BEFORE THE DEPARTMENT OF TRANSPORTATION OFFICE OF THE SECRETARY WASHINGTON, D.C.

Application of)	
)	
SWIFT AIR, L.L.C.)	DOT-OST-2005-22880
)	DOT-OST-2005-23329
for removal of fleet restriction pursuant to)	
49 U.S.C. § 41109(b))	
)	

THIRD SUPPLEMENT OF SWIFT AIR, L.L.C. IN SUPPORT OF REMOVAL OF FLEET RESTRICTION

Communications with respect to this document should be sent to:

J. Parker Erkmann Cooley LLP 1299 Pennsylvania Ave., NW Suite 700 Washington, DC 20004 (202) 842-7800 (202) 842-7899 (fax) perkmann@cooley.com

Counsel for Swift Air, L.L.C. d/b/a iAero Airways

BEFORE THE DEPARTMENT OF TRANSPORTATION OFFICE OF THE SECRETARY WASHINGTON, D.C.

Application of)	
SWIFT AIR, L.L.C.)	DOT-OST-2005-22880 DOT-OST-2005-23329
for removal of fleet restriction pursuant to)	DO1-031-2003-23327
49 U.S.C. § 41109(b)))	

THIRD SUPPLEMENT OF SWIFT AIR, L.L.C. IN SUPPORT OF REMOVAL OF FLEET RESTRICTION

Swift Air, L.L.C. d/b/a iAero Airways ("Airways") hereby submits its Third Supplement in support of its application for removal of the condition on its certificate authority restricting the total number of aircraft that the carrier is authorized to operate. Airways has been and continues to be in a growth phase, adding incremental aircraft when there is an economic opportunity to do so. This Third Supplement is a partial response to requests from the Department to update certain information previously submitted in this docket. The text of those requests has been reproduced in *italics* with the responses provided in standard text. Airways responds as follows:

- a) A copy of the air carrier's most recent (within three months of this request) balance sheet and income statement, together with the income statement for the calendar year 2021. Please also include the applicable footnotes for the financial statement.
 - Airways will respond to the request for updated financial statements subsequently.
- b) Updated third-party verification of all available funds, together with a summary of all plans for additional funding (if any) for the expanded operations.
 - Airways will respond to this request subsequently.

Third Supplement of Swift Air, L.L.C. d/b/a iAero Airways ("Airways")

for Removal of Fleet Restriction

DOT-OST-2005-22880

DOT-OST-2005-23329

Page 2

c) Updated compliance information for the air carrier, its owners, and key personnel.

In its First Supplement filed in this docket on May 31, 2022, Airways submitted compliance information for itself, its owners and key personnel. That information is incorporated by reference pursuant to 14 C.F.R. Part 204.5(b). Since the filing of the First Supplement, Airways and iAero have undergone some management changes.

Airways and President Jeff Conry have decided to part ways. Airways has named Tim Rainey as its new President. Mr. Rainey is the former Senior Vice President, Flight Operations, Inflight Service and Operations Control at Northwest Airlines. His resume and questionnaire are attached as Exhibit 1. Since retiring from Northwest Airlines in 2008, Mr. Rainey has remained active in the airline industry through periodic work as a consultant for Seabury, Blackstone and American Airlines. In addition, Mr. Rainey has participated in civic activities such as the Hazeltine National Golf Course Board of Directors.

Airways and General Counsel Paul Hechenberger have also parted ways. On July 25, 2022, Mr. Geoffrey Raicht was named Chief Legal Officer and Chief Compliance Officer of Airways. His resume and questionnaire are attached as Exhibit 2.

In addition, Mr. Robert Caputo and Mr. David Doerr had been on leave and now no longer serve in any executive or employment capacity with the company. However, Messrs. Conry, Caputo and Doerr all retain their indirect equity interests in the airline.

Since the filing of the First Supplement, Airways Vice President of Operations Brian Randow has resigned. Airways is actively recruiting his replacement.

-2-

Third Supplement of Swift Air, L.L.C. d/b/a iAero Airways ("Airways")

for Removal of Fleet Restriction

DOT-OST-2005-22880 DOT-OST-2005-23329

Page 3

Neither Airways nor its owners (iAero Group, LLC, HoldCo 6, LLC and their respective

affiliates) have any additional compliance information to report. Airways has polled all of the remaining

key personnel. Each one of them responded that he has no additional compliance information

responsive to Part 204.3(1), (m), (o), (p) or (q) of the Department's regulations to report since his last

submission to the Department.

