

**Minutes of the Joint Meeting of the
MNAA Board of Commissioners
and MPC Board of Directors**



Date: May 19, 2021

Place: Nashville Airport Boardroom

Time: 1:00 p.m.

Board Members Present:

Aubrey B. Harwell III, Board Chair; Amanda Farnsworth, Vice Chair; Bill Freeman, Secretary; John Doerge; Bobby Joslin; Nancy Sullivan; Jimmy Granbery; Christy Smith; and Joycelyn Stevenson

Board Members Absent:

Kevin Crumbo

Others Present:

Doug Kreulen; Cindy Barnett; Lisa Lankford; and Angela Edwards

I. Call to Order

Chair Harwell called the MNAA Board of Commissioners and MPC Board of Directors meetings to order at 1:03 p.m., pursuant to the Public Notice dated May 14, 2021.

II. Approval of Minutes

Chair Harwell called for a motion to approve the Minutes of the April 21, 2021 Joint Meeting of the MNAA Board of Commissioners and MPC Board of Directors. A motion was made by Commissioner Joslin and seconded by Commissioner Granbery. The motion carried by vote of 9 to 0.

IV. Chair's Report

Chair Harwell had no Chair's Report.

V. President's Report

President Kreulen reported that on March 12, 2021 Sergeant Herd, Officers Murphy and Berens, Detectives Kessler and Swisher, and Mr. Terry Blackman received a Life Saver Award for an incident that occurred in the Garage at the Info Center on May 6, 2020. On May 10, 2021 another life was saved by Officers Holt, Greene, Nicholson and Robbins, Detective Swisher, TSA Agent Baltimore, and Allegiant Airlines staff.

President Kreulen discussed FY21 BNA Enplanements and reported that April was the best month since February 2020. The FY21 projected year end is 5.1M passengers, 59% of FY19 and 91% of budget. On

average, BNA's enplanements by 11:00 a.m. each day exceeded the total of all other Tennessee commercial service airports combined for the entire day.

President Kreulen addressed items coming before the Committees and Board in June and July 2021 and discussed 2024 AAAE and AMAC Conferences to be hosted in Nashville.

VI. Items for Approval

A. Professional Services Contract for Terminal Apron & Taxilane Expansion – Phase 2

Ms. Traci Holton, VP, Chief Engineer, Deputy COO, briefed the Board on this item. Staff requested that the Board of Commissioners accept the statement of qualification by Atkins North America, Inc. (Atkins) to provide engineering consulting services for the design of the Terminal Apron and Taxilane Expansion (Phase 2) project at Nashville International Airport (BNA) and authorize the Chair and President and CEO to execute the professional services contract.

Staff provided the Board with a staff analysis of the Professional Services Contract for Terminal Apron & Taxilane Expansion – Phase 2 prior to the meeting.

In 2018, MNAA filled the large land depression between the terminal apron and the taxiway connector as an enabling project (Phase 1) ahead of BNA Vision's Project 3. Currently, the area is paved in asphalt and is used as a contractor staging and lay down area. Phase 2 consists of paving, lighting, drainage and all infrastructure necessary to provide a concrete apron at the previously filled site. The new apron will be open for aircraft operations to utilize the International Arrivals Facility (IAF) beginning in September 2023.

A Request for Proposals (RFP) was sent out mid-February 2021 and 9 proposals were received in March 2021. The selection committee evaluated the Statements of Qualification based on the following criteria:

- Team structure, qualifications and availability of key team members
- Team ability to ensure high quality, on time, and within budget delivery of services
- Technical approach

The selection committee determined Atkins to be the most qualified firm for the Terminal Apron and Taxilane Expansion (Phase 2) project based on a project understanding, technical approach and team experience and availability. The SMWBE Participation Level set by MNAA for this project was 7.24% SMWBE. Atkins committed to achieving a minimum 7.5% SMWBE participation level. The contract cost is not to exceed \$820k and the duration of the contract is 865 days.

Committee Review

Commissioner Granbery stated this item was presented to the BNA Vision Committee on May 12, 2021. The BNA Vision Committee voted 3 to 0 to recommend approval to the Board of Commissioners.

