

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY (MSCAA) August 18, 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: ***July 21, 2022***

**Resolutions for Approval This Month**

Appointment of Memphis-Shelby County Airport Authority Staff Treasurer

Approval to Negotiate and Execute Contract – On-Call Roofing Repairs - Ark Roofing Company, Inc. (“Ark”)

Approval of Customer Facility Charge (CFC) Increase to Rental Car Companies Operating at Memphis International Airport

Approval to Negotiate and Execute Contract – Single Source Provider for Aircraft Deicing Fluids – Cryotech Deicing Technology

Approval of Contract - Planned Service Agreement to Continue the Metasys Subscription and Related Services - Johnson Controls, Inc.

Approval to Negotiate and Execute an Amend No. 7 - Additional Scope of Work Areas - SKB Facilities & Maintenance, Inc.

Approval of Contract - Terminal Apron Reconstruction/Concourse C South Demolition – R. C. Construction Company, Inc.

Approval of Contract - Design Services for Terminal Modernization & Seismic Program - UrbanARCH

**Division Reports**

TREASURER and PROPERTIES REPORTS

Forrest Artz, Vice President of Finance and Administration/CFO

OPERATIONS REPORT

Terry Blue, Executive Vice President of Operations

INFORMATION ITEMS

NEXT BOARD MEETING – ***September 15, 2022***

RESOLUTION

WHEREAS, the Bylaws of the Memphis-Shelby County Airport Authority provide that all officers of the Authority, other than the President, shall be appointed by the President, subject to confirmation by the Board; and,

WHEREAS, due to the appointment of Sylvester Lavender as Vice President, Finance and Administration, Chief Financial Officer, it is appropriate for the President to make the following appointments effective August 15, 2022:

Sylvester Lavender, Treasurer

and,

WHEREAS, the President recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, Memphis-Shelby County Airport Authority, that the foregoing appointment by the President be and is hereby confirmed.

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08-18-22

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications for On-Call Roofing Repair for the Memphis-Shelby County Airport Authority (“Airport Authority”) were received as follows:

REQUEST FOR QUALIFICATIONS  
ON-CALL ROOFING REPAIR  
Received July 19, 2022

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STATEMENTS OF QUALIFICATIONS RECEIVED FROM:

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Ark Roofing Company, Inc. (“Ark”)\*

*\* local business*

and,

WHEREAS, the scope of services consists of providing services to perform maintenance and emergency commercial roof repairs on the Airport Authority’s facilities by furnishing all supervision, labor, and materials; and,

WHEREAS, the initial term of the contract will be for a period of one year with four one-year renewal options to be exercised at the Airport Authority’s sole discretion, for a potential total contract term of five years; and,

WHEREAS, the Statement of Qualifications from Ark was evaluated according to established criteria and the selection committee determined that Ark is qualified to perform the services; and,

WHEREAS, Airport Authority management will negotiate a contract for services to be performed with Ark, as needs arise; and,

WHEREAS, in furtherance of its Small Business Participation Program, the Airport Authority solicited this contract as a Small Business Enterprise opportunity; 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 be hereby authorized to negotiate and execute a contract with Ark Roofing Company, Inc., for on-call roofing repair in accordance with this Resolution, with cost to be paid from the Airport Authority's operating funds or any other funds as identified by the CFO.

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08-18-22

## RESOLUTION

WHEREAS, the Memphis-Shelby County Airport Authority (Authority) desires to design and construct a new consolidated rental car facility for rental car companies serving the Memphis International Airport; and,

WHEREAS, originally, a Resolution was adopted on July 19, 2001 to implement a Customer Facility Charge (CFC) of \$3.00 per transaction day per vehicle from all rental car companies operating or serving Memphis International Airport effective August 1, 2001; and,

WHEREAS, due to a downturn in the economy and a reduction in revenues related in part to events of September 11, 2001, a Resolution was adopted on September 20, 2001 that authorized the President to rescind or reinstate the CFC when economic conditions change; and,

WHEREAS, a Resolution was adopted on April 1, 2007 to reinstate the Customer Facility Charge (CFC) at \$4.00 per transaction day per vehicle from all rental car companies operating or serving Memphis International Airport effective April 1, 2007 to fund the design and construction of a terminal area rental car facility as part of the new consolidated Ground Transportation Center being constructed; and,

