

Minutes of the MNA
Management Committee



Date: December 4, 2019

Nashville International Airport Boardroom

Time: 9:00 a.m.

Committee Members Present:

A. Dexter Samuels, Board Chair; Trey Harwell, Board Vice Chair; Amanda Farnsworth, Board Secretary; Bill Freeman; and John Doerge

Committee Members Absent:

None

Others Present:

Douglas E. Kreulen; Cindy Barnett; Christy Smith; Jimmy Granbery; Lisa Lankford; and Angela Edwards

I. Call to Order

Chair Samuels called the meeting of the Metropolitan Nashville Airport Authority Management Committee to order at 9:03 a.m. pursuant to Public Notice dated November 29, 2019.

II. Approval of Minutes

Chair Samuels called for a motion for approval of the September 11, 2019 Management Committee meeting minutes. A motion was made by Commissioner Freeman and seconded by Commissioner Doerge. The motion carried by vote of 3 to 0.

Amanda Farnsworth, Board Secretary and Trey Harwell, Board Vice Chair joined the meeting at 9:05 a.m. and 9:08 a.m., respectively.

III. Chair's Report

Chair Samuels had no Chair's Report.

IV. Items for Approval

None

V. Information Items

A. CEO Compensation Study

Chair Samuels stated Commissioner Doerge had done an outstanding job of taking the lead in obtaining a CEO Compensation Study (Study). Chair Samuels asked Commissioner Doerge to lead the discussion on the Study. Commissioner Doerge stated the Board hired Korn Ferry to provide information on certain metrics in order to evaluate the CEO and his compensation. Commissioner Doerge thanked Ms. Lisa Lankford, AVP, Special Assistant to the President, for her help in guiding the process. Commissioner Doerge introduced Paul Glogowski of Korn Ferry and asked him to present the findings of the Study.

The Board of Commissioners received a copy of the Study prior to the meeting.

Mr. Glogowski presented the methodology used in the analysis and spoke at length regarding the external market analysis comparing peer airports. This analysis was sub-cut into three categories. The first was comparable growth/size/revenue/expense. The second sub-cut was enplanements (+/-5) & peer/aspirant. The third sub-cut was airports with similar organizational governance.

The Study included an external market analysis of the general market and Mr. Glogowski presented that information to the Committee as well. After discussions and questions from the Board members in attendance, Mr. Glogowski concluded his presentation with recommendations.

Chair Samuels excused President Kreulen, Angela Edwards, and Lisa Lankford from the meeting at 9:56 a.m. Chair Samuels reviewed the CEO compensation survey results with the Management Committee and requested Paul Glogowski gather additional information from peer airports regarding their respective construction programs and growth budgets. Chair Samuels then led a discussion of the Management Committee regarding consideration of an extension of the CEO's contract and appropriate metrics to use in the CEO's evaluation. Chair Samuels noted these topics will be further discussed at the next Management Committee meeting. The Management Committee also discussed best practices of communications of the Board of Commissioners with the CEO and his staff. President Kreulen, Angela Edwards, and Lisa Lankford rejoined the meeting at 10:27 a.m.

B. CEO Metrics

President Kreulen presented the Board members in attendance a hand-out of sample CEO performance metrics for FY19 including key performance indicators and key strategic objectives. President Kreulen briefly spoke on actual numbers achieved and final result scores.

C. CEO Employment Agreement

This item was deferred to the next meeting of the Management Committee.

VI. Adjourn

There being no further business brought before the Management Committee, Chair Samuels thanked the Commissioners for their participation and adjourned the meeting at 10:38 a.m.


Amanda Farnsworth, Board Secretary