

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



Date: December 18, 2024

Location: Metropolitan Nashville Airport Authority  
Tennessee Boardroom

Time: 1:00 p.m.

Board Members Present: Nancy Sullivan, Chair; Jimmy Granbery, Vice Chair; Andrew Byrd, Secretary; Bobby Joslin; Joycelyn Stevenson; and Glenda Glover

Board Members Absent: Glenn Farner

MNAA Staff & Guests Present: Doug Kreulen, Cindy Barnett, Lisa Lankford, Trish Saxman, Marge Basrai, John Cooper, Chief Findlen, Adam Floyd, KC Hampton, Traci Holton, Eric Johnson, Roman Keselman, Carrie Logan, Rachel Moore, Ted Morrissey, Stacey Nickens, Josh Powell, Robert Ramsey, Davita Taylor, and Puneet Vedi

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## I. CALL TO ORDER

In accordance with the 3<sup>rd</sup> Amended and Restated Bylaws of the MNAA Board of Commissioners, Section 2.4, Chair Sullivan called the MNAA Board of Commissioners and MPC Board of Directors Meeting to order at 1:00 p.m., pursuant to Public Notice dated December 10, 2024.

## II. PUBLIC COMMENTS

Chair Sullivan stated there were no public comment requests received.

## III. APPROVAL OF MINUTES

Chair Sullivan called for a motion to approve the Minutes of the November 20, 2024, Joint Meeting of the MNAA Board of Commissioners and MPC Board of Directors. A motion to approve was made by Vice Chair Granbery and seconded by Commissioner Stevenson.

Chair Sullivan asked Ms. Saxman for a roll call:

Chair Sullivan – Yes

Vice Chair Granbery – Yes

Secretary Byrd – Yes

Commissioner Joslin – Yes

Commissioner Stevenson – Yes

Commissioner Glover – Yes

The motion passed with a vote of 6 to 0.

IV. CHAIR'S REPORT

Chair Sullivan thanked all of the Board members and MNAA Staff for all their hard work throughout the year to make BNA great as we continue to grow and excel as an airport. Chair Sullivan wished everyone Happy Holidays.

V. PRESIDENT'S REPORT

President Kreulen thanked Chair Sullivan and stated Frommer's named Nashville as one of the Best Places to Go in 2025. There is good hope that we are going to continue having passengers travel to Nashville and the beautiful state of Tennessee. Nashville is 1 of 20 best and there are only 4 of the 20 in the United States.

President Kreulen reported that on December 4, 2024 Avelo announced the addition of direct service to 4 new markets. In April 2025, Avelo will add 2 times weekly service to Concord, NC, Wilmington, DE, Rochester, NY and Wilmington, NC.

President Kreulen reported that BNA is shortlisted for the Routes Americas Award. The airport awards highlight organizations that have excelled in route development marketing and are judged by airlines. The over-20-million-passenger airport shortlist includes Nashville International Airport, Denver International Airport, Montreal-Trudeau International Airport, Tampa International Airport and Washington Dulles International Airport. The winners will be announced at Routes Americas 2025 conference which will be held February 2025 in Nassau & Paradise Island, Bahamas. Mr. Josh Powell, AVP, Airline and Government Relations, and Chris Saunders, Manager, Airline Affairs, will attend.

President Kreulen reported that Southwest Airlines announced on December 13, 2024 that they will be adding direct service to Louisville, KY which begins on August 5, 2025. This allows travelers quicker itineraries to their overall goal to reach popular destinations across the US. Vice Chair Granbery asked if Louisville made the announcement, not BNA. President Kreulen replied MNAA made the announcement, and the Kentucky news found out about it from us.

President Kreulen stated that MNAA will transition Terminal Wi-Fi from Boingo to MNAA-owned and operated Wi-Fi (managed by Boldyn). The changeover starts Wednesday, December 18, 2024, at 11:00 p.m. MNAA's goal is to become the fastest Wi-Fi in the U.S. Over the past few years, we have worked with Boingo to get into the top 10 and we now believe this will take us up to the next level. The Wi-Fi upgrade will be up to 20 times faster and provide a more convenient customer experience.

President Kreulen announced the BNA Passengers for December FY25 are projected to be 1.9M passengers, and fiscal year at 25.3M. BNA will be trending down through the holidays and January will be our low part of the year and will get ready for the spring/summer season. Overall, we are averaging 70K daily passengers.

President Kreulen presented the Committee 30-day Outlook for January which is planned to have 2 items for approval in the Operations Committee and 1 item in the Finance Committee. The Management Committee has none at this time. The Committee 60-Day Outlook for February will have 3 items for approval in the Operations Committee. The Siting Study that we have been presenting for Terminal II will be finalized into an executive document and will be 12 months of study on how Terminal II will move forward. The Finance Committee will have 1 approval and no items for the Management Committee.

