 MR. HICKS: So Jerry, so do you make
16 it a requirement that is there a change they say
17 it to you first before they make that change so
18 it would be in the actual contract?

19 MR. ELLIS: It's not a requirement.
20 It's just following the industry dynamics.
21 That's part of our job description.

22 MR. HICKS: No, I understand, but if

1 an airline is considering a change, should they
2 submit to you first? Should they send it to you
3 prior to contract as a requirement, to make you
4 aware that you know that they're changing it?

5 MS. BROWN: I see what you're saying.
6 We can actually discuss whether or not that's
7 something we can put into the contract. But I
8 understand what you're saying. It's the same as
9 if they're market changes and they have to let us
10 know that they're no longer serving the market.

11 MR. BILLONE: I'm trying to follow you
12 were saying. And so if I'm a carrier and I
13 charge \$25 --

14 MR. HICKS: No, you're not charging.

15 MR. BILLONE: If you're not charging,
16 you have to --

17 MS. CARLOCK: Based on what she just
18 read.

19 MR. BILLONE: I got it, okay. I just
20 wanted to make sure. Yes, got it.

21 MS. BROWN: Any additional questions
22 or comments related to that?

1 MR. GIRARDONI: Raphael from American.

2 I do have one question. So when evaluating the
3 contract carrier that imposes a checked baggage
4 fee against a carrier that does not, are we
5 talking about a first bag, is there a number of
6 bags or are we just talking about a first bag?

7 MS. BROWN: The first, yes.

8 MR. GIRARDONI: Thank you.

9 MR. SCHLESSMAN: This is Matt from
10 American Airlines. The two percent price
11 consideration has been there for a number of
12 contracts. Has that ever been reviewed or has
13 GSA ever looked at is two percent actually the
14 amount of savings that a first bag is presenting?

15 MR. BRISTOW: No, it's as carriers
16 come within two percent of each other and their
17 pricing mechanism, so if you come within two
18 percent of the carrier that charges for a bag,
19 and you don't charge for a bag, then the
20 valuation factor goes into place.

21 MR. SCHLESSMAN: So why is it not one
22 percent? Or three percent? Is it just an

1 arbitrary -- an arbitrarily chosen number?

2 MR. BRISTOW: It wasn't arbitrary. It
3 was basically looking at the cost of the contract
4 and how close you guys came in your pricing. You
5 know who your competition. You know what you're
6 pricing is in those areas. If you came within
7 two percent of each other, two percent of a \$300
8 fare.

9 MS. SAMP: Hey Jerry, this is Heather
10 Samp from American. I just really want to
11 reiterate that even for the carriers that do
12 charge for the first bag the actual CPP
13 passengers that are actually getting charged
14 because they are either otherwise exempt for some
15 reason or for some elite status or they're on
16 military or they're already getting those waived,
17 so it's putting the carriers that do charge
18 probably at a serious disadvantage relative to
19 who is actually being charged that's falling
20 under those fares.

21 MR. BRISTOW: Yes, I understand. I
22 understand it from a carrier's perspective. We

1 have to look at it on the perspective of our
2 customers and the contract on this side.

3 MR. GIRARDONI: Right. This is
4 Raphael from American. I think the point that
5 Heather is making is that I think what we're
6 getting at here really is just this question of
7 is two percent the right number or is it zero
8 percent or one percent, three percent, five
9 percent and is that based on the estimated
10 incremental cost of the Government having to pay
11 for baggage fees?

12 MR. BRISTOW: For having to pay for a
13 bag, yes.

14 MR. GIRARDONI: So the point that
15 Heather is making is have we recently looked at
16 what percent of CPP customers are actually paying
17 a bag fee. We, a carrier, may have a first bag
18 fee in a given market, but we also have free bags
19 for military, X number of free bags for military.
20 Elite passengers get bags free often, the
21 frequent flyer program members that are elite, so
22 there's many different ways that many of our

1 customers actually get free bags and they don't
2 pay that first bag fee. And even those policies
3 have changed over time. So I think what we're
4 wondering is has that been reevaluated as what
5 the actual cost of baggage fees to the Government
6 is?

7 MR. BRISTOW: Well, if the carriers
8 would like to advise us what bags they charge
9 under the SmartPay, I'd be glad to do that
10 analysis for you. If you could tell me how many
11 bags you checked that you didn't charge for, I'd
12 be glad to do that. However, those are the
13 unknowns that we don't know and this is why we're
14 trying to provide this application.

15 MS. CONCKLIN: And what is the actual
16 concern? I mean what is the concern if you want
17 to state we would like to see it one percent or
18 three percent. Here's why. Give us that
19 definition.

20 MR. GIRARDONI: Okay.

21 MS. CONCKLIN: That's the time to do
22 that, right now.

1 MR. GIRARDONI: Okay. We'll get back
2 to you on that. Thank you.

3 MS. BROWN: I am going to move on to
4 the very final slide that I have related to
5 solicitation changes and this in regards to
6 Sections M.5 and M.6 of the solicitation. These
7 relate to the price evaluation for Group 1 and
8 Group 2. So pretty much the only change we're
9 making here is in domestic markets for Group 1
10 and Group 2. We're changing the weighting factor
11 so the YCA fare will now be weighted at .30
12 percent versus the .25 percent. And then the _CA
13 fare will be weighted at .70 percent versus the
14 .75 percent. So those are the changes that will
15 be made to those two sections. I believe in the
16 draft RFP it only referenced that we were
17 changing the Section M.5, but I will adjust that
18 so that it shows that I'm changing it to both
19 sections in M.5 and M.6.

20 That is the very last slide that I
21 have related to solicitation changes. Were there
22 any final comments? George.

1 MR. COYLE: George, Delta Airlines.
2 Does that more closely match the actual usage as
3 far as the breakdown between YCA and _CA?

4 MR. BRISTOW: We are trying to get
5 closer to that.

6 MR. COYLE: To actuals?

7 MR. BRISTOW: Yes, we understand the
8 dynamics of the industry and understand your load
9 factors and where they are and whether or not we
10 can obtain those types of fares.

11 We also understand when we make that
12 award, based on that weighted value that we want
13 to get as close to that as possible. I'd hate to
14 say that a carrier submitted a pricing proposal
15 and didn't have the intention of giving us _CA
16 fares in that market.

17 MR. COYLE: Actually, that's a good
18 point because I think on the international side
19 there was a lot of awards that were made for a
20 single fare that was offered versus a carrier
21 that offered a _CA and a YCA. And their
22 composite was actually lower.

1 MR. BRISTOW: On the international
2 market it's a little bit different because some
3 of your code share partners don't have a match up
4 into your _CA inventory. So they weren't
5 proposing a _CA fare in that market. We did make
6 an award based on that to make sure that we had
7 coverage in that market.

8 MR. COYLE: Right, and if you had a
9 carrier that's offering you a lower composite,
10 wouldn't it be beneficial in terms of cost to the
11 Federal Government to look at that? But what are
12 you comparing, the YCA to the YCA or the
13 composite to the YCA?

14 MR. ELLIS: George, Jerry Ellis.
15 Again, keep in mind that the contract reads that
16 if you submit a single level, a YCA fare, that
17 becomes your composite fare. If you do a dual
18 fare, the formula, either the 70-30 or the 60-40
19 formula becomes your composite fare. So the
20 price, so comparing apples to apples and oranges
21 to oranges, we compare based on the composite
22 fare. Your YCA becomes your composite fare if

1 you're only doing one level.

2 MR. COYLE: I would agree with that.

3 It was confusing with some of the awards when you
4 did the comparison and found the lower composite
5 out there.

6 MR. BILLONE: Tom Billone, United. I
7 had two questions on the split. One has to do
8 with the letter we received recently where it
9 kind of indicated that this was a requirement in
10 the contract, that the split between YCA and _CA
11 should be X and in these markets you didn't
12 achieve that. I wonder why. That's not part of
13 the contract. I want to make that clear, right?
14 That's not a goal in the contract that we have to
15 give you 70 percent of your customers have to
16 purchase the _CA.

17 MR. BRISTOW: What we were looking for
18 was the inventory in those markets. We went out
19 and did an evaluation on each one of these
20 markets. First of all, you had to fall below the
21 low threshold of _CA utilization in that market.
22 When you provide us with the reports, your _CA

1 utilization reports, those that fall below that
2 threshold that we're looking for --

3 MR. BILLONE: Right, but that doesn't
4 take into account variable factors. It just
5 looks at you did 48 percent _CA in this market.

6 MR. BRISTOW: Correct and then we go
7 out and look in inventory.

8 MR. BILLONE: Right.

9 MR. BRISTOW: Zero to 3 days out, 7
10 days out, 21 42 days out.

11 MR. BILLONE: Right, and the City
12 Pairs that we noticed that we got were all Navy
13 locations. Okay? Which have high booking out.
14 If they want to do groups, they'll book way out.
15 So your inventory is not going to necessarily be
16 there 30 days out or 45 days out. The inventory
17 is going to be gone. If it's a group, they're
18 going to take up a lot of the inventory.
19 Especially again, we talk about regional jets.
20 So most of the ones that you sent to us were
21 regional jet markets were 50 or 70 seaters.
22 You're not going to have more than maybe 15 or 20

1 S seats in there, maybe. Okay? So the other two
2 thirds of the inventory.

3 So none of that was taken into
4 consideration when we got this report. And our
5 reports for the past 5 or 6 years that I'm aware
6 of, have been showing almost a 50-50 split
7 constantly. So to pick out out of the all the
8 non-stop markets, 5 City Pairs where we're
9 hitting 30 percent is disingenuous to me.

10 MR. BRISTOW: It wasn't just that you
11 were hitting the 30 percent. It's that we went
12 out and looked at the inventory. We weren't
13 seeing the inventory.

14 MR. BILLONE: You looked at inventory
15 out, too.

16 MR. BRISTOW: Correct.

17 MR. BILLONE: And again, you didn't
18 take into account the locations.

19 MR. BRISTOW: I understand that.

20 MR. BILLONE: Okay? So I'm just
21 saying, you know, but the way it came across in
22 the letter was this was a mandate in the contract

1 and it's not a mandate in the contract.

2 MR. BRISTOW: That was not the intent
3 of the letter.

4 MR. BILLONE: That's the way it came
5 across.

6 MR. BRISTOW: The intent of the
7 letter, in fact, two years ago, even when we
8 changed to the international composite rate, the
9 weighted factor, when we went to 60-40, that was
10 to better align you with your utilization in
11 those areas --

12 MR. BILLONE: I know, I know. I
13 understand.

14 MR. BRISTOW: -- so that you could
15 manage your revenue as well as manage your
16 inventory in those areas. So there is an intent
17 that we get a certain percentage in these areas.
18 When we see that the -- through this new type of
19 data that we're getting, we're able to see these
20 utilizations with benchmarking up against yours,
21 what did we have, we had 7,000 some markets and I
22 think 38 fell within a scrutiny. Okay? We're

1 just asking what's up with this market.

2 MR. BILLONE: Okay.

3 MR. BRISTOW: That's what we're doing.

4 MR. BILLONE: That's kind of not the
5 way it came across.

6 MR. BRISTOW: And as it turns out,
7 like you said, you identify a certain
8 utilization. Well, now that you know who the
9 customer base is and now that you know what's
10 happening in that area, we're better able to
11 define that and not come out -- we're not saying
12 you're not complying under the contract. But we
13 do have to audit these to a certain extent. If
14 we're going to give the weighted value in there
15 and award that market, we need to make sure that
16 we're going to see some of that inventory as
17 well.

18 MR. BILLONE: Right. And again, that's
19 where you ask for it and you have two thirds of
20 our inventory.

21 MR. BRISTOW: Right.

22 MR. BILLONE: Just because you look 45

1 days out, and you see it, but you didn't look at
2 -- maybe other flights that were in there? I
3 noticed on a couple of other flights that there
4 was full inventory.

5 MR. BRISTOW: Yes.

6 MR. BILLONE: So it's kind of --

7 MR. BRISTOW: Depends on the day of the
8 week. It depends on the time of the flight.

9 MR. BILLONE: The letter was kind of
10 misleading in the fact where it stated almost it
11 was requirements.

12 MS. CONCKLIN: It's a way we can
13 revert back to you guys, so we can go to you and
14 report back to our customers what is going on so
15 there is a fair consistency the way we're
16 speaking to them as well. Because they come to
17 us and ask us, too. So it's just making sure
18 we're all speaking the same language and saying
19 the same thing.

20 MR. BILLONE: Right. If you guys
21 aren't able to get it, neither are the customers.

22 MS. CARLOCK: I have to say I have not

1 gotten any --

2 MR. BRISTOW: No, we're just finishing
3 that up.

4 MS. CONCKLIN: We are just finishing,
5 it's the first step for the goal is to have a
6 model where we're being more open to our
7 customers about what the markets are doing, what
8 the flights are.

9 MS. CARLOCK: So these are new reports
10 that you've never gotten before?

11 MS. CONCKLIN: Correct.

12 MR. BRISTOW: Because we have expanded
13 the _CA markets this year, we want to make sure
14 that we're seeing -- because we did award it
15 based on the weighted value, that we're at least
16 seeing the inventory in these markets. We're
17 trying to educate our customers to go out and
18 book earlier and to make sure that they're taking
19 advantage of these lower costs, dual fare
20 markets. And if they're booking earlier, they
21 could take advantage of that time. If they're
22 not seeing the inventory, then we've lost that

1 capability. That's all.

2 MS. CARLOCK: How often are the
3 reports coming from the carriers?

4 MR. BRISTOW: This is the first one.

5 MR. BILLONE: We get reports every
6 month as far as the splits go by O&D.

7 MR. HAAG: That we generate.

8 MR. BILLONE: That we generate. We
9 generate reports to them and say this is how many
10 on this date, this O&D, how many YCAs, how many
11 _CAs, every month they get those reports.

12 MS. CARLOCK: We can't get the raw
13 data?

14 MR. BRISTOW: We are looking at the
15 ARC data to validate that.

16 MS. CARLOCK: I am talking about
17 information that they give you. We can't get
18 what they send you, versus you --

19 MR. BRISTOW: We can send you those
20 markets. It doesn't bother me.

21 MR. HAAG: We thought GSA disseminated
22 it out to the customer base, but if they're not

1 and you want it, feel free to reach out to me and
2 I'm happy to provide it to you.

3 MS. CARLOCK: I would rather get the
4 raw data than get the data that has been -- and
5 then let us --

6 MR. BRISTOW: We don't have those
7 broken down by agency.

8 MR. BILLONE: We don't. It's all by
9 O&D.

10 MR. BRISTOW: So when Tom comes back
11 and says well, these are the Navy markets in
12 those areas, the Naval customer, that's what he's
13 saying.

14 MS. CARLOCK: Yes, well, I mean we can
15 kind of figure --

16 MR. BILLONE: After looking at this
17 for so long, pulling my hair out over Norfolk.

18 MR. BRISTOW: In fact, that was our
19 discussion today to send you those markets so you
20 could do an evaluation.

21 MS. CARLOCK: Okay, so yes, I
22 personally would like to have the raw data versus

1 having whatever you're doing with the data. I'd
2 rather have --

3 MR. BILLONE: I don't know. I can't
4 get the raw data.

5 MS. CARLOCK: No, I am talking about
6 whatever you send them directly.

7 MR. BILLONE: Oh, I see, yes.

8 MS. CARLOCK: Then them getting it and
9 doing whatever they do with it and you give it to
10 us and they do whatever they do with it. That's
11 just a request.

12 MR. BILLONE: No problem.

13 MS. CONCKLIN: We are using it to
14 understand what's going on in the market for the
15 next year is when we set up the solicitation --

16 MR. BRISTOW: It's also helped us to
17 look at this here and whether or not we need to
18 adjust this weighted value this year from 75-25
19 to 70-30 to get us closer to being able to meet
20 those weighted values.

21 MS. CARLOCK: So for us the purpose of
22 the data would be to -- if our travelers aren't

1 using the _CAs, the sooner we get the data, the
2 sooner we're able to react and try to analyze why
3 aren't our travelers using those _CAs and being
4 able to increase the use of the _CAs for the
5 customer.

6 MR. BRISTOW: If they're available.

7 MS. CARLOCK: If they're available, but
8 that's all the research --

9 MS. CONCKLIN: In an ideal world,
10 that's exactly --

11 MR. BILLONE: But a lot of them don't
12 necessarily buy the _CA. They buy the YCA.

13 MR. BRISTOW: This is Jerry Bristow.
14 And that's one of the things we're looking at.
15 And if that inventory is available and we're not
16 making that selection, then the Government needs
17 to reeducate the customer. We need to make this
18 change in this type of behavior. This is what
19 we're looking at. It's not just a pound a
20 carrier. It's to make sure we're looking at and
21 evaluating this. But if we're identifying the
22 markets, we need some assistance to say what's

1 happening here, are we in the right bucket? And
2 we found some that we weren't so carriers are
3 making an adjustment. This is the first effort
4 on our part. Because of the amount of _CA
5 markets we have associated this year, it behooves
6 us to take a look at those and are we changing
7 the customer behavior? Are they looking at that
8 inventory and say, yes, I'm going to take the
9 lowest available aircraft that's associated with
10 that. That's the way the federal travel
11 regulations are set up. That's the way M.1212 is
12 set up and they should stay on the contract
13 carrier up until the points they offer a lower
14 available airfare. That's the compliance factor
15 that we need to make sure that assist you in this
16 contract.

17 MR. MOSS: How often are you looking
18 at that client?

19 MR. BRISTOW: We just got October-
20 November data to do the summary. We just got
21 December's in, so we're -- as we get it in, we're
22 looking at it. From the carriers, we get it

1 every month.

2 MR. MOSS: I look at compliance every
3 month.

4 MR. HAAG: Jerry, this is Jeff at
5 Southwest. If I could just make a
6 recommendation, maybe to ask you all to reach out
7 to the carriers proactively prior to this audit
8 going out. Explain -- this is a little late,
9 obviously. Explain to us what you're
10 looking for, the methodology behind the data that
11 you're providing us and ensure that your
12 methodology jives with how we do business, if
13 that makes sense, because your methodology
14 doesn't apply equally to all of the carriers that
15 are participating in your program. And as a
16 result, it would cause somebody to question the
17 validity of what you're actually providing. And
18 I'll take this as a one-off because I'm sure I'm
19 the special kid in the room. But just remember,
20 not all things are equal within the airline
21 industry and the methodology that you're using on
22 this audit for the _CA utilization does not apply

1 equally to all the carriers and I'm happy to
2 provide more detailed information to you guys.

3 But I think it would have been nice,
4 at least from my perspective to have a call
5 explaining this new endeavor that you guys are
6 approaching, how you're going about it and what
7 you would like to see from the carriers in
8 response.

9 MR. BILLONE: Second point, and this
10 is brought up by my pricing and revenue
11 management people. In the contract, it says
12 among other items, schedule, type of aircraft,
13 that the composite fare is used for the price
14 evaluation. So we had an instance in the last
15 bid where you guys thought the price spread was
16 too high, between the capacity control and the
17 YCA. Okay?

18 So we kept the composite fare the
19 same. We lowered the YCA and upped the capacity
20 control. Then you denied it for us because you
21 really wanted to see the composite come down.
22 But that's not what the contract reads.

1 So that's an arbitrary decision you're
2 making that you want to see that comparable. I
3 mean my people are confused. They don't know
4 what the heck they're bidding on now. They bid
5 something and then they say well, we don't like
6 this, so we make an adjustment and then they say
7 they still don't like it. But the composite is
8 the same.

9 MS. BROWN: This is Kwanita from GSA.
10 I believe, Tom, when we were having those
11 negotiations, we were actually negotiating with
12 you for price reduction. So that's where, you
13 know, what I think what happened was there was an
14 adjustment made with your split and not with your
15 comparable. But what we were asking for was
16 reductions to your comparable.

17 MR. BILLONE: Well, you need to make
18 that -- we had this conversation, because I was
19 in China. I wasn't on the --

20 MS. BROWN: Yes, you weren't on the
21 call.

22 MR. BILLONE: But my pricing and

1 revenue management people came back --

2 MS. BROWN: Okay, I can say I believe
3 I --

4 MR. BILLONE: That's something that
5 needs to be very clear in those negotiations to
6 everybody, what exactly you're looking for.

7 MS. BROWN: Typically, when we're
8 doing negotiations we're asking for price
9 reductions.

10 MR. BILLONE: They were like not
11 happy. They were like they beat me up. And I
12 said look, I wasn't on the call. This is what
13 I'm being told.

14 MS. BROWN: RM beat you up?

15 MR. HAAG: If I could just kind of
16 piggyback, this is Jeff at Southwest, on Tom's
17 comment. I think, too, what added to some of the
18 subjectivity during the negotiation period and
19 where I think we would all benefit from this
20 process being better defined in the contract is
21 that you know, you're asking for a price
22 reduction in a designated number of markets,

1 right, that you send out to all of these
2 carriers, but maybe this was an anomaly to
3 Southwest.

4 At the same time, you also made an
5 offer for us to go in and adjust all of our
6 fares. Lower, not higher. But if we wanted to
7 lower them, feel free, go ahead and do it. Not
8 that that was going to constitute a rebid which
9 is what it should do if carriers are going in
10 adjusting their fares, but I think that level of
11 subjectivity on GSA's part to do what you feel
12 you need to do to meet your cost objectives is
13 not necessarily in the best interest of the
14 program. So defining the process around
15 negotiations and what it is specifically you're
16 looking for and what it is -- or how the carriers
17 can respond in that negotiation process would be
18 incredibly helpful.