The certification of Airways Chief Legal and Compliance Officer Geoffrey Raicht is attached.

Respectfully submitted,

J. Parker Erkmann

Cooley LLP

1299 Pennsylvania Ave., NW, Suite 700

adu Edman

Washington, DC 20004

(202) 842-7800

(202) 842-7899 (fax)

perkmann@cooley.com

August 3, 2022

Counsel for Swift Air, L.L.C. d/b/a iAero Airways

CERTIFICATE OF SERVICE

I hereby certify that I caused a copy of the foregoing Third Supplement to the Application for removal of fleet restrictions to be served, this 3rd day of August 2022, via email transmission, on the following persons:

laura.remo@dot.gov shabu.thomas@dot.gov damon.walker@dot.gov john.s.duncan@faa.gov troy.lawson@faa.gov info@airlineinfo.com

Erin Combs
Erin Combs

272043717

CERTIFICATION

The contents of this Third Supplement and the attached exhibits relating to Swift Air,

L.L.C. d/b/a iAero Airways are true and correct to the best of my knowledge and belief. Pursuant

to title 18 United States Code section 1001, I, Geoffrey Raicht, in my individual capacity and as

the authorized representative of Swift Air, L.L.C., have not in any manner knowingly and willfully

falsified, concealed or failed to disclose any material fact or made any false, fictitious, or fraudulent

statement or knowingly used any documents which contain such statements in connection with the

preparation, filing or prosecution of the application. I understand that an individual who is found

to have violated the provisions of 18 U.S.C. section 1001 shall be fined or imprisoned not more

than five years, or both.

Geoffrey Raicht

Name: Geoffrey Raicht

Title: Chief Legal and Compliance Officer

of Swift Air, L.L.C.

273044059

EXHIBIT 1

DOT COMPLIANCE QUESTIONNAIRE

This questionnaire will be submitted to the DOT in connection with the fitness submission of iAero Airways ("iAero"). Please answer all questions, with a more detailed explanation where requested, sign and date the form, and return it to Geoffrey Raicht (Chief Legal Officer and Compliance Officer) at graicht@raichtlawpc.com. Please indicate if you desire any part of your response to be kept confidential.

[NAME]

or to be acquired in iAero if any:
:
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0
ality and current immigration status:
e = 3

7. Are you currently an officer, director or major shareholder (5 percent or more of the total stock), or do you have any other significant interest in, any air carrier, foreign air carrier, common carrier, person substantially engaged in the business of aeronautics, or person whose principal business is the ownership or control of any such transportation or aeronautic activity?
Yes No_X
(If your answer is "yes", please provide detailed information relating to each such relationship or interest in the space provided in Attachment A to this questionnaire).
8. Are you the subject of any pending legal action, or outstanding judgment, involving a claim in excess of \$5,000?
Yes No_ <u>×</u> _
(If "yes", please provide date and amount of each judgement, and name of each judgment creditor, in the space provided in Attachment A).
9. Are you the subject of any pending legal action, or outstanding judgment, involving a claim of less than \$5,000.
Yes No_X
(If "yes", describe each complaint, and indicate the current status or final disposition of each complaint in Attachment A).
10. Have you ever been subject of a formal complaint regarding compliance with the U.S. Transportation Code (49 U.S.C. 1101, et. seq.), or any order, rule, regulation or other requirement issued pursuant to the Act, during the past five (5) years?
Yes No_ <u>×</u>
(If "yes", describe each complaint, and indicate the current status or final disposition of each complaint in Attachment A).
11. Have you ever been found guilty of any violations of the U.S. Transportation Code, or any order, rule or regulation issued under the Act, during the past ten (10) years?
Yes No_ <u>×</u>
(If "yes", please describe, and indicate disposition or current status of each proceeding in Attachment A).