Chair Harwell took Commissioner Granbery's statement as a motion to accept the statement of qualification by Atkins to provide engineering consulting services for the design of the Terminal Apron and Taxilane Expansion (Phase 2) project at BNA and authorize the Chair and President and CEO to execute the professional services contract. Commissioner Stevenson seconded the motion. The motion passed by vote of 9 to 0.

B. Severance Policy & MNAA Resolution No. 2021-07

President Kreulen requested that the Board of Commissioners approve the Severance Policy 01-013, allowing the President and CEO to approve Severance Agreements under defined limits and authorize the Chair and President and CEO to execute MNAA Resolution No. 2021-07.

Staff provided the Board with a staff analysis and copy of the Severance Policy and a copy of MNAA Resolution No. 2021-07 prior to the meeting.

Committee Review

Chair Harwell stated this item was presented to the Management Committee on May 12, 2021. The Management Committee voted 4 to 0 to recommend approval to the Board of Commissioners. Chair Harwell made a motion to approve the Severance Policy 01-013 and authorize the Chair and the President & CEO to execute MNAA Resolution No. 2021-07. Commissioner Freeman seconded the motion. The motion passed by vote of 9 to 0.

C. Arts at the Airport Foundation Board Members

Ms. Cathy Holland, Director, Community Affairs, Arts and Events, requested that the Board of Commissioners approve the staff's recommendation to appoint three nominees to the Arts at the Airport Foundation Board of Directors for a 3-year term beginning January 1, 2021.

Staff provided the Board of Commissioners with a staff analysis of the staff's recommended appointments prior to the meeting.

Mr. Nate Harris is leaving the Board after serving roughly 18 years. Ms. Holland thanked Mr. Harris for his contributions to the Board and stated he will be missed tremendously.

Ms. Holland gave a brief background of the 3 nominees for appointment, Mr. Manuel A. Delgado, returning member, Mr. Phil Ponder, and another returning member, Ms. Martha Proffitt-Streuli.

Committee Review

This item did not require committee review and was presented to the Board of Commissioners for approval. Chair Harwell made a motion to approve staff's recommendations of Mr. Manuel A. Delgado, Mr. Phil Ponder, and Ms. Martha Proffitt-Streuli for appointments to the Arts at the Airport Foundation Board of Directors for a 3-year term beginning January 1, 2021. Commissioner Smith seconded the motion. The motion carried by vote of 9 to 0.

VII. Informational Items

A. Airport Rules and Regulations Update

President Kreulen informed the Board there had been some recent regulatory guidance that required MNAA to update its Airport Rules and Regulations which govern the operation, use, and control of MNAA Airports. President Kreulen discussed the updates that were made.

B. JWN Redevelopment Update and Hangar Lottery

President Kreulen discussed the construction timeline and reported that staff is waiting to hear back from Corporate Flight Management (CFM) regarding the 3 hangars they were asked to reconstruct. President Kreulen then briefed the Board on future development at JWN by area.

President Kreulen updated the Board on the upcoming timeline of the JWN Hangar Lottery and discussed the recommended lottery process.

C. BNA Concessions Program Update

President Kreulen presented a map of the terminal with all concession areas marked. By December 31, 2021, there will be approximately 46 units open which equals 51% of the entire program. In the 2022-2023 timeframe, 44 more units will be opened. The entire center of the airport will open in September 2023.

D. Quarterly Retirement, OPEB and Treasury Report

President Kreulen reported the Retirement and OPEB plans were fully funded. Total available funds were \$848M, of which, 99.1% were invested. Staff will follow up with Commissioner Crumbo on the possibility of creating a policy regarding standards of funding for the Retirement and OPEB plans.

E. Disparity Study Update

President Kreulen informed the Board that the Disparity Study was going to be presented at community meetings scheduled for Monday, May 24, 2021 from 5:30 p.m. to 6:30 via Zoom and on Tuesday, May 25, 2021 from 6:00 p.m. to 7:00 p.m. for an in-person meeting at the Renaissance Hotel in downtown Nashville.

President Kreulen stated the findings, recommendations, and goals would be presented at those community meetings. President Kreulen then reported on the CEO Scorecard comparing the FY19-FY21 diversity spend to the proposed DBE and MWBE goals.

F. Adjourn

There being no further business brought before the Board, Chair Harwell thanked the Commissioners for their participation and adjourned the meeting at 1:57 p.m.



William H. Freeman, Board Secretary