19 MR. BRISTOW: Let me add to that just
20 a little bit because that negotiation process,
21 when you talk about that you could lower your
22 fares, the dynamics in the market sometimes

1 dictated that where you didn't know who was --

2 MR. HAAG: You asked for a best and
3 final bid. And the carriers are submitting a
4 best and final bid. And at the time of
5 negotiations, COPS is closed. The bidding
6 process is over, except for those defined
7 negotiated markets.

8 MR. BRISTOW: We're not asking that
9 you can ---

10 MR. HAAG: And when you go beyond
11 negotiated markets and you make an arbitrary
12 comment that you can't raise your fares, but feel
13 free to lower them in any market that you want
14 to, you're no longer soliciting best and final.

15 MR. BILLONE: You're introducing a new
16 bid.

17 MR. HAAG: You're introducing a new
18 bid --

19 MR. BRISTOW: We're not introducing new
20 markets.

21 MR. HAAG: --- that's no longer
22 competitive because you're not going back and

1 reevaluating everybody's price adjustment.
2 You're just saying hey, guys, if you want to give
3 us a little more, we sure would have appreciated
4 it here at GSA. But you're not rebidding the
5 bid. You've just negated your best and final
6 request that you've made by reopening up the
7 whole bid to lower fares. How is that right?

8 MR. BRISTOW: We're not asking for any
9 new markets. We're only asking for those markets
10 --

11 MR. HAAG: Yes, you are. No, you
12 offered every market to be reduced in price,
13 should we so chose. Not just the negotiated
14 markets. Correct me, maybe I'm the only one who
15 heard it.

16 MR. BRISTOW: But we're not asking for
17 any new markets.

18 MR. HAAG: No, the markets that we
19 bid. Or no, the offer was made that if we found
20 some markets that we hadn't bid, we can throw
21 them in, too.

22 MR. BRISTOW: No, no, that didn't

1 happen.

2 MR. HAAG: Yes, I'm happy to show you
3 my notes from the call, but that potential was
4 there and the ability to go in and relook at the
5 already-bid markets was there. I feel that
6 contradiction, the language of the contract. Why
7 submit a best and final now if I know during
8 negotiations I'm going to have the opportunity to
9 go back and relook at everything and know that
10 what I reprice isn't going to be compared against
11 my competition.

12 MS. BROWN: It is. Any market in
13 which there's a final proposal revision that is
14 received, we receive new evaluation sheets. We
15 go back and we reevaluate those markets.

16 MR. HAAG: That's not what I was told,
17 Kwanita. I asked you that specifically. If we
18 reprice these markets, will they be reevaluated?
19 And you said no.

20 MS. BROWN: I don't recall saying
21 that, so I mean we can have a disagreement.

22 MR. HAAG: That's fine, we can. I

1 don't want to rehash this now. All I'm saying is
2 in this next solicitation process, in this next
3 contract, I think it would behoove us to better
4 define that process and what can be done and what
5 can't be done on both parts.

6 MR. SCHLESSMAN: A quick comment.
7 Matt Schlessman for American Airlines. Every
8 year, we're seeing larger and larger lists of
9 negotiated markets that are coming out and at a
10 certain point when those are getting and larger,
11 we're going to have start taking that into
12 account and not offering our best and final. If
13 we're having to revise everything down, why would
14 we want to start at our best and final if we're
15 just going to have to renegotiate larger and
16 larger market lists?

17 MR. BRISTOW: Two things on that.
18 Number one, we had hoped that you give us the
19 best price in the get-go and we don't have to go
20 through that other area. You know what our
21 determination is and how we benchmark up against
22 our corporate fares. So having said that, when

1 we come back and look for negotiations at those
2 particular movements, we see that there's a
3 difference or a spread between that benchmark
4 corporate fare and what you're offering us. So
5 we're taking a look at that and offering that and
6 say this is what we're seeing, what are you going
7 to give us here? Are we going to -- and that's
8 what the negotiating part is all about. It's not
9 to go back and say gosh, don't give me your best
10 price the first time. Let me throw it into
11 negotiations and I'll do it then. I don't think
12 that's really the intent that we want.

13 If your first offer comes in and it
14 benchmarks up against well, against our corporate
15 fares, we don't have an issue with that. You
16 won't see it on the negotiations. But if we
17 constantly have to come back, you're going to see
18 that negotiation grow and a number of markets is
19 going to grow for those negotiations. And I
20 think we have somewhat tapped this year on all
21 the requirements. You see the number of new
22 markets that are solicited. In the last two

1 years, we've increased those. First year, last
2 year, you're going to have additional markets
3 here for negotiation. This year, we'll probably
4 have another additional market, but we would
5 rather have your best first price rather than
6 your best last price in the final negotiation.
7 We don't want to go through that process either,
8 but if that's what we have to do, that's what
9 we'll do. Makes sense?

10 MS. BROWN: If there are no other
11 comments, this concludes my section talking about
12 the solicitation -- oh, got a little tongue tied
13 there, sorry, solicitation changes. I'm going to
14 now turn it over to Jerry and his team to go over
15 some of the program topics that they wanted to
16 share.

17 MR. BRISTOW: Next one here is the
18 year over year comparison. We're seeing a number
19 of airlines, as you can see, through contraction,
20 through merges and acquisitions, you'll see how
21 the number of carriers have diminished over the
22 years from 13 down to maybe 8 or 9 this year.

1 The solicited number of markets is 9,805. These
2 are markets that meet the requirements of the
3 contract, so we've really knuckled down this
4 year. Jerry Ellis probably aged another three
5 years trying to go through these additional
6 markets, but he has qualified these that meet the
7 requirements of the contract and we think they're
8 very viable to extend these markets out to our
9 Government travelers, have our spend and our
10 market share out there for the number of markets
11 for our travelers to take advantage of the City
12 Pair fares.

13 A word on markets, again, to be
14 determined. Dual fare markets again, we had a
15 significant increase last year. We're looking to
16 increase that as well this year for dual fare
17 application. We're seeing some good adjustments
18 here. We're actually seeing an uptick in our _CA
19 utilization, so as we see that that means our
20 travelers are changing their behavior. They're
21 getting more accustomed to seeing these _CA fares
22 and getting more accustomed to taking those, so

1 good for us, good for you. As those buckets
2 close, then we have the cap on the YCA fare.

3 George?

4 MR. COYLE: George from Delta. You
5 may have mentioned this earlier, but in terms of
6 the additional markets that were solicited, the
7 minimum is at 50, at least 50 annual travelers
8 and that's O&D?

9 MR. ELLIS: Seventy for domestic, 50
10 for international.

11 MR. COYLE: Thank you.

12 MR. ELLIS: Unless George, there are
13 some that might be a little lower than that and that's
14 because got an agency request for a specific
15 market.

16 MR. COYLE: Okay.

17 MR. BRISTOW: Contract value, based on
18 the number of markets, as you can see, the
19 contract value actually went down. That's due to
20 that composite fare. That's due to the weighted
21 value in that composite fare, that YCA, _CA
22 composite.

1 As you can see, the contract fare or
2 the contract value, not only because of reduction
3 in travel, but also the composite fare adjustment
4 has a different value in that contract. We're
5 trying to get as close to that composite fare
6 value of the contract so that you can properly
7 bid on these markets.

8 Contract savings. We adjusted that
9 again from going from the market fare that was
10 supplied before by the carriers down to our
11 corporate benchmark. So these are our projected
12 savings here for FY15 and we think it's going to
13 hold true for next year in about the \$2 billion
14 range.

15 Percent off of our corporate
16 benchmark, this is what the new benchmark is.
17 Started in '14, have to apply this to '15 and
18 it's going to carry over into '16.

19 MR. BILLONE: This is Tom, United.
20 What is that fare?

21 MR. BRISTOW: Corporate benchmark, we
22 go out in each one of these markets, we purchase

1 data from three of the largest travel agencies.

2 MR. BILLONE: Right.

3 MR. BRISTOW: And they have to have a
4 corporate program of \$50 million or more, so that
5 we can benchmark up against corporations' fares.

6 MR. BILLONE: Okay, do you benchmark
7 up against full refundability, full changeability
8 without a fee?

9 MR. BRISTOW: No, we don't. We're
10 looking at fares based on what corporations do.
11 Otherwise, the dynamics of the program is going
12 to change.

13 MR. HAAG: Are they discounted
14 corporate rates? Are they all booked corporate
15 rates? I'll remind you not all airlines
16 negotiate discounts with travel agencies. I'll
17 remind you that no travel agency should be
18 sharing the details of any respective contract
19 they have with the customer with somebody else.

20 MR. BRISTOW: They are not sharing the
21 details with us. We don't know who --

22 MR. HAAG: Are you looking purely at

1 corporate discounted rates or do these numbers
2 include retail fares as well?

3 MR. BRISTOW: No, purely discounted
4 corporate rates.

5 MR. BILLONE: But then no knowledge as
6 to whether they're fully refundable?

7 MR. BRISTOW: No. I don't have
8 knowledge of whether they're fully refundable.

9 MR. BILLONE: That number, that 28
10 percent to 23 percent --

11 MR. HAAG: Is completely arbitrary.
12 All of your carriers that participate in the
13 program included in the data that you're getting
14 from your three travel agencies.

15 MR. BRISTOW: Yes, they are and
16 they're included in the markets. We make sure
17 that we cover the markets that we're soliciting.

18 MR. HAAG: So you are getting my
19 discounted rates with my corporate customers
20 through three travel agencies?

21 MR. BRISTOW: Correct.

22 MR. HAAG: That is very concerning.

1 MR. BRISTOW: I don't know who they
2 are. I don't know what the rate is. All I know
3 is that in that market this is what we're paying
4 in that market.

5 MR. HAAG: So that TMC is in violation
6 of every confidentiality agreement that we have
7 in place with those corporate customers in
8 providing that data to you all.

9 MR. BRISTOW: It is not going to say
10 that this is Southwest in that market. If you
11 have -- this is just in that market. What's the
12 average fare in that market for these
13 corporations.

14 MR. MOSS: It's the amalgamated price.

15 MR. HAAG: I get that, but I still
16 struggle to understand, understanding how we play
17 with those folks, how you're getting a true
18 depiction.

19 MR. MOSS: It is through the GSA
20 program versus what a normal corporate ---
21 they're just trying to look apples to apples.

22 MR. HAAG: There is no correlation

1 that you can draw there. No, you're asking for
2 completely different products. No corporate
3 customer is asking for fully refundable fares,
4 with no ticketing time on that, that can be held
5 and not booked ever, no change fees, last seat
6 availability? Listen, we're not giving that to
7 any corporate customer. I mean we're not. I
8 assume that the rest of my colleagues aren't.

9 MR. MOSS: They're not looking at the
10 added value.

11
12 MR. HAAG: Absolutely, we're at a
13 disadvantage if they're benchmarking it because
14 they're not comparing it apples to apples fare
15 requirement.

16 MR. BRISTOW: We are trying to
17 benchmark that up against the market fare and we
18 could never really see that specific market fare
19 in any of the inventories that you guys were
20 providing us based on those requirements, based
21 on the benefits that we're currently getting. We
22 had to go to something that was going to be more

1 relevant as far as price went. No, they do not
2 have all of the same benefits, but price-wise,
3 this is what large corporations are paying in
4 that market. We need to be as competitive in
5 those markets as possible.

6 You agreed to the fact that we can get
7 no change fees, no cancellation penalties,
8 totally refundable. We understand that. But
9 we're trying to get as close to that as possible.
10 We need a benchmark that says what is GSA doing
11 here with regards to the spend? That was the
12 M.1212. Reduce spend by 30 percent.

13 MR. HAAG: I feel it is a completely
14 arbitrary number, a completely arbitrary
15 benchmark and I think if you're using that as an
16 indicator or a way in which to go back to the
17 carriers and negotiate price reductions, the
18 argument doesn't stick with us at all, because I
19 guarantee you, you're not getting accurate data
20 on Southwest Airlines and how we work with our
21 corporate customers through whatever travel
22 agencies you may be buying this data from. I

1 guarantee it.

2 MR. BRISTOW: As I said, this is an
3 average fare in that market that we're looking
4 for. And that's what we're benchmarking up
5 against.

6 MR. HAAG: Just for the record, from
7 a Southwest Airlines perspective, we don't agree
8 with that methodology whatsoever. We don't feel
9 that it's an accurate benchmark and we don't feel
10 that it should be used to -- as a negotiation
11 lever to ask us to lower costs or determine how
12 well we're performing or not performing within
13 the contract, the savings that we're providing or
14 not providing the Government.

15 MR. BRISTOW: I'd be glad to
16 listen to -- open up any other discussions with
17 you as to what would be a better --

18 MR. HAAG: I mean I would encourage
19 you to reach out to your airline partners and ask
20 us how you're benchmarking compared to our other
21 corporate customers.

22 MR. BRISTOW: Well, we have and what

1 we were getting before was the market fare which
2 didn't align to anything that we could see either
3 in our purchase or the inventory.

4 MR. BILLONE: Well, if you're looking
5 at market fares, if you're trying to compare YCA,
6 you can compare it to a full Y. You get a YCA in
7 a specific market and you look at a full Y,
8 you're going to see more than a 23 percent
9 discount. You're going to see about 70 percent
10 discount there.

11 MR. GIRARDONI: Raphael from American.
12 I guess the issue is it's not the same product
13 that's being compared. You are comparing a fully
14 flexible, fully refundable product which God
15 knows what it actually is that it's being
16 compared to.

17 MR. BRISTOW: We have gone outside and
18 looked at your sites as well, what fares are you
19 getting in that market and we see a disparity in
20 that. We don't see that same market fare that
21 you're telling me. We're seeing a lower fare
22 than that.

1 MR. HAAG: You are not looking at
2 equal buying practices. I mean if you're going
3 out and you're price comparing Southwest.com to
4 what we bid, in the City Pair Program, you're
5 comparing again a fare that has all the
6 flexibility in the world with no penalty to the
7 Government whatsoever to a retail fare that may
8 have a 21-day AP purchase requirement on it
9 that's instant purchase and is non-refundable.

10 MR. BRISTOW: We're looking at those.

11 MR. HAAG: How is that a fair
12 comparison.

13 MR. BRISTOW: We are looking at those
14 at 3 days out, 7 days, 21, 14 days, 21 days.

15 MR. HAAG: How is that a fair
16 comparison when you're looking at a retail fare
17 that's instant purchase that's not refundable,
18 that's not transferrable, that you can't book and
19 hold until never if you so choose. How is that a
20 fair comparison?

21 MR. MOSS: Jerry, how do you intend to
22 use that data?

1 MR. BRISTOW: We use that data in each
2 one of these markets. We look at the
3 competition, the quality service index from each
4 of the carriers, what is your strength of
5 schedule in that market, what the fares look like
6 for the last five years, what did we award, what
7 did you propose, those types of areas. We
8 benchmark it up against the business class fares.
9 These are large corporations that you'd be having
10 contracts with that would be providing for you
11 that type of business, just like we are. We have
12 compliance. We have federal travel regulations
13 that have compliance in those areas. So we're
14 motivated to bring to you the business that
15 you're bidding at.

16 MS. CONCKLIN: And the buying habits
17 of the actual travelers, how far are they
18 booking, what rates are they getting versus what
19 they can get if they go to the commercial market.
20 We're just analyzing it all.

21 MR. MOSS: So you're saying from
22 year '14 to '15, you're seeing things versus the

1 corporate benchmark increase from 20 to 23
2 percent. That's a good thing for GSA.

3 MR. BRISTOW: Yes.

4 MR. HAAG: How is it good for you?

5 MR. MOSS: It's not that it's bad for
6 me. My bidding has been off this year for GSA.
7 I'm satisfied. I'm able to bid at my own
8 discretion.

9 MR. BILLONE: What airline are you
10 with?

11 MR. MOSS: JetBlue.

12 MR. BILLONE: JetBlue, okay. Thank
13 you.

14 MS. PARKER: This is Maile Parker. If
15 you're willing to submit your comparative data
16 about --

17 MR. HAAG: We would love to.

18 MS. PARKER: -- what you're doing with
19 corporate, we would be happy to accept it. So
20 you're next discussion with Jerry ---

21 MR. HAAG: We would love to go through
22 a study with you on corporate customers, on other

1 government customers. We'd love to work with you
2 in a true partnership fashion instead of getting
3 arbitrary numbers from travel agencies that your
4 carriers may or may not work with, go to the
5 suppliers that are participating in the program
6 in the true spirit of partnership and cooperation
7 and see what information we can provide you. I'd
8 be happy to do that analysis because
9 unfortunately, we're being compared and leveraged
10 against something that isn't realistic, not in
11 our space.

12 MS. PARKER: Under your current
13 contract when you have your program management
14 meetings with our City Pair folks, we'd be happy
15 to take a look at that data.

16 MS. CONCKLIN: Could you clarify the
17 leveraging part of it as far as --

18 MR. HAAG: This corporate benchmarking
19 -- benchmarks are used as leverage in our
20 negotiations to try to lower our fare.

21 MS. CONCKLIN: Your negotiations up
22 against the other fares that are competing and

1 going against each other, so we're looking at
2 what the fares are being submitted.

3 MR. HAAG: No. During the negotiation
4 period in the contract, corporate benchmarking is
5 used as a leverage point against the carriers to
6 lower fares. So the argument goes like this.
7 Our study has shown that corporate customers in
8 this market are paying X. You bid Y. We're
9 asking you to lower your price to be more in line
10 with the corporate best model in that particular
11 market. Am I correct?

12 MR. BRISTOW: That gives you the
13 opportunity to make that correction, if you like.

14 MR. HAAG: Right, and all I'm saying
15 is the point of comparison is completely
16 arbitrary. It's not relevant in this space. We
17 need a different benchmark.

18 MR. MOSS: The subjectivity of the
19 carrier-producing data would not make that any
20 more objective in a benchmark they're going to
21 come up with.

22 MR. HAAG: It would give them a more

1 realistic comparison on fares that we're
2 providing the customers. You can't compare the
3 discounts and the benefits we're giving the
4 Federal Government from a fare perspective, from
5 the flexibility perspective with a percentage off
6 discount that we may have with a corporate client
7 on a retail fare. It's not the same.

8 MR. BRISTOW: But in light of that,
9 it's also based on the volume, based on the
10 utilization. So like I said --

11 MR. BILLONE: And they make a
12 commitment, too.

13 MR. BRISTOW: A firm commitment.

14 MR. BILLONE: A firm commitment.

15 They're going to give us so much business, either
16 percentage of business or so much share premium
17 that they commit to. The Government doesn't
18 commit to anything. When you say they're
19 supposed to use us, the contract carrier, but I
20 mean let's be real. I like American Airlines, so
21 I'm going to fly American Airlines. I like
22 United. I'm going to fly United, no matter who

1 the contract carrier is. And that happens every
2 day.

3 MR. HAAG: What's the utilization on
4 the City Fare Program, Jerry?

5 MR. BRISTOW: Utilization is running
6 about 84 percent in the City Fare Program.

7 MR. HAAG: How does that change year
8 over year?

9 MR. BRISTOW: It's pretty consistent.

10 MR. BILLONE: I'm just saying you have
11 things --

12 MR. BURKE: I'm challenging you, Tom,
13 that your corporate clients don't give you 100
14 percent of their volume.

15 MR. BILLONE: No, they don't.

16 MR. BURKE: No, they don't. Hold on
17 a minute, let me finish. Let the argument be
18 constructive about having the partnership, about
19 looking at data because I don't think that the
20 airlines and GSA ever have worked on having data
21 sharing. And that's why this dialogue is a good
22 dialogue, right? Jerry's team went out to find

1 data and if our contract requirements up to date,
2 I don't think require the airlines to provide any
3 data sharing. I don't know if it makes sense.

4 If you guys think it does, that's great. You
5 should do that. But your corporate clients don't
6 give you 100 percent. That's number one. Let's
7 just cut to the chase.

8 Number two, if we're at 84 percent,
9 let's make sure we prove that we're at 84
10 percent. Number three, we have mandatory
11 requirements first consideration in the City Pair
12 Program and with 84 percent utilization. And
13 number four, you guys provide DG fares for
14 attracting customers away from the ones you want
15 committed. So that's what the truth of the real
16 market is, right?

17 MR. BILLONE: No, no, what I'm saying,
18 the DG fares, I have my own issue with DG fares,
19 okay, because I know what I'm getting, but I
20 don't know what I'm losing, okay? I know what my
21 compliance is.

22 MR. BURKE: I agree with that.

1 MR. BILLONE: And I agree that no
2 corporation, when I tell people what our
3 compliance is, you don't get that with a
4 corporation.

5 MR. BURKE: I agree.

6 MR. BILLONE: But they have to hit
7 targets to keep fares --

8 MR. BURKE: I think a great point was
9 made is what's apples to apples versus apples to
10 oranges, right? We have this great benefit, you
11 guys, sorry, everyone and all giving the
12 Government this flexibility because of mission
13 requirements in the Government -- sort of public
14 service sort of asked for that. That is
15 unparalleled. Nobody does that, right? That is
16 a paramount benefit of this program. And we
17 asked the IG to come in. I asked the IG two
18 years ago and I think I shared with some of that,
19 to look at our program and ask what the value is
20 at. They worked the dickens off and couldn't
21 come up with what the value was. I think they
22 actually reached out to a couple of airlines and

1 no one was either receptive to it or couldn't
2 figure it out either. But I would very much
3 welcome the invite on what should be the right
4 sharing relationship of data.

5 I know when I was working with you
6 guys in my own private sector, the sharing of
7 data between the corporate buyer and the
8 corporate supplier that varied dramatically
9 frankly, depending on the relationship. But we
10 live in a place where we sort of view you're a
11 taxpayer. You guys are corporations. Certainly,
12 we want to negotiate good rates, right? We want
13 to save taxpayers' dollars and what is fair to
14 you guys. You're not the forced to sign up to
15 anything.