12. Have you ever been the subject of an action taken by the Federal Aviation Administration (FAA), involving administrative action, civil penalties or injunctive relief, seizure of aircraft, certificate action or criminal penalties, during the past ten (10) years?
Yes No_X_
(If "yes", please describe, and indicate disposition or current status of each proceeding in Attachment A).
13. Have you experienced any aircraft accidents or incidents (as defined in the National Transportation Safety Board Regulations (NTSB), 49 CFR 830.2) that occurred either during the year preceding today's date or at any time in the past and which remain under investigation by the FAA, the NTSB?
Yes No_X
If "yes", please provide the following about each such incident in Attachment A: (1) The date of the occurrence; (2) The type of flight; (3) The number of passengers and crew on board and an enumeration of any injuries or fatalities; (4) A description of any damage to the aircraft; (5) The FAA and NTSB file numbers and the status of the investigations, including any enforcement actions initiated against the carrier or any of its personnel; and (6) Positive actions taken to prevent recurrence.
14. Have you ever been charged with any unfair or deceptive or anticompetitive business practices, or any fraud, felony or antitrust violation, during the past ten (10) years?
Yes No
(If "yes", please describe, and indicate disposition or current status of each proceeding in Attachment A).
15. Have you ever been the subject of a consumer complaint proceeding during the past three (3) years?
Yes No
(If "yes", please describe and indicate status in Attachment A).
Signature Date: 7/26/32 Name:

Timothy J. Rainey

5660 Christmas Lake Point, Excelsior, Minnesota 55331

Email: tjr.rainey@gmail.com; Mobile: 612-845-4056

Professional Profile:

Successful airline executive with strong organization, restructuring and leadership skills.

Accomplished brand marketing, communication and service training leader.

Primary negotiator for an innovative, industry-leading pilot contract accomplished during period of bankruptcy.

Responsible for all aspects of airline operations, system operations control center and successful integration of operations centers of two major airlines.

Education:

University of Minnesota, Minneapolis, Minnesota, USA Bachelor of Arts degree – Business Administration, June 1977

Highlights of Work Experience:

Consulting and technology development for Airline Operations

Seabury Consulting

Blackstone

American Airlines

Island Air

Interim COO 8/13 -

6/14

Northwest Airlines, Inc.

6/77 - 11/08

Senior Vice President, Flight Operations, Inflight Service and System Operations Control, *Minneapolis, Minnesota* 8/00 - 11/08

Ensure a safe, reliable operating environment while managing day to day global operations of Northwest Airlines, Inc.

Oversight and responsibility for 5,500 Pilots (ALPA), 183 Dispatchers (TWU), 7,400 Flight Attendants (AFA), and 500 management employees worldwide

Effectively coordinated and led the operation through a strike by Northwest maintenance technicians (AMFA) in 2005

Led integration team for operations for the NWA/DL merger

Vice President – System Operations Control, *Minneapolis, Minnesota* 3/99 – 8/00

Responsible for the airline operations center (System Operations Control) including dispatch, meteorology, crew scheduling, daily aircraft routing, emergency management, corporate security, performance engineering, operational analysis

Led the successful integration of the Northwest Airlines and KLM Royal Dutch Airlines' system operations centers as part of a joint venture operation

Managing Director – System Operations Control, Minneapolis, Minnesota 2/97–3/99

Responsible for all day to day operating decisions for the airline at the System Operations Control center

Global oversight of irregular operations handling, crew and aircraft routings, emergency management

Director – System Operations Control, *Minneapolis*, *Minnesota*

9/90 - 2/97

Led the day to day airline operation in the System Operations Control center on a shift basis

Coordinated with all departments to ensure corporate goals were attained

Led the team for development of a new Operations Control Center as a result of the NWA/Republic airlines merger.

Director - Ramp Services, Minneapolis, Minnesota

10/88 - 9/90

Responsible for overall ramp service operations at the Minneapolis hub, including oversight of all ramp employees (IAM), and management personnel

Coordinated daily baggage origin and transfer operations, staff utilization, budget and goal performance

Manager, Minneapolis, Minnesota

6/82 -10/88

Coordinate and oversee daily operations by shift at the Minneapolis hub (24 hour per day operation)

Manage all contract employees on duty

Ensure corporate and local goals were attained

Manager, LaGuardia Airport, New York

1/80 - 6/82

Coordinate and oversee daily operations by shift at the Minneapolis hub (24 hour per day operation)

