

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY
COUNTY AIRPORT AUTHORITY (MSCAA) March 9, 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: ***February 16, 2023***

Resolutions for Approval This Month

Approval to Negotiate and Execute Contract – Modular Office for APHIS-WS -
BOXX Modular, Inc.

Approval of Amendment No. 1 – Maintenance Service Agreement for PARCS System -
Scheidt & Bachmann USA, Inc

Approval of Second Contract Year – Construction Quality Control and Testing Services-
Professional Services Industries, Inc.

Approval of Amendment No. 8 – SKB Facilities & Maintenance, Inc.

Approval to Continue Professional Services Agreement - Crossroads Strategies, LLC

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 – ***April 20, 2023***

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, BOXX Modular, Inc. (“BOXX”), is a current service provider for the National Cooperative Purchasing Alliance (“NCPA”), a public purchasing cooperative, and, under NCPA cooperative purchasing contract #02-112, BOXX provides modular and pre-engineered buildings; and,

WHEREAS, the United States Department of Agriculture Animal and Plant Health Inspection Service – Wildlife Services (“APHIS-WS”) manages the Airport Authority’s wildlife damage management program for the protection of human health and air traffic safety at the Airport Authority’s airports; and,

WHEREAS, APHIS-WS is operating at Memphis International Airport out of a modular office that has reached the end of its useful life; and,

WHEREAS, BOXX has proposed to furnish a new modular office at a price not to exceed \$120,000.00, pending final configuration; and,

WHEREAS, the purchase of the modular office is included in the Capital Outlay section of the approved FY23 budget but the estimated delivery time of the modular office is approximately five months; and,

WHEREAS, the Airport Authority will enter into a separate agreement for site preparation and installation of the modular office; 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 BOXX Modular, Inc., as herein described, cost to be paid from the Airport Authority's Operating Funds or a funding source identified by the CFO.

03-09-23

RESOLUTION

WHEREAS, by Resolution #10-4512, dated June 17, 2010, the Memphis-Shelby County Airport Authority ("Airport Authority") entered into a contract with Scheidt & Bachmann USA, Inc. ("S&B"), for the installation of a Parking Access Revenue Control System ("PARCS") for all parking transactions at the Memphis International Airport; and,

WHEREAS, S&B is a sole source provider for maintenance of and equipment for their proprietary PARCS system; and,

WHEREAS, by Resolution #14-4661, dated April 17, 2014, the Airport Authority entered into a Maintenance Services Agreement ("MSA") with S&B for a four-year period at a total cost of \$771,579.00; and,

WHEREAS, the MSA allows for optional renewals at a cost increase of five percent (5%) over the subsequent year; and,

WHEREAS, by Resolutions #18-4824, dated February 22, 2018, #19-4876, dated February 21, 2019, #20-4921, dated February 20, 2020, #21-4970, dated February 18, 2021, and #22-5017, dated February 17, 2022, the Airport Authority renewed the MSA for five additional one-year periods at costs of \$228,550.00, \$239,434.00, \$251,406.00, \$251,406.00, and \$263,976.00 respectively; and,

WHEREAS, S&B has proposed a sixth additional one-year renewal at a cost of \$277,175.00, beginning May 1, 2023; 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 an amendment with Scheidt & Bachmann USA, 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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03-09-23

RESOLUTION

WHEREAS, by Resolution 21-5008, adopted November 18, 2021, the Board of Commissioners (“Board”) of the Memphis-Shelby County Airport Authority (“Airport Authority”) authorized the execution of a three-year base and two optional year contract with Professional Services Industries, Inc. to provide on-site construction quality control and testing services on an as-needed basis in support of the Airport Authority’s Capital Improvement Program for the project described as:

**CONSTRUCTION QUALITY CONTROL AND TESTING SERVICES
Memphis International Airport
MSCAA PROJECT NO. 21-1451-00**

WHEREAS, Contract No. 21-1451-00 was executed effective January 28, 2022 (“Contract”) and established a scope of services with commensurate unit billing rates and an estimated budget for the first contract year of \$550,000; and,

WHEREAS, by Resolution No. 22-5051 adopted on October 20, 2022, the Board authorized an increase of the original Estimated Year One Budget of \$550,000 by \$250,000 to a new budget of \$800,000 due to the number of projects and the estimated progress of projects was greater than estimated and thus testing demand was higher than anticipated in Year One; and,

WHEREAS, Airport Authority Management negotiated billing rates for the second year of the Contract and an estimated not-to-exceed budget in the amount of \$900,000, which is based on currently active and anticipated projects and will be tracked by specific project and expenditures; and,

WHEREAS, due to the lack of subcontracting opportunities, the Airport Authority was unable to establish a Disadvantaged Business Enterprise (DBE) goal for this Contract; and,

WHEREAS, the Airport Authority’s Capital Program Executive Staff, by action

taken on February 23, 2023, recommends approval of estimated budget for the second contract year to Contract No. 21-1451-00; and,

WHEREAS, Airport Authority Management recommends approval of estimated not-to-exceed budget in the amount of \$900,000.00 for the second contract year;

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 operate within the estimated new budget for the second contract year for Contract No. 21-1451-00 with Professional Services Industries, Inc., as herein described, cost to be paid from various funding sources as approved for each project associated with the required testing or any other funds as identified by the CFO.

03-09-23

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, the Memphis-Shelby County Airport Authority entered into a number of subsequent one-year Contract extensions with SKB that extended the Contract end date to April 30, 2022; and,

WHEREAS, by Resolution #21-4998, dated September 23, 2021, the Board approved fourth and fifth one-year option periods (Contract years five and six) of the Contract, increased the minimum wage rate to \$12 per hour, and subsequently the Airport Authority executed Contract Amendment number 6, which extended the Contract end date to April 30, 2024; and,

WHEREAS, by Resolution #22-5039, dated August 18, 2022, the Board approved additional scope of work areas, established the annual cost at \$2,544,093.84 for Contract year 5 and subsequently the Airport Authority executed Contract Amendment number 7; and,

WHEREAS, due to changes in the labor market and Airport Authority Management’s desire to ensure that SKB can attract and retain the personnel necessary to properly maintain the airport facilities, SKB has proposed to increase their hourly pay rates to \$15 per hour; and,

WHEREAS, SKB has proposed an annual billing rate of \$3,103,588.73 for Contract year 6 and Airport Authority Management concurs with the proposed rate; and,

WHEREAS, the total costs above do not include services for special task order-

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based cleaning that SKB provides upon Authority request and other services 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 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.

03-09-23

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 consulting services, among other things; and,

WHEREAS, the Airport Authority executed a contract with Crossroads Strategies, LLC ("CRS") on September 1, 2022; and,

WHEREAS, based on a strategic legislative plan, the contract was executed to measure the value of direct representation in Washington DC; and,

WHEREAS, the contractual scope of services consists of, but is not limited to providing strategic advice to senior management relating to representational work and services in government relations; advising the airport management on legislative issues impacting the entity; working with appropriate congressional committees, leadership, and individual members to facilitate the Airport Authority's agenda; working with agencies within the Administration on behalf of the Authority and, assisting in various other related services as requested by the Airport Authority; and,

WHEREAS, CRS has a unique mix of former legislators and legislative staffers representing both parties; and,

WHEREAS, the initial term of the contract was for one year which resulted in a contract end date of August 31, 2023; and,

WHEREAS, management has assessed that CRS has provided strategic value to the Authority and that the services should be continued; 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 continue the relationship with Crossroads Strategies, LLC, as herein described, with a not to exceed annual budget of \$250,000, costs to be paid from MSCAA Annual Operating, or other funding as identified by the CFO.

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03-09-23