

**Minutes of the Joint Meeting of the MNAA and MPC  
Operations, Engineering & Strategic Planning Committees**



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Date: January 12, 2022      Place: Nashville International Airport Board Room  
Time: 9:00 a.m.  
Committee Members Present: Bobby Joslin, Chairman; Nancy Sullivan, Vice Chair;  
Andrew Byrd; and Glenda Glover  
Committee Members Absent: None  
Others Present: Bill Freeman; Jimmy Granbery; Joycelyn Stevenson; Doug  
Kreulen; Neale Bedrock; Lisa Lankford and Ginger Cork

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I. Call to Order

Chairman Joslin called the Joint Meeting of the MNAA and MPC Operations, Engineering & Strategic Planning (Operations) Committees to order at 9:00 a.m., pursuant to Public Notice dated January 7, 2022.

II. Approval of Minutes

Commissioner Bryd made a motion to approve the Minutes of the December 8, 2021 Operations Committee meeting and Vice Chair Sullivan seconded the motion. The motion carried by vote of 4 to 0.

III. Chairman's Report

Chairman Joslin had no Chair's report.

IV. Approval Items

Doug Kreulen, President and CEO, introduced Ms. Traci Holton, VP, Chief Engineer and Deputy COO.

A. Construction Contract Demolition of Westside Facilities

Ms. Holton briefed the Operations Committee on the construction contract for demolition of westside facilities. The scope of the project includes demolition of all westside maintenance facilities and selected other vacant buildings such as: seafood building, air cargo terminal 2, procurement building and two residential houses on the east side runway 2R-20L. The RFP was published in mid-September 2021, and we received 4 proposals from Complete Demolition Services (CDS), Dore & Associates, Inc., Environmental Abatement Inc. (EAI) & Modern Day

Wrecking (MDW). Those 4 proposals were evaluated on mandatory requirements; qualifications and experience; SMWBE participation; and pricing. The selection committee interviewed CDS and EAI on December 14, 2021. Evaluations were based on their approach to fostering commerce with SMWBE, lessons learned from similar demolition projects as well as approach to preventing disruption to the operation of adjacent properties. Complete Demolition Services was the highest rated firm. The SMWBE Goal established for the project was 11.01% MBE & 6.46% WBE. CDS is able to meet the goal and will be partnering with Jerry B Young Construction and L&G Construction. The total cost for the contract is \$572,000 to include all alternates and the contact start date is scheduled for February 2022 with an end date of September 2022.

President Kreulen followed up with background for the Commissioners that included the long-range planning and the goal of being out in front of where we are going at the airport, including future corporate hangars. Ms. Holton answered additional questions regarding the residential homes on the eastside.

Staff requested that the Operations Committee recommend to the Board of Commissioners that it:

1. Accept the proposal by CDS for demolition, and
2. Authorize the Chair and President and CEO to execute construction contract with CDS for \$572,000

Commissioner Byrd made a motion to approve as presented and Vice Chair Sullivan seconded the motion. The motion passed with a vote of 4 to 0.

**B. TARI Multiple Items (4 approvals w/ TDOT)**

Ms. Holton briefed the Operations Committee on the TARI/Donelson Pike Relocation. To allow a portion of the TARI construction to begin before the Donelson Pike project is complete, MNAA requested TDOT to include specific construction phasing and scope not necessary for the relocation of Donelson Pike, referred to as non-participating work. The request will involve the construction of a temporary roadway transfer and 2 temporary corrugated metal arch bridges, along with other minor infrastructure necessary for a coordinated site layout. The phasing will allow the TARI project to begin some major construction activities approximately 18 months prior than what TDOT's baseline construction phasing would have permitted. The additional work is paid based on actual costs, measured during construction according to the contract unit prices. To ensure the additional

work is funded, TDOT requires the entity place in escrow the estimated cost of the modifications. A construction cost has been estimated in an amount not-to-exceed \$4.5M. A more detailed estimate will be provided prior to the execution of the Local Programs Agreement.

President Kreulen and Ms. Holton answered additional questions about the existing layout of Donelson Pike; the schedule for additional work; defining temporary overpass; and defining non-participating work and costs.