WHEREAS, in order to evolve to the new operating environment of rental car companies, a new rental car facility will be required; and,

WHEREAS, a daily CFC not-to-exceed \$8.50 per transaction day per vehicle, from all rental car companies operating at or serving the Memphis International Airport, is necessary in order to fund the design and construction of a new consolidated rental car facility as appropriate; and,

WHEREAS, the Master Plan Update currently being finalized, includes the construction of a new rental car facility on the site of the former A Concourse; and,

WHEREAS, in order to fund the project, the collection of the increased CFC is anticipated to begin on October 1, 2022, and each rental car company shall remit the collected CFC's to the Authority monthly by the 15<sup>th</sup> day following the end of each calendar month; and,

WHEREAS, Airport Management recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, Memphis-Shelby County Airport Authority, that, effective October 1, 2022, the President or his designee is hereby authorized to institute a daily CFC up to \$8.50 per transaction day, per vehicle to be collected from all rental car companies operating at or serving the Memphis International Airport and to adjust the fee within the parameters above as necessary and appropriate.

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*08-18-22*

## RESOLUTION

WHEREAS, the Memphis-Shelby County Airport Authority (“Airport Authority”) is authorized to purchase from a single source when deemed suitable as set forth in Policy 801(11)(b) of the Airport Authority’s Policy Manual; and,

WHEREAS, under the aforementioned policy, General Atomics International Services Corporation, doing business as Cryotech Deicing Technology (“Cryotech”), meets the Airport Authority’s requirements as a single source provider for Aircraft Deicing Fluids (“ADF”); and,

WHEREAS, management has inquired of ADF users at MEM and the Cryotech ADF products are widely accepted and used; and,

WHEREAS, the Airport Authority desires to enter into contract with Cryotech for ADF products with related services and support; and,

WHEREAS, the initial term of the contract will be for a period of one year with four one-year renewal options, for a potential total contract term of five years; and,

WHEREAS, the annual value of the contract will vary based upon the quantity of ADF products required, but the maximum anticipated spend for inventory stock in the first year of the contract is \$7 million; and,

WHEREAS, the total number of orders and the value of each order over the term of the contract is unknown; and,

WHEREAS, the Authority will be reimbursed by ADF users as the inventory maintained by the Airport Authority is utilized; 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 and execute a contract with General Atomics

International Services Corporation, doing business as Cryotech Deicing Technology, as herein described, cost to be paid from the Airport Authority's Operating Funds or a funding source identified by the CFO.

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08-18-22

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

WHEREAS, Johnson Controls, Inc., (“JCI”), is a current service provider for Sourcewell, a public purchasing cooperative, and, under Sourcewell cooperative purchasing contract #070121-JHN, JCI is authorized to provide HVAC Systems and Related Services; and,

WHEREAS, the Airport Authority’s building controls and automation systems at Memphis International Airport are currently interfaced with JCI’s Metasys software; and,

WHEREAS, pursuant to the Sourcewell contract, the Authority desires to enter into a Planned Service Agreement to continue the Metasys subscription and to include related services such as preventative and routine maintenance services, on-site and remote technical support, weekly site visits, system controls software and hardware support; and,

WHEREAS, under the terms of the Sourcewell contract, JCI has proposed to provide the service for a fee of \$109,592.00 for one year, beginning on October 1, 2022, and ending on September 30, 2023; and,

WHEREAS, cooperative purchasing agencies can change service providers, and, should such a service provider change occur during the term of the cooperative purchasing contract described herein, Airport Authority Management requests authorization to likewise change service providers to remain compliant with the cooperative purchasing contract offered by the agency referenced herein; 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 a contract with Johnson Controls, Inc., as herein described, cost to be paid from the Airport Authority's Operating Funds or a funding source identified by the CFO.

