

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY (MSCAA) January 21, 2021

CALL TO ORDER

***Board Meeting provided via ZOOM Webcast to Airport Authority Staff and the Public.***

APPROVAL OF BOARD MEETING MINUTES: ***December 17, 2020***

**Resolutions for Approval This Month**

Approval of Agreement - Reconstruction of Taxiway Sierra Property – Federal Express Corporation

Approval of Agreement – Computer Hardware and Software Suite/Five (5) Year Enterprise Agreement – Authorized Reseller

Approval to Negotiate and Execute Contract Amendment- Shared Use/Common Use Passenger Processing System for the Newly Modernized Concourse- Amadeus Airport IT Americas, Inc

Approval of Task Order - Expansion of existing Geographic Information System Capabilities by Implementing an enterprise GIS (“eGIS”) - AECOM Technical Services, Inc

**Division Reports**

TREASURER and PROPERTIES REPORTS

Forrest Artz, Vice President of Finance and Administration/CFO

- Balloon Indebtedness Presentation

OPERATIONS REPORT

Terry Blue, Vice President of Operations

MSCAA YEAR END REVIEW

Scott A. Brockman, President and CEO

INFORMATION ITEMS

NEXT BOARD MEETING – ***February 18, 2021***

## RESOLUTION

WHEREAS, the Memphis-Shelby County Airport Authority (“Authority”) owns and operates certain real property located at 2491 Winchester Road Memphis, TN (“Airport”); and,

WHEREAS, the Authority has the right to set the terms upon which others occupy, utilize, or otherwise benefit from the Airport property and facilities located thereon; and,

WHEREAS, the Authority has determined that a portion of Taxiway Sierra north of Taxiway Victor requires reconstruction; and,

WHEREAS, Federal Express Corporation (“FedEx”) and the Authority have previously executed a Composite Lease Agreement which encompasses FedEx leasing approximately two-thirds of Taxiway Sierra; and,

WHEREAS, the Authority and Federal Express Corporation (“FedEx”) desire to execute an Agreement authorizing the reconstruction of certain property leased by FedEx and certain non-leased areas of Taxiway Sierra (“Project Area”) owned by the Authority; and,

WHEREAS, subject to the Authority’s Development Department approval of design and construction costs, the parties have agreed that FedEx will complete certain improvements to the Project Area; and,

WHEREAS, under the agreement, the Authority will reimburse FedEx for the approved non-leased portion of the Project Area reconstruction costs in an amount not to exceed two million dollars (\$2,000,000) upon the completion and acceptance of the Project Area improvements; and,

WHEREAS, FedEx has indicated that this project is integral to their overall cargo hub redevelopment plan and is time sensitive; and,

WHEREAS, Airport Authority 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 is hereby authorized to enter into an Agreement with FedEx as referenced herein with reimbursement costs to be paid from the Airport Authority's Capital Project funds or any other funds as identified by the CFO.

# \_\_\_\_\_  
01-21-21

## RESOLUTION

WHEREAS, the Memphis-Shelby County Airport Authority (“Airport Authority”) is authorized by the public purchasing provisions of state law to participate in the cooperative purchasing of supplies and/or services as an exception to its bidding requirements as set forth in Policy 801(7)(a) of the Airport Authority’s Policy Manual; and,

WHEREAS, the National Association of State Procurement Officials (“NASPO”) has awarded ValuePoint contract #MNWNC-105 (“the Contract”) for computer hardware and software to a Manufacturer and through an eligible vendor (“Authorized Reseller”); and,

WHEREAS, the State of Tennessee has executed a participating addendum to the Contract, thereby allowing cooperative purchases by eligible governmental entities under the Contract; and,

WHEREAS, by Resolution #18-4834, adopted May 17, 2018, the Airport Authority’s Board of Commissioners approved a State-enabled exception to the Tennessee Open Records Act, which authorizes the Airport Authority to maintain the confidentiality of its vendors who provide goods and services used to protect certain electronic, communication, and data storage systems; and

WHEREAS, in order to utilize the Contract, the Airport Authority executed an agreement in February 2020 with the state of Tennessee that acknowledges the applicable confidentiality exception to the Tennessee Open Records Act, thereby obligating the Airport Authority to maintain the confidentiality of the Authorized Reseller and the Manufacturer; and,

WHEREAS, for the acquisition, the Airport Authority uses a software suite(s) from the Manufacturer for purposes of e-mail security; prevention, detection, threat hunting

and response capabilities; secure web gateway; and secure virtual private network access; and,

