

REGULAR MEETING OF THE BOARD OF COMMISSIONERS,  
MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY (MSCAA) August  
17, 2017

CALL TO ORDER

RECOGNITION OF VISITORS, OTHERS

APPROVAL OF BOARD MEETING MINUTES *July 20, 2017*

**Resolutions for Approval This Month**

1. Approval of Amendment No. 3 – Inspection and Program Management Services - Parsons Transportation Group, Inc.
2. Approval of Construction Contract– Concourse “A” Restrooms and Apron Level Improvements - A&B Construction Company, Inc.
3. Approval of Construction Contract - CONRAC Maintenance Facility - Chris Woods Construction Company, Inc.
4. Approval of Amendment No. 4 – CONRAC Maintenance Facility Design- The Crump Firm, Inc
5. Approval of Contract - Airport Master Plan - Jacobsen/Daniels Associates, LLC.
6. Approval of Contract – Glycol Management Program/Bridges and Site Construction - Chris-Hill Construction Company, LLC
7. Approval of Contract - Security System with Closed Circuit Television (CCTV) - Schneider Electric, Inc.
8. Approval of MSCAA Line of Credit Signatory Authority

**Division Reports**

TREASURER and PROPERTIES REPORTS

Forrest Artz – Vice President of Finance and Administration/CFO

OPERATIONS REPORT

Terry Blue, Vice President of Operations

INFORMATION ITEMS

NEXT BOARD MEETING – September 28, 2017 (*adjusted date*)

## RESOLUTION

WHEREAS, by Resolution No. 14-4680, adopted on August 21, 2014, the Board of Commissioners ("Board") of the Memphis-Shelby County Airport Authority ("Airport Authority") authorized the execution of a multi-year contract with Parsons Transportation Group, Inc. to provide construction administration, inspection, and program management services in support of the Authority's Capital Improvement Program for the project described as:

**CONSTRUCTION ADMINISTRATION,  
INSPECTION AND PROGRAM MANAGEMENT SERVICES  
PROFESSIONAL ENGINEERING SERVICES  
MSCAA PROJECT NO. 14-1372-00**

WHEREAS, Contract No. 14-1372-00 was executed effective September 1, 2014 ("Contract"); and established a scope of services with commensurate unit billing rates and a not-to-exceed budget for the first contract year of \$3,200,000; and,

WHEREAS, Article 1, Section 1.02, (a) of the Contract, provides for annual adjustment of unit billing rates; requires establishment of an estimated not-to-exceed budget for each successive contract year; and requires incorporation of the written amendment into the contract agreement; and,

WHEREAS, by Resolution No. 15-4722, adopted on August 20, 2015, the Board authorized Contract Amendment No. 1 to establish an estimated not-to-exceed budget for the second contract year of \$3,200,000; and,

WHEREAS, by Resolution No. 16-4755, adopted on August 18, 2016, the Board authorized Contract Amendment No. 2 to establish an estimated not-to-exceed budget for the third contract year of \$3,000,000; and,

WHEREAS, Airport Authority Management now desires to exercise the first of two options-to-renew the Contract for a fourth year; and,

WHEREAS, Airport Authority Management has negotiated billing rates for the fourth year of the Contract and an estimated not-to-exceed budget in the amount of \$4,300,000, which is based on currently active and anticipated projects and will be tracked by specific project and expenditures; and,

WHEREAS, in furtherance of its Disadvantaged Business Enterprise (DBE) Program, the Airport Authority established a DBE goal of 25% for the full term of this contract; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff, by action taken on July 27, 2017, recommends approval of Amendment No. 3 to Contract No. 14-1372-00; and,

WHEREAS, Management recommends approval of Contract Amendment No. 3 effective September 1, 2017;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the President and CEO or his designee is hereby authorized to execute Amendment No. 3 to Contract No. 14-1372-00 with Parsons Transportation Group, Inc., as herein described, effective September 1, 2017, cost to be paid from various funding sources based on related, approved and designated projects or other funding identified by the CFO.