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08-18-22

## RESOLUTION

WHEREAS, by Resolution #18-4826, dated March 15, 2018, the Board of Commissioners (“the Board”) of the Memphis-Shelby County Airport Authority (“Airport Authority”) approved award of a contract to SKB Facilities & Maintenance, Inc. (“SKB”), for Janitorial Services; and,

WHEREAS, pursuant to Contract Number 18-0117 (“Contract”), the Memphis-Shelby County Airport Authority entered into a one-year Contract with SKB on May 1, 2018, with the option to renew for two additional one-year periods, which would have a contract end date of April 30, 2021; and,

WHEREAS, by Resolution #20-4947, dated September 17, 2020, the Board approved a third one-year option period (contract year four) of the Contract, and subsequently the Airport Authority executed Contract Amendment number 5, which extended the Contract end date to April 30, 2022; and,

WHEREAS, by Resolution #21-4998, dated September 23, 2021, the Board approved Contract Amendment number 6 which added the fourth and fifth one-year option periods (contract years five and six) of the Contract, increased the contract amount due to changes in the labor market, and extended the Contract end date to April 30, 2024; and,

WHEREAS, within Contract Amendment number 6, the Board approved a new monthly billing rate of \$182,360.40 for Contract year 5; and,

WHEREAS, Airport Authority Management has identified additional scope of work areas that need regular cleaning, which includes, but is not necessarily limited to, the Pedestrian Plaza, ticket counters, common hallways, shared-tenant areas, elevators, former concessions space in Terminals A and C, and network closets; and,

WHEREAS, accepting the increased scope of work above, SKB has proposed to provide these services for an additional amount of \$29,647.42 per month, resulting in a revised monthly billing rate of \$212,007.82 for the remainder of Contract year 5; and,

WHEREAS, these costs were included in the Fiscal Year 2023 budget; and,

WHEREAS, costs for Contract year 6 (May 1, 2023 to April 30, 2024) will be negotiated at a later date; and,

WHEREAS, the total costs above do not include other optional services, such as window washing and special task order-based cleaning that SKB provides upon request, and pursuant to the terms of the Contract; and,

WHEREAS, SKB is a local, certified DBE company and is self-performing 100% of the 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 and execute an amendment with SKB Facilities & Maintenance, 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.

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08-18-22

RESOLUTION

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

REQUEST FOR BIDS  
TERMINAL APRON RECONSTRUCTION  
(INCLUDING CONCOURSE C SOUTH DEMO) – CONSTRUCTION  
MSCAA PROJECT NO. 13-1368-02  
MEMPHIS INTERNATIONAL AIRPORT  
Received June 29, 2022

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BIDDER	BID AMOUNT
A & B Construction Company, Inc.*#	\$ 12,905,937.90
Chris Woods Construction Company, Inc.*	\$ 13,190,680.50
R.C. Construction Company, Inc.	\$ 11,517,562.00

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*\*local*

*#non-responsive*

and,

WHEREAS, the bids propose construction services for reconstruction of approximately 8,500 SY of existing apron pavement, and the demolition of the south end of Concourse C at Memphis International Airport; and,

WHEREAS, the scope of work for the apron reconstruction generally consists of removal of existing pavement, subgrade preparation, installation of underdrain piping, utility demolition and installation, abandonment of existing fuel line and fuel pits, and new airfield pavement; and,

WHEREAS, the scope of work for the Concourse C demolition includes termination and demolition of all utilities south of existing gate C12 including mechanical duct work, plumbing including sanitary sewer lines, electrical including existing circuits and low voltage data cabling; reconnection of chilled water, hot water, and domestic water lines; hauling of demolished material/rubble and backfilling of existing tunnel; and installation of masonry and glass/glazing work to close off new south end of Concourse C; and,

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

WHEREAS, R.C. Construction Company, Inc. was deemed the lowest responsive bidder; and,

WHEREAS, the Airport Authority Management's Capital Program Executive Staff recommended award of the bid in the total amount of \$11,517,562.00 to R.C. Construction Company, Inc. and an Initial Contingency Amount (ICA) in the amount of \$1,151,756.20 (10%), for the project, 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, R.C. Construction Company, Inc. based out of northern Mississippi with an office in Southaven, is using twelve (12) certified DBE subcontractors totaling 26% of the project, which will total \$2,999,865.00 on this contract; and,

WHEREAS, Airport Authority Management recommends the approval of a contract with R.C. Construction Company, Inc.; 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 R.C. Construction Company, Inc. as herein described, cost to be paid from 2016 Capital and FAA Grant funds.