President Kreulen concluded the President's update.

## VI. ITEMS FOR APPROVAL

1. Construction Contract Change Order 3 for JWN Terminal building Parking Lot Expansion (Operations)

President Kreulen introduced Puneet VEDI, VP, Airport Capital Development, to brief the Commissioners on the Construction Contract Change Order 3 for JWN Terminal Building Parking Lot Expansion. Mr. VEDI stated that on October 20, 2023, the Board approved a construction contract to Roger's Group, Inc. for \$1.5M for the construction of the terminal building parking lot expansion project at JWN. The proposed change order will add scope to the construction contract for JWN Lot Expansion, including additional resurfacing of 2,900 linear feet of Tune Airport Drive. Mr. VEDI stated this Change Order utilized bid prices from the original bid, and the funds will come from the FY25 Capital Improvement Project ("CIP"). The new total contract including previous change orders will be \$2,092,913.50 NTE. The DBE commitment is 16.39%.

Mr. VEDI recommended the Board of Commissioners authorize the Chair and President and CEO to execute Change Order 3 to the Construction Contract with Roger's Group, Inc. for \$500,000 NTE.

Vice Chair Granbery stated the Operations Committee voted 3 to 0 to recommend approval on December 11, 2024. Chair Sullivan asked for a motion to approve as presented. Vice Chair Granbery made a motion and Commissioner Joslin seconded the motion.

Chair Sullivan asked Ms. Saxman for a roll call:

Chair Sullivan – Yes

Vice Chair Granbery – Yes

Secretary Byrd – Yes

Commissioner Joslin – Yes

Commissioner Stevenson – Yes

Commissioner Glover – Yes

The motion passed with a vote of 6 to 0.

2. On-Call Job Order Contract Task Order for Ground Transportation Center (GTC) Reconfiguration (Operations)

President Kreulen introduced Traci Holton, VP, New Horizon, to brief the Commissioners on the On-Call Job Order Contract for Ground Transportation Center (GTC) Reconfiguration. Ms.

Holton stated this is for the reconfiguration of the GTC, which will allow efficient maneuverability and flow through the GTC for both TNC drop-offs and pick-ups. This will enhance our curbside and minimize the congestion we have been experiencing. This utilizes our Job Order Contract (JOC) and this puts our total of the JOC to \$4.2M of the \$5M.

Ms. Holton requested the Board of Commissioners authorize the Chair and President and CEO to authorize the task order through the JOC with Utopia for the amount of \$1,000,000 NTE.

Vice Chair Granbery stated this is \$4.2M out of the \$5M total approved, and asked if it is anticipated it will carry you through July. Ms. Holton replied that the contract renews in February and MNAA should be in good shape.

Vice Chair Granbery stated the Operations Committee voted 3 to 0 to recommend approval on December 11, 2024. Chair Sullivan asked for a motion to approve as presented. Vice Chair Granbery made a motion and Commissioner Stevenson seconded the motion.

Chair Sullivan asked Ms. Saxman for a roll call:

Chair Sullivan – Yes

Vice Chair Granbery – Yes

Secretary Byrd – Yes

Commissioner Joslin – Yes

Commissioner Stevenson – Yes

Commissioner Glover – Yes

The motion passed with a vote of 6 to 0.

3. Service Contract for Common Use System (Finance)

President Kreulen introduced KC Hampton, AVP, Information Technology, to brief the Commissioners on the Service Contract for Common Use System. Mr. Hampton stated the Service contract is to provide a Common Use System at BNA for ticketing and gate boarding operations for the airlines to include software, hardware, management, and maintenance. Mr. Hampton stated the selected contract vendor is AeroCloud Systems, Ltd. for a 5-year contract with a \$2M total contract value. Mr. Hampton stated the procurement method is a

Carahsoft Cooperative Agreement and the SMWBE goal is race and gender neutral. The funding source is the existing budget through CIP and FY25 O&M.

Mr. Hampton recommended the Board of Commissioners authorize the Chair and President & CEO to execute the proposed contract with AeroCloud Systems Ltd. for \$2,054,350.

Secretary Byrd stated the Finance Committee voted 3 to 0 to recommend approval on December 11, 2024. Chair Sullivan asked for a motion to approve as presented. Secretary Byrd made a motion and Commissioner Glover seconded the motion.

Chair Sullivan asked Ms. Saxman for a roll call:

Chair Sullivan – Yes

Vice Chair Granbery – Yes

Secretary Byrd – Yes

Commissioner Joslin – Yes

Commissioner Stevenson – Yes

Commissioner Glover – Yes

The motion passed with a vote of 6 to 0.