16 But I think the answer to the game for
17 us and the Government today is data-driven
18 decisions. Everybody wants them. What's the
19 best way to do that? I think that's a big walk
20 away that I just got when I walked in here that I
21 think if we can do that, we have made a big leap.

22 MS. CARLOCK: And Tim, I have been

1 asking for the last how many meetings about data
2 and actually putting some requirements in the
3 contract for data to be required so we shared
4 part of a contract and I haven't gotten the
5 support on that like I --

6 MR. BILLONE: Okay, part of that could
7 be because the method we use in the airlines to
8 collect data is through collecting it by
9 passenger name, ticket, and it goes through
10 Prism. I don't know if everybody uses Prism.
11 Some agencies in the Government don't want to
12 share that information

13 MR. BRISTOW: We are not ever looking
14 for PII-attached, personal-identifiable
15 information attached to any data.

16 MR. BILLONE: Right. So I know it's
17 all masked. When it first came out, you remember
18 the issues. I can't give you this. I can't
19 give you that. But that's the only way we can do
20 the data. If we sign an agreement with you all
21 and Prism, then we can get some kind of decent
22 reporting as to what's really happening out

1 there.

2 MR. HAAG: I think Tom brings up a
3 great point. I think the problem with the
4 industry is we're all different. We don't play
5 with Prism. Not that we won't work with you to
6 provide the data. We certainly will, but I think
7 to Andrea's point and I think it's a good one to
8 have the language added in the contract, I think
9 GSA has to appreciate the fact that we're all
10 different. We all operate differently. We all
11 require different things from our customers. We
12 all track and report data differently. But these
13 are things that we're doing for our corporate
14 customers today on a monthly, quarterly basis,
15 that we would like to do for GSA, but the ability
16 isn't here. And unfortunately, at least from my
17 perspective, the data sources you have chosen are
18 not accurate.

19 MR. BURKE: We have to start
20 someplace, right? Up until now there's all sorts
21 of myths about whether this ---- look at this
22 myth. There's myths why data could or could not

1 be used. Let's just summarize that everybody
2 does it different, so there was no way to
3 standardize it up until now.

4 MR. HAAG: There is.

5 MR. BURKE: No, there wasn't. You
6 just said the way you price your products, given
7 the way Tom prices his products, the way you
8 inventory control here, versus other inventory
9 control, they're apples and oranges. Now what
10 you can do and I agree with this, Jeff, is I
11 agree that it's apples and oranges if the data
12 that we're using today, lacking any other data
13 we've got, is a guideline for us to start having
14 discussions about which is what the intent was I
15 think when they went out and got the data.

16 It's not a black and white issue.

17 It's okay. That's a starting point. You
18 revealed some weaknesses and gaps in it, but what
19 Maile said I think is great. How do we take this
20 to the next step to have what should be our data
21 business relationship and then build that into
22 the requirements and build that into the business

1 practice. I don't know the best way to do that,
2 but that's what I hear you saying.

3 MR. HAAG: I will make one
4 recommendation.

5 MR. BURKE: Great.

6 MR. HAAG: Don't go to a third party.
7 Come to your carriers. Come to someone who
8 playing in your program. We know what our data
9 is.

10 MR. BURKE: I just said it three
11 times. I can say it again. What is the next
12 best step to do that so we build in fairness? I
13 don't know what's the best step.

14 First of all, let me at least get on
15 the record and then I'll get out of here. I
16 don't think we say just put it in the contract,
17 respectfully. I think you have got to have a
18 good dialogue across the table and that's what
19 goes in the contract.

20 MS. CARLOCK: I agree. We haven't had
21 that dialogue.

22 MR. BURKE: We are having it now.

1 MR. HAAG: Honestly, where it goes
2 from here is a huge unknown. You come into a
3 couple of these and you think it's always
4 constructive. You've got great insight, really
5 good direction. I don't mean to over compliment
6 you, but unfortunately, when you walk out of the
7 room, when you walk out of the room, sometimes
8 the conversation stops. So what's the action
9 item here? How do we really turn this into a --

10 MR. BURKE: You've got my promise.
11 What I'm hearing you say. We have good dialogue
12 together as a community, and then execution is
13 sort of falls to the side lines. Is that a fair
14 -- I'll make a promise. I'll get with our team
15 after this meeting is over within 24 hours.
16 Within 48 hours, we'll come back with a summary
17 point of what the next action step should be. Is
18 that fair.

19 MR. HAAG: I appreciate it.

20 MR. BURKE: Okay, you got it. And
21 you, I'd like to talk to you about how to do
22 that.

1 MS. CARLOCK: Absolutely.

2 MR. BURKE: We're in. So there you
3 go. I didn't mean to interrupt.

4 MR. BRISTOW: No, it's okay. Next
5 slide, please. As you know, FY15, also
6 Government-wide policy is implemented, reporting
7 requirements concerning premium class travel. So
8 we're looking at 14-hour travel allows for
9 business class. When we look at our business
10 class spend for FY14, we're seeing \$106 million
11 in spend in business class, but only 10 percent
12 of that is captured under a City Pair Program
13 business class fare.

14 The concern for us, number one, is
15 that business class fare in the correct bucket.
16 Number two, is that business class fare in this
17 international travel applicable, number one, to
18 be used; or number two, to even be posted on the
19 City Pair fares. So this year, we took a
20 position where we did not award or post business
21 class fares for FY 15. That was done because we
22 could not come to an agreement of business class

1 fares as to what the viable fare might be, could
2 be, should be, and what the optics were when we
3 looked at other business class fares in these
4 international markets. So as we see, 90 percent
5 of them are not choosing the fares that we posted
6 which means that they're able to get better
7 business class fares on your flights and this way
8 we're looking at are we in the correct bucket or
9 do we change the application for business class
10 fare.

11 George?

12 MR. COYLE: Jerry, has GSA thought to
13 work on the federal travel regulations? I think
14 that will change this picture as far as
15 utilization, how carriers do and how carriers
16 bid. But it's important that we get delivery on
17 the promise in terms of the utilization once
18 something is plugged in.

19 MR. BRISTOW: When you talk about that
20 are you specifically talking the mandatory use of
21 business class fares?

22 MR. COYLE: Or use of the awarded

1 carrier for any of those classes.

2 MR. BRISTOW: That's part of the issue
3 is that we are negotiating or contracting for
4 coach class service. Business class is an
5 exception to that. And therefore, we want them
6 to stay in the contract carrier. We want them to
7 get a business class fare when it's appropriate
8 and when the exception applies. However, it's
9 difficult for us to make that award based on the
10 utilization we're seeing here when only maybe ten
11 percent of them are even using the posted awarded
12 figures.

13 MR. COYLE: So maybe focus on the key
14 markets that are used.

15 MR. BRISTOW: One of the things we
16 wanted to look at was the 14-hour rule, but you
17 also had exceptions to business class, whether or
18 not they're medical or have to travel with
19 foreign dignitaries and things like that.
20 There's other exceptions out there that people
21 need to have a business class. And even in the
22 short range international markets.

1
2 By the way, these are business class for
3 international travel, not for domestic.

4 MR. BILLONE: This is Tom from United.
5 I just don't even know why you put business class
6 in at all. I mean it's not a mandatory use. So
7 nobody has to use the business class fare that
8 you were awarded and I think if everybody looked
9 at the utilization of their awarded business
10 class which hasn't been much in the past couple
11 of years, they're going to see that people are
12 using OA. They're not using the contract
13 carrier. The using the carrier where they got
14 their card or where they're going to get the
15 miles.

16 MR. BRISTOW: If there is no business
17 class fare posted on that carrier, then all bets
18 are off.

19 MR. BILLONE: Well, why even have it
20 part of the contract is what I'm saying because
21 it's not mandatory.

22 MR. BRISTOW: I know, but \$106 million

1 is pretty significant.

2 MR. BILLONE: Yes, but if each carrier
3 decides to put their own government business
4 class fare in without it being arbitrarily
5 awarded by you based on this benchmark, well, the
6 optics aren't looking good because it's \$7,000
7 and the actual business class fare is \$10,000 or
8 \$12,000 in '15, why not just let the carriers
9 implement a business class structure themselves
10 and don't even put it in the contract, because
11 again, it's not mandatory. I don't want to fly
12 American because I've got status on United and
13 I'll get X amount of miles for using their
14 business class. Or American has got a better
15 plate than me, so I'm going to fly their business
16 class.

17 To me, for the past several years I've
18 looked at this it doesn't make any sense. If
19 it's not mandatory, why even have it? Why even
20 award it to a carrier? Just let the carriers
21 decide they're going to put a business class fare
22 and if it doesn't work, then we can look at

1 something else. But this thing, you don't award
2 half of the ones that are bid anyway.

3 MR. BRISTOW: Yes, that was an
4 approach last year because no one changed their
5 direction on the business.

6 MR. BILLONE: I don't know if it's
7 going to change any this year, whether some
8 people from pricing and revenue management may
9 want to change it or do it different, I don't
10 know. I am not privy to that. But they may just
11 say it's not mandatory anyway, so why do we want
12 to do anything? I mean I don't know. You're
13 from PRM aren't you?

14 MR. BRISTOW: Yes.

15 MR. BILLONE: You look at utilization,
16 right?

17 MR. BRISTOW: Yes.

18 MR. BILLONE: And you're going okay,
19 I may get XYZ and I price it that way. But to
20 me, I don't think it should be even in the
21 contract. That's my opinion. I've been known to
22 be wrong at times. That's all.

1 MR. BRISTOW: We will take that out to
2 our customer base and see what their discussions
3 are on that and see where we fall on business
4 practices. Do we find it's significant enough to
5 have that conversation today?

6 MR. BILLONE: It falls along the lines
7 of all the others when you're not awarded a
8 market, you say the price is too high. It's
9 still a discount. So you're telling the
10 government traveler I am not awarding that market
11 because I think their prices are too high, so you
12 make them go publish fares which are even higher
13 than what we bid. So it's the same thing. It
14 just doesn't make sense. I'm not awarding this
15 because I think you bid too hard.

16 MR. BRISTOW: When we don't award a
17 market, I can tell you we don't go out there and
18 send it to a higher price. I can tell you. When
19 we're looking at the non-award in that market,
20 we're looking at what you're able to get 3 days
21 out from departure, 7 days, 14, 21.

22 MR. BILLONE: Right.

1 MR. BRISTOW: We do that analysis.

2 MR. BILLONE: Costs for refunds, not
3 fully refundable. They're restricted markets.

4 So --

5 MR. BRISTOW: If you're getting a \$499
6 fare, but you're showing commercial fares out
7 there for \$250, we have to make a determination.

8 MR. BILLONE: Right, with X amount of
9 ticketing time limit and \$300 change fee and it's
10 non-refundable. It's a different product.

11 MR. GIRARDONI: It's a different
12 product.

13 MR. BRISTOW: I understand your
14 thoughts.

15 MR. BILLONE: Okay.

16 MS. PARKER: We do have passengers and
17 travelers that don't all have cards and may only
18 travel once a year.

19 MR. BILLONE: Well, I understand that.

20 MS. PARKER: And they're going to some
21 place like Qatar or Dubai. They're traveling.
22 They're just not frequent passengers and fed.

1 rules apply. So we've made the compensation of
2 the requirement in the contract to take care of
3 those travelers. And we're asking you to help us
4 with that process. Now if you don't want to bid
5 on those markets, that's your prerogative.

6 MR. BILLONE: I understand that. I
7 understand that.

8 MS. PARKER: We have to have something
9 in order to make the competition fair and these
10 are our requirements as we see them today which
11 we can revalidate with our customers.

12 MR. BILLONE: Whatever. I just trying
13 to understand. Okay?

14 MR. BRISTOW: I was trying to move the
15 business towards the one that gets the award as
16 well. That's the point. If there's no contract
17 fare in that market --

18 MR. BILLONE: That's rough. I know
19 that.

20 MR. BRISTOW: Okay. Next slide,
21 please. Impact of _CA fares. This is something
22 that we're really looking at this year. Like I

1 said earlier, because of the number of new dual
2 fare markets under the FY15 contract as well as
3 those that are going to be under FY16, we want to
4 make sure that you have full knowledge of the _CA
5 part of this contract. So right now, we have 87
6 percent of our City Pair fares have a dual fare
7 capacity associated with them, so good for us,
8 good for you.

9 The _CA offering does impact the
10 evaluation on the weighted value. Last year was
11 75 percent weighted value for _CA. This year
12 it's going to be 70 percent. We want to get you
13 a little bit closer to reality here so that you
14 can properly price these markets and utilize this
15 _CA. We have an education process out for our
16 government agencies and utilization of _CA.
17 There's mandates out there for using the lowest
18 available airfare. We have some agencies that
19 are only posting _CAs until that inventory
20 disappears. So that passengers or travelers are
21 only selecting those _CAs until they're no longer
22 available. So like I said, it's an education

1 process. It's a behavioral change process that
2 we're going through. We're seeing an uptick in
3 _CA utilization, so we want to see that continue
4 as well.

5 We know that it's capacity controlled
6 by the carriers. We just want to make sure that
7 we're in the right bucket, and we're in the right
8 area to hopefully take advantage of these lower
9 fares when they're available. Of course, that
10 advanced booking to obtain that lower fare, we're
11 looking farther out. We're encouraging our
12 travelers to book farther out than normally. As
13 we look at our government agencies, we're also
14 seeing that they're starting to book farther out,
15 get that approval process done, issue those
16 tickets and obtain those lower fares. So of
17 course, all of that is increased savings to the
18 government agencies. They're still able to do --
19 meet their mission requirements, traveling on the
20 same benefits other than capacity control. So
21 that's why we're doing what we're doing on the
22 impact of _CAs. I think it's a new look at

1 reduced fares, but also at a point it's
2 appropriate for you to bid on and appropriate for
3 you to manage in capacity controls. Any thoughts
4 on these?

5 MR. GIRARDONI: Raphael from American.
6 I actually have on question that isn't totally
7 related to _CA fares, but in terms of the
8 policies for travelers, at what point are they
9 allowed to use a non-contracted fare? Is it a
10 dollar cheaper than the lowest contracted fare or
11 is there some other threshold?

12 MR. BRISTOW: It could be as much as
13 a dollar cheaper, but also -- you have a number
14 of agencies that are taking into consideration
15 what the change fee is, what the cancellation
16 penalty might be. So whether or not they would
17 take that fare for a dollar less and give up the
18 benefits of the City Pair Program with no change
19 fee, no cancellation penalty, total refundable, I
20 think you're seeing government agencies take a
21 look at that. Is there a \$200 change fee
22 associated with that? A dollar off, it's not

1 going to win it, I don't think. They're going to
2 take that into consideration, right before they
3 jump off the City Fare carrier.

4 MR. GIRARDONI: Okay, thank you.

5 MR. BRISTOW: It's not just about the
6 price. It's going to be about the total cost of
7 the trip or the ability to make those changes
8 down the road or when those become available or
9 viable.

10 MR. GIRARDONI: Thank you.

11 MR. BRISTOW: Next one, please.

12 Partner with ETS2. As you know, ETS2, we're tied
13 at the hip with ETS2 with regards to ensuring our
14 suppliers display and support the OMB mandates in
15 the federal travel regulations. ETS2 services
16 our government agencies with online booking
17 engine, provides them with access to government
18 fares because they're not posted out in other
19 sites. You have to have a portal with visibility
20 to these government fares. So ETS2 does that for
21 us.

22 This year, ETS2 will be transitioning

1 most of the government agencies over to that
2 program. ETS1 will go by the wayside by November
3 2015. So you'll see these changes of going to
4 ETS2 providers. It's on the Federal Government
5 side, of course. DoD, DTMO has the DTS which is
6 significant for the DoD components and
7 organizations to obtain government fares through
8 them.

9 Again, 78 percent of the participating
10 agencies have transitioned over in that and that
11 will be completed by November. It also helps us
12 to capture some of this data, appropriate to
13 support our strategic sourcing on this
14 initiative. Also, aligns with our new category
15 management of this type of program. In other
16 words, as we work through these solicitations on
17 an annual basis, you know, how effective is this
18 program? How relevant do we maintain this
19 program? Part of that's only part of the
20 contract, but it's also our carrier participation
21 as well as our compliance of our government
22 travelers, how they go out and view the fares,

1 how they're able to select them, and
2 appropriately travel on these fares. So that's
3 what's important to all of us, I think, in this
4 pre-solicitation conference, but also in
5 participating under the City Pair Program.

6 Again, we're going to focus on
7 delivering support to our government agencies
8 with regards to increasing the number of markets
9 in the solicitation. I think it's appropriate
10 that we do put them under the contract of it,
11 they can participate under it and fly
12 appropriately. So I think you better see as the
13 suppliers that these are viable customers that
14 help you in your business needs as well. You can
15 manage your programs, manage your inventories
16 appropriately and participate under this.

17 As we look back on that SmartPay data,
18 it's significant. \$2.7 billion with a B. I
19 think it's a significant program, monies that the
20 Government spends with our suppliers and that's
21 why we're here to push forward on this contract
22 on the FY16 solicitation.

1 George?

2 MR. COYLE: Jerry, maybe ETS2 is the
3 platform for reporting that will help you get
4 your arms around baggage fees and service fees or
5 who's booking what fares or commercial fares and
6 zero in on even specific agencies and unique
7 challenges they may be facing.

8 It should also be used for policy
9 enforcement, exception reporting back to the
10 carriers, compliance to the contract. It has the
11 potential to address all of the issues, I think
12 that we've brought to the table here over the
13 last couple of years.

14 MR. BRISTOW: And more and more it
15 does. On ETS1, we had three suppliers. We now
16 have two. But you had more and more government
17 agencies participating in this than they did
18 before. I think as we move towards the data
19 collection that is part of that contract. That
20 is -- we came up with Travel MIS at one point.
21 However, we weren't getting all the agencies
22 involved. Now that you get more and more of the

1 government agencies participating in ETS2, it is
2 going to allow us to see more of this data, to
3 see more of what are we spending for bags? What
4 are we spending on these ancillary fees? That as
5 the dynamics of the industry change, it's
6 important for us to see what impact that's going
7 to have on government travel. It's going to
8 allow us to change our policies or even change or
9 make new policies and then be able to manage
10 those or measure those changes as to how
11 effective those changes are going to be. So it's
12 important that we have central repositories for
13 this information, that we have an ETS2 function
14 with an online booking engine that helps us
15 manage these processes.

16 I agree, we're getting closer and
17 closer. It's voluminous at this point.

18 Next one, here. Again, inventory
19 discussion. This one here says all City Pair
20 fares are above the bottom third in that bucket
21 calculation. That includes your _CA. YCA fares
22 provide that last seat availability. _CA fares

1 is the capacity control, so we are advocating
2 that our government customers book early and are
3 able to capture those savings, be able to get
4 those tickets to have that ability to fly to meet
5 their mission requirements.

6 Seat assignments, travelers may not
7 have the option to pick a seat at the check-in,
8 but will always have a seat on the airplane.

9 MR. BILLONE: That's not true. That's
10 a false statement. I don't think anybody can
11 guarantee anybody will have a seat on an
12 airplane.

13 MR. MOSS: JetBlue can.

14
15 MR. GERST: And Qatar Airways.

16 MR. MOSS: We don't overbook.

17 MR. BILLONE: That's fine. There are
18 other carriers that do over book because we get
19 the --

20 COURT REPORTER: We can't hear you.

21 MR. BILLONE: Let me put it this way,
22 they can guarantee it, the rest of us can't.

1 Okay, they can guarantee it on somebody else's
2 airline because they don't fly the route.

3 MR. BRISTOW: I don't believe that's
4 what he said.

5 MR. BILLONE: But I'm just saying they
6 don't -- we cannot, the major carriers, cannot --
7 we will over book. Cannot guarantee a person
8 will have a seat on the plane; 99.9 percent of
9 time they will, but I can't say 100 percent of
10 the time somebody is going to have a seat on the
11 plane. Somebody gets to the airport 15 minutes
12 before a flight, all the seats are signed out,
13 they're not getting on that plane. Guaranteed.

14 MR. BRISTOW: I understand we have to
15 meet the requirements.

16 MR. BILLONE: Right. But the
17 statement then "will always have a seat on a
18 plane" is not correct.

19 MR. BRISTOW: I can change that one
20 quick.

21 MR. BILLONE: Okay.

22 MR. BRISTOW: The ability to upgrade.

1 That was from the YCA capability to upgrade to
2 the business class especially on the
3 international markets. So that's one of the
4 areas that we're looking at as well.

5 These are upcoming dates. Any RFP
6 comments are due on the 20th. We're planning our
7 final RFP release on the 6th of March.

8 MS. BROWN: Correction, the 4th.

9 MR. BRISTOW: Sorry?

10 MS. BROWN: The 4th of March.

11 MR. BRISTOW: Okay. A special board
12 will convene on the 4th of May. That's an
13 accumulation of the government agency
14 participation that help us and assist us in
15 reviewing the proposals as to how it affects
16 their travel for their government agencies and
17 they assist us in making their determination
18 either for award or for negotiations or for no
19 award. So those are some of the things that they
20 help us with.

21 MR. HAAG: Are those public meetings,
22 Jerry, the special board?

1 MR. BRISTOW: I'm sorry, the special
2 board? No, they're not. And award is scheduled
3 for early August as it has been for the last
4 previous years. And there's an issue on that.
5 We have a time clock on awarding at that time.
6 Carriers have 20 days to post their fares after
7 award in their distribution channels. So we need
8 to make sure we get that inventory out to our
9 government customers that are coming back and
10 starting to book. There are trips for October
11 1st. It's important for us to have that
12 information out there so you can pretty much bank
13 on that as the drop-dead date for award, okay?

