

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY (MSCAA) February 16, 2023

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: ***January 19, 2023***

Resolutions for Approval This Month

Approval of Contract – On-Call Airport Planner - Jacobsen/Daniels Associates, LLC

Award of Task Order Fee – Develop and Support Implementation of Building Information Modeling (BIM) - AECOM Technical Services, Inc.

Approval of Task Order Amendment - Airport Enterprise System - AECOM Technical Services, Inc.

Approval of Contract - Airfield Pavement Replacement (Pop-Outs)/Design- Michael Baker International, Inc.

Approval of Service Agreement – Workday Support Services – Avaap U.S.A, LLC

Approval to Execute Master Agreements – Cooperative Purchasing Programs

Approval of Contract - Landside Construction Administration Inspection, and Program Management - MFA, LLC Program Management

Approval of Contract Amendment – Financial and Debt Planning Renewal Options - PFM Financial Advisors, LLC

Approval to Purchase - One (1) Telescopic Boom Lift - Rebel Equipment & Supply Co.

Approval of Contract - Cloud Solutions Security Services - NASPO ValuePoint (“NVP”)

Approval to Ratify - Award of Equipment Rental Agreement and an Equipment Repair Purchase Order for Vault 4 Generator - Thompson Machinery Commerce Corp.

Division Reports

TREASURER and PROPERTIES REPORTS

Sylvester Lavender, Vice President of Finance and Administration/CFO

OPERATIONS REPORT

Terry Blue, Executive Vice President of Operations/COO

INFORMATION ITEMS

NEXT BOARD MEETING – ***March 9, 2023 (adjusted date)***

Memphis-Shelby County Airport Authority

Treasurer's Report

For the Seven Months Ended January 31, 2023

SUMMARY		Current Period Actual	Current Period Budget	Variance	% Variance	YTD Actual	YTD Budget	YTD Variance	YTD % Variance	Annual Budget
Revenues		11,126,926	9,926,860	1,200,066	12.1%	80,598,030	75,738,172	4,859,858	6.4%	133,385,000
Expenses		10,940,581	11,187,565	(246,984)	(2.2%)	71,264,644	73,003,176	(1,738,532)	(2.4%)	133,385,000
Net Revenues		186,346	(1,260,705)	1,447,051		9,333,385	2,734,996	6,598,389		0
SUMMARY BY COST CENTER										
Revenues										
Terminal		1,699,519	1,641,560	57,959	3.5%	12,245,091	12,179,192	65,899	0.5%	20,934,800
Ground Transportation		2,839,657	2,111,020	728,637	34.5%	22,338,356	17,102,740	5,235,616	30.6%	30,902,800
Airfield		4,193,236	4,088,590	104,646	2.6%	30,658,213	32,094,230	(1,436,017)	(4.5%)	56,772,600
Other Aviation		483,019	323,810	159,209	49.2%	2,562,478	2,253,290	309,188	13.7%	3,830,600
Non-Aviation		166,084	147,240	18,844	12.8%	898,075	806,240	91,835	11.4%	1,537,800
Other Sources		293,813	163,040	130,773	80.2%	1,734,617	1,141,280	593,337	52.0%	1,986,400
Operating Revenues		9,675,326	8,475,260	1,200,066	14.2%	70,436,830	65,576,972	4,859,858	7.4%	115,965,000
Allocated Surplus		250,000	250,000	0	0.0%	1,750,000	1,750,000	0	0.0%	3,000,000
CRRSA		1,201,600	1,201,600	0	0.0%	8,411,200	8,411,200	0	0.0%	14,420,000
Total Revenues		11,126,926	9,926,860	1,200,066	12.1%	80,598,030	75,738,172	4,859,858	6.4%	133,385,000
Expenses										
Terminal		1,074,177	1,153,740	(79,563)	(6.9%)	8,436,401	8,187,630	248,771	3.0%	14,057,670
Ground Transportation		401,484	453,285	(51,801)	(11.4%)	3,000,890	3,132,266	(131,376)	(4.2%)	5,351,200
Airfield		949,470	953,381	(3,911)	(0.4%)	8,822,021	9,017,243	(195,222)	(2.2%)	18,217,902
Field Shop		174,113	161,870	12,243	7.6%	1,278,562	1,168,300	110,262	9.4%	2,011,940
General Admin		1,697,895	1,736,455	(38,560)	(2.2%)	11,301,184	12,141,927	(840,743)	(6.9%)	22,564,662
Operation & Public Safety		967,820	974,675	(6,855)	(0.7%)	6,654,509	7,239,015	(584,506)	(8.1%)	12,505,826
Other & Non Aviation		93,511	172,050	(78,539)	(45.6%)	797,831	1,143,550	(345,719)	(30.2%)	1,967,700
Bond Principal Int. & Coverage		3,905,650	3,905,650	0	0.0%	27,339,550	27,339,550	0	0.0%	46,867,700
Capital Disbursements		1,676,459	1,676,459	0	0.0%	3,633,695	3,633,695	0	0.0%	9,840,400
Total Expenses		10,940,581	11,187,565	(246,984)	(2.2%)	71,264,644	73,003,176	(1,738,532)	(2.4%)	133,385,000
Revenues Over/(Under) Expenses		186,346	(1,260,705)	1,447,050		9,333,385	2,734,996	6,598,389		0