4. 10<sup>th</sup> Amendment to Fraport Lease & Concession Agreement (Finance)

President Kreulen introduced Eric Johnson, SVP, Chief Revenue Officer, to brief the Commissioners on the 10<sup>th</sup> Amendment to Fraport Lease & Concession Agreement. Mr. Johnson stated MNAA has a Lease and Concession Agreement (Agreement) with Fraport, Tennessee, Inc. (Fraport) to develop and operate a terminal-wide concessions program, including food, beverage, services, retail, and vending offerings. The term of the agreement commenced on February 1, 2019, and will expire on January 31, 2029. Fraport has requested modifications to certain operating provisions of the Agreement to ease operating costs for concession tenants. The first change requested is to amend concession pricing to allow prices comparable to street prices plus up to 10% which allows concession tenants to recover higher airport operating costs and aligns BNA with most U.S. airports. Mr. Johnson stated the second change is to amend the concession operating hours to require tenants to remain open until the last scheduled departure from their respective concourse. The current language has a requirement that all tenants remain open until the last actual departure in the entire terminal

which results in higher operating costs and impacts employee retention. As a note, even with this modification, the airport still has the ability to require the Tenants to remain open beyond the last scheduled departure when needed to provide service due to flight delays.

Commissioner Glover asked when it goes into effect. Mr. Johnson replied it will go into effect after all of the documents are signed, maybe beginning of the year. Commissioner Joslin stated this is past due and he is a big fan of Fraport.

Mr. Johnson requested that the Board of Commissioners accept the 10<sup>th</sup> Amendment to the Fraport Agreement and authorize the Chair and President & CEO to execute the Amendment.

Secretary Byrd stated the Finance Committee voted 3 to 0 to recommend approval on December 11, 2024. Chair Sullivan asked for a motion to approve as presented. Secretary Byrd made a motion and Commissioner Glover seconded the motion.

Chair Sullivan asked Ms. Saxman for a roll call:

Chair Sullivan – Yes

Vice Chair Granbery – Yes

Secretary Byrd – Yes

Commissioner Joslin – Yes

Commissioner Stevenson – Yes

Commissioner Glover – Yes

The motion passed with a vote of 6 to 0.

5. 2<sup>nd</sup> Amendment to Paradies Lease & Concession Agreement (Finance)

Mr. Johnson stated MNAA has a Lease and Concession Agreement (Agreement) with Paradies-Lagardere@Nashville, LLC (Paradies) to develop and operate a concessions program in the Satellite Concourse. The term of the agreement commenced on October 19, 2023, and will expire on October 18, 2033. Likewise with the previous action this will allow street prices plus up to 10%. This is the only action required for the Paradies agreement because the Board took previous actions to adjust their hours of operation. Commissioner Glover asked if it will also start the first of the year. Mr. Johnson replied yes.

Mr. Johnson requested the Board of Commissioners accept the 2<sup>nd</sup> Amendment to the Paradies Agreement and authorize the Chair and President & CEO to execute the Amendment.

Secretary Byrd stated the Finance Committee voted 3 to 0 to recommend approval on December 11, 2024. Chair Sullivan asked for a motion to approve as presented. Secretary Byrd made a motion and Commissioner Glover seconded the motion.

Chair Sullivan asked Ms. Saxman for a roll call:

Chair Sullivan – Yes

Vice Chair Granbery – Yes

Secretary Byrd – Yes

Commissioner Joslin – Yes

Commissioner Stevenson – Yes

Commissioner Glover – Yes

The motion passed with a vote of 6 to 0.

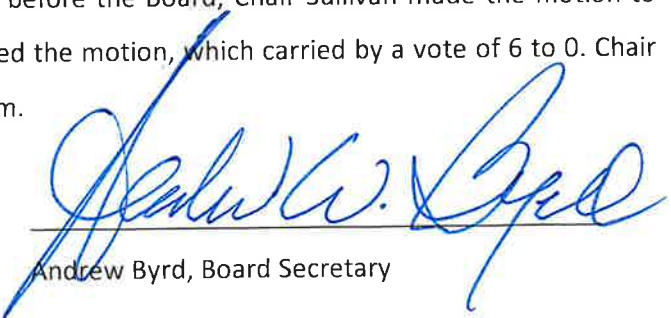
VII. INFORMATION ITEMS

1. None

President Kreulen concluded the presentation.

I. ADJOURN

There being no further business brought before the Board, Chair Sullivan made the motion to adjourn, and Vice Chair Granbery seconded the motion, which carried by a vote of 6 to 0. Chair Sullivan adjourned the meeting at 1:17 p.m.

  
Andrew Byrd, Board Secretary