14 Any thoughts or discussion points we
15 haven't covered? They're all out here on the
16 table. This is what today is about, folks. If
17 you haven't had a good time having this
18 discussion, I don't know what's up today.

19 MR. COYLE: Jerry, as to the
20 international ticketing time limits, we still
21 want to pay close attention to those. Obviously,
22 our ability to resell the inventory inside of 48

1 hours is virtually impossible.

2 It's tough on the domestic side. It's
3 impossible on the international side just by
4 nature of the booking patterns. So we'd like to
5 throw that on the table as a consideration to
6 update those and give us a little bit more time
7 to provide a resale.

8 MR. BRISTOW: We have had continuing
9 discussions with our international-type agencies
10 with regards to that and hopefully you'll see
11 some change in that where when trips are
12 cancelled, they're cancelling them earlier.
13 However, you have people or agencies that have
14 last minute or are trying to get that approval
15 done at the last minute. It becomes very
16 difficult for them. We try to put that and
17 maintain that for international travel. That
18 international was supposed to have been in there
19 for a year as a pilot. We maintained it last
20 year and we're going to maintain it this year as
21 well. We think it's significant. It's not
22 everything you want. I understand two days

1 doesn't give you much time to resell that
2 inventory on that kind of basis. But I think
3 you're seeing some changes in the Government's
4 behavior where they're releasing those seats
5 earlier. They're doing it on their own prior to
6 getting to the 48-hour auto cancellation.

7 MR. COYLE: Just to piggyback on that,
8 I don't think it's a concern for those that are
9 booking closer in. It's those that have booked
10 further out. Remember that they're holding that
11 seat out to them.

12 MR. BRISTOW: Right, thank you.

13 Anything else?

14 MS. LANDON: Hi, this Marietta Landon
15 at Alaska Airlines. I have a question about L.2,
16 the serviceability on page 77. During this
17 session back in October, I thought we had agreed
18 upon that the period that we were going to review
19 was going to be an October period instead of a
20 summer period. Do you know of any updates to
21 that?

22 MR. ELLIS: This is Jerry Ellis.

1 You're talking about in those markets that have
2 seasonal service, is that correct?

3 MS. LANDON: Correct.

4 MR. ELLIS: Like the Alaska and
5 certain international markets that are seasonal
6 service only?

7 MS. LANDON: Yes.

8 MS. BROWN: We can look at that, but
9 I believe right now, this is Kwanita from GSA.
10 Right now, we've kept a time frame, the way it is
11 in terms of when we're evaluating this service.
12 I believe we have talked about this before in
13 some of our partnership meetings and we got some
14 pushback from some of our industry in regards to
15 making the change, but we can definitely go back
16 and look at this further. Thank you.

17 MR. BILLONE: I thought two years ago
18 there was going to be a change made because we
19 had like 200, 300 changes because of seasonality
20 issues.

21 MS. BROWN: We talked about doing that
22 and the consensus of the time, from what we

1 gathered from the conversation where industry was
2 at, it was not a change that was supported. So
3 we kept it with doing an evaluation during the
4 summer, the summer period. However, I think that
5 we want to stress to all the airlines as you're
6 preparing your offers that you do not submit
7 seasonal service. You know that the service is
8 not going to be available in October, it would
9 help from an administrative standpoint for us to
10 not have to go back at confirmation of service
11 and have to delete the market that you knew
12 weren't going to be available.

13 MR. BILLONE: I think that would work
14 this year because there weren't a lot of changes
15 as to be awarded.

16 MS. BROWN: Yes, and for FY15 we just
17 have a significant reduction in the amount of
18 modifications versus FY15.

19 MR. ELLIS: That is an excellent
20 point. You guys know your schedule better than
21 we do. If you know you have seasonal service,
22 bid accordingly.

1 MR. BRISTOW: And that was the point
2 for not changing it from July to October, because
3 how would we know in March -- we know better in
4 July than we would in October. And they don't
5 know what the changes would be. I think they
6 said the other schedule came out in early
7 September which we would have missed that change
8 factor. So we wouldn't have been making those
9 changes. I think that's what came about in that
10 further discussion.

11 MR. SCHLESSMAN: This is Matt from
12 American. Just a quick point on schedule that
13 far out. With 10,000, 9,000 line items we have
14 this year, there's going to be no way to pull out
15 every single seat in the service, so it's
16 something that's always going to happen. And I
17 don't know if using an October date is
18 necessarily going to fix that because our final
19 schedules don't go that far out. It's completely
20 arbitrary at that point. So at the time of
21 award, schedules have changed. Those aren't
22 necessarily going to be reevaluated.

1 MR. BRISTOW: Right. We thought we
2 would be able to look at that for October, but it
3 created other issues for you guys. Anything else
4 on the phone?

5
6 MR. SCHLESSMAN: This is Matt from
7 American. I've got one more comment that we
8 wanted to make. On the 50 seat regional
9 proposition that looks like the DoD has left, who
10 had most of the initial requests, but our
11 thinking on that is getting down to passengers on
12 a plane doesn't necessarily fix the problem, so
13 we want to better identify what the problem is
14 we're trying to solve with regional jets and come
15 up with a metric that fits that. We have a 102-
16 seat airbus, 321, that if we were to remove 3
17 seats from that, that's a regional jet and it has
18 some of the highest cargo capacity for passenger.
19 We also have regional jets that have more cargo
20 capacity per passenger based on fleet
21 configuration, so we shouldn't be penalizing
22 smaller jets if they're actually providing more

1 cargo capacity if that's what we're trying to
2 solve. There are certain aircraft type or cargo
3 is an issue, but that isn't always true on every
4 plane below 100 seats. Another carrier could
5 have 105 seats on that aircraft. We have 99, so
6 we're providing more cargo space per passenger
7 whereas the higher density isn't offering that
8 benefit, but they get the extra points.

9 MR. ELLIS: This is Jerry Ellis.

10 Let's just -- and again, less than 100 was, you
11 know, a starting point. What I'd like to hear
12 from you as carriers, do you think that less than
13 90 seats might be a more fair analysis or
14 measuring stick?

15 We're just looking to simplify the
16 contract and yet, it had a finite breaking point.

17 MR. SCHLESSMAN: I don't think that
18 seats solve. What you're really trying to solve
19 for is either total capacity in the market, I
20 don't think seats solve for that and I don't
21 think if you're looking for cargo capacity that
22 seats solves for that.

1 MR. ELLIS: It's a combination of
2 both, yes.

3 MR. SCHLESSMAN: It's aircraft
4 specifications. So if we have a small aircraft
5 with more cargo space, we should still get
6 credit. Or you should weigh total market
7 capacity. If we had 10 frequencies on a 50
8 seater compared to our competitive with 1 flight
9 on 100 seater.

10 MR. ELLIS: George, do you have a
11 thought?

12 MR. COYLE: Yes, George at Delta.
13 Actually, it might help us to look at the
14 markets. We have some markets where we've
15 actually held some seats out of inventory to
16 accommodate the additional belly space that's
17 needed for the items that are being shipped. So
18 if we zero in on the real problem, kind of
19 piggybacking on what Matt said, we may be able to
20 identify another solution as opposed to just
21 cutting it off at 70, 80, 90, 100 seats. It may
22 not be a widespread issue. I suspect it's those

1 spaces in proximity of a military base that we're
2 talking about here.

3 MR. SCHLESSMAN: If you can provide us
4 more information on where these contracts are
5 happening, we can probably do a lot more from a
6 policy side that would accommodate the traveler
7 than putting this into the contract and
8 potentially removing bids from the market.

9 MR. BRISTOW: It's understandable.
10 Okay. Anything else? Any other questions?
11 Well, thank you for your participation in the
12 pre-solicitation conference. Appreciate your
13 attendance. Again, we definitely appreciate your
14 participation in the City Pair Program, so thanks
15 so much. Hope to see you soon, look forward to
16 the final solicitation coming out and we'll have
17 other further discussions down the road, okay?
18 Thanks so much.

19 (Whereupon, the above-entitled matter
20 went off the record at 3:26 p.m.)
21
22

A			
\$10,000 120:7	Adjourn 3:22	94:15 98:20 99:7	applicable 116:17
\$106 116:10 119:22	adjust 35:14 54:13	106:20,21 107:20	application 13:20 64:14
\$12,000 120:8	65:17 77:18 84:5	108:2 109:22 111:7	91:17 117:9
\$2 93:13	adjusted 93:8	138:15 140:5	applied 43:18
\$2.7 20:4 130:18	adjusting 84:10	airplane 133:8,12	applies 42:1,15 118:8
\$200 127:21	adjustment 28:17 31:10	airport 27:13 134:11	apply 18:6 55:16 80:14
\$25 58:5 60:13	36:1 79:3 82:6,14	airports 21:11	80:22 93:17 124:1
\$250 123:7	86:1 93:3	Airways 2:6 11:7	appreciate 8:17 15:5
\$30 58:7,8	adjustments 34:20	133:15	42:13 47:22 112:9
\$300 62:7 123:9	91:17	Alaska 2:10 21:10	115:19 145:12,13
\$499 123:5	Administration 1:1,9	138:15 139:4	appreciated 86:3
\$50 94:4	7:7	Alex 2:7 10:15	approach 121:4
\$7,000 120:6	administrative 140:9	align 71:10 100:2	approaching 81:6
ability 32:9 87:4 112:15	advanced 126:10	aligns 129:14	appropriate 26:9 118:7
128:7 133:4 134:22	advantage 30:18 31:1	allow 23:2 25:17 36:8	127:2,2 129:12 130:9
136:22	74:19,21 91:11 126:8	43:5 132:2,8	appropriately 130:2,12
able 5:11 8:13 43:16	adversely 40:3	allowed 17:9 22:22 25:8	130:16
44:4 55:13 71:19	advise 64:8	127:9	approval 43:14 126:15
72:10 73:21 77:19	advocating 133:1	allows 36:20 39:21 59:7	137:14
78:2,4 103:7 117:6	affect 50:2	116:8	approved 43:18
122:20 126:18 130:1	Africa 20:19	already-bid 87:5	April 14:5,8,9,11,12
132:9 133:3,3 142:2	afternoon 4:3 7:1 8:7	amalgamated 96:14	55:2
144:19	18:14	ambiguously 30:13	arbitrarily 62:1 120:4
above-entitled 145:19	aged 91:4	AMC 37:1	arbitrary 32:3 62:1,2
Absolutely 97:12 116:1	agencies 94:1,16 95:14	amendment 24:13,14	82:1 85:11 95:11
accept 103:19	95:20 98:22 104:3	25:11 26:7	98:14,14 104:3
access 128:17	111:11 125:16,18	AMERICA 1:1	105:16 141:20
accommodate 21:2	126:13,18 127:14,20	American 2:6,15 7:21	ARC 20:9 75:15
26:21 29:3 31:12 33:5	128:16 129:1,10	10:5,7 31:18 33:11	area 33:6 38:12 39:17
33:8 144:16 145:6	130:7 131:6,17,21	61:1,10 62:10 63:4	46:14 72:10 88:20
accommodation 29:10	132:1 135:16 137:9	88:7 100:11 106:20	126:8
accomplish 32:6	137:13	106:21 120:12,14	areas 38:11,15 62:6
account 69:4 70:18	agency 76:7 92:14	127:5 141:12 142:7	71:11,16,17 76:12
88:12	94:17 135:13	AMISH 2:12	102:7,13 135:4
accumulation 135:13	agenda 12:5	amount 61:14 79:4	argument 48:6 98:18
accurate 98:19 99:9	ago 71:7 109:18 139:17	120:13 123:8 140:17	105:6 107:17
112:18	agree 68:2 99:7 108:22	analysis 64:10 104:8	arms 131:4
accustomed 91:21,22	109:1,5 113:10,11	123:1 143:13	asked 49:6,7 85:2 87:17
achieve 40:20 68:12	114:20 132:16	Analyst 1:12,15	109:14,17,17
Acquisition 1:16,17	agreed 98:6 138:17	analyze 78:2	asking 55:17 72:1
acquisitions 90:20	agreement 39:17 53:11	analyzing 102:20	82:15 83:8,21 85:8
action 115:8,17	96:6 111:20 116:22	ancillary 132:4	86:8,9,16 97:1,3
activated 5:18	ahead 11:22 21:4 28:4	Andrea 2:3 9:16 59:14	105:9 111:1 124:3
actual 59:18 62:12 64:5	84:7	Andrea's 112:7	assignments 133:6
64:15 66:2 102:17	Air 5:21 36:3 40:14	Angela 2:3 11:1	assist 79:15 135:14,17
120:7	airbus 142:16	annual 92:7 129:17	assistance 78:22
actuals 66:6	aircraft 33:8,14 79:9	anomaly 84:2	associated 21:18 79:5
add 84:19	81:12 143:2,5 144:3,4	answer 47:9,11 49:13	79:9 125:7 127:22
added 28:7,9,10 52:18	airfare 79:14 125:18	110:16	assume 97:8
55:9 58:14 83:17	airline 14:14 20:1,1,3	anticipate 16:5	assure 58:19
97:10 112:8	56:11 60:1 80:20	anticipated 15:9,15	attached 54:2 111:15
additional 60:21 90:2,4	99:19 103:9 134:2	anybody 49:19 133:10	Attachment 52:14 54:3
91:5 92:6 144:16	airlines 7:19,22 9:13	133:11	attendance 7:12 145:13
address 8:15 25:12	10:5,12,14,16,18 15:2	anyway 121:2,11	attendees 6:19
32:14 42:12 57:22	16:9 19:12 24:19	AP 101:8	attending 4:5 5:1 37:2
131:11	28:19 29:18 33:19	apples 67:20,20 96:21	attention 35:16 39:14
addressing 49:3	39:13 49:11 53:9,17	96:21 97:14,14 109:9	51:22 54:18,21
	61:10 66:1 88:7 90:19	109:9,9 113:9,11	136:21

attracting 108:14
audit 72:13 80:7,22
August 136:3
Australia 20:20
authorization 25:11
auto 28:16 138:6
availability 97:6 132:22
available 78:6,7,15 79:9
 79:14 125:18,22
 126:9 128:8 140:8,12
average 19:11 96:12
 99:3
award 17:7 18:4 19:9
 46:18,20,21,22 50:12
 56:5 66:12 67:6 72:15
 74:14 102:6 116:20
 118:9 120:20 121:1
 122:16 124:15 135:18
 135:19 136:2,7,13
 141:21
awarded 23:15 45:2
 50:13 56:4 57:12,15
 117:22 118:11 119:8
 119:9 120:5 122:7
 140:15
awarding 122:10,14
 136:5
awards 66:19 68:3
aware 53:1 60:4 70:5

B

B 30:2 130:18
B4 29:13
back 26:5 31:14,18 36:8
 45:9 46:3 52:3 54:12
 55:7 56:15 65:1 73:13
 73:14 76:10 83:1
 85:22 87:9,15 89:1,9
 89:17 98:16 115:16
 130:17 131:9 136:9
 138:17 139:15 140:10
background 8:20 23:11
bad 103:5
bag 53:22 58:6 59:7,10
 61:5,6,14,18,19 62:12
 63:13,17,17 64:2
baggage 29:10,11 30:1
 32:9 33:4 52:19 53:2
 53:4 55:12,14,15 56:3
 56:11,12,14,16,19
 57:13,16,21 58:10,11
 58:19 61:3 63:11 64:5
 131:4
bags 29:14 32:10 55:7
 56:2 59:5 61:6 63:18
 63:19,20 64:1,8,11
 132:3
bank 136:12

Barry 2:16 9:22
base 34:1 57:12 72:9
 75:22 122:2 145:1
based 20:8 22:1,3,14
 24:4 25:18 26:19
 41:18 46:16 53:22
 58:10 60:17 63:9
 66:12 67:6,21 74:15
 92:17 94:10 97:20,20
 106:9,9 118:9 120:5
 142:20
bases 21:12
basic 23:11
basically 13:16,20 28:2
 28:5 35:9 51:21 52:3
 53:14 54:22 55:10
 56:1 62:3
basis 112:14 129:17
 138:2
beat 83:11,14
becoming 20:19
behalf 6:6
behavior 78:18 79:7
 91:20 138:4
behavioral 126:1
behoove 88:3
behooves 79:5
believe 7:9 32:17 52:22
 54:15 65:15 82:10
 83:2 134:3 139:9,12
belly 144:16
benchmark 88:21 89:3
 93:11,16,16,21 94:5,6
 97:17 98:10,15 99:9
 102:8 103:1 105:17
 105:20 120:5
benchmarking 71:20
 97:13 99:4,20 104:18
 105:4
benchmarks 89:14
 104:19
beneficial 67:10
benefit 4:18 83:19
 109:10,16 143:8
benefits 97:21 98:2
 106:3 126:20 127:18
best 50:20 84:13 85:2,4
 85:14 86:5 87:7 88:12
 88:14,19 89:9 90:5,6
 105:10 110:19 114:1
 114:12,13
bets 119:17
better 32:7 33:21 36:4
 47:9 71:10 72:10
 83:20 88:3 99:17
 117:6 120:14 130:12
 140:20 141:3 142:13
beyond 85:10

bid 22:22 23:8 24:15
 25:9 36:20 41:9,10
 43:5,5,12,16 49:15
 50:14 81:15 82:4 85:3
 85:4,16,18 86:5,7,19
 86:20 93:7 101:4
 103:7 105:8 117:16
 121:2 122:13,15
 124:4 127:2 140:22
bidding 10:8 41:1,3,5
 41:21 82:4 85:5
 102:15 103:6
bids 145:8
big 15:1 17:17 110:19
 110:21
bill 8:5,6 40:9,17
billion 20:4 93:13
 130:18
Billone 2:2 10:11,11
 15:6,12,19,22 16:7
 22:18,18 23:8 24:13
 24:18,19 25:6 26:11
 29:17,17,21 30:4,8,12
 30:15 31:14 32:15
 37:10,10,13,19 38:16
 38:16 39:8 49:7,12,15
 51:2 53:16 54:14
 56:22 57:3,9,20 58:5
 58:12,16 60:11,15,19
 68:6,6 69:3,8,11
 70:14,17,20 71:4,12
 72:2,4,18,22 73:6,9
 73:20 75:5,8 76:8,16
 77:3,7,12 78:11 81:9
 82:17,22 83:4,10
 85:15 93:19 94:2,6
 95:5,9 100:4 103:9,12
 106:11,14 107:10,15
 108:17 109:1,6 111:6
 111:16 119:4,19
 120:2 121:6,15,18
 122:6,22 123:2,8,15
 123:19 124:6,12,18
 133:9,17,21 134:5,16
 134:21 139:17 140:13
binding 53:19
bit 16:22 21:15 27:4
 28:22 33:17 67:2
 84:20 125:13 137:6
black 113:16
blind 41:11
board 40:6 135:11,22
 136:2
BOATRIGHT 1:12
Bob 5:19 51:4,6
book 69:14 74:18
 101:18 126:12,14
 133:2,18 134:7

136:10
booked 94:14 97:5
 138:9
booking 69:13 74:20
 102:18 126:10 128:16
 131:5 132:14 137:4
 138:9
boom 23:7
bother 75:20
bottom 132:20
Brand 59:5
breakdown 20:11 66:3
breaking 143:16
bridge 5:10
bring 35:15 54:21
 102:14
bringing 51:22 54:17
brings 112:2
Bristow 1:10,12 3:10,20
 4:3,10 5:12 6:1,4,7,12
 6:20 7:2,5,8,20 8:1,4
 8:6 9:18,18 11:21
 16:8 33:2,2 36:13
 37:12,17,22 39:5,9,20
 40:6 41:4,12 42:3
 43:7 44:9,18,22 45:11
 45:19 46:3,14 47:6,12
 48:9,21 49:2,9 50:22
 51:3,6,17 61:15 62:2
 62:21 63:12 64:7 66:4
 66:7 67:1 68:17 69:6
 69:9 70:10,16,19 71:2
 71:6,14 72:3,6,21
 73:5,7 74:2,12 75:4
 75:14,19 76:6,10,18
 77:16 78:6,13,13
 79:19 84:19 85:8,19
 86:8,16,22 88:17
 90:17 92:17 93:21
 94:3,9,20 95:3,7,15
 95:21 96:1,9 97:16
 99:2,15,22 100:17
 101:10,13 102:1
 103:3 105:12 106:8
 106:13 107:5,9
 111:13 116:4 117:19
 118:2,15 119:16,22
 121:3,14,17 122:1,16
 123:1,5,13 124:14,20
 127:12 128:5,11
 131:14 134:3,14,19
 134:22 135:9,11
 136:1 137:8 138:12
 141:1 142:1 145:9
BRITTEN-DAVIS 2:2
broke 19:22
broken 20:12 76:7
Brophy 7:6,6

brought 81:10 131:12
Brown 1:13 3:18 9:3
 11:13,14,22 12:4 15:9
 15:14,14 16:2 25:21
 25:21 27:18,20 28:21
 34:8 35:20 46:1 51:18
 53:12 54:10,15 55:10
 55:22 56:18 57:2,5,11
 58:9,14 60:5,21 61:7
 65:3 82:9,20 83:2,7
 83:14 87:12,20 90:10
 135:8,10 139:8,21
 140:16
bucket 79:1 116:15
 117:8 126:7 132:20
buckets 92:1
build 113:21,22 114:12
bundle 59:13
bundling 59:8,9
BURKE 1:13 107:12,16
 108:22 109:5,8
 112:19 113:5 114:5
 114:10,22 115:10,20
 116:2
Burrill 2:3 11:1,1
business 1:14 10:3
 80:12 102:8,11,14
 106:15,16 113:21,22
 116:9,9,11,13,15,16
 116:20,22 117:3,7,9
 117:21 118:4,7,17,21
 119:2,5,7,9,16 120:3
 120:7,9,14,15,21
 121:5 122:3 124:15
 130:14 135:2
buy 78:12,12
buyer 110:7
buying 98:22 101:2
 102:16
Byrne 8:5,5 40:9,9 41:7
 41:16 42:10