**Report is comprised of estimates and is for internal management purposes only.

RESOLUTION

**ON-CALL AIRPORT PLANNER
MSCAA PROJECT NO. 22-1464-00
STATEMENTS OF QUALIFICATIONS
Received January 31, 2023**

Jacobsen/Daniels Associates, LLC*

Landrum & Brown, Incorporated*

**non-local*

and,

WHEREAS, pursuant to public advertisement, Statements of Qualifications were received on January 31, 2023, to provide on-call planning services for Memphis-Shelby County Airport Authority (“Authority”); and,

WHEREAS, scope of services is to provide airport planning support for MEM, 2M8, and M01. The scope includes supporting management and implementation of the Airport Capital Improvement Program (ACIP); and,

WHEREAS, work efforts will include, but are not limited to, providing support to ensure short-term and long-term development goals are being considered and met; all work is consistent with the Airport Master Plan; coordination with designers; coordination with a full range of internal and external stakeholders; advanced planning services; design management and reviews; life cycle costing; assistance with the review of cost/benefit analysis; cost estimating; bidding review; operational, phasing and constructability reviews; project coordination; construction document management/control; commissioning; Operational Readiness Activation and Transition (ORAT); Disadvantaged Business Enterprise (DBE) administration support; grant/funding application preparation support; support creation and management of the

annual Airport ACIP submittal to Federal Aviation Administration (FAA), and other efforts as needed; and,

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

1. Jacobsen/Daniels Associates, LLC
2. Landrum & Brown, Incorporated

and,

WHEREAS, Airport Authority's Capital Program Executive Staff, by action taken on February 9, 2023, recommends award of the contract to Jacobsen/Daniels Associates, LLC, to provide on-call planning services; and,

WHEREAS, Airport Management has established an estimated budget for the first contract year of \$ 2,500,000.00 (based on anticipated projects and estimated billing rates) to be tracked by specific project and expenditures, and recommends award of contract to Jacobsen/Daniels Associates, LLC; and,

WHEREAS, in furtherance of its Disadvantaged Business Enterprise (DBE) Program, the Authority established a DBE goal of 6% for the full term of this contract; and,

WHEREAS, Jacobsen/Daniels Associates, LLC, a DBE firm, will utilize three (3) additional DBE firms for a total participation of 40% on this contract; and,

WHEREAS, the term of the agreement will be for three (3) years with two one-year options, subject to the Authority's sole discretion; 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 various funding based on related projects.