Manage all contract employees on duty

Ensure corporate and local goals were attained

Customer Service Supervisor and Agent, Minneapolis, Minnesota

6/77 - 1/80

Responsible for a team of people to manage flight activity at an assigned gate area Accountable to attain or beat corporate goals

Professional Organizations and Non-Profit Involvement

The Kidney Foundation – Minneapolis, Minnesota

o Board of Directors, 2004 to 2012

Hazeltine National Golf Course - Chaska, Minnesota

- o Board of Directors, 1997 to 2014
- o Board President, 2005 to 2013
- o Led the 14 million dollar project for a new clubhouse and course renovation

References provided upon request

EXHIBIT 2

DOT COMPLIANCE QUESTIONNAIRE

This questionnaire will be submitted to the DOT in connection with the fitness submission of iAero Airways ("iAero"). Please answer all questions, with a more detailed explanation where requested, sign and date the form, and return it to Paul Hechenberger at phechenberger @iaero.com. Please indicate if you desire any part of your response to be kept confidential.

[NAME]

	Please state your name and residence address:
	Geoffrey Timothy RAICHT
27-	99 BILTMORE AYENSE Apt 122 Rye MY 10580
,	Γitle or Position with iAero
	CHIEF LEGAL OCFICER and CHIEF COMPLIANCE OFFICER
1	Number and type of membership interests owned or to be acquired in iAero if any:
_	None
(Current Position, Business Address and Telephone:
	Stoffney T. Raicht, R- Sole ShareHorden
and the second	99 Biltmone Avre, Apartner 122, Pape, my 10540 - 917. 344. 0034
	Are you a citizen of the United States? YesNo
I	f you are not a U.S. citizen, please indicate nationality and current immigration status:
_	

7. Are you currently an officer, director or major shareholder (5 percent or more of the total stock), or do you have any other significant interest in, any air carrier, foreign air carrier, common carrier, person substantially engaged in the business of aeronautics, or person whose principal business is the ownership or control of any such transportation or aeronautic activity?
Yes No
(If your answer is "yes", please provide detailed information relating to each such relationship or interest in the space provided in Attachment A to this questionnaire).
8. Are you the subject of any pending legal action, or outstanding judgment, involving a claim in excess of \$5,000?
Yes No
(If "yes", please provide date and amount of each judgement, and name of each judgment creditor, in the space provided in Attachment A).
9. Are you the subject of any pending legal action, or outstanding judgment, involving a claim of less than \$5,000.
Yes No
(If "yes", describe each complaint, and indicate the current status or final disposition of each complaint in Attachment A).
10. Have you ever been subject of a formal complaint regarding compliance with the U.S. Transportation Code (49 U.S.C. 1101, et. seq.), or any order, rule, regulation or other requirement issued pursuant to the Act, during the past five (5) years?
Yes No
(If "yes", describe each complaint, and indicate the current status or final disposition of each complaint in Attachment A).
11. Have you ever been found guilty of any violations of the U.S. Transportation Code, or any order, rule or regulation issued under the Act, during the past ten (10) years?
Yes No
(If "yes", please describe, and indicate disposition or current status of each proceeding in Attachment A).

12. Have you ever been the subject of an action taken by the Federal Aviation Administration (FAA), involving administrative action, civil penalties or injunctive relief, seizure of aircraft, certificate action or criminal penalties, during the past ten (10) years?
Yes No
(If "yes", please describe, and indicate disposition or current status of each proceeding in Attachment A).
13. Have you experienced any aircraft accidents or incidents (as defined in the National Transportation Safety Board Regulations (NTSB), 49 CFR 830.2) that occurred either during the year preceding today's date or at any time in the past and which remain under investigation by the FAA, the NTSB?
Yes No
If "yes", please provide the following about each such incident in Attachment A: (1) The date of the occurrence; (2) The type of flight; (3) The number of passengers and crew on board and an enumeration of any injuries or fatalities; (4) A description of any damage to the aircraft; (5) The FAA and NTSB file numbers and the status of the investigations, including any enforcement actions initiated against the carrier or any of its personnel; and (6) Positive actions taken to prevent recurrence.
14. Have you ever been charged with any unfair or deceptive or anticompetitive business practices, or any fraud, felony or antitrust violation, during the past ten (10) years?
Yes No
(If "yes", please describe, and indicate disposition or current status of each proceeding in Attachment A).
15. Have you ever been the subject of a consumer complaint proceeding during the past three (3) years?
YesNo
(If "yes", please describe and indicate status in Attachment A). Signature Name: Geograph T. Points Date: 7/8/22
Signature Date: 7/8/22 Name: George T. Resight