C

C.3.B(2)(a) 34:10
C.3.B(4)(c) 34:19
C.3.C(4)(b) 35:10
CA 18:21 28:12 65:12
 66:3,15,21 67:4,5
 68:10,16,21,22 69:5
 74:13 78:12 79:4
 80:22 91:18,21 92:21
 124:21 125:4,9,11,15
 125:16 126:3 127:7
 132:21,22
cadre 4:11
calculate 19:7
calculation 132:21
calendar 18:1

call 5:5 81:4 82:21
 83:12 87:3
called 24:2
calling 6:6,8
calls 50:13
cancellation 28:16 98:7
 127:15,19 138:6
cancelled 137:12
cancelling 137:12
cap 92:2
capability 75:1 135:1
capacity 18:21 81:16
 81:19 125:7 126:5,20
 127:3 133:1 142:18
 142:20 143:1,19,21
 144:7
capture 129:12 133:3
captured 116:12
card 19:18,22 119:14
cards 123:17
care 32:20 49:12 50:18
 124:2
cargo 29:15 32:12
 142:18,19 143:1,2,6
 143:21 144:5
Carlock 2:3 9:16,16
 55:6,19 56:13,21 58:3
 58:18 60:17 73:22
 74:9 75:2,12,16 76:3
 76:14,21 77:5,8,21
 78:7 110:22 114:20
 116:1
carriage 22:4
carrier 24:3 27:11 45:1
 53:3 56:2,5,20 57:13
 57:16 59:3,6,11 60:12
 61:3,4,18 63:17 66:14
 66:20 67:9 78:20
 79:13 106:19 107:1
 118:1,6 119:13,13,17
 120:2,20 128:3
 129:20 143:4
carrier's 62:22
carrier-producing
 105:19
carriers 14:16,21 17:21
 18:18 20:5 24:16 25:7
 29:2 30:19 31:6 38:13
 38:18 39:16 41:14
 42:3,15,19 43:1 44:5
 45:15 46:15 48:4
 49:22 53:20 55:15
 61:15 62:11,17 64:7
 75:3 79:2,22 80:7,14
 81:1,7 84:2,9,16 85:3
 90:21 93:10 95:12
 98:17 102:4 104:4
 105:5 114:7 117:15

117:15 120:8,20
 126:6 131:10 133:18
 134:6 136:6 143:12
carry 93:18
CAs 75:11 78:1,3,4
 125:19,21 126:22
case 16:20 43:21
category 30:1 129:14
cause 43:9,17 50:7
 80:16
CB 28:12
CC'ed 13:10
Center 9:20
Centers 10:1
central 20:18 132:12
certain 33:12 71:17
 72:7,13 88:10 139:5
 143:2
certainly 29:3 31:10,12
 31:20 110:11 112:6
certification 43:15
challenges 131:7
challenging 107:12
change 28:5 30:5 34:9
 34:12,14 35:7,9,11
 36:5,10,12,17 44:15
 53:9,13 54:1,5,8
 56:19 58:7,21 59:16
 59:17 60:1 65:8 78:18
 94:12 97:5 98:7 107:7
 117:9,14 121:7,9
 123:9 126:1 127:15
 127:18,21 132:5,8,8
 134:19 137:11 139:15
 139:18 140:2 141:7
changeability 94:7
changed 16:18 35:8
 64:3 71:8 121:4
 141:21
changes 3:17 12:10,18
 16:5,13 17:16 27:22
 39:14 44:6 45:16,18
 45:18 52:1,9,10,11
 55:5 60:9 65:5,14,21
 90:13 128:7 129:3
 132:10,11 138:3
 139:19 140:14 141:5
 141:9
changing 43:3 58:6
 60:4 65:10,17,18 79:6
 91:20 141:2
channels 136:7
charge 56:15 60:13
 61:19 62:12,17 64:8
 64:11
charged 62:13,19
charges 61:18
charging 59:5,10 60:14
 60:15
chase 108:7
cheaper 127:10,13
check 57:4 58:11
check-in 133:7
checked 61:3 64:11
checklist 17:2 52:15
CHERYL 2:5
China 82:19
choose 32:3 101:19
choosing 117:5
chose 44:5 86:13
chosen 62:1 112:17
Chris 2:13 11:5
Cindy 1:15 3:13 11:10
 12:5 13:4,6 14:14
circle 35:12
circuitry 34:21 35:2,4,12
cities 21:12
City 1:3 4:10,12,15 7:10
 9:19 10:2 11:14 12:1
 13:1,17 15:7,20,20
 21:1,18 33:3 36:19,21
 38:8 39:1,3 43:2 44:3
 46:17 48:7 49:17
 50:12 55:16 69:11
 70:8 91:11 101:4
 104:14 107:4,6
 108:11 116:12,19
 125:6 127:18 128:3
 130:5 132:19 145:14
Civil 36:3
civilian 53:5
clarified 42:12
clarify 104:16
Clarity 40:10
class 30:1,2 102:8
 116:7,9,10,11,13,15
 116:16,21,22 117:3,7
 117:9,21 118:4,4,7,17
 118:21 119:2,5,7,10
 119:17 120:4,7,9,14
 120:16,21 135:2
classes 118:1
classification 28:9
clauses 52:2 55:5
clear 14:10 18:7 54:6
 54:11 58:13,17 68:13
 83:5
clearer 54:13
client 79:18 106:6
clients 107:13 108:5
clock 136:5
close 14:5,7 39:13
 51:10 62:4 66:13 92:2
 93:5 98:9 136:21
closed 85:5
closely 66:2

closer 66:5 77:19
 125:13 132:16,17
 138:9
closes 26:7
Co-manager 1:14
coach 118:4
code 20:16 67:3
collaboration 37:1
colleagues 97:8
collect 111:8
collecting 111:8
collection 131:19
combination 144:1
combined 34:22
come 15:21,22 16:2
 28:19 37:4 47:11,15
 48:1 59:4 61:16,17
 72:11 73:16 81:21
 89:1,17 105:21
 109:17,21 114:7,7
 115:2,16 116:22
 142:14
comes 8:16 25:12 41:6
 76:10 89:13
coming 29:18 75:3 88:9
 136:9 145:16
Command 5:22
commences 25:19
comment 28:21 42:11
 46:2 83:17 85:12 88:6
 142:7
comments 34:9 42:12
 51:19 60:22 65:22
 90:11 135:6
Commerce 2:5
commercial 19:20
 53:22 102:19 123:6
 131:5
commit 106:17,18
commitment 106:12,13
 106:14
committed 108:15
communication 47:7
communications 59:11
community 115:12
commuters 30:10
company 8:10
comparable 82:2,15,16
comparative 103:15
compare 67:21 100:5,6
 106:2
compared 87:10 99:20
 100:13,16 104:9
 144:8
comparing 67:12,20
 97:14 100:13 101:3,5
comparison 68:4 90:18
 101:12,16,20 105:15

106:1
compartments 29:12
compensation 124:1
competing 104:22
competition 34:3 41:13
 62:5 87:11 102:3
 124:9
competitive 85:22 98:4
 144:8
completed 52:19
 129:11
completely 41:8 44:15
 95:11 97:2 98:13,14
 105:15 141:19
compliance 79:14 80:2
 102:12,13 108:21
 109:3 129:21 131:10
compliment 115:5
complying 72:12
components 129:6
composite 66:22 67:9
 67:13,17,19,21,22
 68:4 71:8 81:13,18,21
 82:7 92:20,21,22 93:3
 93:5
concern 31:19 32:9,14
 48:2 64:16,16 116:14
 138:8
concerning 95:22
 116:7
concerns 31:21 32:17
 39:22 53:17
Concklin 1:14 6:18 9:9
 9:10 40:4 47:18 64:15
 64:21 73:12 74:4,11
 77:13 78:9 102:16
 104:16,21
concludes 27:18 90:11
conclusion 47:15 48:1
conditions 49:21 54:1
condone 36:15
conference 1:4,8 4:9
 12:2 130:4 145:12
confidentiality 96:6
configuration 142:21
confirmation 140:10
confused 82:3
confusing 68:3
connected 6:13,15
connection 20:13,14
 21:7,9,13 34:13
consensus 139:22
consider 16:13
consideration 55:13,20
 56:17 61:11 70:4
 108:11 127:14 128:2
 137:5
considered 29:6

considering 60:1
consistency 73:15
consistent 107:9
constant 47:6
constantly 70:7 89:17
constitute 84:8
constructive 107:18
 115:4
consultation 31:15
contact 13:1,2
contemplating 36:10
 36:12
CONTENTS 3:8
continually 38:1
continue 8:21 42:7
 50:22 126:3
continuing 137:8
contract 10:9 11:11
 12:1 13:7 16:19 17:9
 19:20 21:2,18 22:19
 23:20,21 24:11 25:17
 26:21 37:8,9 38:3,9
 40:3,13 43:12,16 45:6
 46:11 48:3,10 51:10
 54:7 55:16 56:6,12,18
 57:13,15,15,17 59:12
 59:18 60:3,7 61:3
 62:3 63:2 67:15 68:10
 68:13,14 70:22 71:1
 72:12 79:12,16 81:11
 81:22 83:20 87:6 88:3
 91:3,7 92:17,19 93:1
 93:2,4,6,8 94:18
 99:13 104:13 105:4
 106:19 107:1 108:1
 111:3,4 112:8 114:16
 114:19 118:6 119:12
 119:20 120:10 121:21
 124:2,16 125:2,5
 129:20 130:10,21
 131:10,19 143:16
 145:7
contracted 127:10
contracting 1:13,15 9:4
 11:14 15:15 118:3
contraction 90:19
contracts 17:21 38:4,6
 42:5 45:2 61:12
 102:10 145:4
contradict 24:11
contradicting 23:21
contradiction 23:19
 87:6
control 10:1 18:21
 81:16,20 113:8,9
 126:20 133:1
controlled 126:5
controls 127:3

convene 135:12
conversation 26:8
 82:18 115:8 122:5
 140:1
conversations 8:11
 45:12
cooperation 104:6
COPS 13:18 14:4 15:18
 85:5
corporate 88:22 89:4
 89:14 93:11,15,21
 94:4,14,14 95:1,4,19
 96:7,20 97:2,7 98:21
 99:21 103:1,19,22
 104:18 105:4,7,10
 106:6 107:13 108:5
 110:7,8 112:13
corporation 109:2,4
corporations 94:5,10
 96:13 98:3 102:9
 110:11
correct 35:19 41:4
 45:10 47:11 48:21
 69:6 70:16 74:11
 86:14 95:21 105:11
 116:15 117:8 134:18
 139:2,3
corrected 6:22
correction 105:13
 135:8
correctly 42:21 45:8
correlation 96:22
cost 62:3 63:10 64:5
 67:10 84:12 128:6
costs 74:19 99:11
 123:2
count 27:14 32:3,8,12
Country 8:3,4
couple 25:4 28:7 73:3
 109:22 115:3 119:10
 131:13
coupled 49:20
course 4:17 17:17 18:8
 126:9,17 129:5
COURT 133:20
Courtney 1:15 11:19
cover 95:17
coverage 67:7
covered 33:12 136:15
Coyle 2:4 10:17,17
 28:18,18 33:19 35:18
 39:12,12 53:8 66:1,6
 66:17 67:8 68:2 92:4
 92:11,16 117:12,22
 118:13 131:2 136:19
 138:7 144:12
CPP 56:12 62:12 63:16
CPPM 9:10

CRAF 36:4,15,18,20
38:1,7,18,20 39:6,14
41:18 42:1,16,17,20
43:3,10,13 44:1,3,6
45:5,10,12,16,18 46:4
46:9,19 47:5 48:10,14
48:17 49:17,22 51:8
created 142:3
credit 144:6
current 18:3,4,10 25:18
37:8 51:14 57:6
104:12
currently 97:21
customer 4:22 20:8,17
22:3 23:18 24:4 26:19
26:19 72:9 75:22
76:12 78:5,17 79:7
94:19 97:3,7 122:2
customers 4:18 20:22
21:1 33:15 50:6 63:2
63:16 64:1 68:15
73:14,21 74:7,17
95:19 96:7 98:21
99:21 103:22 104:1
105:7 106:2 108:14
112:11,14 124:11
130:13 133:2 136:9
cut 108:7
cutoff 28:19
cutting 144:21

D

D.C 1:9
data 20:9 71:19 75:13
75:15 76:4,4,22 77:1
77:4,22 78:1 79:20
80:10 94:1 95:13 96:8
98:19,22 101:22
102:1 103:15 104:15
105:19 107:19,20
108:1,3 110:4,7 111:1
111:3,8,15,20 112:6
112:12,17,22 113:11
113:12,15,20 114:8
129:12 130:17 131:18
132:2
data-driven 110:17
date 15:10,16,17 46:4
75:10 108:1 136:13
141:17
dates 13:19 14:15
17:11 51:8,9 135:5
David 2:7 10:13
day 14:22 33:14,16 73:7
107:2
days 25:16 69:9,10,10
69:16,16 73:1 101:14
101:14,14,14 122:20

122:21 136:6 137:22
de 2:17
deadline 26:7
deals 34:17 36:3
Debra 11:3
December 18:2,10 52:7
December's 79:21
decent 111:21
decide 38:19 45:10
120:21
decides 120:3
decision 37:16 45:5,7
45:17 46:6,9,10 82:1
decisions 110:18
decoupled 49:8 50:17
decoupling 36:15
decrease 21:16
define 72:11 88:4
defined 28:11 44:14
83:20 85:6
defining 84:14
definitely 139:15
145:13
definition 28:6,10 64:19
degree 33:12
delete 140:11
delink 42:5
delinking 36:14 37:6
42:7
delivering 130:7
delivery 117:16
Dellinger 2:4 9:14,14
Delta 2:4,5,7,7,13 7:4
7:19 10:13,15,17
28:18 33:19 39:12
53:8 66:1 92:4 144:12
demand 26:19
denied 81:20
density 143:7
Department 2:3,4,5
9:15 10:19,21 11:2,3
22:13,14
departure 122:21
depending 43:4 45:9,11
48:13 110:9
depends 73:7,8
depiction 96:18
derives 36:9
description 59:21
designated 83:22
destination 18:20 19:9
destroy 39:2
detailed 81:2
details 94:18,21
determination 37:5,21
41:19 88:21 123:7
135:17
determine 41:14 99:11

determined 91:14
DG 108:13,18,18
dial 5:11
dialed 5:13
dialogue 107:21,22
114:18,21 115:11
dickens 109:20
dictated 45:15 85:1
difference 89:3
different 16:21 28:3,7
29:4 35:22 63:22 67:2
93:4 97:2 105:17
112:4,10,11 113:2
121:9 123:10,11
differently 30:20
112:10,12
difficult 40:18 118:9
137:16
difficulties 6:21
dignitaries 118:19
diminished 90:21
direct 34:2
direction 31:13 115:5
121:5
directly 77:6
Director 1:13,16,17
9:21
disadvantage 30:18
62:18 97:13
disagreement 87:21
disappears 125:20
discount 100:9,10
106:6 122:9
discounted 94:13 95:1
95:3,19
discounts 94:16 106:3
discretion 103:8
discuss 12:19 38:1
60:6
discussion 37:2 40:7
76:19 103:20 132:19
136:14,18 141:10
discussions 39:6 47:14
99:16 113:14 122:2
137:9 145:17
Disease 10:1
disingenuous 70:9
disparity 100:19
display 128:14
disseminated 75:21
distribution 136:7
document 8:11 16:6
documents 52:15
DoD 9:16 21:12 22:13
29:13 30:15 129:5,6
142:9
DoD's 32:16
doing 18:16 19:13

21:12 55:11 58:20,21
59:8 68:1 72:3 74:7
77:1,9 83:8 98:10
103:18 112:13 126:21
126:21 138:5 139:21
140:3
dollar 127:10,13,17,22
dollars 110:13
domestic 18:22 19:1
20:12,13 21:9 26:15
28:14 34:11,18 65:9
92:9 119:3 137:2
domestically 21:8
DOUGLAS 2:2
draft 15:20 35:7,17
54:19 57:6 65:16
dramatically 110:8
draw 97:1
drop 45:1
drop-dead 136:13
DTMO 2:3,8 9:17 11:16
11:17,18 129:5
DTS 129:5
dual 3:15 12:14 18:15
19:4,8 67:17 74:19
91:14,16 125:1,6
Dubai 123:21
due 17:11 18:2 92:19
92:20 135:6
dynamics 21:5,22
22:15 27:1,15 59:20
66:8 84:22 94:11
132:5

E

E 27:9
earlier 16:1 74:18,20
92:5 125:1 137:12
138:5
early 133:2 136:3 141:6
East 20:19
Eastern 20:19
educate 27:4 74:17
education 125:15,22
effect 58:20
effective 129:17 132:11
effort 79:3
either 15:4 25:18 43:14
45:9 46:20 62:14
67:18 90:7 100:2
106:15 110:1,2
135:18 143:19
electronic 17:11
eliminating 29:21
elite 62:15 63:20,21
Ellis 1:14 3:15 5:13 6:8
10:2,2 12:7 14:13
18:13,14,15 23:2,13

24:1 25:14 26:12 27:8
27:17 29:1,20 30:3,7
30:11,14 31:5,16,22
32:22 33:18 59:1,1,19
67:14,14 91:4 92:9,12
138:22,22 139:4
140:19 143:9,9 144:1
144:10
else's 134:1
ELZIE 2:5
email 6:18
emails 13:9 14:1
embassy 23:6
employees 50:5 53:5
encourage 99:18
encouraging 126:11
endeavor 81:5
enforcement 131:9
engine 128:17 132:14
ensure 80:11
ensuring 128:13
entire 57:14
equal 80:20 101:2
equally 80:14 81:1
Eric 2:11 6:5,7 10:19
err 23:17
especially 14:16 20:20
29:13 31:6 69:19
135:2
essentially 43:20
estimated 21:17,19
63:9
ETS1 129:2 131:15
ETS2 128:12,12,13,15
128:20,22 129:4
131:2 132:1,13
evaluate 26:5 30:20
33:6 55:14
evaluated 30:6
evaluating 53:15 61:2
78:21 139:11
evaluation 33:8 53:1,7
55:11,22 57:7 65:7
68:19 76:20 81:14
87:14 125:10 140:3
everybody 6:16 41:22
83:6 110:18 111:10
113:1 119:8
everybody's 86:1
everyone's 8:7 35:16
exact 51:7
exactly 29:6,6 78:10
83:6
excellent 18:16 140:19
exception 118:5,8
131:9
exceptions 118:17,20
excited 10:9

Excuse 49:2
execution 115:12
Executive 47:13
exempt 62:14
expand 28:22
expanded 74:12
explain 55:19,20 80:8,9
explaining 81:5
express 31:7
extend 91:8
extended 20:13,13 21:7
21:9,13
extensive 14:21 52:11
extent 72:13
extra 143:8

F

F 1:9
F7 18:19
facilitated 45:6
facing 131:7
fact 71:7 73:10 76:18
98:6 112:9
factor 37:21 53:1 55:12
61:20 65:10 71:9
79:14 141:8
factors 56:9 66:9 69:4
fair 41:11 73:15 101:11
101:15,20 110:13
115:13,18 124:9
143:13
fairness 114:12
fall 59:12 68:20 69:1
122:3
falling 62:19
falls 57:6 115:13 122:6
false 56:17 133:10
familiar 13:15
far 36:16 38:17 52:1,2,4
54:18 55:1,2,5 66:3
75:6 98:1 102:17
104:17 117:14 141:13
141:19
fare 3:15 12:14 18:15
19:4,6,8 28:13 59:8
62:8 65:11,13 66:20
67:5,16,17,18,19,22
67:22 74:19 81:13,18
89:4 91:14,16 92:2,20
92:21 93:1,3,5,9,20
96:12 97:14,17,18
99:3 100:1,20,21
101:5,7,16 104:20
106:4,7 107:4,6
116:13,15,16 117:1
117:10 118:7 119:7
119:17 120:4,7,21
123:6 124:17 125:2,6

