

Minutes of the MNA Management Committee



Date: April 14, 2021
Time: 9:00 a.m.
Committee Members Present:
Committee Members Absent:
Others Present:

Nashville International Airport Boardroom /
Electronic Meeting

Aubrey B. Harwell III, Chair; Amanda Farnsworth, Vice
Chair; John Doerge; and Bobby Joslin

Bill Freeman, Secretary

Jimmy Granbery; Joycelyn Stevenson; Nancy Sullivan;
Christy Smith; Kevin Crumbo; Paul Davidson; Doug
Kreulen; Cindy Barnett; Lisa Lankford; and Angela
Edwards

I. CALL TO ORDER

Chair Harwell called the meeting of the Metropolitan Nashville Airport Authority Management Committee to order at 9:00 a.m. pursuant to Public Notice dated April 9, 2021.

II. ROLL CALL AND OPEN MEETINGS ACT ANNOUNCEMENT

Ms. Angela Edwards, Staff Secretary, called roll of the Management Committee and asked for a vote on the approval of holding the meeting electronically and a waiver of reading of the Open Meetings Act Announcement. All members were present, except Commissioner Freeman, and the approval of holding the meeting electronically and waiver of reading the Open Meetings Act Announcement passed by vote of 4 to 0.

The reading of the Open Meetings Act Announcement was waived, but is included in the Minutes as follows:

The Meeting of the Management Committee will be held in accordance with Executive Order No. 16, signed by Governor Bill Lee on March 20, 2020, which allowed governing bodies to meet electronically regarding essential business in light of Coronavirus Disease (COVID-19), and that order was extended by Executive Order Nos. 34, 51, 60, 65, 71, and 78. All votes taken during this meeting will be by roll call vote.

III. APPROVAL OF MINUTES

March 10, 2021 Minutes of the Management Committee

Chair Harwell made a motion to approve the Minutes of the March 10, 2021 Management Committee meeting. Commissioner Joslin seconded the motion. Ms. Edwards took a roll call vote and the motion carried by vote of 4 to 0.

IV. CHAIR'S REPORT

Chair Harwell did not have a Chair's Report.

V. ITEMS FOR APPROVAL

None

VI. INFORMATION ITEMS

A. Executive Session

Chair Harwell requested an executive session of the Management Committee for the purpose of privileged communications with outside legal counsel, Paul Davidson. Ms. Lisa Lankford, AVP, Special Assistant to the President, informed the public they could rejoin the meeting after the executive session using the same electronic link.

Chair Harwell began the executive session at 9:03 a.m. and reopened the meeting to the public at 9:18 a.m.

B. CEO Updates (Compensation and Severance)

Chair Harwell gave a brief background of the CEO Compensation study. Commissioner Doerge and Vice Chair Farnsworth took the lead on the analysis of the study and performed a comparison of the data to the CEO's current salary. Commissioner Doerge discussed the findings of the study and presented recommendations for the CEO's compensation based on the market.

After questions and discussions, Chair Joslin stated he thought that President Kreulen was one of the sharpest CEO's of airports in the country and that we are lucky to have someone of his integrity and character to lead the airport for the next several years. Chair Joslin commended Commissioner Doerge and Vice Chair Farnsworth for their work on this matter. Chair Harwell agreed with Commissioner Joslin's comments.

Vice Chair Farnsworth asked if there needed to be a motion on this item as it would be taken up in the FAP Committee as part of the budget. Chair Harwell thought a vote was not needed as it was a budgetary item to be discussed at the FAP Committee meeting and deferred to Board Counsel, Ms. Cindy Barnett. Ms. Barnett agreed with Chair Harwell and informed the Management Committee they could take a vote to memorialize the Committee's support. Chair Harwell made a motion to approve the CEO's salary recommendation as articulated by Commissioner Doerge at today's meeting. Vice Chair Farnsworth seconded the motion. Ms. Edwards took a roll call vote and the motion passed by vote of 4 to 0.

President Kreulen then reported a draft of the modified severance policy as it pertains to what the CEO can authorize had been sent to Commissioners Doerge and Stevenson to review along with a resolution.

Chair Harwell asked that President Kreulen send the modified policy and resolution to all members of the Board for review and recommended taking this item up at the next Management Committee meeting.

This item was provided for informational purposes only with no action required.

VII. ADJOURN

There being no further business brought before the Management Committee, Chair Harwell thanked the Commissioners for their participation and adjourned the meeting at 9:30 a.m.



William H. Freeman, Board Secretary