Ms. Holton then reviewed the TARI/Donelson Pike Relocation and discussed transfer of property rights to TDOT for TDOT's Donelson Pike project, including deeds, easements, donations, and a right-of-entry. Commissioner Byrd asked about future rail, and President Kreulen explained that if the city brings rail up Murfreesboro Road, we have an area stressed to hold rail from our service road to the plaza. He explained that we are in front of the city.

Staff requested that the Operations Committee recommend to the Board of Commissioners that it:

1. authorize the Chair and President and CEO to execute a Local Programs Agreement with TDOT;
2. authorize the President and CEO to pay to TDOT the cost of non-participating work in an amount not-to-exceed \$4.5M;
3. authorize the Chair and President and CEO to execute the necessary documents to transfer property rights to TDOT for TDOT's Donelson Pike project, including deeds, easements, donations, and a right-of-entry;
4. authorize the President and CEO to accept payment of fair market value for TDOT's acquisition of property including private property damages associated with the disposal of property for TDOT's Donelson Pike project in an amount not less than \$1,500,000.

Commissioner Byrd made a motion to approve as presented and Vice Chair Sullivan seconded the motion. The motion passed with a vote of 4 to 0.

#### C. Maintenance Contract for Baggage Handling System (BHS) and Passenger Boarding Bridges (PBB)

President Kreulen introduced Mr. Daniel Brown, AVP, Maintenance. Mr. Brown briefed the Operations Committee on the maintenance contract for baggage handling system (BHS) and passenger boarding bridges (PBB). Currently our contractor is John Bean Technologies (JBT) with

approximately two miles of outbound conveyors and ten inbound baggage belts and 43 passenger baggage belts. JBT's contract expires April 30, 2022. An RFP was published in mid-August 2021. The contract would be to perform and provide all labor, tools, transportation, services, and equipment necessary and reasonably essential to perform operations and maintenance of inbound and outbound BHS and PBB. We received 3 proposals. One proposal was deemed nonresponsive for not having necessary licensing. The other two proposals were from JBT and JSM & Associates (JSM). These two proposals were evaluated by our selection committee (BDD, Finance, Procurement, Engineering, Operations, Airline Affairs & Maintenance) along with additional review and support from Southwest Airlines' Subject Matter Expert, Rick Weaver.

Evaluations were based on their experience with BHS and PBB of the same type as operated by MNAA. Qualifications include on-site positions (project management, assistant project management and maintenance supervisor); cost of services (operation, staffing, quality control, maintenance, safety, and safety record); as well as the quality of their proposal and their responsiveness. The selection committee met in mid-November 2021 to score the two proposals and perform interviews. JBT scored 373 points on the proposal and JSM scored 369 points on the proposal. The final scores after interviews were JBT with 525 points and JSM having 579 points. The selection committee recommended that JSM be awarded the contract and they committed to a SMWBE goal of 4.52% while utilizing Atlas Management Corporation to perform bag jam running and clearing, manual encode station, baggage portering and general labor, as needed. The estimated cost of the contact over 5 years is \$26,544,792. President Kreulen added that these costs are reimbursed by the airlines and noted that the annual rate increased based on inflation and growth in systems.

Staff requested that the Operations Committee recommend to the Board of Commissioners that it:

1. accept the proposal by JSM & Associates for Inbound & Outbound BHS & PBB Operations & Maintenance at BNA, and;
2. authorize the Chair and President and CEO to execute the proposed contract for \$26,544,792.

Commissioner Glover inquired about the SMWBE participation. Ms. Davita Taylor, VP Procurement & Business Diversity, explained there are not a lot of small businesses in this particular part of the industry and the numbers are based on the capacity of businesses that are there. She explained

we had helped them to increase participation by providing training in this area. Commissioner Glover requested a future update for overall African American participation. Chairman Joslin commended Ms. Taylor for her hard work and results with the business diversity program.

Commissioner Byrd stated these two areas are really important to passengers and he inquired about our quality control. President Kreulen stated that our quality control is in our airline management meetings that Mr. Robert Ramsey, EVP & Chief Operating Officer, and Mr. Adam Floyd, AVP Operations, have monthly. With respect to the maintenance aspect, Mr. Brown's goal is to ensure the 2 miles of conveyor are at 100% operational all the time, or as close to that as they can be. The jet bridges are operational 98% to 99% of the time. The problems seem to occur when you need a human to offload the bag or move the bridge to connect to the jet. This is an airline employee and if they are understaffed that is why you can have delays.

