

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY (MSCAA) January 20, 2022

CALL TO ORDER

The Board Meeting is conducted in person to the Board of Commissioners and Airport Authority Executive Staff and via ZOOM Webcast to the Public.

APPROVAL OF BOARD MEETING MINUTES: ***December 16, 2021***

Resolutions for Approval This Month

Approval to Purchase – (1) John Deere 5125R Utility Tractor from Deere & Company

Approval of Construction for Operation Spaces for Airline and Tenants on the B-Concourse

Division Reports

TREASURER and PROPERTIES REPORTS

Forrest Artz, Vice President of Finance and Administration/CFO

OPERATIONS REPORT

Terry Blue, Vice President of Operations

YEAR END REVIEW

Scott Brockman, President and CEO

RECESS – 15 MINUTES

MASTER PLAN PRESENTATION

Approval of Authorization to Direct Jacobsen/Daniels Associates, LLC to Make Document Submissions as Required Under the Master Plan to the FAA Airport's District Office and to Begin the Public Hearing Process

Approval for the Development of a Funding Plan and Submission to the FAA for Available Infrastructure Funds via the Bipartisan Infrastructure Law (BIL)

INFORMATION ITEMS

NEXT BOARD MEETING – ***February 17, 2022***

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 and, as an exception to the bidding requirements, such authority is set forth in Policy 801(7)(a) of the Airport Authority’s Policy Manual; and,

WHEREAS, the Airport Authority desires to purchase a large tractor; and,

WHEREAS, the large tractor is a replacement unit for one that is approaching the end of its useful life: and,

WHEREAS, Deere & Company, pursuant to Sourcewell contract #110719-JDC, has proposed to furnish one John Deere 5125R Utility Tractor at a price of \$111,972.82, which includes a discount of 22% off of the manufacturer’s suggested retail price; and,

WHEREAS, the large tractor was detailed in the Capital Outlay program contained within the approved FY 2022 Budget; 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 purchase one utility tractor from Deere & Company, as herein described, cost to be paid from the Airport Authority’s Operating Funds or a funding source identified by the CFO.

01-20-22

RESOLUTION

CONCOURSE MODERNIZATION AIRLINE OPERATIONS SPACE RENOVATIONS - CONSTRUCTION MSCAA PROJECT NO. 18-1418-01

WHEREAS, on November 19, 2020, in support of the Concourse Modernization program, the Memphis-Shelby County Airport Authority (MSCAA) Board of Commissioners passed Resolution No. 20-4959, and awarded A&B Construction Company, Inc., a contract for the construction and build-out of interior space on the apron level of the Modernized Concourse for airline support operations, including tenant office and storage spaces in the total amount of \$2,905,380.00 to A&B Construction Company, Inc. for Airlines Operations Space Renovations, and an Initial Contingency Amount (ICA) in the amount of \$290,538.00 (10%) for the project; and,

WHEREAS, by Resolution No. 21-4981, adopted May 20, 2021, the MSCAA Board of Commissioners approved a scope change to the Airlines Operations Space Renovations contract and approved an increase to the overall base project scope by \$819,264.30 and an increase to the Initial Contingency Amount (ICA) by an additional \$122,889.65; and,

WHEREAS, the May 20, 2021 scope change included, among other things, additional airline and tenant operations space; installation of a satellite-based entertainment system and hold room televisions; and, the installation of additional fiber optic cable in support of concourse and concession operations; and,

WHEREAS, due to the decision to install back-to-back television monitors in hold rooms (in lieu of single sided) and challenges with supply chain and inflationary pressures, the costs included in the May 20, 2021 scope change were underestimated; and,

WHEREAS, all funds previously authorized, including contingency funds, have

been expended; and,

WHEREAS, based on an overall review of the concourse project, management has determined that it is in the best interest of the Authority to again increase the scope of the original Airlines Operations Space Renovations contract, to include, but is not limited to, tenant requested modifications to operations level and boarding level spaces; address unforeseen existing conditions to the operations level spaces; minimize schedule impacts due to the increased costs for last minute material substitutions associated with supply change impacts; make improvements on the boarding level, including installation of restroom cubical occupancy indicator lights; and address the increased costs associated with the relocation of trash compactors from the rotunda area with the addition of a trash chute to improve operations; and,

WHEREAS, the aforementioned additional scope is anticipated to increase the overall construction cost by an estimated amount of \$875,000 and to increase the respective Initial Contingency Amount (ICA) by an additional \$131,250, however, these costs remain within the budgeted amount for the overall Concourse Modernization Project of which this project is an element thereof; and,

WHEREAS, management has reviewed all active contracts related to the Concourse Modernization and has determined that the contract with A & B Construction is appropriate to expand the scope of the airline support operations, and it best meets the needs of the Authority; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff met and recommended approval of this second scope change to the Airlines Operations Space Renovations contract, which, in accordance with Airport Authority 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 26% for the full term of this contract; and,

WHEREAS, A&B Construction Company, Inc. is a local DBE prime contractor; and,

WHEREAS, Airport Authority Management recommends the approval of the award of this additional project scope to A&B Construction Company, Inc. and includes the adjustment to the ICA;

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 increase the overall base contract for the airline support operations project scope by an amount not to exceed \$875,000 and to increase the Initial Contingency Amount (ICA) by an additional \$131,250.00, as herein described, costs to be paid from Authority Capital Funds, Bond Funds, PFCs, State Grant Funds, or any other Funds that may be identified by the CFO.