#

02-16-23

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, the above referenced contract supports the Authority's airport-wide digitization program that, when complete, will provide tremendous strategic benefits especially through various sub-system data sharing; and,

WHEREAS, on May 29, 2019, the Airport Authority entered into Contract Number 19-0114 ("Contract"), with AECOM 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 additional individual Task Orders; and,

WHEREAS, in accordance with recommendations from AECOM, the Airport Authority desires to develop and implement a comprehensive and robust Building Information Modeling ("BIM") system; and,

2

WHEREAS, development and implementation of BIM is necessary to provide a means for displaying and sharing facility data amongst stakeholders; to promote relevant data production by the Airport Authority and its stakeholders; to simplify operations, asset management and maintenance activities; to streamline integration with the Airport Authority's Geographic Information System; and to meet other Airport Authority objectives; and,

WHEREAS, pursuant to the Contract, AECOM has proposed a Task Order fee of \$566,325.00 to accomplish the tasks below to develop and support implementation of BIM:

1. Investigation of Existing Data, Policies, and Processes
2. Development of BIM Implementation Plan
3. Development of BIM Execution Plan
4. Development of BIM Standards
5. Development of BIM Specifications
6. Development of BIM "Kit of Parts," which includes, but is not limited to, templates, splash screens, models, titleblocks, annotations, attributes, scripts, and best practices;

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, to allow for unforeseen conditions, Airport Authority Management recommends that a contingency of \$56,633.00 (10%) be established for the project, resulting in a total budget of \$622,958.00; and,

WHEREAS, funding for this contract is provided for through the carryover of Capital Outlay funds included within several approved Operating Budgets; 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 to 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.

02-16-23

RESOLUTION

WHEREAS, by Resolution #18-4867, dated December 13, 2018, the Board of Commissioners (“the Board”) 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, on May 29, 2019, the Airport Authority entered into Contract Number 19-0114 (“Contract”) with AECOM 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, by Resolution #21-4968, dated January 21, 2021, the Board of the Airport Authority approved award of a Task Order to AECOM with a fee of \$301,440.00 to support implementation of an enterprise Geographic Information System (“GIS”); and,

WHEREAS, the Task Order scope included definition of user requirements, development of system architecture, support of software procurement, refinement of the geospatial data registry, analysis of the existing GIS data for gaps, development of a roadmap, and development of the GIS data model and data; and,

WHEREAS, during the analysis of existing GIS data, AECOM identified significant gaps which must be corrected; and,

WHEREAS, additionally, AECOM and Airport Authority staff encountered unanticipated complications during the development of the system architecture; and,

3

WHEREAS, a Task Order Amendment is needed due to these deficiencies and AECOM has proposed a Task Order amendment of \$89,680.00, resulting in a total budget of \$391,120.00; 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, funding for this Amendment is provided in the FY23 Operating Budget within the Capital Outlay section; 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 Amendment to 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.

02-16-23

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications for professional engineering design services, and construction administrative assistance as necessary for planning, designing various pavements at Memphis International Airport for project described as:

**REQUEST FOR QUALIFICATIONS
Airfield Pavement Replacement (Pop-Outs) - Design
MSCAA PROJECT NO. 22-1460-00
Received June 7, 2022**

STATEMENTS OF QUALIFICATIONS RECEIVED FROM:

Allen & Hoshall, Inc.*

Foth Infrastructure & Environment, LLC**

Garver, LLC#

Kimley-Horn**

Michael Baker International, Inc.#

**local*

*** local office*

#out of town

and,

WHEREAS, the overall scope of services consists of preliminary design and pavement rehabilitation recommendations for Taxiway Yankee South, Alpha East, and November North, as well as East Cargo Apron pavement areas at Memphis International Airport; and,

WHEREAS, the scope of services also consists of final design and construction support services for Taxiway Yankee South pavement rehabilitation; and,

WHEREAS, pavement replacement is due to unique aggregate pop-out issues,

4

thus requiring special expertise in pavement investigation and design; and,

WHEREAS, work efforts include geotechnical testing and engineering, site surveying, airport civil engineering design, airport pavement design, airport lighting and signage design, cost estimating, construction scheduling, and 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 five firms were interviewed and ranked in the following order:

- 1. Michael Baker International, Inc.
- 2. Foth Infrastructure & Environment, LLC
- 3. Allen & Hoshall, Inc.
- 4. Garver, LLC
- 5. Kimley-Horn & Associates

and,

WHEREAS, Michael Baker International, Inc. was selected as the most qualified firm to provide the requested professional engineering services; and,

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

TOTAL Contract Amount	\$ 2,702,324.04
------------------------------	------------------------

and,

WHEREAS, Airport Authority’s Capital Program Executive Staff, by action taken on February 9, 2023, 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 \$270,232.00 (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 20% for the full term of this contract; and,

WHEREAS, Michael Baker International Inc. will utilize four (4) certified DBE subcontractors totaling 25.6%, which will total \$\$691,211.46 on 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 Michael Baker International, Inc. as herein described, cost to be paid from federal grants, state grants, Authority capital funds and other funds as identified by the Chief Financial Officer.

#

02-16-23

RESOLUTION

WHEREAS, by Resolution #19-4871, dated January 24, 2019, the Board of Commissioners of the Memphis-Shelby County Airport Authority ("Airport Authority") approved award of a contract to Navigator Management Partners ("Navigator") for the implementation of Workday; and,

WHEREAS, Workday is the Airport Authority's software for payroll, benefits, recruiting and onboarding, time and attendance, financial management, procurement, inventory control, and other lines of business; and,

WHEREAS, Navigator's contract includes Workday support services and the Airport Authority's ongoing use of Workday requires these services to implement fixes, reconfigure or add business processes, review and activate new features, and provide other technical support services related to Workday; and,

WHEREAS, Navigator's team of Workday Certified Resources have been specially trained and authorized to provide Workday support services; and,

WHEREAS, Navigator was acquired by Avaap U.S.A. LLC ("Avaap"); and,

WHEREAS, the estimated budget for these services for the next 12 months is \$150,000; and,

WHEREAS, these services are provided on an as-needed basis and are billed at fixed hourly rates; 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

5

is hereby authorized to award these services to Avaap U.S.A. LLC 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.

02-16-23

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, state law cooperative purchasing powers, codified in Tennessee Code Annotated § 12-3-1205(b), authorizes the Airport Authority to participate with governmental entities outside of the State of Tennessee through joint or multi-party contracts, provided that the Airport Authority has adopted a resolution to participate in the contracts; and,

WHEREAS, in order to obtain access to these out-of-state contracts of other governmental entities, the Airport Authority desires to become a participating member of the following cooperative purchasing agencies:

General Services Administration's GSA Advantage,
Houston-Galveston Area Council's HGACBuy, in Texas,
National Association of State Procurement Officials' ValuePoint, in Kentucky,
National Cooperative Purchasing Alliance, in Texas,
National Purchasing Partners' NPPGov, in Washington,
OMNIA Partners Public Sector, in Tennessee,
Region 8 Education Service Center's TIPS, in Texas,
State of Minnesota's Office of State Procurement, and
The National Purchasing Cooperative's BuyBoard, in Texas;

and,

WHEREAS, by Resolution #14-4684, dated September 18, 2014, the Board of Commissioners of the Airport Authority ratified an enrollment agreement with National Joint Powers Alliance, now known as Sourcewell, in Minnesota, and the Airport Authority intends to continue participation in the Sourcewell cooperative purchasing program; and,

6

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 enroll in the cooperative purchasing programs with the agencies set forth herein and execute master agreements to procure goods and services pursuant to and in accordance with the terms and conditions of cooperative purchasing master agreements made available to participating public agencies.