WHEREAS, the Authorized Reseller proposes a five-year enterprise agreement (“EA”) with an estimated annual cost of \$26,509.01, based on the suites selected and the number of users purchased; and,

WHEREAS, the final price and total cost could fluctuate based on above; and,

WHEREAS, the Authorized Reseller requires the EA to be executed with the Manufacturer of the systems and to be purchased from the Authorized Reseller; and,

WHEREAS, this EA with this Manufacturer will provide the Airport Authority with multiple software security systems and provide access to advantageous pricing for additional systems that could be considered in the future; and,

WHEREAS, Airport Authority 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 the five-year Enterprise Agreement with the Manufacturer, as herein described; and,

NOW, THEREFORE, BE IT FURTHER 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 award the purchase to the Authorized Reseller, as herein described, cost to be paid from the Airport Authority’s Operating Funds or a funding source as identified by the CFO.

# \_\_\_\_\_  
01-21-21

## RESOLUTION

WHEREAS, by Resolution #19-4884, dated May 16, 2019, the Board of Commissioners of the Memphis-Shelby County Airport Authority (“Airport Authority”) approved award of a contract to Amadeus Airport IT Americas, Inc. (“Amadeus”), for the Shared Use/Common Use Passenger Processing System (“SU/CUPPS”); and,

WHEREAS, pursuant to Contract Number 19-0121 (“Contract”), the Airport Authority entered into contract with Amadeus on July 1, 2019, for the SU/CUPPS; and,

WHEREAS, the Airport Authority intends to expand the SU/CUPPS into the newly modernized Concourse which is currently under construction; and,

WHEREAS, the scope of services includes moving existing hardware and systems from existing airport gates to the new gates, and it includes the purchase and installation of new hardware and systems at the new gates; and,

WHEREAS, the systems are currently operational at ten gates, and the scope of services includes relocation of systems at the ten gates to the newly modernized Concourse, as well as the purchase and installation of systems for thirteen new gates in the newly modernized Concourse, which will result in a total of twenty-three gates upon the completion of the project; and,

WHEREAS, Amadeus has prepared a budgetary estimate of \$175,188.00 for all necessary hardware, software, and professional services to complete the project; and,

WHEREAS, in the furtherance of its Disadvantage Business Enterprise (DBE) Program, the Airport Authority established a DBE goal of 3% for the full term of this Contract; and,

WHEREAS, Airport Authority 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 negotiate a final scope and fee and to execute a Contract amendment with Amadeus Airport IT Americas, Inc., in accordance with this Resolution, with cost to be paid from the Airport Authority's annual operating funds or any other funds as identified by the CFO.

# \_\_\_\_\_  
01-21-21

## RESOLUTION

WHEREAS, by Resolution #18-4867, dated December 13, 2018, the Board of Commissioners of the Memphis-Shelby County Airport Authority (“Airport Authority”) approved award of a contract to AECOM Technical Services, Inc. (“AECOM”), for the Airport Enterprise System; and,

WHEREAS, pursuant to Contract Number 19-0114 (“Contract”), the Airport Authority entered into a contract with AECOM on May 29, 2018, for the Airport Enterprise System; and,

WHEREAS, AECOM’s scope of services consists of the evaluation, identification, implementation, and procurement of GIS-Centric applications best suited for Memphis International Airport, including but not limited to GIS-centric Computerized Maintenance Management Software, asset management, operations management, Police Computer Aided Dispatch, safety management, properties/revenue/lease management and other related applications or systems; and,

WHEREAS, the Contract allows for negotiation of individual Task Orders; and,

WHEREAS, the Airport Authority intends to expand on existing Geographic Information System (“GIS”) capabilities by implementing an enterprise GIS (“eGIS”); and,

WHEREAS, pursuant to the Contract, AECOM has proposed a Task Order fee of \$301,440.00 to accomplish the tasks below to support implementation of an eGIS:

1. Define User Requirements
2. System Architecture & Software Procurement Support
3. Refine Geospatial Data Registry
4. Conduct GIS Data Gap Analysis & Develop Roadmap
5. Develop GIS Data Model & GIS Data Development

and,

WHEREAS, in the furtherance of its Disadvantage Business Enterprise (DBE) Program, the Airport Authority established a DBE goal of 15% for the full term of this Contract; and,

WHEREAS, AECOM has partnered with two local certified DBE companies in meeting this goal; and,

WHEREAS, Airport Authority 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 award a Task Order with AECOM Technical Services, Inc., in accordance with this Resolution, with cost to be paid from the Airport Authority's annual operating funds or any other funds as identified by the CFO.

# \_\_\_\_\_  
01-21-21