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08-17-17

RESOLUTION

WHEREAS, pursuant to public advertisement, bids were received as follows:

REQUEST FOR BIDS  
CONCOURSE A RESTROOMS AND APRON LEVEL IMPROVEMENTS - CONSTRUCTION  
MSCAA PROJECT NO. 14-1379-18-01  
MEMPHIS INTERNATIONAL AIRPORT  
Received July 31, 2017

BIDDER	BID AMOUNT
A&B Construction Company, Inc.	\$1,561,058.00
F&F Construction Company, Inc.	\$1,679,966.00

*(all firms are local)*

and,

WHEREAS, the scope of the project will include, but not be limited to, construction of apron level operations space and a multi-phase restroom expansion on the A Concourse to facilitate the move of Delta Airlines to the A Concourse to allow for the modernization of the B Concourse; and,

WHEREAS, the bids were evaluated according to established criteria; and,

WHEREAS, A&B Construction Company, Inc. submitted the lowest responsive bid; and,

WHEREAS, bids received were consistent with engineers estimates; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff, by action taken on August 7, 2017, recommends award of a contract for construction services to A&B Construction Company, Inc., for a total fee of \$1,561,058; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff recommends an Initial Contingency Amount (ICA) in the amount of \$234,158.70 (15%) for the project which, in accordance with Policy 701, requires approval of the President and CEO and the Board; and,

WHEREAS, in furtherance of its Disadvantaged Business Enterprise (DBE) Program, the Airport Authority established a DBE goal of 25% for the full term of this contract; and,

WHEREAS, Management recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the President and CEO or his designee is hereby authorized to execute a contract with A&B Construction Company, Inc., as herein described, cost to be paid from Special Reserve and State Grant funds or other funds identified by the CFO.

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08/17/17

RESOLUTION

WHEREAS, pursuant to public advertisement, bids were received as follows:

REQUEST FOR BIDS  
CONRAC MAINTENANCE FACILITY - CONSTRUCTION  
MSCAA PROJECT NO. 14-1381-01  
MEMPHIS INTERNATIONAL AIRPORT  
Received July 6, 2017

BIDDER	BASE BIDS	ALT 1	ALT 2	ALT 3	ALT 4	GRAND TOTAL
Chris Woods Construction Company, Inc.	\$25,180,000.00	\$33,700.00	\$142,000.00	\$142,000.00	\$142,000.00	\$25,639,700.00
RC Construction Company, Inc.* #	\$27,383,717.00	\$74,752.00	\$275,658.00	\$279,007.00	\$253,565.00	\$28,266,699.00
Zellner Construction Services, LLC#	\$25,037,344.00	\$68,000.00	\$233,500.00	\$223,500.00	\$223,500.00	\$25,775,844.00

*\*out of town*

*#non-responsive*

and,

WHEREAS, the scope of this project includes, but is not limited to, the construction of a new consolidated rental car storage and maintenance facility including buildings for administrative and maintenance functions, surface parking lots for storage of RAC vehicles, and all site work, signage, fencing and utilities; and,

WHEREAS, the bids were evaluated according to established criteria; and,

WHEREAS, Chris Woods Construction Company, Inc. was the lowest responsive bidder; and,

WHEREAS, Airport Authority's Capital Program Executive Staff, by action taken on July 27, 2017, recommends award of a contract for construction services to Chris Woods Construction Company, Inc., inclusive of the Base Bid and all four Alternates, for a total fee of \$25,639,700.00; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff recommends an Initial Contingency Amount (ICA) of \$3,845,955 (15%) for the project which, in accordance with Policy 701, requires approval of the President and CEO and the Board; and,

WHEREAS, in furtherance of its Disadvantaged Business Enterprise (DBE) Program, the Airport Authority established a DBE goal of 20% for the full term of this contract; and,

WHEREAS, Management recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of Memphis-Shelby County Airport Authority, that the President and CEO or his designee is hereby authorized to execute a contract with Chris Woods Construction Company, Inc., as herein described, cost to be paid from Customer Facility Charges (PFCs) and the Private Placement Debt Issue or other funds identified by the CFO.

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08/17/17

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications were received from design firms to provide professional architectural and engineering design services to design a consolidated rental car (CONRAC) maintenance facility for the project described as:

**CONRAC MAINTENANCE FACILITY – DESIGN  
PROFESSIONAL ENGINEERING SERVICES  
MSCAA PROJECT NO. 14-1381-00**

and,

WHEREAS, following review of the Statement of Qualifications and subsequent approval by the Board of Commissioners on March 19, 2015, a contract was awarded to The Crump Firm, Inc. in the amount of \$1,875,000.00 (“Contract”); and,

WHEREAS, the Contract was subsequently amended as follows:

Amendment No. 1	\$ 102,250.00
Amendment No. 2	\$ 105,032.00
Amendment No. 3	\$ 174,000.00

and,

WHEREAS, the Contract excluded construction support services; and,  
WHEREAS, due to Federal National Environmental Program Administration (NEPA) requirements, construction of the project has been on hold pending approval; which has recently occurred; and,

WHEREAS, the Airport Authority has negotiated a scope and fee for construction support services with The Crump Firm, Inc., and have estimated the fee at \$450,000.00; and,



WHEREAS, the Airport Authority's Capital Program Executive Staff, by action taken on August 7, 2017, recommends approval of Amendment No. 4 to the Contract in the amount of \$450,000.00; and,

WHEREAS, Management recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the President and CEO or his designee is hereby authorized to execute Amendment No. 4 with The Crump Firm, Inc. to provide construction support services, as herein described, cost to be paid from Rental Car Customer Facility Charges (CFC's) and Private Placement Debt funds or other funds identified by the CFO.