#

02-16-23

RESOLUTION

**LANDSIDE CONSTRUCTION ADMINISTRATION, INSPECTION,
AND PROGRAM MANAGEMENT**

Statement of Qualifications

MSCAA PROJECT NO. 22-1462-00

Received January 31, 2023

MFA, LLC Program Management*

Parsons Transportation Group, Inc.*

**local*

and,

WHEREAS, pursuant to public advertisement, Statements of Qualifications were received on January 31, 2023 to provide construction administration, inspection, and program management services in support of Memphis-Shelby County Airport Authority (“Authority”) Terminal and Terminal Area portion of the Capital Improvement Program; and,

WHEREAS, scope of services is to provide overall construction administration, inspection, and program management services for the Terminal Modernization & Seismic Program (TMSP) and/or other landside projects as required; and,

WHEREAS, work efforts may include, but not be limited to, review of construction documents (prepared by others) in conformance with the Authority’s and the Federal Aviation Administration’s standards of quality and consistency; assistance with advertising for and reviewing of public bids; participating in CMAR pricing/negotiation efforts; daily construction administrative responsibilities; construction document management/control; provision and supervision of full-time construction inspectors of the required disciplines; coordination and review of quality assurance testing by the airport’s testing laboratory; monitoring construction progress and schedule compliance; assistance in reviewing and updating detailed construction schedules; opinions of

7

construction costs; delivery of record documents and electronic data files; closeout efforts; and other efforts as needed; and,

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

1. MFA, LLC Program Management
2. Parsons Transportation Group, Inc.

and,

WHEREAS, Policy 702 requires Airport Management negotiate a Scope of Services with commensurate unit billing rates with the selected firm before presenting to the Board of Commissioner, however the President has elected to waive policy in order to present the ranking for approval; and,

WHEREAS, Airport Authority Management will negotiate a contract for services to be performed with the number-one ranked firm, however, should negotiations fail, management will terminate negotiations with that firm and begin negotiations with the next-ranked firm until a satisfactory agreement has been reached; and,

WHEREAS, Airport Authority's Capital Program Executive Staff, by action taken on February 9, 2023, recommends award of the contract to MFA, LLC Program Management, to provide construction administration services; and,

WHEREAS, in furtherance of its Disadvantaged Business Enterprise (DBE) Program, the Authority established a DBE goal of 29% for the full term of this contract and both firms submitting Qualification Statements agreed to meet or exceed that goal; and,

WHEREAS, the term of the agreement will be for three (3) years with two one-year options, subject to the Authority's sole discretion; 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 MFA, LLC Program Management as herein described, cost to be paid from various funding based on related projects.

02-16-23

RESOLUTION

WHEREAS, pursuant to Memphis-Shelby County Airport Authority's ("Airport Authority") Policy 801(7)(d), the Airport Authority can contract directly with a professional service provider, which includes financial advisors; and,

WHEREAS, by Resolution #17-4795, dated July 20, 2017, the Board of Commissioners ("the Board") of the Airport Authority approved award of a contract to PFM Financial Advisors, LLC ("PFM"), for Financial Advisor Services; and,

WHEREAS, the Airport Authority executed a contract with PFM on August 1, 2017; and,

WHEREAS, the contractual scope of services consists of, but is not limited to providing strategic advice to senior management relating to financial policy issues; assisting in the review and possible development of a leasing program for goods and services to the Airport Authority; assisting with arbitrage issues; providing cost/benefit analysis of rates, charges, and fee structures; assisting in planning, structuring and execution of debt issue transactions; and assisting the Airport Authority in various other financial advisor related services as requested by the Airport Authority; and,

WHEREAS, the initial term of the contract was for one year with four one-year renewal options for a total contract duration of five years, which resulted in a contract end date of July 31, 2022; and,

WHEREAS, by Resolution #22-5022, dated May 19, 2022, the Board added a sixth year to the contract, expiring July 31, 2023; and,

WHEREAS, in order to facilitate proper financial and debt planning for the Terminal Modernization and other project within the Master Plan, Airport Authority

Management desires to add four additional one-year renewal options, which would result in a contract completion date of July 31, 2027; 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 amendment for four additional one-year renewal options with PFM Financial Advisors, LLC, as herein described, costs to be paid from MSCAA Annual Operating Funds, bond proceeds, or other funding as identified by the CFO.

