

Minutes of the Special Meeting of the  
MNAA Board of Commissioners  
and MPC Board of Directors



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Date: May 11, 2022 Nashville International Airport Boardroom

Time: 10:30 a.m.

Committee Members Present: Bill Freeman, Chairman; Nancy Sullivan, Vice Chair; Joycelyn Stevenson, Secretary; Bobby Joslin; Jimmy Granbery; Andrew Byrd and Dr. Glenda Glover

Committee Members Absent: NONE

Others Present: Doug Kreulen; Neale Bedrock; Lisa Lankford and Ginger Cork

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I. CALL TO ORDER

Chairman Freeman called the Special Meeting of the MNAA Board of Commissioners and MPC Board of Directors to order at 10:29 a.m. pursuant to Public Notice posted on MNAA's website.

II. Board Officer Elections

Chairman Freeman noted that due to Board member travel schedules there wouldn't be a full Board at the May Board meeting when Board elections were scheduled to take place. He requested the Board to consider holding elections today while all Commissioners were present. He also stated that he was hopeful that Vice Chair Sullivan would be reappointed. He added that he recommended her reappointment to the Mayor's office because of her contributions to the Board.

President Kreulen noted that before a special Board Meeting could be held, the Board would have to waive the 72-hour advance notice and the May election requirements. Chairman Freeman presented the following waivers:

- 1) To suspend Section 2.4.2 of the Bylaws and waive the 72-hour advance notice requirement for a special meeting. Commissioner Granbery made a motion to approve and suspend Section 2.4.2 of the Bylaws to waive the 72-hour advance notice requirement for a special called meeting, and Commissioner Glover seconded the motion. The motion carried by vote of 7 to 0.
- 2) To suspend the Section 2.3.1 of the Bylaws and waive the requirement to hold elections at the May Board Meeting. Commissioner Glover made a motion to approve and suspend Section 2.3.1

of the Bylaws to waive the requirement to hold elections at the May Board meeting, and Secretary Stevenson seconded the motion. The motion carried by vote of 7 to 0.

Chairman Freeman invited Board members to express their opinion with regard to Board elections. The Commissioners discussed the qualifications for Board officer positions, including tenure on the Board and moving through the officer positions in order.

Vice Chair Sullivan stated that both Commissioner Granbery and Secretary Stevenson each have strong qualifications for the Vice Chair Position.

Commissioner Granbery expressed his view that today the Authority is in a phenomenal position. He thanked his fellow Board members for their hard work and said the Board should be very proud of President Kreulen and his team. Commissioner Granbery stated that he would be honored to serve in the role of Vice Chair and eventually Chairman, if that happens, and to support President Kreulen and his team. Commissioner Granbery added that he is a Nashvillian – Nashville is his home, his family is here, his company is here, and he would be honored to serve in that role or whatever role the Board chooses for him to serve.

Commissioner Joslin added that being the senior Board Member, he had worked with three CEO's and approximately half a dozen Board Chairs, and discussed the importance of using the seniority basis to move up the ladder. He recognized Commissioner Granbery and Chairman Freeman's passion for BNA and JWN and their aviation experience. He also discussed the time commitment required to serve as Chairman and reiterated the importance of seniority.

Secretary Stevenson said she would be honored to be Vice Chair and to eventually be Chair. She added that she is a lawyer by trade, has chaired three Boards and currently serves as the Executive Director of the Bar Association. Secretary Stevenson said she wants to serve the Board and the Airport Authority in the best way she can and the best way the Board feels she should.

Chairman Freeman asked the Board if they had anything else to add. After further discussion about seniority, Commissioner Joslin requested Chairman Freeman to close the discussion and proceed to the vote.

Mr. Neale Bedrock, EVP, GC and Chief Compliance Officer advised that the next step would be for Chairman Freeman to open the nominations for the position of Board Chair. He added the elections of Board Vice Chair and Secretary would follow the election of the Chair.

Commissioner Granbery nominated Chairman Freeman for Chair. There were no other nominations and Chairman Freeman was reelected, with all Commissioners voting in favor and none opposing.

Chairman Freeman opened the nominations for Vice Chair. Chairman Freeman nominated Secretary Stevenson to be Vice Chair and asked if there are there any other nominations. Commissioner Joslin nominated Commissioner Granbery. The roll call vote was as follows: Chairman Freeman voted for Secretary Stevenson; Vice Chair Sullivan voted for Secretary Stevenson; Secretary Stevenson voted for herself; Commissioner Byrd voted for Secretary Stevenson; Commissioner Glover voted for Secretary Stevenson; Commissioner Joslin voted for Commissioner Granbery; and Commissioner Granbery voted for himself. The vote was 5 for Stevenson and 2 for Granbery; Secretary Stevenson was elected Vice Chair.

Chairman Freeman opened nominations for Secretary and nominated Commissioner Granbery. Commissioner Byrd moved to elect by acclamation. Chairman Freeman asked all in favor say aye. All Commissioners voted in favor with none opposing.

III. ADJOURN

There being no further business brought before the Special Meeting of the MNAA Board of Commissioners and MPC Board of Directors, Chairman Freeman thanked the Commissioners for their participation and adjourned the meeting at 10:57 a.m.

*Ginger Cork - Staff Secretary*  
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Joycelyn Stevenson, Board Secretary  
*w/ Permission*