

**✈ METROPOLITAN NASHVILLE AIRPORT AUTHORITY ✈**

**February 20, 2019– MNAA Management Committee Meeting Minutes**

**Date: February 20, 2019**

**Nashville, Tennessee**

**Time: 11:00 a.m.**

**Committee Members Present:**

**Dexter Samuels, Board Chair; and Amanda Farnsworth, Board Secretary**

**Committee Members Absent:**

**Trey Harwell, Board Vice Chair**

**Others Present:**

**Douglas E. Kreulen, Jimmy Granbery, Doug Sloan, Terri Barnhart, Angela Edwards, and Cindy Barnett**

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I. Call to Order

Chair Samuels called the meeting of the Metropolitan Nashville Airport Authority (MNAA) Management Committee to order at 11:00 a.m. pursuant to Public Notice dated February 15, 2019.

II. Approval of Minutes

Chair Samuels called for a motion for approval of the December 12, 2018 Management Committee meeting minutes. A motion was made by Commissioner Farnsworth and seconded by Commissioner Samuels. The motion carried by vote of 2 to 0.

III. Items for Approval

President Kreulen updated the Management Committee regarding a personnel matter with a former employee and recommended acceptance of the proposed terms of separation. A motion was made by Commissioner Farnsworth and seconded by Commissioner Samuels to accept the recommendation of President Kreulen. The motion carried by vote of 2 to 0.

Chair Samuels then asked the Management Committee to consider disbanding the Executive Committee and expanding the membership of the Management Committee. The Management Committee then discussed the appropriate number of Management Committee members and the composition of the

Management Committee. After further discussion, a motion was made by Chair Samuels and seconded by Commissioner Farnsworth to disband the Executive Committee, to expand the Management Committee to five members, and to add Bill Freeman as one of the new members. The motion carried by vote of 2-0. Chair Samuels suggested deferring the discussion of filling the remaining position at a future Management Committee when all Management Committee members could be present.

President Kreulen then presented his Board staff officer appointments in accordance with the Board Bylaws and requested the Management Committee confirm his appointments for presentation to the Board of Commissioners. A motion was made by Chair Samuels and seconded by Commissioner Farnsworth to confirm President Kreulen's appointments. The motion carried by vote of 2-0. A motion was then made by Chair Samuels and seconded by Commissioner Farnsworth to authorize President Kreulen to execute the engagement letter with Adams and Reese LLP as Board counsel. The motion carried by a vote of 2-0.

IV. Information Items

President Kreulen then presented the Management Committee with his policy statement regarding President & CEO political contributions. The Management Committee acknowledged and concurred with President Kreulen's description of his commitment as set forth in his statement.

Chair Samuels then inquired regarding any delays related to weather and/or the FAA and potential impact on the timing of MNAA construction projects. Chair Samuels also addressed air service incentives and suggested MNAA needed its own competitive team to seek new air service. Chair Samuels asked Commissioner Farnsworth to take the lead on an MNAA delegation for new air service. President Kreulen stated MNAA just hired an air service consultant a few weeks ago, Intervistas and advised the Committee he will meet with them soon.

President Kreulen then provided an update regarding his executive coaching conclusion interviews. President Kreulen also discussed the requirement of an annual review of cost of living adjustments for retirees and that he will be reviewing this item with the Finance Administration and Properties Committee. President Kreulen also addressed the importance of retention and recruitment of employees, especially in light of MNAA's aging workforce, including outreach to the State and community trade programs regarding job training and fulfillment. President Kreulen stated MNAA is also working with its actuary on retiree funding matters. Commissioner Farnsworth suggested seeking assistance from the auditors to monitor ongoing compliance with resolution requirements. President Kreulen also addressed the upcoming consideration of MNAA's insurance policies, which will be presented to the Board of Commissioners at its March meeting. President Kreulen also noted adding a new risk manager to his staff.

V. Adjourn

There being no further business brought before the Management Committee, Chair Samuels thanked Commissioner Farnsworth for her participation and adjourned the meeting at 11:50 a.m.



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Amanda Farnsworth, Board Secretary