126:10 127:9,10,17
128:3
fares 19:20,20,21 55:17
62:20 66:10,16 84:6
84:10,22 85:12 86:7
88:22 89:15 91:12,21
94:5,10 95:2 97:3
100:5,18 102:5,8
104:22 105:2,6 106:1
108:13,18,18 109:7
116:19,21 117:1,3,5,7
117:21 122:12 123:6
124:21 125:6 126:9
126:16 127:1,7
128:18,20 129:7,22
130:2 131:5,5 132:20
132:21,22 136:6
farther 126:11,12,14
fashion 104:2
fast 29:16
Fattoruso 7:1,3,3,18,18
FATTORUSSO 2:5
23:10
favor 39:16 42:6
February 1:6 13:21,21
fed 123:22
federal 67:11 79:10
102:12 106:4 117:13
128:15 129:4
fee 55:12,15 56:3,14,16
57:13,16,21 58:19
59:13 61:4 63:17,18
64:2 94:8 123:9
127:15,19,21
feel 8:22 76:1 84:7,11
85:12 87:5 98:13 99:8
99:9
feelings 44:1
feels 32:2 43:4
fees 53:2 56:12 63:11
64:5 97:5 98:7 131:4
131:4 132:4
fell 71:22
fence 40:19
fewer 21:14,17
figure 76:15 110:2
figures 118:12
file 13:22
final 8:16 15:7,10,16
16:3,4,13,14 28:11
31:11 35:15 36:6,11
37:4,5 39:7 42:9
47:16 51:19 54:22
65:4,22 85:3,4,14
86:5 87:7,13 88:12,14
90:6 135:7 141:18
145:16
find 16:9 107:22 122:4

finding 20:16
fine 87:22 133:17
finish 107:17
finishes 18:10
finishing 74:2,4
finite 143:16
firm 106:13,14
first 5:3 8:9 10:7 28:1,5
28:8 34:22 44:21 58:6
59:17 60:2 61:5,6,7
61:14 62:12 63:17
64:2 68:20 74:5 75:4
79:3 89:10,13 90:1,5
108:11 111:17 114:14
fits 142:15
five 24:22 63:8 102:6
fix 141:18 142:12
fleet 36:3 142:20
flexibility 44:4 101:6
106:5 109:12
flexible 100:14
flight 25:15,15 29:14
73:8 134:12 144:8
flights 24:20,22,22 73:2
73:3 74:8 117:7
floor 12:21
fly 25:8 30:17,19 31:7
33:16 41:2 106:21,22
120:11,15 130:11
133:4 134:2
flyer 63:21
focus 118:13 130:6
folks 45:10,21 96:17
104:14 136:16
follow 60:11
following 18:18 59:20
forced 110:14
foreign 118:19
format 16:19,22
formula 67:18,19
forth 18:19
forward 20:7 51:15
130:21 145:15
found 28:13 68:4 79:2
86:19
four 108:13
frame 47:10 139:10
frankly 110:9
free 9:1 59:7 63:18,19
63:20 64:1 76:1 84:7
85:13
Freedom 22:4,7
frequencies 33:15
144:7
frequency 33:13
frequent 63:21 123:22
full 17:18 73:4 94:7,7
100:6,7 125:4

fully 95:6,8 97:3 100:13
100:14 123:3
function 132:13
further 20:18 138:10
139:16 141:10 145:17
future 23:4 24:9,9 37:9
FY 7:13 116:21
FY14 19:19 20:4 116:10
FY15 21:6 35:14,17
93:12 116:5 125:2
140:16,18
FY16 1:3 4:8 12:15,18
20:7 27:19 125:3
130:22
FY2016 12:2

G

game 110:16
gaps 113:18
gateway 21:11
gathered 140:1
gear 29:14,14
general 1:1,9 3:12 12:6
12:12 13:2,14 16:16
18:12
generate 75:7,8,9
gentleman's 42:22
gentlemen 18:15
George 2:4 10:17 28:18
33:18,19 39:11,12
53:8 65:22 66:1 67:14
92:3,4,12 117:11
131:1 144:10,12
Gerst 2:6 11:6,6 133:15
get-go 88:19
getting 5:9,16 58:14
62:13,16 63:6 71:19
77:8 88:10 91:21,22
95:13,18 96:17 97:21
98:19 100:1,19
102:18 104:2 108:19
123:5 131:21 132:16
134:13 138:6 142:11
Girardoni 2:6 5:9,16
6:14 10:6,6 31:17,17
32:1 33:11 61:1,8
63:3,14 64:20 65:1
100:11 123:11 127:5
128:4,10
give 18:22 33:15 36:8
64:18 68:15 72:14
75:17 77:9 86:2 88:18
89:7,9 105:22 106:15
107:13 108:6 111:18
111:19 127:17 137:6
138:1
given 63:18 113:6
gives 105:12

giving 66:15 97:6 106:3
109:11
glad 39:13 64:9,12
99:15
go 4:13 7:13 9:5 11:22
12:5,6,8 13:11,13
21:4,15 22:15 26:5
28:3,4 32:5 35:5
39:18 45:9 46:20 52:3
52:3,12 54:12 55:4,7
69:6 73:13 74:17 75:6
84:5,7 85:10 87:4,9
87:15 88:19 89:9 90:7
90:14 91:5 93:22
97:22 98:16 102:19
103:21 104:4 114:6
116:3 122:12,17
129:2,22 139:15
140:10 141:19
goal 38:5 68:14 74:5
Gober 2:7 10:13,13
God 100:14
goes 13:17 18:2 27:8
36:16 49:17 61:20
105:6 111:9 114:19
115:1
going 8:14,19 9:3 10:8
12:5,11,12,17 13:3
14:5,21 15:3,7 16:2
17:10,15,15 19:6
22:21 23:6 24:20,21
25:2,3,8 26:14 27:9
27:11,14 28:3 31:2,3
35:5 36:7 38:20 39:2
40:17 41:2,13,15
43:14 44:7,20 45:1,7
45:12,17 46:15,18,21
47:8,12 48:15,16 50:6
50:7,9,10,15 53:10,14
54:4 55:16 58:7 59:2
65:3 69:15,17,18,22
72:14,16 73:14 77:14
79:8 80:8 81:6 84:8,9
85:22 87:8,10 88:11
88:15 89:6,7,17,19
90:2,13 93:9,12,18
94:11 96:9 97:22
100:8,9 101:2 105:1
105:20 106:15,21,22
119:11,14 120:15,21
121:7,18 123:20
125:3,12 126:2 128:1
128:1,6 129:3 130:6
132:2,6,7,11 134:10
137:20 138:18,19
139:18 140:8,12
141:14,16,18,22
good 4:3 5:3 7:1 18:14

27:17 30:3 31:5,16
66:17 91:17 92:1,1
103:2,4 107:21
110:12 112:7 114:18
115:5,11 120:6 125:7
125:8 136:17
gosh 4:5 89:9
gotten 74:1,10 111:4
government 17:9 20:4
21:16 23:22 24:9,16
50:2 57:18 63:10 64:5
67:11 78:16 91:9
99:14 101:7 104:1
106:4,17 109:12,13
110:17 111:11 120:3
122:10 125:16 126:13
126:18 127:20 128:16
128:17,20 129:1,4,7
129:21 130:7,20
131:16 132:1,7 133:2
135:13,16 136:9
Government's 138:3
Government-wide
116:6
Graff 2:7 10:15,15
gray 44:16
great 6:12 35:12 108:4
109:8,10 112:3
113:19 114:5 115:4
group 14:4,8,10,11,18
14:18 15:5,5 17:12
20:11,14 26:14,16
27:5,6,10,12,14 32:18
47:14 52:17 57:7 65:7
65:8,9,10 69:17
groups 69:14
grow 89:18,19
GSA 1:17 9:21 10:2
11:9,20 18:15 25:4,22
27:20 36:6,7 43:4
48:3 56:20 58:18
61:13 75:21 82:9 86:4
96:19 98:10 103:2,6
107:20 112:9,15
117:12 139:9
GSA's 84:11
GSAM 52:6
Guam 22:8
guarantee 98:19 99:1
133:11,22 134:1,7
Guaranteed 134:13
guess 23:9 43:22
100:12
guideline 113:13
guns 50:8
Guo 1:15 3:13 11:10,10
13:5,6 16:16
guys 5:11 6:17 40:18

44:2 62:4 73:13,20
81:2,5,15 86:2 97:19
108:4,13 109:11
110:6,11,14 140:20
142:3

H

H5 36:3
Haag 2:8 9:12,12 23:19
24:6,14 25:2 27:3,16
42:14 43:20 44:13,20
45:3,14,21 46:5 47:3
47:10,22 48:12,22
49:10,13 58:1 75:7,21
80:4 83:15 85:2,10,17
85:21 86:11,18 87:2
87:16,22 94:13,22
95:11,18,22 96:5,15
96:22 97:12 98:13
99:6,18 101:1,11,15
103:4,17,21 104:18
105:3,14,22 107:3,7
112:2 113:4 114:3,6
115:1,19 135:21
habits 102:16
hair 76:17
half 121:2
Hammond 1:15 11:19
11:19
handled 24:12
happen 23:17 45:16
87:1 141:16
happened 53:18 82:13
happening 47:4 72:10
79:1 111:22 145:5
happens 39:18 107:1
happy 76:2 81:1 83:11
87:2 103:19 104:8,14
hard 29:12 122:15
hardwired 53:10
hate 66:13
haul 50:4
Havana 22:17 23:6 25:3
Hawaii 21:10
he'll 12:8,15
healthy 49:19
hear 5:12,15 15:12 31:8
114:2 133:20 143:11
heard 86:15
hearing 115:11
Heather 7:21 8:1 62:9
63:5,15
heck 82:4
held 97:4 144:15
help 9:10 22:13 124:3
130:14 131:3 135:14
135:20 140:9 144:13
helped 77:16

helpful 34:7 84:18
helping 11:11
helps 8:13 129:11
 132:14
hey 5:19 23:5 59:5 62:9
 86:2
HHS 9:22
HHS/CDC 2:16
Hi 6:5,7 8:6 11:13 12:4
 13:5 51:6 138:14
Hicks 2:8 11:16,16
 59:15,22 60:14
high 69:13 81:16 122:8
 122:11
higher 84:6 122:12,18
 143:7
highest 142:18
highlight 17:16 28:6
 52:2,10,17
highlighting 51:22
 52:19
hip 128:13
hit 109:6
hitting 70:9,11
hold 5:17 32:12 93:13
 101:19 107:16
holding 45:4 138:10
HOLLOWELL 2:9
Honestly 115:1
Hoover 2:9 10:21,21
Hope 145:15
hoped 88:18
hopefully 22:13 126:8
 137:10
horizon 23:14
hours 47:19 115:15,16
 137:1
House 23:5
Houston 25:1
Howard 2:8 11:16
huge 115:2
hurt 44:1
hypothetical 23:22 24:7

I

ideal 78:9
identify 5:5 7:16 8:9,14
 9:6 15:13 72:7 142:13
 144:20
identifying 27:5 78:21
IG 109:17,17
impact 46:22 124:21
 125:9 126:22 132:6
impacting 40:3 46:11
implement 120:9
implemented 116:6
important 7:12 13:19
 17:1 40:11 117:16

130:3 132:6,12
 136:11
impose 58:11,12,15
imposes 61:3
impossible 137:1,3
impressive 20:3
inadvertently 35:8
incenting 33:14
incentivizing 32:4
include 19:5 22:8 28:13
 28:14 95:2
included 35:9 54:19
 95:13,16
includes 19:19 132:21
including 43:22
incorrect 35:13
increase 57:21 58:3,4
 78:4 91:15,16 103:1
increased 34:12 35:2,3
 90:1 126:17
increasing 130:8
incredibly 84:18
incremental 63:10
index 102:3
indicated 22:1 68:9
indicator 98:16
individual 52:10
individually 49:16
industry 4:21 36:14
 49:3,5,7 50:20 58:6
 59:2,20 66:8 80:21
 112:4 132:5 139:14
 140:1
ineligibility 43:16,19
 48:18
information 8:7 12:16
 45:20 54:8 55:8,18
 57:1 75:17 81:2 104:7
 111:12,15 132:13
 136:12 145:4
initial 26:6 142:10
initiative 129:14
inquiries 13:2
inside 136:22
insight 115:4
instance 81:14
instant 101:9,17
instructions 17:14
intend 101:21
intent 71:2,6,16 89:12
 113:14
intention 66:15
interest 4:20 50:19
 84:13
interested 4:8
interference 8:2 11:8
intern 13:8
internally 26:8 47:20

international 18:22
 19:1 20:12,14 21:13
 22:5,6,9,12,12 26:16
 28:15 35:11 50:4
 66:18 67:1 71:8 92:10
 116:17 117:4 118:22
 119:3 135:3 136:20
 137:3,17,18 139:5
international-type
 137:9
interpretation 42:17
interrupt 9:1 116:3
introduce 4:13 9:3 12:1
introducing 85:15,17
 85:19
introductions 7:14
inventories 97:19
 130:15
inventory 67:4 68:18
 69:7,15,16,18 70:2,12
 70:13,14 71:16 72:16
 72:20 73:4 74:16,22
 78:15 79:8 100:3
 113:8,8 125:19
 132:18 136:8,22
 138:2 144:15
invite 110:3
involved 131:22
issue 25:6 32:21 89:15
 100:12 108:18 113:16
 118:2 126:15 136:4
 143:3 144:22
issued 57:12
issues 8:14 111:18
 131:11 139:20 142:3
item 18:19 19:3,9 57:8
 115:9
itemizing 28:2
items 12:5 14:17 26:13
 31:20 81:12 141:13
 144:17

J

J-1 55:7
J.1 52:14
J1 17:1
Jackson 2:6 11:6
Janelle 1:17 6:2,4
Jay 5:20
Jeff 2:8,10 9:12 25:22
 27:2,3 80:4 83:16
 113:10
Jeff's 46:2
Jerry 1:10,12,14 3:10
 3:15,20 4:9 5:19 6:2,5
 9:10,18 10:2 12:7,13
 18:13,15 28:21 33:2
 36:8 41:16 42:14 51:4

59:1,15 62:9 67:14
 78:13 80:4 90:14 91:4
 101:21 103:20 107:4
 117:12 131:2 135:22
 136:19 138:22 143:9
Jerry's 107:22
jet 28:8,9,10 31:8 69:21
 142:17
JetBlue 2:11,13,15,17
 6:6 11:5 103:11,12
 133:13
jets 29:5 30:9,9,16,17
 30:19 34:3 69:19
 142:14,19,22
JEWELL 2:10
JIMMY 2:13
jives 80:12
job 18:17 59:21
John 7:6
Johnson 5:20 11:17,17
joined 7:2,15
JON 2:14
July 141:2,4
jump 128:3

K

K-10 54:19
keep 8:13 39:3 44:7,9
 67:15 109:7
Keith 1:17 11:9
kept 81:18 139:10
 140:3
Kevin 2:12 5:21
key 118:13
kicking 46:5
kid 80:19
kind 26:15 29:8 36:8
 68:9 72:4 73:6,9
 76:15 83:15 111:21
 138:2 144:18
knew 47:4 140:11
know 13:11 16:10,12
 17:6,20 19:12,17
 22:21 23:4 24:4,18,19
 25:7 26:1,4 30:3
 37:19 38:17 39:9 40:1
 40:14,22 41:2,5,9,11
 41:12,20 42:8 44:17
 44:18,20,21,22 46:15
 46:16 47:18 50:14
 55:14 60:4,10 62:5,5
 64:13 70:21 71:12,12
 72:8,9 77:3 82:3,13
 83:21 85:1 87:7,9
 88:20 94:21 96:1,2,2
 108:3,19,20,20 110:5
 111:10,16 114:1,8,13
 116:5 119:5,22 121:6

121:10,12 124:18
 126:5 128:12 129:17
 136:18 138:20 140:7
 140:20,21 141:3,3,5
 141:17 143:11
knowledge 95:5,8
 125:4
known 16:10 36:4
 121:21
knows 100:15
knuckled 91:3
Kwanita 1:13 3:18 9:3
 11:12,13,22 15:14
 25:21 27:20 35:18
 53:8 82:9 87:17 139:9

L

L-4 54:20
L.2 138:15
L1 17:13
lack 33:20
lacking 113:12
ladies 18:14
Landon 2:10 138:14,14
 139:3,7
landscape 44:15
Lane 2:11 6:5,6,11
language 23:20 35:14
 40:10 43:3 51:11,14
 51:16 53:10,19 73:18
 87:6 112:8
languages 28:8
large 21:7 98:3 102:9
larger 14:16,20 30:1,2
 33:14 88:8,8,10,15,16
largest 94:1
Larry 2:5 7:3,18 23:10
late 80:8
Lauren 1:14 9:8,9
leader 5:14
leap 110:21
leave 31:4
left 142:9
legacy 44:5
leisure 52:3
let's 9:5 11:22 12:2
 106:20 108:6,9 113:1
 143:10
letter 43:15,19 48:17
 68:8 70:22 71:3,7
 73:9
level 26:17 67:16 68:1
 84:10
lever 99:11
leverage 104:19 105:5
leveraged 104:9
leveraging 104:17
light 106:8

lightly 40:5 47:21
limit 123:9
limited 29:11
limits 136:20
line 5:10 14:17 26:13
 29:19 45:22 51:10
 105:9 141:13
lines 32:11 115:13
 122:6
link 36:18
list 16:15 57:4
listed 35:22
listen 33:1 97:6 99:16
lists 52:15 88:8,16
little 16:21,22 21:15
 27:4 28:22 36:8 67:2
 80:8 84:20 86:3 90:12
 92:13 125:13 137:6
live 110:10
load 32:10 66:8
location 25:12 33:22
 34:1,5
locations 30:16 32:18
 69:13 70:18
lock 15:3
log 19:14
long 23:8 25:19 49:19
 76:17
long-standing 4:16
long-term 4:16
longer 60:10 85:14,21
 125:21
look 17:2 23:3,14 30:22
 34:2,6 36:14 51:15
 52:8,9 56:5 63:1
 67:11 69:7 72:22 73:1
 77:17 79:6 80:2 83:12
 89:1,5 96:21 100:7
 102:2,5 104:15
 109:19 112:21 116:9
 118:16 120:22 121:15
 126:13,22 127:21
 130:17 139:8,16
 142:2 144:13 145:15
looked 61:13 63:15
 70:12,14 100:18
 117:3 119:8 120:18
looking 20:7 28:1 29:8
 36:17 39:16 53:13
 56:7,9 62:3 68:17
 69:2 75:14 76:16
 78:14,19,20 79:7,17
 79:22 80:10 83:6
 84:16 91:15 94:10,22
 97:9 99:3 100:4 101:1
 101:10,13,16 105:1
 107:19 111:13 116:8
 117:8 120:6 122:19

122:20 124:22 126:11
 135:4 143:15,21
looks 16:22 69:5 142:9
losing 38:11 108:20
lost 38:12 74:22
lot 4:7 9:2 13:15 17:21
 19:12 21:10 22:9 31:7
 33:20 39:15 66:19
 69:18 78:11 140:14
 145:5
Louis 47:13
love 103:17,21 104:1
low 59:12 68:21
lower 29:22 66:22 67:9
 68:4 74:19 79:13 84:6
 84:7,21 85:13 86:7
 92:13 99:11 100:21
 104:20 105:6,9 126:8
 126:10,16
lowered 81:19
lowest 34:22 59:9 79:9
 125:17 127:10
LU 2:11

M

M-1 55:2
M.1212 79:11 98:12
M.5 57:7 65:6,17,19
M.6 65:6,19
Maile 1:16 9:20 103:14
 113:19
maintain 36:18 37:7
 38:5 45:13 57:13,16
 129:18 137:17,20
maintained 137:19
maintaining 38:3,4
major 30:19 134:6
majors 31:7 38:19,22
 43:22 50:3
making 36:10 56:5 63:5
 63:15 65:9 73:17
 78:16 79:3 82:2
 135:17 139:15 141:8
manage 9:10 58:20,22
 71:15,15 127:3
 130:15,15 132:9,15
management 1:12,14
 10:3,7 17:7 81:11
 83:1 104:13 121:8
 129:15
manager 1:12 4:10 9:19
mandate 70:22 71:1
mandates 125:17
 128:14
mandatory 108:10
 117:20 119:6,21
 120:11,19 121:11
manipulating 48:3,10

March 14:5,11 15:10,16
 135:7,10 141:3
Marietta 2:10 138:14
Mark 2:4 9:14
market 12:8,15,16 16:4
 16:11,12 21:5 24:7,8
 24:15 26:22 27:1,5,6
 27:10,12,19 33:9
 34:11 53:22 56:8,20
 57:12,14,19 60:9,10
 63:18 66:16 67:2,5,7
 68:21 69:5 72:1,15
 77:14 84:22 85:13
 86:12 87:12 88:16
 90:4 91:10 92:15 93:9
 96:3,4,10,11,12 97:17
 97:18 98:4 99:3 100:1
 100:5,7,19,20 102:5
 102:19 105:8,11
 108:16 122:8,10,17
 122:19 124:17 140:11
 143:19 144:6 145:8
markets 14:19 16:6,14
 19:3,5,8 20:10,11,15
 21:6,8,9,14,19 22:2,5
 22:8,12,16 24:2 25:4
 26:13,16,18,20 27:9
 30:20 33:21 34:3,18
 41:13 46:21 65:9
 68:11,18,20 69:21
 70:8 71:21 74:7,13,16
 74:20 75:20 76:11,19
 78:22 79:5 83:22 85:7
 85:11,20 86:9,9,14,17
 86:18,20 87:5,15,18
 88:9 89:18,22 90:2
 91:1,2,6,8,10,13,14
 92:6,18 93:7,22 95:16
 95:17 98:5 102:2
 117:4 118:14,22
 123:3 124:5 125:2,14
 130:8 135:3 139:1,5
 144:14,14
masked 111:17
massive 50:15
match 66:2 67:3
Matt 2:15 10:4 61:9
 88:7 141:11 142:6
 144:19
matter 27:13 41:18,18
 42:2 106:22 145:19
maxes 29:15
maximum 34:21 35:2
 35:12
mean 37:11 49:17 50:6
 50:12 55:21 58:4
 64:16 76:14 82:3
 87:21 97:7 99:18