1-20-22

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 generally consists of, but is not 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 development priorities while taking into consideration recent and pending improvements to airport facilities and infrastructure with an option to include similar services for General DeWitt Spain and/or Charles W. Baker Airports; and,

WHEREAS, Airport Master Plans forecast growth and future development needs over various planning activity levels (PALs) nominally spanning a total of twenty (20) years; and,

WHEREAS, the Airport Authority contracted with Jacobsen/Daniels Associates, LLC (“Contractor”) to prepare the new Master Plan in accordance with FAA Advisory Circular No. 150/5070-6B – *Airport Master Plans*, as revised, that will define future air cargo and passenger aviation needs of the airport and the best alternatives for implementation; and,

WHEREAS, the project is a two-part phased contract wherein the first phase required 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 required the Contractor to develop and evaluate alternatives available to meet the projected requirements, and prepare an implementation plan and associated plan of finance; and,

WHEREAS, the Contractor has completed the first phase of the Master Plan as well as elements included within the second phase including developed alternatives and an implementation plan; and,

WHEREAS, the Contractor is now ready to make submission to the FAA as well as present the findings of the Master Plan to the public while the plan of finance analysis continues; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff recommends approval of the Master Plan so that the Contractor can proceed with submission of required elements to the FAA Airport District Office as well as begin the public meeting process; 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 direct Jacobsen/Daniels Associates, LLC, as herein described, to make submission of the documents required under the Master Plan to the FAA Airport's District Office and to begin the public hearing process.

01-20-22

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WHEREAS, the scope of services under this project generally consists of, but is not 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 development priorities while taking into consideration recent and pending improvements to airport facilities and infrastructure with an option to include similar services for General DeWitt Spain and/or Charles W. Baker Airports; and,

WHEREAS, the Airport Authority contracted with Jacobsen/Daniels Associates, LLC (“Contractor”) to prepare the new Master Plan in accordance with FAA Advisory Circular No. 150/5070-6B – *Airport Master Plans*, as revised, that will define future air cargo and passenger aviation needs of the airport and the best alternatives for implementation; and,

WHEREAS, by Resolution No. _____, adopted January 20, 2022, the Board of Commissioners (“Board”) of the Memphis-Shelby County Airport Authority (“Airport Authority”) accepted the Master Plan and authorized the submission of the documents prepared by Jacobsen/Daniels Associates, LLC to the FAA Airport’s District Office and to begin public presentations; and,

WHEREAS, the Master Plan, as accepted by the Memphis-Shelby County Airport Authority Board, identified a prioritized conceptual development plan for the Memphis International Airport terminal core including, but not limited to, seismically enhancing the

structures in accordance with modern seismic building codes; extending the façade of the terminal building to the north to improve terminal site lines and increase natural light in both the ticket and baggage lobbies; relocating and expanding the vertical circulation cores; installing a Checked Baggage Inspection System (CBIS); expanding passenger screening and associated queue areas, relocating employee screening; relocating ticket counter and baggage makeup areas; adding additional baggage claim carrousel; and modernizing the various mechanical, electrical, plumbing, and life safety systems in the building; and,

WHEREAS, the Federal Government recently approved the Infrastructure Investment and Jobs Act (“Bipartisan Infrastructure Law (BIL)”) which includes \$25 Billion in infrastructure funding for airports of which \$5 Billion is available for airport terminal development projects that address the aging infrastructure of the nation’s airports; and,

WHEREAS, grant allocations under the \$5 Billion BIL program will be awarded based on a competitive program with funds allocated over the next five years in accordance with FAA guidelines with said guidelines showing preference to projects that achieve a complete development objective and meet pre-established guidelines, which the proposed Master Plan for Memphis International Airport achieves; and,

WHEREAS, time is of the essence in submitting a grant application to compete for funds under the \$5 billion BIL program; and,

WHEREAS, being awarded a grant under the competitive BIL program for airport terminal development projects would make seismically upgrading and modernizing the terminal core, as contemplated in the Master Plan, more financially feasible; and,

WHEREAS, the Airport Authority’s Capital Program Executive Staff recommends the Airport Authority identify and proceed with a prioritization of program elements and a

path for development of the terminal core, as contemplated in the Master Plan, to include the development of a full funding plan while simultaneously making submission to the FAA for any and all available infrastructure funds in an expedited manner in order to compete for the limited available funds; and,

WHEREAS, all design and construction programs, and necessary contracts, developed under this plan will be presented to the Board in the future for approval in accordance with Policy; 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 identify and proceed with a prioritization of program elements and a path for development of the terminal core as contemplated in the Master Plan to include the development of a full funding plan while simultaneously developing a submission to the FAA for any and all available BIL infrastructure funds in an expedited manner.

01-20-22