

Minutes of the MNAA Management, Audit & Compliance Committee



Date: October 11, 2023	Location: Metropolitan Nashville Airport Authority Tennessee Boardroom
Time: 9:59 a.m.	
Committee Members Present:	Jimmy Granbery, Committee Chair; Jack Johnson, Bobby Joslin
Committee Members Absent:	Committee Vice Chair, Masami Tyson
Others Present:	Tony Giarratana
MNAA Staff Present:	Doug Kreulen, Neale Bedrock, Lisa Lankford, Trish Saxman Marge Basrai, Rachel Moore

I. CALL TO ORDER

Chair Granbery called the meeting of the MNAA Management Committee to order at 9:47 a.m. pursuant to Public Notice dated September 8, 2023.

II. APPROVAL OF MINUTES

Chair Granbery asked for a motion to approve the minutes of the September 13, 2023 MNAA Management Committee. Commissioner Joslin made a motion and Commissioner Johnson seconded the motion. Chair Granbery asked Ms. Saxman for a roll call:

Chair Granbery - Yes

Commissioner Johnson - Yes

Commissioner Joslin – Yes

The motion was passed with a vote of 3 to 0.

III. PUBLIC COMMENTS

Chair Granbery stated there were no public comment requests received.

IV. CHAIR'S REPORT

Chair Granbery thanked the MNAA Legal Team and George Cate, Partner, Bradley, for the presentation last week at the trial and wanted to commend them on their level of preparedness.

V. ITEMS FOR APPROVAL

None.

VI. INFORMATION ITEMS

1. FAA DBE/ACDBE Mini-Compliance Review

President Kreulen introduced Davita Taylor, VP, Procurement & Business Diversity to brief the Committee on the FAA DBE/ACDBE Mini-Compliance Review. Ms. Taylor reported the Airport Authority is charged with administering two of the Federal Economic Inclusion Programs – the Disadvantaged Business Enterprise Program (DBE) and the Airport Concessions Disadvantaged Business Enterprise Program (ACDBE). Specifically, the office of the Business Diversity Development is charged with executing the day-to-day operations and responsibilities for those programs, but execution is shared all across the Airport Authority. Every year FAA chooses a number of airports to conduct a mini-compliance review and in March 2023, MNAA was notified it would be conducted May 23 - 25, 2023. The areas FAA covered were specifically the ACDBE program plan; bid/RFQ/RFP and contract/subcontract language; monitoring of prompt payment; and Commercially Useful Function (CUF) reviews. MNAA received the final report on September 22, 2023. The report outlined areas that MNAA excelled in and areas for corrective action. The areas MNAA performed well in were monitoring of prompt payment, certification, outreach and general technical support of our clients. Ms. Taylor stated she is bringing forth today the Areas for Correction Action. Items due October 30, 2023 include: 1) Update and sign DBE Policy; and 2) Add Bidder's List to BDD website. Ms. Taylor stated it was not that the policy was out of date at the time, but the person who was designated as the Disadvantage Business Enterprise Liaison Officer (DBLO) just recently left MNAA and FAA wanted to make sure the name was updated, the CEO signed, and that became our updated DBE Policy. Ms. Taylor stated the FAA wants the Bidder's List to more publicly accessible. Chair Granbery asked what BDD stands for, to which Ms. Taylor responded Business Diversity Development.

Ms. Taylor reported that on November 3, 2023 MNAA will update and sign ACDBE Policy Statement and on November 17, 2023 submit DBE goal methodology for FY23-FY25. By December 15, 2023, BDD will 1) develop/update procedures for reviewing prime and subcontracts and prime and sub-concessionaire agreements; 2) ensure required clauses are in all prime contract and subcontractor agreements and prime and sub-concessionaire agreements; and 3) update procedures for CUF/on-

site monitoring and documentation for ACDBE/DBE projects. FAA found that MNAA's contracts did not always have the most current clauses and recommended a checklist to help MNAA stay up to date on those Federal clauses. Regarding CUF/on-site monitoring and documentation for ACDBE/DBE projects, MNAA has free flowing interview forms, but FAA wants it to be very specific so they do not have to hunt for the information. Ms. Taylor stated that BDD will revise that form to make it more specific versus free flowing.

Chair Granbery stated it appears that we work so hard and asked if FAA is very picky. Commissioner Joslin stated the FAA is picky and Ms. Taylor has won several awards and is the best in her business. President Kreulen responded that the BDD team does a good job but FAA wants a checklist for MNAA to prove to them that we looked at your regulations and acted accordingly. BDD has the same challenges that MNAA's Operations team has with the Part 139. It is very bureaucratic and requires attention to detail. Just recently MNAA was reviewed on the ADA side, because someone complained to the FAA regarding access for loading and unloading. We are out of tolerance on the slope and those are things we have to catch and have internal processes to keep checking ourselves. Chair Granbery said he is confident Ms. Taylor will get ahead of this.

2. Executive Session

Chair Granbery asked for a motion to suspend the public portion of this meeting to enter into executive session to discuss Authority litigation. He stated that following the executive session the public portion of the meeting would resume. Commissioner Johnson made a motion to enter executive session and Commissioner Joslin seconded the motion. The Committee entered into Executive Session at 10:08 a.m. and the Executive Session concluded at 10:39 a.m.

At the end of the Executive Session, Chair Granbery asked for a motion to exit the executive session and return to the public portion of the meeting. Commissioner Joslin made a motion to exit the executive session and return to the public portion of the meeting and Commissioner Giarratana seconded the motion.

VII. ADJOURN

There being no further business brought before the Management Committee, Chair Granbery adjourned the meeting at 10:39 a.m.



Andrew W. Byrd, Board Secretary