

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY
COUNTY AIRPORT AUTHORITY (MSCAA) August 16, 2018

CALL TO ORDER

APPROVAL OF BOARD MEETING MINUTES *July 26, 2018*

RECOGNITION OF VISITORS, OTHERS

Resolutions for Approval This Month

1. Approval of Construction Contract- Concourse Modernization – Flintco, LLC
2. Approval of Amendment No. 4– Construction Administration, Inspection and Program Mgmt.-
Parsons Transportation Group, Inc.
3. Approval of Contract- Concourse Modernization- Passenger Boarding Bridge – AERO
BridgeWorks, Inc.

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 13, 2018 (*adjusted date*)

RESOLUTION

WHEREAS, pursuant to public advertisement, cost proposals were received on June 29, 2018 by the Memphis-Shelby County Airport Authority (“Authority”) for the project described as:

**CONCOURSE MODERNIZATION – CONSTRUCTION
MSCAA PROJECT NO. 13-1370-02**

WHEREAS, with the concurrence of the Authority Board and its Planning and Development Committee, a two-step approach was utilized for this project with the first step including a solicitation for qualifications and a prequalification process; and,

WHEREAS, after evaluation of the submittals received by the staff Selection Committee, four contractors were prequalified, which included Archer Western Construction, Caddell/FS 360 Joint Venture, Flintco, LLC, and Yates & Sons Construction; and,

WHEREAS, cost proposals were received from all four prequalified contractors and were evaluated based upon each proposer’s price, local participation, DBE participation, schedule, and quality of work by a Selection Committee of Memphis-Shelby County Authority (MSCAA) staff; and,

WHEREAS, base bid (without Alternates) cost proposals were received as follows (listed in order from low to high):

Flintco LLC	\$ 110,690,000
Yates & Sons Construction	\$ 113,979,000
Caddell/FS 360 Joint Venture	\$ 115,907,000
Archer Western Construction	\$ 145,899,000

WHEREAS, the Flintco, LCC (Flintco) proposal was unanimously recommended by the Selection Committee; and,

WHEREAS, scope of services includes renovation and expansion of the spine and the east leg of the Concourse B encompassing the concourse, apron, and tunnel levels of a large portion of the building. Work efforts include, but are not necessarily limited to: demolition of existing concrete apron and second level of the building, relocation of existing underground utilities, new concourse level floor plate with larger gate-hold rooms, a wider circulation corridor (moving walkways were included as Alternates 1, 2, & 3), restrooms, concessions shell space, elevators, and other areas as required; reconfigured and new apron level space with IT rooms, mechanical, plumbing, electrical and fire protection rooms, storage space, shell space for future development, and seismic bracing; and a reconfigured utility tunnel for mechanical, plumbing, electrical, and IT system routing. Building systems include, but are not necessarily limited to: aluminum and glass curtain wall, metal panels, cold and hot formed steel framing, concrete foundations, membrane roofing, building insulation, masonry, interior finishes and materials, IT systems, mechanical units, ductwork and other HVAC equipment, electrical devices and pathways, IT equipment and pathways, wet and chemical fire protection piping and devices, plumbing fixtures and piping, among other things; and,

WHEREAS, the bid cost proposal from Flintco, is as follows:

Base Proposal **\$110,690,000.00; and,**

WHEREAS, Alternates #1, #2, #3, #4, #5, #6, #9 and #10 are as follows:

Alternate #1 ("Moving Walkway – Stem 1") DBE = 0%	\$ 2,920,500.00
Alternate #2 ("Moving Walkway – Stem 2") DBE = 0%	\$ 3,200,000.00

Alternate #3 ("Moving Walkway – SE LEG") DBE = 0%	\$	3,011,500.00
Alternate #4 ("Glycol Removal") DBE = 17.21%	\$	60,530.00
Alternate #5 ("Rotunda Skylight") DBE = 26%	\$	42,000.00
Alternate #6 ("Reroof Rotunda") DBE = 26%	\$	816,000.00
Alternate #9 ("Grease Interceptor) DBE = 26%	\$	27,000.00
Alternate #10 ("Dynamic Glazing) DBE = 6%	\$	1,815,000.00
TOTAL CONTRACT AMOUNT		\$122,582,530.00

and,

WHEREAS, Whereas Alternates #7 (Window Roller Shades) and #8 (Lower Quality Toilet Partition Credit) were not recommended by the Selection Committee; and,

WHEREAS, Airport Management's Capital Program Executive Staff, by action taken August 8, 2018, recommends approval of contract with Flintco, LLC; and,

WHEREAS, the Authority's Planning and Development Committee reviewed the process and the bids and accepted staff's recommendation for presentation to the Board; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff recommends an Initial Contingency Amount (ICA) in the amount of \$10,461,298.60 (8.53%) for the project, which is in accordance with Policy 701 and 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 26% for the base proposal for the full term of this contract; and,

WHEREAS, Flintco, LLC, a non-local prime contractor, is using certified DBE subcontractors totaling 27% of the base proposal, which totals \$28,607,409.40 (or

\$29,357,655 including the alternates) with thirteen (13) of the total seventeen (17) DBE subcontractors being local firms comprising a local DBE spend of \$27,015,612.40 on this Contract; 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 Flintco, LLC, as herein described, and hereby approves the ICA, cost to be paid from Capital Funds, Bond Funds, PFCs, State Grant funds, and any other funds as identified by the CFO.