Geoffrey Timothy Raicht 99 Biltmore Avenue Rye, New York 10580 (m) 917.344.0036

geoffrey.raicht@gmail.com
graicht@raichtlawpc.com
linkedin.com/in/geoffreyraicht

Educational Background

City University of New York Law School - J.D.

September 1994 - May 1997

- New York City Law Review (Editor-in-Chief, 1996-1997)
- New York City Law Review (Staff Member, 1995-1996)
- New York City Bar Association's National Moot Court Competition (1997)
- Founder of CUNY Law School's Moot Court Program

New York University, Robert F. Wagner Graduate School of Public Service - M.P.A.

September 1990 - May 1992

• Concentration in Policy Analysis

New York University, College of Arts and Science - B.A.

September 1986 - May 1990

Majored in Politics

Federal Clerkship

The Honorable Jeffry H. Gallet, United States Bankruptcy Judge

United States Bankruptcy Court, Southern District of New York September 1997 - June 1999

Legal Experience

Geoffrey T. Raicht, PC

Attorney at Law www.raichtlawpc.com
December 2019 – Present

Serve as outside general counsel to small businesses and investment funds advising on wide variety of legal matters including: general corporate, governance, contracts, financing, employee matters, business strategy, non-disclosure agreements; Restructuring counsel to copper mining company; Bankruptcy counsel to creditors in several retail chapter 11 cases; Bankruptcy counsel to Latin American creditors to Avianca and LATAM airlines; US Counsel to Cayman Island Liquidators in asset recovery action; Restructuring counsel to youth sports business; Bankruptcy counsel to potential asset purchasers in 363 sales.

Havnes and Boone, LLP, New York - Partner

August 2016 - December 2019

Representative Engagements: Bona Film Group (out of court asset recovery; client: Foreign Representative); Noble Group (out of court restructuring; client: secured credit facility agent); HM Dunn (out of court restructuring; client: debtor); In re Hanjin (Chapter 15: client: US creditor)

Proskauer Rose, LLP, New York - Partner

August 2010 - August 2016

Representative Engagements: In re Rotech Healthcare (Chapter 11; client: debtor); Natural Gas Pipeline Co. (out of court restructuring; client: debtor); In re The Great Atlantic & Pacific Tea Company (Chapter 11; client: union welfare funds); In re Caledonian Bank (Chapter 15; client: Cayman Foreign Representative); In re Pacific Exploration and Production (cross-border, multi-jurisdictional, in-court restructuring; client: US debtors); New York Tomato (out of court wind down; client: company); In re B. Endeavour Shipping Co. Ltd. (Chapter 15: client: UK Foreign Representatives)

McDermott Will & Emery LLP, New York - Partner

September 2008 - August 2010

Representative Engagements: In re Brooklyn Hospital (Chapter 11; client: Secured Creditor and DIP Lender); In re Victory Memorial Hospital (Chapter 11; client: Secured Creditor and DIP Lender); In re Lisbon Valley Mining Company (Chapter 11; client: acquiror); In re Eclipse Aviation (Chapter 11; client: DIP Lender); In re New York Chocolate and Confections Co. (Chapter 11; client debtor); In re Bank United (Chapter 11; client: FDIC); In re RadLax/River Road (Chapter 11: client: FDIC); Reserve International Liquidity Fund (Interpleader: client: BVI Foreign Representative); TS Multi-Strategy Fund, LP (NYS Court Receivership: client: BVI liquidators)