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08-17-17

## RESOLUTION

WHEREAS, by Resolution No. 16-4767, adopted October 20, 2016, the Board of Commissioners ("Board") of the Memphis-Shelby County Airport Authority ("Airport Authority") authorized the negotiation of a contract with Jacobsen/Daniels Associates, LLC to provide Airport Master Plan services for Memphis International, General DeWitt Spain, and Charles W. Baker Airports, described as:

AIRPORT MASTER PLAN  
MSCAA Project No. 16-1403-00

and,

WHEREAS, the scope of services under this project will generally consist of, but not be limited to, preparation of a new sustainable Master Plan for Memphis International Airport to reflect industry changes, update forecast and growth projections, and establish airport priorities while taking into consideration recent and pending improvements to airport facilities and infrastructure with an option to include similar services at General DeWitt Spain and/or Charles W. Baker Airports; and,

WHEREAS, the Airport Authority has negotiated fees for services to be performed by Jacobsen/Daniels Associates, LLC ("Contractor") and desires to execute a contract with Jacobsen/Daniels Associates, LLC; and,

WHEREAS, the new Master Plan will be prepared in accordance with FAA AC No. 150/5070-6B, as revised, and will define the future air cargo and passenger aviation needs of the airport and the best alternatives for implementation; and,

WHEREAS, the project will be a two-part phased contract: the first phase will require the Contractor to define the goals and objectives of the Master Plan, gather data, engage stakeholders, and prepare forecasts necessary to define facility requirements for the study period; and, the second phase will require the Contractor to develop and evaluate all of the alternatives available to meet the projected requirements, and prepare an implementation plan and associated financial feasibility analysis; and,

WHEREAS, the Master Plan will also include tasks for: a Public Involvement Program; coordination with other teams preparing designs and assessments of airport facilities; Terminal Master Plan; Airside Master Plan; benefit cost analysis; Stormwater Management Master Plan; Master Plan Report, and Airport Layout Plans; and,

WHEREAS, other professional aviation and related planning services may be included in the contract under separate task orders; and,

WHEREAS, in furtherance of its Disadvantaged Business Enterprise (DBE) Program, the Airport Authority established a DBE goal of 27% for the full term of this contract; and,

WHEREAS, the following fees have been negotiated for the professional services:

<b>TOTAL Not to Exceed Contract Amount</b>	<b>\$ 4,681,725</b>
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WHEREAS, the Airport Authority's Capital Program Executive Staff, by action taken on August 7, 2017, recommends approval of the negotiated fees for services to be performed by the Contractor; and,

WHEREAS, additionally, in order to maximize utilization of available federal grant funds, the Airport Authority's Capital Program Executive Staff recommends an Initial Contingency Amount (ICA) in the amount of \$1,318,275 (28%) for the project which, in accordance with Policy 701, requires approval of the President and CEO and the Board; and,

WHEREAS, Management recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the President and CEO or his designee, is hereby authorized to execute a contract with Jacobsen/Daniels Associates, LLC as herein described, cost to be paid from Special Reserve and Federal Grant funds or other funds identified by the CFO.

RESOLUTION

WHEREAS, pursuant to public advertisement, bids were received as follows:

REQUEST FOR BIDS  
GLYCOL MANAGEMENT PROGRAM – BRIDGES AND SITE CONSTRUCTION  
MSCAA PROJECT NO. 08-1260-02  
MEMPHIS INTERNATIONAL AIRPORT  
Received July 27, 2017

BIDDER	Schedule 1	Schedule 2
Century Construction & Realty, Inc. #*	\$29,808,413.33	\$28,251,397.62
Chris-Hill Construction Co, LLC	\$22,788,092.75	\$21,633,318.38
Dement Construction Co, LLC *	\$27,097,653.71	\$25,668,252.33
Eutaw Construction Co, Inc. *	\$25,460,779.64	\$24,588,649.64
Kiewit Infrastructure South Co*	\$29,444,398.60	\$28,265,863.50

*\*out of town*

*#non responsive*

and,

WHEREAS, the project includes, but is not limited to, the construction of two aircraft taxiway bridges, a vehicular bridge, retaining walls, utility relocation, storm water drainage and pumping station, and all site work to span Louis Carruthers Drive off of Shelby Drive on the south side of Memphis International Airport (Airport); and,