08-16-18

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 (three year base term with two one-year options) 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, by Resolution No. 17-4799 adopted on August 17, 2017, the Board authorized Contract Amendment No. 3 to establish an estimated not-to-exceed budget for the first of two options-to-renew and fourth contract year of \$4,300,000; and,

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

WHEREAS, Airport Authority Management has negotiated billing rates for Contract Amendment No. 4, the fifth year of the Contract and an estimated not-to-exceed budget in the amount of \$7,100,000, which is based on currently active and anticipated projects and will be tracked by specific project and expenditure; and,

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

WHEREAS, the Airport Authority's Capital Program Executive Staff, by action taken on August 6, 2018, recommends approval of Amendment No. 4 to Contract No. 14-1372-00; and,

WHEREAS, Airport Management recommends approval of Contract Amendment No. 4, effective September 1, 2018;

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 to Contract No. 14-1372-00 with Parsons Transportation Group, Inc., as herein described, effective September 1, 2018, cost to be paid from various funding sources based on related, approved and designated projects or other funding as identified by the CFO.

RESOLUTION

WHEREAS, pursuant to public advertisement, bids were received by the Memphis-Shelby County Airport Authority ("Airport Authority") as follows:

REQUEST FOR BIDS
CONCOURSE MODERNIZATION – PASSENGER BOARDING BRIDGES
MSCAA PROJECT NO. 14-1374-03/04
MEMPHIS INTERNATIONAL AIRPORT
Received June 26, 2018

BIDDER	Base Bid	Alt. #1A	Alt #1B	Alt #2A	Alt #2B
AERO BridgeWorks, Inc.#	\$19,730,972.00	\$3,541,318.00	\$1,989,482.00	\$6,539,157.00	\$5,729,909.00
Grinder Taber & Grinder, Inc.*^	\$26,137,505.00	\$3,015,880.00	\$2,017,901.00	\$6,975,542.00	\$4,863,375.00

**local*

#out of town

^non-responsive

and,

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

WHEREAS, AERO Bridgeworks, Inc. was the lowest responsive bidder; and,

WHEREAS, the project as bid consists of placing up to 25 passenger boarding bridges (PBBs) into a final configuration on the modernized Concourse B building; and,

WHEREAS, the base bid consists of three (3) phases of work and includes: one (1) PBB to be refurbished in place, nine (9) previously refurbished PBBs to be relocated from Concourse A, five (5) PBBs to be refurbished and relocated from Concourse C and ten (10) PBBs to be relocated from Concourse B and a storage yard and refurbished and held for installation on the modernized Concourse B building. The refurbishment includes, but is not limited to, interior and exterior improvements to the PBBs, procurement and installation of pedestrian tunnels, removal and re-striping of all gates, new potable water cabinets, installation of new Pre-conditioned Air (PCA) and Ground Power Units (GPUs), and installation of new fuel lines and fuel pits; and,

WHEREAS, both Alternate 1 (which includes #1A and #1B) and Alternate 2 (which includes #2A and #2B) include installation of pedestrian tunnels, removal and re-striping of all gates, new potable water cabinets, installation of new Pre-conditioned Air (PCA) and Ground Power Units (GPUs), and installation of new fuel lines and fuel pits; and,

WHEREAS, Alternate #1A consists of "Cab-Off" full restoration of fifteen (15) passenger boarding bridges. This effort includes replacing the cab of the bridge, along with installing new drive motors, electrical cables & switches, thresholds & seals, and other components as required with Alternate #1A bid cost to be added to the base bid amount; and,

WHEREAS, Alternate #1B consists of "Cab-Off" restoration of nine (9) passenger boarding bridges. This effort includes replacing the cab of the bridge, along with installing new drive motors, electrical cables & switches, thresholds & seals, and other components as required with Alternate #1B bid cost to be added to the base bid amount; and,

WHEREAS, Alternate #2A consists of procurement of up to sixteen (16) new passenger boarding bridges to be purchased from one of two pre-approved U.S. PBB manufacturers, JBT-AeroTech or ThyssenKrupp. If Alternate #2A is selected, the scope of work includes deletion of all refurbishment efforts associated with the sixteen (16) existing passenger boarding bridges, however, Alternate #2A bid costs are to be added to the base bid amount; and,

WHEREAS, Alternate #2B consists of procurement of nine (9) new passenger boarding bridges to be purchased from one of two U.S. PBB manufacturers, JBT-AeroTech or ThyssenKrupp. If Alternate #2B is selected, the scope of work includes deletion of all refurbishment efforts associated with the nine (9) existing passenger boarding bridges however, Alternate #2B bid costs are to be added to the base bid amount; and,

WHEREAS, The Airport Authority's Capital Program Executive Staff recommends acceptance of the base bid and Alternate(s) 2A and 2B in the not to exceed amount of \$32,000,038.00; and,

WHEREAS, the Authority's Planning and Development Committee reviewed the process and the bids and accepted staff's recommendation for presentation to the Board; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff recommends an Initial Contingency Amount (ICA) in the amount of \$2,630,002.85 (8.22%) 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 base bid DBE goal of 14% for the full term of this contract; and,

WHEREAS, AERO BridgeWorks, Inc., a non-local prime contractor, is using one local, certified DBE subcontractor totaling 0.35% of the base bid, which will total \$70,000 on this contract and three non-local DBE subcontractors totaling 15.3% which will total \$3,016,000; and,

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 AERO BridgeWorks, Inc., as herein described, and hereby approves the ICA, cost to be paid from Capital Funds, Federal Grant Funds, and State Grant funds.

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08/16/18