Sidley Austin, LLP, New York - Associate/Partner

January 2001 - September 2008

Representative Engagements: In re Federal Mogul (cross-border Chapter 11; client: debtor); In re 360 Networks (Chapter 11; client: Official Creditors Committee); In re Owens Corning (Chapter 11; client: debtor); In re The New Power Company (Chapter 11; client: debtor); In re Bear Stearns Offshore Feeder Funds (Chapter 15; client: asset manager); In re Pliant Co. (Chapter 11; client: Official Creditors Committee); In re United Hospital (Chapter 11; client: Secured Creditor and DIP Lender); In re St. Vincent's Memorial Hospital (Chapter 11; client: Secured Creditor and DIP Lender); In re Jinro (304 Recognition; client: South Korea Foreign Representative); In re Oslo Re (Chapter 15: client UK Foreign Representative)

Akin Gump Strauss Hauer & Feld LLP, New York - Associate

September 1999 - January 2001 Bankruptcy/Financial Restructuring Practice Group

Other Experience

Office of the United States Attorney, Southern District of New York (Summer 1996) Civil Division Bankruptcy Intern

New York County District Attorney's Office (1992-1994)

Bureau of Planning and Management Criminal Justice Policy Analyst

Professional Associations

American Bankruptcy Institute (current)
INSOL (current)
Turnaround Management Association (current)
Association of the Bar of the City of New York (current)

Select Publications

Considering Independent Directors for Family-Owned Businesses, JOURNAL OF CORPORATE RENEWAL, October 1, 2021.

"The Fifth Circuit Renders Important Real Estate Lending Decision Regarding Golden Shares," REAL ESTATE FINANCE JOURNAL, Thomson Reuters, May 2018 (co-authored).

"Supreme Court Ruling on Insider Status for Cram-Down Plan Threatens Lender Protections in Real Estate Financing Structures," REAL ESTATE FINANCE JOURNAL, Thomson Reuters, March 2018 (coauthored).

"The Fifth Circuit Is Asked to Consider the Validity of the 'Golden Share,'" REAL ESTATE FINANCE JOURNAL, Thomson Reuters, February 2018 (co-authored).

"9th Circuit Affirms 'Per Plan' Approach to Interpret 'Impaired Accepting Class' for Plan Confirmation Purposes Threatening Senior Mortgage Lender Protections in Common Real Estate Financing Structures: In re Transwest Resort Properties, Inc.", Client Alert, February 2018.

"Third Circuit Court of Appeals Does Not Follow Momentive and Enforces Make-Whole Payments Resulting from Redemption of Notes", Client Alert, December 2016.

"In Re Sanjel (USA), Inc.: Bankruptcy Court Denies Comity to Canadian Court's Injunction Protecting Officers and Directors", Client Alert, September 2016.

"Chapter 15: Expect Section 363 Review of Sales of Property Located in the US," INTERNATIONAL CORPORATE RESCUE, Volume 12, Issue 3, 2015 (co-authored).

"Strategies Vital for Success of Global Acquisition Deals," CHINA DAILY, September 2, 2014 (co-authored).

"NML Capital v. The Republic of Argentina," INTERNATIONAL CORPORATE RESCUE, Volume 10, Issue 3, 2013 (co-authored).

"Chapter 15 Recognition in the United States: Recent Developments," McDermott Will & Emery International News, Issue 1, 2011 (co-authored).

"China's New Bankruptcy Law: A Significant Step Forward in Cross-Border Restructurings," FINANCIER WORLDWIDE, April 2007.

"China Will Be Global Restructuring Player," GLOBAL TURNAROUND, November 2006 (co-authored).

Selected Speaking Engagements

Bronx Business Organization Coalition, "COVID-19 Small Business Debt: A Deep Dive into Subchapter V and the Cares Act," March 4, 2021 (co-panelist)

Recovery and Insolvency Specialists Association, "What's Trending in Cross Border Insolvency," May 2017, Grand Cayman (Panelist).

US-Mexico Bar Association, 2016 Annual Conference, "Cross-Border Insolvencies," October 2016, Mexico City, Mexico (Panelist).

Webinar: "Keeping Hope Alive: Preserving Shareholder Value in US Chapter 11 Cases," June 22, 2016 (co-presenter).

VALCON, "Absolute vs. Relative Priority: What Creates Equity Value?" February 26, 2015, Las Vegas (Moderator)

INSOL International, 8th World Quadrennial Congress, "Healthcare Restructurings," June 2009, Vancouver, Canada (Moderator).

Asia Lawyers Conference 2007, "China's New Bankruptcy Law," February 2007, Hong Kong (Lecturer).