Commissioner Granbery asked Doug to comment on the 45-minute weather issues that came up this past week. President Kreulen spoke about the Commissioners getting calls about problems their friends have had at the airport. He explained that this past week's issues were related to lightening, and the airlines have safety rules about unloading bags in bad weather.

Commissioner Stevenson inquired how the BHS and PBB will compliment BNA Vision. President Kreulen said this runs day to day operations. There is an approval item coming up for a modification to this system and a couple weeks ago, we presented an 8-phase upgrade of this system. The new company, JSM, will operate this system while we are doing the 8 phases to upgrade to make it faster for processing, sequencing, and selecting the bags.

Commissioner Byrd made a motion to approve as presented and Vice Chair Sullivan seconded the motion. The motion passed with a vote of 4 to 0.

#### D. Terminal Lobby Suspended Sculpture Art

President Kreulen introduced Ms. Stacey Nickens, AVP, Corporate Communications. Ms. Nickens introduced Ms. Mary Grissim, MNAA Curator. Ms. Nickens reported that out of 86 submissions, we selected a sculpture for the terminal lobby titled *At the Edge of the World* by artist Jacob Hashimoto. The sculpture is an interpretation of land and sky built out of 8,000 handmade kite-like elements. Many of the kites are white; the rest hold embedded graphics representing both the natural, regional ecosystem and the built, human, cultural landscape of the city and Middle

Tennessee. The combination of land, sky, and culture should all be celebrated within this constellation. The sculpture will be suspended on clear fiber glass rods. The ambition of the artwork is to be beautiful, sublime, and meditative. It will recognize and celebrate a sense of place, both ecologically and culturally. This is one of the tallest structures in Tennessee and the lifespan of this piece is 20-30 years. The dimensions for the sculpture zone are 81' in length, 61' in width with the sculpture suspended two stories above the open atrium in the terminal lobby. The contract cost is \$900,000 and the design period is January / February 2022 with installation in November 2022. The funding source is 100% MNAA from the 1% Public Art budget.

Staff requested the Operations Committee recommend to the Board of Commissioners to approve terminal lobby suspended sculpture, *At the Edge of the World*, created by Jacob Hashimoto.

Commissioner Granbery inquired about the lighting at night. Ms. Grissim stated that accent lighting would be added to make it pop at night so you can see it when coming into the airport, on any level.

Commissioner Bryd asked if there would be any type of informational sign for the public to know what they are looking at. Ms. Grissim confirmed there would be an informational sign.

Commissioner Glover made a motion to approve as presented and Vice Chair Sullivan seconded the motion. The motion passed with a vote of 4 to 0.

#### E. Grand Hall Green Wall Concept

Ms. Nickens briefed the Operations Committee on the Grand Hall Green Wall Project. The project is two 105' long and 9' high vertical panels to be located at the north and south ends of the terminal lobby. The life span of this piece is 8 to 10 years. A single source procurement waiver was approved in October 2021 for Garden on the Wall, based on recommendation by Corgan as a leading company in this design and medium with use of real plants that have been preserved, and research showed other companies use live or plastic plants. The selection committee consists of Traci Holton, Stacey Nickens, Emily Duncan and Mary Grissim. The design process begins as soon as a contract is issued, and the selection committee makes recommendations for final design to CEO for final approval. The vendor selected is Garden on the Wall. The contract cost is \$412,750 and the design period is January / February 2022 with installation in November 2022. The funding source is 100% MNAA from the 1% Public Arts budget.

Staff requested the Operations Committee recommend to the Board of Commissioners to approve the Green Wall Project, Garden on the Wall.

Commissioner Byrd made a motion to approve as presented and Vice Chair Sullivan seconded the motion. The motion passed with a vote of 4 to 0.