101:2 106:20 115:5
116:3 119:6 121:12
meaningful 32:11
means 37:17,20 38:22
42:5 43:9 91:19 117:6
meant 28:11
measure 132:10
measuring 143:14
mechanism 61:17
medias 59:3
medical 118:18
meet 23:21 43:13 48:3
48:22 49:4 77:19
84:12 91:2,6 126:19
133:4 134:15
meeting 8:8,12 37:2
115:15
meetings 104:14 111:1
135:21 139:13
meets 24:3
MEHTA 2:12
members 63:21
mentioned 13:6 92:5
merges 90:20
MERRY 2:12
met 1:8 43:10
method 111:7
methodology 27:5
80:10,12,13,21 99:8
metric 32:7 142:15
MICHELLE 2:17
Micronesia 20:21
middle 20:19 59:13
mileage 34:22 35:12
miles 35:1,3 119:15
120:13
military 53:5,20,21
62:16 63:19,19 145:1
Miller 10:19,19
million 94:4 116:10
119:22
mind 67:15
minimal 25:15
minimum 92:7
minute 15:1,4 107:17
137:14,15
minutes 134:11
MIS 20:9 131:20
misinterpretation 43:8
misinterpreting 43:6
misleading 73:10
misled 16:12
missed 16:11 141:7
mission 38:6 109:12
126:19 133:5
mistake 16:9
Mobility 5:22
model 74:6 105:10

modifications 140:18
moment 14:16 49:4
monies 130:19
monitor 59:2,14
monitoring 58:18
month 14:6 37:3 46:13
75:6,11 80:1,3
monthly 112:14
months 13:9
Moss 2:13 11:5,5 79:17
80:2 96:14,19 97:9
101:21 102:21 103:5
103:11 105:18 133:13
133:16
motivated 102:14
move 5:2 34:15 36:16
37:6 51:18 65:3
124:14 131:18
movements 32:19 89:2
moving 26:17 29:13
52:13 54:15
multiple 33:15,16
Mura 5:21
music 5:17
mute 8:20
myth 112:22
myths 112:21,22

N

N.W 1:9
name 13:6,10 111:9
names 14:1
NASA 2:9
National 27:13
nature 137:4
Naval 76:12
Navy 69:12 76:11
NBC 29:14
necessarily 34:2 48:4
69:15 78:12 84:13
141:18,22 142:12
need 8:8,9 20:22 23:22
26:4,8 38:1,13 40:19
41:9 44:3,17 48:1
52:16 54:6 55:14
56:10 72:15 77:17
78:17,22 79:15 82:17
84:12 98:4,10 105:17
118:21 136:7
needed 24:9 29:1
144:17
needs 23:18 24:17
44:13 48:4,4,22 49:4
78:16 83:5 130:14
negated 86:5
negotiate 94:16 98:17
110:12
negotiated 85:7,11

86:13 88:9
negotiating 82:11 89:8
118:3
negotiation 83:18
84:17,20 89:18 90:3,6
99:10 105:3
negotiations 82:11
83:5,8 84:15 85:5
87:8 89:1,11,16,19
104:20,21 135:18
neither 73:21
network 39:16
neutral 40:15
never 42:19 74:10
97:18 101:19
new 9:10 19:13 22:2
52:4,9 57:1 71:18
74:9 81:5 85:15,17,19
86:9,17 87:14 89:21
93:16 125:1 126:22
129:14 132:9
Newark 24:22
news 51:12 59:2
nice 81:3
nightmare 50:9,10
nine 22:5,11
noise 8:21
non-award 122:19
non-contracted 127:9
non-refundable 101:9
123:10
non-stop 70:8
nonparticipation 44:19
nonstop 27:11
Norfolk 76:17
normal 20:9 96:20
normally 126:12
notes 87:3
noticed 69:12 73:3
November 79:20 129:2
129:11
number 6:16,16 18:20
19:9 21:7 29:9 33:8
38:14 61:5,11 62:1
63:7,19 83:22 88:18
89:18,21 90:18,21
91:1,10 92:18 95:9
98:14 108:6,8,10,13
116:14,16,17,18
125:1 127:13 130:8
numbering 26:13
numbers 19:3 21:19
95:1 104:3

O

O&D 75:6,10 76:9 92:8
O&Ds 34:6
OA 119:12

objective 105:20
objectives 84:12
obtain 66:10 126:10,16
129:7
obviously 42:15 51:13
59:3 80:9 136:21
October 22:20,22 23:15
25:20 52:7 55:3 79:19
136:10 138:17,19
140:8 141:2,4,17
142:2
offer 13:18 25:17 53:4
79:13 84:5 86:19
89:13
offered 19:4 66:20,21
86:12
offering 67:9 88:12
89:4,5 125:9 143:7
offeror 17:14
offers 14:7 56:2 140:6
officer 1:13 9:4 11:14
15:15
oh 54:16 77:7 90:12
okay 6:1,10,17 7:8 8:12
15:19 19:17 20:6,7
21:4 25:5 30:3 31:5
31:22 32:21 34:16
39:8 44:5 45:14 51:2
51:20 54:16 56:21
57:20 58:5,7,13 59:11
60:19 64:20 65:1
69:13 70:1,20 71:22
72:2 76:21 81:17 83:2
92:16 94:6 103:12
108:19,20 111:6
113:17 115:20 116:4
121:18 123:15 124:13
124:20 128:4 134:1
134:21 135:11 136:13
145:10,17
OMB 128:14
once 18:9 33:14 117:17
123:18
one-off 80:18
one-sided 48:6
onerous 38:21 49:21
ones 69:20 108:14
121:2
online 128:16 132:14
open 7:9 12:21 13:20
14:5,8 23:6 74:6
99:16
opened 5:10 49:1
opening 15:18
opens 42:18
operate 44:16 112:10
operating 25:16 34:4
opinion 24:10 121:21

opportunity 58:1 87:8
105:13
opposed 144:20
optics 117:2 120:6
option 33:16 133:7
oranges 67:20,21
109:10 113:9,11
order 55:13 124:9
organizations 129:7
origin 18:20 19:9
outcome 39:10
outlined 57:10
outside 100:17
overview 133:16
owns 10:9

P

P-R-O-C-E-E-D-I-N-G-S
4:1
p.m 1:9 4:2 145:20
page 54:2 57:5 138:16
Pair 1:3 4:11,12,15 7:11
9:19 10:2 11:14 12:1
13:1,18 21:18 33:3
36:19,21 38:8 39:1,3
43:2 44:3 46:17 48:7
49:17 55:16 91:12
101:4 104:14 108:11
116:12,19 125:6
127:18 130:5 132:19
145:14
Pairs 15:7,20,20 21:1
50:13 69:12 70:8
parameters 37:15
paramount 109:16
Parker 1:16 9:20,20
103:14,14,18 104:12
123:16,20 124:8
part 26:22 47:2 54:7
56:9 59:21 68:12 79:4
84:11 89:8 104:17
111:4,6 118:2 119:20
125:5 129:19,19
131:19
PARTICIPANT 8:2 11:8
PARTICIPANTS 2:1
participate 38:20 41:15
42:17 43:3 44:1,2,6
46:19 48:15 95:12
130:11,16
participated 42:20
participating 2:22
42:16 45:15 48:5,17
80:15 104:5 129:9
130:5 131:17 132:1
participation 4:19 7:11
38:4,5,11,14 43:11
44:12 45:13 48:14,16

129:20 135:14 145:11
145:14
particular 25:12 51:20
56:6,8 58:9 89:2
105:10
Partner 128:12
partners 4:21 38:2 67:3
99:19
partnership 104:2,6
107:18 139:13
parts 88:5
party 114:6
pass 5:6
pass-down 19:14
passenger 27:6,14 30:2
111:9 142:18,20
143:6
passengers 21:17 33:5
33:9 59:9 62:13 63:20
123:16,22 125:20
142:11
patterns 137:4
pay 63:10,12 64:2
136:21
paying 39:13 63:16
96:3 98:3 105:8
penalizing 142:21
penalties 98:7
penalty 101:6 127:16
127:19
people 4:7 5:4,14 14:1
14:14 19:13 23:5 39:6
41:10,20 50:10 59:12
81:11 82:3 83:1 109:2
118:20 119:11 121:8
137:13
percent 19:7 21:6 56:4
57:10 61:10,13,16,18
61:22,22 62:7,7 63:7
63:8,8,8,9,16 64:17
64:18 65:12,12,13,14
68:15 69:5 70:9,11
93:15 95:10,10 98:12
100:8,9 103:2 107:6
107:14 108:6,8,10,12
116:11 117:4 118:11
125:6,11,12 129:9
134:8,9
percentage 18:20,21
19:10 71:17 106:5,16
percentages 19:10
performance 57:14,17
performing 99:12,12
period 24:12 45:6 57:15
57:17 83:18 105:4
138:18,19,20 140:4
permit 56:12
person 134:7

personal-identifiable
111:14
personally 76:22
perspective 32:13 46:8
48:2 62:22 63:1 81:4
99:7 106:4,5 112:17
phone 4:6 5:4,7,14 7:15
7:16 8:18 142:4
phones 8:20
pick 12:9,17 70:7 133:7
picture 117:14
pie 20:6 25:1
piece 20:5
piggyback 83:16 138:7
piggybacking 144:19
Pll-attached 111:14
pilot 137:19
pits 29:15
place 8:19 57:21 61:20
96:7 110:10 123:21
placeholder 40:12
places 20:18
plan 18:2,3,5,9
plane 134:8,11,13,18
142:12 143:4
planes 32:4
planned 26:3
planning 135:6
plans 17:20,22
plate 120:15
platform 131:3
play 96:16 112:4
playing 114:8
please 5:4,8 7:2,16,17
8:22 15:3 19:2,2,2,13
55:4 116:5 124:21
128:11
plugged 117:18
POCs 13:22
point 14:13 29:2 31:5
42:22 47:2 63:4,14
66:18 81:9 88:10
105:5,15 109:8 112:3
112:7 113:17 115:17
124:16 127:1,8
131:20 132:17 140:20
141:1,12,20 143:11
143:16
points 12:22 13:2 79:13
136:14 143:8
policies 64:2 127:8
132:8,9
policy 32:13 52:19 53:4
53:14,22 54:4 55:7,15
56:3,11,19 58:19
116:6 131:8 145:6
politically 22:16
popular 20:20

portal 128:19
position 49:11 116:20
positions 46:8
possible 66:13 98:5,9
possibly 23:4,16 25:10
post 116:20 136:6
posted 116:18 117:5
118:11 119:17 128:18
posting 125:19
potential 87:3 131:11
potentially 33:13 42:19
145:8
Potomac 23:5
pound 78:19
practice 13:16 114:1
practices 101:2 122:4
pre-solicitation 1:4,8
4:8 12:2 130:4 145:12
premium 106:16 116:7
Preparation 13:18
preparing 140:6
prerogative 124:5
present 1:11 38:18
presentation 6:9
presented 40:8
presenting 61:14
presiding 1:10
pretty 5:2,3 20:3 29:15
40:11 51:9 54:11 65:8
107:9 120:1 136:12
Prevention 10:1
previous 136:4
price 53:1,7 55:11,22
56:3,4,10 57:7 61:10
65:7 67:20 81:13,15
82:12 83:8,21 86:1,12
88:19 89:10 90:5,6
96:14 98:1,17 101:3
105:9 113:6 121:19
122:8,18 125:14
128:6
price-wise 98:2
prices 113:7 122:11
pricing 61:17 62:4,6
66:14 81:10 82:22
121:8
prior 17:7 60:3 80:7
138:5
Prism 111:10,10,21
112:5
private 110:6
privy 121:10
PRM 121:13
proactively 80:7
probability 46:11
probably 62:18 90:3
91:4 145:5
problem 77:12 112:3

142:12,13 144:18
proceed 38:21
process 10:8 42:8
 43:14 48:16 83:20
 84:14,17,20 85:6 88:2
 88:4 90:7 124:4
 125:15 126:1,1,15
processes 132:15
product 100:12,14
 123:10,12
products 97:2 113:6,7
program 1:3,12,12,14
 1:15 3:20 4:10,11,16
 4:16,20 7:11 9:11,18
 9:19 10:3 11:15 12:18
 12:19 13:1,8 33:3
 36:4,19,20,21 37:6
 39:1,3 42:7 43:2 44:4
 44:7,10,16 45:1,13
 48:7 49:17 50:5 63:21
 80:15 84:14 90:15
 94:4,11 95:13 96:20
 101:4 104:5,13 107:4
 107:6 108:12 109:16
 109:19 114:8 116:12
 127:18 129:2,15,18
 129:19 130:5,19
 145:14
programs 39:18 130:15
projected 93:11
promise 115:10,14
 117:17
properly 8:11 17:19
 33:6 93:6 125:14
proposal 16:18 17:2
 30:6 52:14 57:3 66:14
 87:13
proposals 52:17 135:15
propose 102:7
proposed 23:3 25:18
 39:14 50:1
proposing 67:5
proposition 142:9
protecting 43:21
prove 108:9
provide 64:14 68:22
 76:2 81:2 104:7 108:2
 108:13 112:6 132:22
 137:7 145:3
providers 129:4
provides 128:17
providing 80:11,17
 96:8 97:20 99:13,14
 102:10 106:2 142:22
 143:6
proximity 34:1 145:1
public 109:13 135:21
publish 122:12

pull 56:15 141:14
pulling 76:17
purchase 68:16 93:22
 100:3 101:8,9,17
purchased 19:21
purely 27:6 94:22 95:3
purpose 55:17 77:21
purposes 52:20 53:15
 54:8,12 55:8
push 130:21
pushback 139:14
put 25:14 30:21 32:4
 39:15 49:22 60:7
 114:16 119:5 120:3
 120:10,21 130:10
 133:21 137:16
putting 29:22 62:17
 111:2 145:7

Q

Qatar 2:6 11:6 123:21
 133:15
qualification 24:3 47:1
qualified 91:6
qualify 44:11
quality 102:3
quarterly 112:14
question 8:9,22 15:6
 27:17 46:2 55:6 61:2
 63:6 80:16 127:6
 138:15
questions 9:2 12:21
 19:11 20:6 27:1 34:15
 60:21 68:7 145:10
quick 15:6 88:6 134:20
 141:12
quickly 5:3
quite 14:17,21

R

raise 85:12
range 93:14 118:22
Raphael 2:6 10:6 31:17
 33:11 61:1 63:4
 100:11 127:5
rate 71:8 96:2
rates 94:14,15 95:1,4
 95:19 102:18 110:12
ratio 32:12
raw 75:12 76:4,22 77:4
re-award 56:20 57:18
reach 76:1 80:6 99:19
reached 26:17 109:22
reaching 13:22 20:17
 20:22
react 78:2
read 17:18 26:15 60:18
reading 39:4

reads 67:15 81:22
real 15:6 29:12 32:8
 106:20 108:15 144:18
realistic 104:10 106:1
reality 125:13
really 25:9 26:2 32:5
 34:4 41:4 62:10 63:6
 81:21 89:12 91:3
 97:18 111:22 115:4,9
 124:22 143:18
reason 62:15
reasoning 30:5
reasons 32:2
rebid 84:8
rebidding 86:4
recall 87:20
receive 43:15 87:14
received 25:11 43:19
 68:8 87:14
receptive 110:1
recognize 44:3
recommendation 80:6
 114:4
reconsideration 58:10
record 99:6 114:15
 145:20
recorded 8:8 9:7
redial 6:19
Reduce 98:12
reduced 86:12 127:1
reduction 82:12 83:22
 93:2 140:17
reductions 82:16 83:9
 98:17
reeducate 78:17
reevaluate 87:15
reevaluated 64:4 87:18
 141:22
reevaluating 86:1
reference 34:19 55:3
referenced 54:22 65:16
references 54:18
refundability 94:7
refundable 95:6,8 97:3
 98:8 100:14 101:17
 123:3 127:19
refunds 123:2
regard 36:2 47:7
regarding 40:10
regards 38:2,3 45:17
 65:5 98:11 128:13
 130:8 137:10 139:14
regional 28:9,10 29:5
 30:9,16,17,19 69:19
 69:21 142:8,14,17,19
registered 17:6,8
regulations 79:11
 102:12 117:13 128:15

rehash 88:1
reiterate 62:11
relate 65:7
related 28:12 35:6
 60:22 65:4,21 127:7
relates 53:5
relationship 110:4,9
 113:21
relative 62:18
release 15:10 16:3
 135:7
released 15:8 37:4
 47:17
releasing 15:16 16:4
 138:4
relevant 98:1 105:16
 129:18
relook 87:4,9
remain 35:13,17 53:14
remainder 44:10
remaining 39:21
remains 40:12
remember 80:19
 111:17 138:10
remind 94:15,17
remove 142:16
removed 43:1
removing 145:8
renegotiate 88:15
reopening 86:6
report 19:3,15 70:4
 73:14 112:12
REPORTER 133:20
reporting 3:15 12:14
 18:16 19:13 111:22
 116:6 131:3,9
reports 68:22 69:1 70:5
 74:9 75:3,5,9,11
repositories 132:12
reprice 87:10,18
request 16:18 20:8
 26:19 36:13 49:3,5
 77:11 86:6 92:14
requests 20:17 22:3,15
 24:4 142:10
require 108:2 112:11
required 111:3
requirement 12:6 46:16
 59:16,19 60:3 68:9
 97:15 101:8 124:2
requirements 3:12 12:8
 12:13 13:14 18:12
 34:11,18 35:6,10 37:8
 38:7,7,8 43:10,13
 47:8 48:10 73:11
 89:21 91:2,7 97:20
 108:1,11 109:13
 111:2 113:22 116:7

124:10 126:19 133:5
134:15
requires 22:20
resale 137:7
research 78:8
resell 136:22 138:1
Reserve 36:3
reserves 57:18
resources 4:11
respectfully 114:17
respective 94:18
respond 22:19 84:17
response 19:18 40:14
81:8
rest 97:8 133:22
restricted 123:3
resubmit 18:9
result 80:16
retail 95:2 101:7,16
106:7
revalidate 124:11
revealed 113:18
revenue 10:7 71:15
81:10 83:1 121:8
revert 73:13
review 52:4,12 55:4
138:18
reviewed 61:12
reviewing 135:15
revise 88:13
revision 58:2 87:13
rewarded 19:4
RFP 15:10,16 16:3,18
17:16 18:7 26:6 35:15
35:17,22 51:8 54:19
54:22 65:16 135:5,7
RICHARD 2:18
right 6:12,16 15:9,15
16:5 17:21 18:10
24:18 25:10 29:5
33:13 38:17 44:2 45:5
48:12 49:9 53:12
57:18,22 63:3,7 64:22
67:8 68:13 69:3,8,11
72:18,21 73:20 79:1
84:1 86:7 94:2 105:14
107:22 108:16 109:10
109:15 110:3,12
111:16 112:20 121:16
122:22 123:8 125:5
126:7,7 128:2 134:16
138:12 139:9,10
142:1
Rights 22:4,7
risk 39:15
risking 39:18
RJ 29:7
RJs 28:20 29:10,11

34:4
RM 10:9 83:14
road 128:8 145:17
Rob 11:17
roll 5:5
rolling 12:3
ROMO 2:13
RONDA 1:12
room 1:9 4:5,13 5:6 9:5
9:6 80:19 115:7,7
ROSENMEIER 2:14
rotational 13:8
rough 124:18
route 134:2
routes 35:11
RUESINK 2:14
rule 118:16
rules 38:18,21 124:1
run 17:22 32:17
running 107:5

S

S 70:1
Safety 7:7
Saipan 22:10
Samp 7:21,21 62:9,10
Sasila 5:21
satisfied 103:7
satisfy 20:21
save 110:13
savings 61:14 93:8,12
99:13 126:17 133:3
saying 5:17 25:22
36:10 41:17,18,22
42:11 56:1 59:11 60:5
60:8,12 70:21 72:11
73:18 76:13 86:2
87:20 88:1 102:21
105:14 107:10 108:17
114:2 119:20 134:5
says 43:8,17 54:11
56:18 57:11 76:11
81:11 98:10 132:19
scale 50:15
scenario 32:8
schedule 25:18 81:12
102:5 140:20 141:6
141:12
scheduled 136:2
schedules 141:19,21
Schlessman 2:15 10:4
10:4 61:9,21 88:6,7
141:11 142:6 143:17
144:3 145:3
screaming 50:11
screen 6:9
Scribner 1:17 6:2,3
scrutiny 71:22

seasonal 139:2,5 140:7
140:21
seasonality 139:19
seat 31:9 32:3,7,12 97:5
132:22 133:6,7,8,11
134:8,10,17 138:11
141:15 142:8,16
seater 32:20 144:8,9
seaters 29:18 31:4
69:21
seats 13:4 28:20 29:9
31:12 32:4 33:7 70:1
134:12 138:4 142:17
143:4,5,13,18,20,22
144:15,21
second 9:5 17:12 31:19
81:9
secondary 33:21 46:20
section 17:1,13,18
18:19 28:7,8 34:10,19
35:1,9 36:2,6 51:20
52:14 54:19,20 55:1,2
56:1,22 57:7,22 65:17
90:11
sections 17:1 27:19
28:3 65:6,15,19
sector 110:6
see 4:7 6:9,11 13:9,12
14:18 20:1,5,11 21:7
26:16,20 27:15 33:20
54:12 55:5 60:5 64:17
71:18,19 72:16 73:1
77:7 81:7,21 82:2
89:2,16,17,21 90:19
90:20 91:19 92:18
93:1 97:18 100:2,8,9
100:19,20 104:7
117:4 119:11 122:2,3
124:10 126:3 129:3
130:12 132:2,3,6
137:10 145:15
seeing 21:15 70:13
74:14,16,22 88:8 89:6
90:18 91:17,18,21
100:21 102:22 116:10
118:10 126:2,14
127:20 138:3
seen 22:2,6
select 130:1
selecting 125:21
selection 12:15 27:1
78:16
send 6:18 60:2 75:18
75:19 76:19 77:6 84:1
122:18
sense 26:1 49:20 80:13
90:9 108:3 120:18
122:14

sent 69:20
sentences 36:6
separate 18:22 42:5
50:21
September 141:7
serious 62:18
served 21:11 24:8
serves 23:14
service 22:20,22 25:15
25:19,19 26:2,3 27:11
102:3 109:14 118:4
131:4 139:2,6,11
140:7,7,10,21 141:15
serviceability 138:16
serviced 30:16
services 1:1,9 128:15
serving 24:16 60:10
session 138:17
set 16:14 18:19 36:11
77:15 79:11,12
Seventy 92:9
shady 24:21 25:3,3
Shannon 5:19,20 51:4
51:5,7
share 12:20 67:3 90:16
91:10 106:16 111:12
shared 109:18 111:3
shares 20:17
sharing 94:18,20
107:21 108:3 110:4,6
Shea 11:3,3
sheets 87:14
shipped 144:17
short 118:22
shortly 6:22
show 87:2
showed 35:11
showing 35:21 70:6
123:6
shown 35:16 105:7
shows 65:18
side 23:18 40:15 63:2
66:18 115:13 129:5
137:2,3 145:6
sides 40:20
sign 110:14 111:20
signature 54:2
signed 134:12
significant 3:17 12:10
27:21 39:15 91:15
120:1 122:4 129:6
130:18,19 137:21
140:17
signing 54:3
similar 32:2
simplify 143:15
Singapore 22:10
single 66:20 67:16