02-16-23

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, Rebel Equipment & Supply Co ("Rebel") is a current service provider for Sourcewell a public purchasing cooperative, and, under Sourcewell cooperative purchasing contract #041719-TER, Rebel is an authorized dealer for Terek/Genie and provides portable construction equipment with related accessories and attachments; and,

WHEREAS, the Airport Authority desires to purchase one telescopic boom lift; and,

WHEREAS, the requested boom lift is a replacement unit that will be used outdoors to access roofs, high mast lights, etc.; and,

WHEREAS, Rebel has proposed to furnish one Genie S-65XC telescopic boom lift at a price of \$145,321.00; and,

WHEREAS, the purchase of the boom lift is included in the Capital Outlay section of the approved FY23 Budget; and,

WHEREAS, estimated delivery time of the telescopic boom lift is approximately 11 months; 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 telescopic boom lift from Rebel Equipment &

Supply Co., as herein described, cost to be paid from the Airport Authority's Operating Funds or a funding source identified by the CFO.

02-16-23

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; such authority is set forth in Policy 801(7)(a) of the Airport Authority's Policy Manual; 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, codified as T.C.A. 10-7-504(i)(3), 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, due to the sensitive security nature of this purchase, the Airport Authority is maintaining the confidentiality of the vendor; and,

WHEREAS, the Airport Authority has identified an information technology company ("the Supplier") which is a current service provider for NASPO ValuePoint ("NVP"), a public purchasing cooperative, and, under an NVP cooperative purchasing contract, the Supplier provides cloud solutions; and,

WHEREAS, under the terms of the NVP contract, the Supplier has proposed a one-year contract to provide security systems and services for an estimated annual cost of \$112,000, with the final cost of the contract being dependent upon services rendered; 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

RESOLUTION

WHEREAS, the Memphis-Shelby County Airport Authority (“Airport Authority”) is authorized to bypass standard purchasing procedures during emergency or urgent situations, and such authority is set forth in Policy 801(7)(b) of the Airport Authority’s Policy Manual; and,

WHEREAS, on December 29, 2022, a water line ruptured in Airfield Electrical Vault #4 (“the Vault”) and this rupture resulted in damages to the Vault’s 750kW/480V/1130A/1800rpm back-up power generator (“the Generator”), which is manufactured by Caterpillar Inc.; and,

WHEREAS, the Vault provides electrical power for airport lightning and signage for Runway 18L/36R and associated taxiways on the east complex of Memphis International Airport; and,

WHEREAS, loss of utility power with an inoperable Generator would result in closure of Runway 18L/36R during conditions requiring lighting; and,

WHEREAS, the Generator is a requirement of the FAA approved Memphis International Airport *Certification Manual* and thereby a requirement of 14 CFR 139.325 – *Certification of Airports*; and,

WHEREAS, an emergency situation was declared by Airport Authority Management; and,

WHEREAS, Thompson Machinery Commerce Corp (“Thompson”) inspected the Generator to assess damages, to determine possible repair, and to identify temporary back-up power generation options; and,

WHEREAS, Thompson proposed to supply a temporary generator within 24 hours at a rental cost of \$19,000 per four weeks and Airport Authority Management has estimated a total rental cost of approximately \$150,000; and,

||

WHEREAS, Thompson has proposed a fee of \$92,409 to repair the Generator and Airport Authority Management has estimated a total repair cost of \$100,000; and,

WHEREAS, total costs are estimated at \$250,000 but final costs will be identified during execution of the work; and,

WHEREAS, considering the emergency situation, Airport Authority Management authorized Thompson to install the temporary generator and to proceed with the repairs to the Generator; and,

WHEREAS, Airport Authority Management recommends ratification and approval of the decision by management to proceed with authorization prior to Board action;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the decision by the President and CEO or his designee to award an equipment rental agreement and an equipment repair purchase order to Thompson Machinery Commerce Corp, as herein described, is hereby ratified with cost to be paid from the Airport Authority's Operating Funds or a funding source identified by the CFO.

02-16-23