V. Informational Items

A. BNA Vision Update

President Kreulen and Ms. Traci Holton presented these next items together. President Kreulen added that in future meetings, there will be more detailed presentations on BNA Vision and challenges that we see. Today we will specifically talk about the satellite concourse and the terminal roadway project. Both of these projects we have significant market trends in terms of pricing that is impacting us. There is a bottom-line commitment in which Mr. Ramsey and Ms. Holton will re-evaluate the TARI schedule and project delivery. Ms. Basrai, EVP, Chief Financial Officer, and I will reevaluate debt capacity and the financial plan for both projects. President Kreulen presented a slide with the following details:

- Satellite Concourse
  - April 2021: \$89M approved
  - August 2021: Additional bays (+\$3.5M), \$92.5M
  - January 2022: Trending ~ \$33.7M over budget
- TARI
  - April 2019: Colonial Pipeline Strike
  - May 2020: Superior Construction awarded TARI project
  - August 2020: \$163.5M (added water/sewer)
  - January 2022: Trending ~ \$52M over budget
  - Currently 24 months behind (Dec 2024 to Jan 2027)
  - Additionally, still 33 months to final GMP (Oct 2024)
  - Need to re-evaluate project delivery, cost, and schedule

Following President Kreulen's overview, Ms. Holton presented detailed satellite cost trends from Rough Order Magnitude (ROM), Design Development (DD) and Construction Development (CD); and detailed TARI cost trends from 35%, 60% and 95% design.

Commissioner Byrd asked for further explanation on some of the acronyms used and Ms. Holton explained each of them.

Commissioner Granbery asked once we settle the lawsuit, that Colonial Pipeline would be moving the pipeline. Ms. Holton confirmed that to be true.

Additional questions regarding budget and bond financing of the project at the end of 33 months were answered by President Kreulen and Ms. Basrai.

President Kreulen summarized the next steps including 1) re-evaluation of the TARI schedule and project delivery with support from Paslay Management Group (PMG) and PMA Consultants; and 2) re-evaluation of debt capacity / financial plan for both projects with support from Landrum & Brown. There will be additional Board updates in February, March and April 2022.

#### B. JWN Redevelopment Update

President Kreulen introduced Ms. Traci Holton and Mr. Jeff Roach, AVP, Executive Director, JWN, to give an update on JWN Redevelopment.

Ms. Holton reported that 3 buildings were completed December 30, 2021, and 3 more buildings would be completed January 19, 2022. The additional 10 buildings are planned for March 28, 2022, with projection completion April 23, 2022.

Mr. Roach reported that existing tenants will have the opportunity to select hangars January 17, 2022, standard waitlist deposits of \$1,050 are due January 31, 2022 and standard waitlist members will be offered the opportunity to select hangars February 7, 2022. To date, 64 displaced tenants have selected hangars, leaving 36 available. There are 69 people on the standard wait list. Chairman Joslin and Board Chairman Freeman asked about removing people from wait list if they do not accept a hangar, and President Kreulen stated he would review.

Mr. Roach also informed the Commissioners of an operational change at JWN. Helistar, which is a helicopter company that operates small helicopters for a number of different uses such as flight schools, tours and other types of contract helicopter work will be temporarily relocated. Helistar currently operates out of an existing T hanger on the south side of the existing T hanger units. Due to construction requirements for the new plane ports along the south side of the existing hangars, we will be relocating those helicopter operations to the pad where we have future tiedowns located. The relocation period is Mid-January through the end of March which is when construction will be complete on the plane ports.



Ms. Holton presented an update for the JWN Ramp Expansion. The apron expansion estimated project cost is \$3.4M. Atkins will do the design of this project with a cost of \$265k. Anticipated Board approval is June 2022; anticipated construction start date is June 2022 and the anticipated construction completion date is December 2022.

Ms. Holton presented an update on the Automated Weather Observing System (AWOS) relocation. The estimated project cost is \$650k. Atkins will do the design of this project with a cost of \$52k. Anticipated Modification of Standards (MOS) approval is March 2022; anticipated Board approval is June 2022; anticipated construction start date of June 2022 and the anticipated construction completion date is September 2022.

Ms. Holton presented an update on the North Development Road / Utilities. The estimated project cost is \$4.2M. Atkins will do the design of this project with a cost of \$221k. Anticipated Board approval is September 2022; anticipated construction start date of September 2022 and the anticipated construction completion date is April 2023. Chair Joslin asked about the cost analysis on land leases, and President Kreulen reported that Ms. Basrai's team is working on it. Ms. Basrai reported that she just received appraisals.

Commissioner Granbery asked that future Board meeting be held at JWN, and that tours be offered for the new Commissioners.

VI. Adjourn

There being no further business before the Joint Committee of the MNAA and MPC Operations, Engineering and Strategic Planning Committees, Chairman Joslin adjourned the meeting at 10:27 a.m.

  
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Joycelyn Stevenson, Board Secretary