WHEREAS, the bids were evaluated according to established criteria; and,

WHEREAS, Chris-Hill Construction Company, LLC, submitted the lowest responsive bid; and,

WHEREAS, bids received were consistent with engineers estimates; and,

WHEREAS, the project is in support of the future construction of the Glycol Management Program - Consolidated De-icing Facility Construction and the crossing of aircraft to / from the east airfield to the west airfield on the south side of the Airport; and,

WHEREAS, Schedule 1 bids above includes the vehicular bridge and Schedule 2 bids above excludes the vehicular bridge; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff, by action taken on August 7, 2017, recommends award of a contract for Schedule 1 construction services to Chris-Hill Construction Company, LLC, for a total fee of \$22,788,092.75; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff recommends an Initial Contingency Amount (ICA) in the amount of \$3,418,213.92 (15%) for the project which, in accordance with Policy 701, requires approval of the President and CEO and the Board; and,

WHEREAS, in furtherance of its Disadvantaged Business Enterprise (DBE) Program, the Airport Authority established a DBE goal of 29% for the full term of this contract; and,

WHEREAS, Management recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the President and CEO or his designee is hereby authorized to execute a contract with Chris-Hill Construction Company, LLC, as herein described, cost to be paid from 2016A Bonds and Federal Grant funds or other funding identified by the CFO.

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08/17/17

## RESOLUTION

WHEREAS, in accordance with state law requirements, the Memphis-Shelby County Airport Authority ("Airport Authority" or "MSCAA") is authorized by the public purchasing provisions of state law to participate in the cooperative purchasing of supplies and/or services; and,

WHEREAS, the Airport Authority approved purchases pursuant to the Master Intergovernmental Cooperative Purchasing Agreement ("Agreement") with the National Intergovernmental Purchasing Alliance Company ("IPA"); and,

WHEREAS, IPA acquired The Cooperative Purchasing Network ("TCPN") in 2015; and,

WHEREAS, in early 2013, the Airport Authority opened the Consolidate Rental Car Facility located on the first two floors of the Ground Transportation Center which included a customer service building, ready and return car operations, and a quick turn-around wash and fueling facility in support of rental car operators at Memphis International Airport (Airport); and,

WHEREAS, at the request of rental car operators operating at the Airport, the Airport Authority investigated security systems, compatible with existing systems, that could enhance security and benefit operators at the airport; and,

WHEREAS, pursuant to the Agreement, the Airport Authority desires to purchase a security system consisting of a closed-circuit television ("CCTV") infrastructure that includes License Plate Recognition (LPR) capabilities for the rental car quick turnaround area located in the Ground Transportation Center; and,

WHEREAS, an agreement will be entered into under the National IPA # R170504 with Schneider Electric, Inc. ("Schneider"); and,

WHEREAS, the contract will include hardware, software, cabling, installation, and warranty for two years for a total cost of one hundred seventy-eight thousand, four hundred ninety-three (\$178,493.00) dollars; and,

WHEREAS, Airport Management recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the President and CEO or his designee is hereby authorized to execute a contract with Schneider as herein described, cost to be paid from MSCAA Customer Facilities Charge (CFCs) Capital Funds or other funding as identified by the CFO.

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RESOLUTION

WHEREAS, from time to time and for various purposes, the Memphis-Shelby County Airport Authority ("Authority") must apply for and enter into loans and financing facilities with one or more lending institutions to fund various construction, operational, and other financial needs of the Authority; and

WHEREAS, a line of credit is by its nature a short-term funding option that may be used on any number of projects as appropriate and has proven to be financially advantageous to the Authority; and

WHEREAS, it is in the Authority's best interest to continue to enter into various financing facilities and to have the ability to do so under a continuing authorizing resolution;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the President and CEO of the Authority may from time to time enter into and extend financing facilities with one or more lending institutions in various amounts deemed appropriate to fund construction, operations, and other financial needs as they may arise;

BE IT FURTHER RESOLVED, that all such financing facility instruments and documents must be executed by and on behalf of the Authority by the signatures of two (2) officers of the Authority from the table below with one of the authorized officers being from the designated Category A Officer and the second officer being from a designated Category B Officer:

<b>CATEGORY</b>	<b>NAME</b>	<b>OFFICE</b>
<b>A</b>	Scott A. Brockman, AAE	President and CEO
<b>B</b>	Forrest B. Artz, CPA	Treasurer
<b>B</b>	Jeffrey W. Hanley	Assistant Treasurer

BE IT FURTHER RESOLVED, that, subject to the review and approval of the Authority's General Counsel, upon execution by the Category A Officer and one of the Category B Officers, each of the financing facility instruments and documents shall be the valid and binding obligation of the Authority in accordance with the terms and conditions of such instruments and documents.

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