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08-18-22

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications for

professional engineering design services, and construction administrative assistance as necessary for planning, designing and detailing the Terminal Modernization and Seismic Program (TMSP) at Memphis International Airport for project described as:

**REQUEST FOR QUALIFICATIONS  
TERMINAL MODERNIZATION & SEISMIC PROGRAM (TMSP) – DESIGN  
MSCAA PROJECT NO. 22-1459-00  
Received June 7, 2022**

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STATEMENTS OF QUALIFICATIONS RECEIVED FROM:

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Archimania\*

EXP U.S. Services, Inc.#

UrbanARCH Associates\*

*\*local*

*#out of town*

and,

WHEREAS, the scope of services consists of professional design and engineering services for seismically upgrading, reconfiguring, and modernizing Memphis International Airport's three terminal buildings (A, B & C) in accordance with the Master Plan vision; and,

WHEREAS, the Master Plan envisions modernizing the Memphis Terminal through a series of seven (7) phases or subparts thereof, seismically upgrading and reconfiguring of approximately 500,000 SF of terminal area between terminals A, B & C; reconfiguring vertical circulation and the ticket lobby; modifications to the mezzanine level walkway; constructing a checked baggage inspection system (CBIS); expanding the security screening checkpoint; adding an employee screening checkpoint; expanding baggage claim; developing a new Federal Inspection Services (FIS) Facility in place of the existing C Concourse; developing a post-security marketplace; repurposing the inner roadways (both upper and lower level) to enable the expansion of

the terminal façade to the north and enlargement of the terminal curbs; adding remote check-in facilities to the Economy Parking Structure; and other potential improvements to the adjacent short/long-term garage that may be required to facilitate the flow of vehicle traffic; and,

WHEREAS, work efforts for the associated professional design and engineering services necessary to facilitate the construction of the TMSP include terminal planning, geotechnical investigation, site surveying, architectural design, structural and seismic design, civil design, mechanical, electrical, and plumbing (MEP) design, cost estimating, construction scheduling, design-build Request for Proposal (RFP) preparation, and any other efforts as required; and,

WHEREAS, the Statement of Qualifications of all firms were evaluated by the Selection Committee according to established criteria, and after review, the three firms were interviewed and ranked in the following order:

1. UrbanARCH Associates
2. Archimania
3. EXP U.S. Services, Inc.

and,

WHEREAS, UrbanARCH Associates was selected as the most qualified firm to provide the requested professional engineering services; and,

WHEREAS, the initial tasks contemplated under this Resolution are Pre-Design Services which include completion of design development / design validation for all seven (7) phases of the TMSP up to approximately ten percent (10%) of design to ensure constructibility of the entire project; and,

WHEREAS, working together with the Construction Manager (CM) (when designated) in order to verify project phasing; project surveying; and to complete schematic level design (approximately thirty (30) percent) for the first three phases of

TMSP including expanding the B ticket lobby by moving the north wall into the existing drive; relocation of vertical circulation to the north wall; seismic upgrades to all three (3) terminals (ticketing and baggage claim); initial phases of CBIS installation; Employee Screening in Terminal A; and ticketing lobby improvements along with completion of outbound baggage routes to the CBIS; and,

WHEREAS, the following fees have been negotiated for the professional engineering Pre-Design Services:

**TOTAL Pre-Design Services Contract Amount      \$ 12,022,500.00**

and,

WHEREAS, due to the complexity of this program, subsequent design services and phases will be brought to the Board for approval; and,

WHEREAS, Airport Authority's Capital Program Executive Staff recommends approval of the negotiated fees for services to be performed by the contractor; and,

WHEREAS, Airport Authority's Capital Program Executive Staff, recommends an Initial Contingency Amount (ICA) in the amount of \$1,202,250.00 (10%) 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 Memphis-Shelby County Airport Authority (Airport Authority) established a DBE goal of 21% for the full term of this contract; and,

WHEREAS, UrbanARCH Associates, will utilize twelve (12) certified DBE sub-consultants (2 local) totaling 21%, on this multi-year, multi-phase 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 UrbanARCH Associates as herein described, cost to be paid from Federal Aviation Administration BIL AIG grants, state grants, and other funds designated by the CFO.

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