141:15
sir 30:7
sit 40:18
sites 100:18 128:19
situation 24:7 43:21
six 24:22
sky 25:1
slide 19:16 21:21 26:12
 28:1 34:9,17 36:2
 51:19,21 52:13 54:17
 65:4,20 116:5 124:20
small 144:4
smaller 21:11 29:10
 142:22
SmartPay 12:14 19:18
 19:22 20:2,9 64:9
 130:17
Smiley 1:17 11:9,9
Smith 11:18,18
solicit 26:6,6,9
solicitation 3:12,17
 7:13 8:16 12:6,9,12
 12:18 13:14 16:17
 24:12 25:13 27:21
 37:4 39:7 40:13,22
 41:8,11 42:9 46:12
 47:16 52:20 53:15
 54:11 57:6 65:5,6,21
 77:15 88:2 90:12,13
 130:9,22 145:16
solicitations 52:4
 129:16
solicited 22:5 89:22
 91:1 92:6
soliciting 14:19 21:5,20
 22:16 85:14 95:17
solution 144:20
solve 142:14 143:2,18
 143:18,20
solves 143:22
somebody 37:16 50:7
 80:16 94:19 134:1,10
 134:11
somebody's 48:14
someplace 112:20
somewhat 32:2 89:20
soon 145:15
sooner 78:1,2
sorry 5:7 6:20 9:4 30:21
 56:8 90:13 109:11
 135:9 136:1
sort 32:11 109:13,14
 110:10 115:13
sorts 112:20
sounds 6:14 47:18
sources 112:17
sourcing 129:13
Southwest 2:8 9:12

27:4 30:17,21 49:10
 80:5 83:16 84:3 96:10
 98:20 99:7
Southwest.com 101:3
space 32:9 104:11
 105:16 143:6 144:5
 144:16
spaces 145:1
speak 8:19
speaking 73:16,18
special 80:19 135:11,22
 136:1
specialist 1:14,15 10:3
 11:11 13:7
specific 32:18 38:11
 92:14 97:18 100:7
 131:6
specifically 52:22 53:6
 84:15 87:17 117:20
specifications 144:4
spend 12:14 19:19 20:1
 20:4 91:9 98:11,12
 116:10,11
spending 132:3,4
spends 130:20
spent 47:19
spirit 104:6
split 68:7,10 70:6 82:14
splits 75:6
spread 81:15 89:3
St 47:13
stake 8:15
stakeholders 4:21 40:2
stand 13:12
standardize 113:3
standing 4:5
standpoint 140:9
stands 42:11
start 9:9 11:22 88:11,14
 112:19 113:13
started 7:14 28:4 93:17
starting 22:20 29:1
 113:17 126:14 136:10
 143:11
state 2:3,4,9 9:14 10:20
 10:22 11:2,4 22:13,14
 64:17
stated 73:10
statement 133:10
 134:17
STATES 1:1
status 62:15 120:12
stay 45:9 79:12 118:6
step 74:5 113:20
 114:12,13 115:17
Steve 5:21
stick 98:18 143:14
stone 36:11

stops 115:8
story 36:9
strategic 129:13
Street 1:9
strength 102:4
stress 140:5
strong 46:10
structure 120:9
struggle 96:16
stuck 50:7
study 103:22 105:7
SU 2:15
subcontracting 17:20
 17:22 18:3,5,9
subfactor 53:7
subject 28:15 47:20
 53:9
subjectivity 44:14
 48:19 83:18 84:11
 105:18
submission 17:7,14
 46:4
submissions 17:10
submit 14:9 18:3,6,6
 19:15 46:13,15 60:2
 67:16 87:7 103:15
 140:6
submitted 13:17 43:12
 46:17 52:16 66:14
 105:2
submitting 14:10,12
 17:19 18:1 20:9 52:16
 53:3 85:3
substantiates 48:6
sudden 59:4
suggesting 25:10
summarize 113:1
summary 79:20 115:16
summer 138:20 140:4,4
Sun 8:3,4
supplied 93:10
supplier 110:8
suppliers 4:17 104:5
 128:14 130:13,20
 131:15
support 1:18 4:12
 111:5 128:14 129:13
 130:7
supported 51:13 140:2
supposed 106:19
 137:18
supposition 23:16
sure 6:15 13:14 14:3,9
 17:3,5,8,17,18 29:6
 38:10,14 40:2 52:8
 55:4 58:13 60:20 67:6
 72:15 73:17 74:13,18
 78:20 79:15 80:18

86:3 95:16 108:9
 125:4 126:6 136:8
suspect 144:22
switch 13:4
system 14:2,4 15:3
 17:7 26:13
Systems 13:18

T

table 3:8 114:18 131:12
 136:16 137:5
take 5:5 12:19 32:20
 36:14 40:15 50:14
 56:16 69:4,18 70:18
 74:21 79:6,8 80:18
 91:11 104:15 113:19
 122:1 124:2 126:8
 127:17,20 128:2
taken 47:21 70:3
talk 12:13 19:14 27:21
 69:19 84:21 115:21
 117:19
talked 28:15 139:12,21
talking 27:19 61:5,6
 75:16 77:5 90:11
 117:20 139:1 145:2
talks 53:2
tandem 47:9 53:6
tapped 89:20
targets 109:7
taxpayer 110:11
taxpayers 110:13
Taylor 2:16 9:22,22
team 26:4 90:14 107:22
 115:14
technical 6:21 34:11,18
 35:6,10
telephone 2:22
Telephonic 8:2 11:8
tell 36:22 56:14 64:10
 109:2 122:17,18
telling 42:1,4,6 46:12
 50:16 100:21 122:9
template 18:19
ten 118:10
term 33:21 49:19
terminate 36:7,7 37:16
 43:8,17 48:13
terminated 37:18 51:15
termination 51:12
terms 24:11 40:21
 51:11 67:10 92:5
 117:17 127:7 139:11
test 13:20 14:2
thank 6:1,4,7 7:5,8,20
 8:1,4 16:7 18:17 20:6
 26:11 27:16,17 34:8
 51:17 53:20 54:14

61:8 65:2 92:11
 103:12 128:4,10
 138:12 139:16 145:11
thanks 4:4,4,19,20,22
 7:11 9:2 12:3 145:14
 145:18
theory 58:10
THERESA 2:9
thing 12:3 33:10 53:21
 73:19 103:2 121:1
 122:13
things 16:17 17:17
 30:22 78:14 80:20
 88:17 102:22 107:11
 112:11,13 118:15,19
 135:19
think 5:3,15 6:17 17:12
 27:15 30:4 31:3,9,11
 31:18 32:1 33:20
 40:17 43:7 44:13,14
 45:3,14 46:8 47:3
 48:1,2,5,9 49:18
 50:19 53:18 63:4,5
 64:3 66:18 71:22 81:3
 82:13 83:17,19 84:10
 88:3 89:11,20 91:7
 93:12 98:15 107:19
 108:2,4 109:8,18,21
 110:16,19,21 112:2,3
 112:6,7,8 113:15,19
 114:16,17 115:3
 117:13 119:8 121:20
 122:11,15 126:22
 127:20 128:1 130:3,9
 130:12,19 131:11,18
 133:10 137:21 138:2
 138:8 140:4,13 141:5
 141:9 143:12,17,20
 143:21
thinking 59:8 142:11
third 114:6 132:20
thirds 70:2 72:19
thought 29:3 54:10
 75:21 81:15 117:12
 138:17 139:17 142:1
 144:11
thoughts 123:14 127:3
 136:14
thousand 14:19
three 25:16 28:12 31:6
 38:19,22 39:1 43:22
 50:3 61:22 63:8 64:18
 91:4 94:1 95:14,20
 108:10 114:10 131:15
threshold 31:10 33:5
 68:21 69:2 127:11
throw 86:20 89:10
 137:5

throwaway 24:2,6
throws 19:7
ticket 111:9
ticketing 97:4 123:9
 136:20
tickets 126:16 133:4
tied 90:12 128:12
tier 59:13
Tim 1:13 110:22
time 8:19 9:1 10:8 15:2
 15:21 16:1,3 25:9,13
 26:10 32:18 34:13
 39:21 43:4 45:2 46:17
 47:10,15 51:10 54:1,9
 56:15 59:7 64:3,21
 73:8 74:21 84:4 85:4
 89:10 97:4 123:9
 134:9,10 136:5,5,17
 136:20 137:6 138:1
 139:10,22 141:20
times 33:16 114:11
 121:22
Tina 11:18
TMC 96:5
today 4:19 5:1 7:12
 11:12 12:11 22:16
 40:8 42:16 76:19
 110:17 112:14 113:12
 122:5 124:10 136:16
 136:18
Tokyo 22:9,10,10
told 83:13 87:16
Tom 2:2,14 10:11 15:21
 22:18 24:19 25:3,22
 29:17 31:6,19 32:15
 37:10 38:16 53:16
 58:2 68:6 76:10 82:10
 93:19 107:12 112:2
 113:7 119:4
Tom's 83:16
tomorrow 42:17
tongue 90:12
topics 3:20 12:19 90:15
total 19:1,10,18 20:4,10
 127:19 128:6 143:19
 144:6
totally 49:8 50:3 98:8
 127:6
tough 137:2
track 8:13 112:12
tradeoff 33:17
Traffic 7:7
transactions 20:2
TRANSCOM 37:1 45:4
 45:22 46:2 47:20
transferrable 101:18
transitioned 129:10
transitioning 128:22

Transportation 1:13,16
 9:21
travel 1:13,16,17 9:21
 21:16 50:6 59:4 79:10
 93:3 94:1,16,17 95:14
 95:20 98:21 102:12
 104:3 116:7,8,17
 117:13 118:18 119:3
 123:18 128:15 130:2
 131:20 132:7 135:16
 137:17
traveler 122:10 145:6
travelers 4:22 50:2,20
 77:22 78:3 91:9,11,20
 92:7 102:17 123:17
 124:3 125:20 126:12
 127:8 129:22 133:6
traveling 123:21 126:19
TRICIA 2:9
trip 128:7
trips 136:10 137:11
Trisha 10:21
true 93:13 96:17 104:2
 104:6 133:9 143:3
truth 108:15
try 15:2 47:8 78:2
 104:20 137:16
trying 20:21 21:2 23:3
 23:13 26:21 32:6
 40:20 60:11 64:14
 66:4 74:17 91:5 93:5
 96:21 97:16 98:9
 100:5 124:12,14
 137:14 142:14 143:1
 143:18
turn 12:7 13:3 18:12
 90:14 115:9
turns 72:6
two 15:1 34:22 48:2
 54:16 56:4 57:10
 61:10,13,16,17 62:7,7
 63:7 65:15 68:7 70:1
 71:7 72:19 88:17
 89:22 108:8 109:17
 116:16,18 131:16
 137:22 139:17
type 71:18 78:18 81:12
 102:11 129:15 143:2
types 29:4 66:10 102:7
Typically 83:7

66:7,8,11 70:19 71:13
 77:14 96:16 98:8
 123:13,19 124:6,7,13
 134:14 137:22
understandable 145:9
understanding 42:20
 45:8 51:9 96:16
unfair 41:8
unfortunately 24:2
 104:9 112:16 115:6
uniform 16:19
unique 131:6
United 1:1 2:2 8:5 10:11
 15:22 24:19 29:18
 32:15 37:10 38:17
 40:10,14 42:22 53:16
 68:6 93:19 106:22,22
 119:4 120:12
universe 41:10,20
unknown 115:2
unknowns 64:13
unnoted 51:3
unparalleled 109:15
upcoming 135:5
update 137:6
updated 52:7 54:18
 55:1,3
updates 138:20
upgrade 134:22 135:1
upload 14:6,17 15:1,2,4
uploads 14:20
upped 81:19
uproar 50:7
uptick 91:18 126:2
usage 66:2
use 32:8,14 42:18 53:6
 55:12,20 78:4 101:22
 102:1 106:19 111:7
 117:20,22 119:6,7
 127:9
uses 111:10
USTRANSCOM 5:20
 51:5
utilization 68:21 69:1
 71:10 72:8 80:22
 91:19 106:10 107:3,5
 108:12 117:15,17
 118:10 119:9 121:15
 125:16 126:3
utilizations 71:20
utilize 125:14

U

unchanged 52:18
understand 25:22
 32:16 38:6,8 39:20,22
 40:11,19,21 41:17
 42:10 46:7 53:3 56:10
 59:22 60:8 62:21,22

V

VA 2:2,10,11
validate 75:15
validity 80:17
valuation 61:20
value 55:9 58:15 66:12

72:14 74:15 77:18
92:17,19,21 93:2,4,6
97:10 109:19,21
125:10,11
valued 30:8
values 77:20
variable 69:4
varied 110:8
VERA 2:17
versus 27:6 33:14
51:12 65:12,13 66:20
75:18 76:22 96:20
102:18,22 109:9
113:8 140:18
viable 24:15 91:8 117:1
128:9 130:13
view 41:8 110:10
129:22
violation 96:5
Virgin 2:12
virtually 137:1
visibility 128:19
volume 27:7,9 106:9
107:14
voluminous 132:17
voluntary 53:21

W

wait 14:15,22 15:4
waiting 4:4 45:4
waived 62:16
waiver 57:13,16
walk 110:19 115:6,7
walked 110:20
want 4:9 21:1 26:20
35:15 38:10 39:3 42:4
44:4 49:13 50:8,16
52:8,12 58:13,16
62:10 64:16 66:12
68:13 69:14 74:13
76:1 82:2 85:13 86:2
88:1,14 89:12 90:7
108:14 110:12,12
111:11 118:5,6
120:11 121:9,11
124:4 125:3,12 126:3
126:6 136:21 137:22
140:5 142:13
wanted 13:11,13 28:16
32:16 52:1,17 53:2
54:21 60:20 81:21
84:6 90:15 118:16
142:8
wants 110:18
Washington 1:9 27:13
wasn't 49:4 62:2 70:10
82:19 83:12 113:5
way 33:6 36:19 37:6,7

38:19 40:16,22 43:12
48:19 49:14,18 69:14
70:21 71:4 72:5 73:12
73:15 79:10,11 98:16
110:19 111:19 113:2
113:6,7,7 114:1 117:7
119:2 121:19 133:21
139:10 141:14
ways 63:22
wayside 129:2
we'll 5:2,6 6:21 7:9 12:7
12:21 14:7 16:4 17:16
28:4 31:14,18 37:4,21
42:7,8 65:1 90:3,9
115:16 145:16
we're 12:11,12 14:19
17:15 20:9,17,22 21:2
21:5,15 22:16,21 23:3
23:6 24:20 25:10
26:17,21 28:1 29:3,8
31:12 36:9 38:10
39:13,17 40:2 41:1,2
42:6 44:7 45:4 49:3
49:16 53:12,15 54:4
55:10 56:1,8 58:7
63:5 64:3,13 65:8,10
69:2 70:8 71:19,19,22
72:3,10,11,14,16
73:15,18 74:2,6,14,15
74:16 78:2,14,15,19
78:20,21 79:21,21
83:7,8 85:8,19 86:8,9
86:16 88:8,11,13,14
89:5,6 90:18 91:15,17
91:18 93:4 94:9 95:17
96:3 97:6,7,12,21
98:9 99:3,4,12,13
100:21 101:10 102:13
102:20 104:9 105:1,8
106:1,3 108:8,9 112:4
112:9,13 113:12
116:2,8,10 117:8
118:10 122:19,20
124:3,22 126:2,2,7,7
126:10,11,13,21,21
128:12 130:6,21
132:16 135:4,6
137:20 139:11 142:14
143:1,6,15 145:1
we've 19:17 32:17
38:12 40:22 46:5
51:13 74:22 90:1 91:3
113:13 124:1 131:12
139:10 144:14
weaknesses 113:18
WEDNESDAY 1:6
week 14:1 25:16 33:22
37:3 47:13 73:8

weigh 144:6
weighted 65:11,13
66:12 71:9 72:14
74:15 77:18,20 92:20
125:10,11
weighting 65:10
welcome 3:10 4:9 9:11
11:21 110:3
went 17:11 37:13 68:18
70:11 71:9 92:19 98:1
107:22 113:15 145:20
weren't 29:5 50:13 67:4
70:12 79:2 82:20
131:21 140:12,14
whatsoever 99:8 101:7
white 23:4 113:16
widespread 144:22
WILLIAM 2:15
willing 29:3 31:12 32:22
103:15
win 128:1
wish 21:3
wishes 26:22
wishy-washy 47:19
wonder 32:6 68:12
wondering 64:4
WOOTEN 2:18
word 5:9 36:5 52:18
91:13
wording 36:17
words 129:16
work 8:10 38:2 39:21
40:1 42:8 47:8 50:1
50:22 98:20 104:1,4
112:5 117:13 120:22
129:16 140:13
worked 107:20 109:20
working 47:13 51:15
110:5
works 14:3
world 20:18 78:9 101:6
wouldn't 44:22 67:10
141:8
wrong 121:22

X

X 59:5 63:19 68:11
105:8 120:13 123:8
XYZ 121:19

Y

Y 100:6,7 105:8
YCA 18:21 19:6 28:12
65:11 66:3,21 67:12
67:12,13,16,22 68:10
78:12 81:17,19 92:2
92:21 100:5,6 132:21
135:1

YCAs 75:10
year 4:15 8:13 14:20
16:17,20 18:1 20:10
21:14 44:10,12 53:18
54:2 74:13 77:15,18
79:5 88:8 89:20 90:1
90:2,3,18,18,22 91:4
91:15,16 93:13 103:6
107:7,8 116:19 121:4
121:7 123:18 124:22
125:10,11 128:22
137:19,20,20 140:14
141:14
year'14 102:22
year's 17:16
years 51:14 70:5 71:7
90:1,22 91:5 102:6
109:18 119:11 120:17
131:13 136:4 139:17

Z

zero 63:7 69:9 131:6
144:18
ZIYU 2:11

0

0 35:1

1

1 14:4,10,18 15:5 20:11
26:14,14 27:5,10,12
27:14 52:14,17 54:3
57:7 65:7,9 144:8
1:00 1:9
1:09 4:2
10 116:11 144:7
10,000 26:17 141:13
100 19:6 28:20 34:13
107:13 108:6 134:9
143:4,10 144:9,21
1000 35:3
102 142:15
105 143:5
11 1:6
12.5 21:5
120 34:13
13 3:13 90:22
14 93:17 101:14 122:21
14-hour 116:8 118:16
15 69:22 93:17 102:22
116:21 120:8 134:11
16 7:13 22:16 93:18
160 35:4
17 21:14 22:8
175 35:2,4
18 3:15
1800 1:9
185 35:2

1992 48:11
1st 22:20,22 23:15
 25:20 136:11

2

2 14:8,11,18 15:5 19:18
 20:14 26:16 27:6 65:8
 65:10

20 69:22 103:1 136:6

200 139:19

2014 52:8 55:2,4

2015 1:6 129:3

20th 135:6

21 69:10 101:14,14

122:21

21-day 101:8

23 95:10 100:8 103:1

2317 26:14

23rd 13:21

24 115:15

25 65:12

27th 13:21 14:9,12

28 95:9

3

3 69:9 101:14 122:20

142:16

3:26 145:20

30 65:11 69:16 70:9,11

98:12

300 139:19

3042 1:9

321 142:16

35 4:15

35th 7:10

38 71:22

4

4 3:10

4,277 20:11

42 69:10

45 69:16 72:22

48 69:5 115:16 136:22

48-hour 138:6

4th 14:5,11 15:11,16

135:8,10,12

5

5 70:5,8

50 29:11 69:21 92:7,7,9

142:8 144:7

50-50 70:6

52.212-4 52:5

52.212-5 52:5

552.212-71 52:6

5th 22:4,7

6

6 57:8 70:5

60-40 67:18 71:9

600 35:1

601 35:3

65 3:18

6th 14:6,11 135:7

7

7 69:9 101:14 122:21

7,000 71:21

70 65:13 68:15 69:21

100:9 125:12 144:21

70-30 67:18 77:19

70-seat 29:11

75 65:14 125:11

75-25 77:18

77 138:16

78 129:9

7th 14:8,12

8

8 90:22

80 144:21

84 107:6 108:8,9,12

87 125:5

9

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