

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY
COUNTY AIRPORT AUTHORITY (MSCAA) April 20, 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: ***March 9, 2023***

Resolutions for Approval This Month

Approval of Purchase Order – GA Airports Grounds Maintenance Equipment - Deere &
Company

Approval of Purchase Order – Project Center HVAC Replacement - Trane U.S. Inc.

Approval to Negotiate and Execute Contract - Waste Management Trash Removal
Services - Waste Management, Inc.

Approval of Amendment No.1 - CMAR Contract to Expand East Employee and Overflow
Passenger Parking (Yellow Lot) - Phase 1 - Turner Construction Company,
Inc./Ardmore Roderick, Inc./Chris Woods Construction Company (Tri-Venture)

Approval to Purchase and Install Parking Lot Exit Plate Barriers

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 – ***May 18, 2023***

Memphis-Shelby County Airport Authority

Treasurer's Report

For the Eight Months Ended February 28, 2023

SUMMARY	Current Period Actual	Current Period Budget	Variance	% Variance	YTD Actual	YTD Budget	YTD Variance	YTD % Variance	Annual Budget
Revenues	9,617,721	9,933,437	(315,716)	(3.2%)	85,127,721	85,671,609	(543,888)	(0.6%)	133,385,000
Expenses	11,971,228	12,077,187	(105,959)	(0.9%)	83,506,671	85,071,523	(1,564,852)	(1.8%)	133,385,000
Net Revenues	(2,353,506)	(2,143,750)	(209,756)		1,621,050	600,086	1,020,964		0
SUMMARY BY COST CENTER									
Revenues									
Terminal	1,758,732	1,635,217	123,515	7.6%	14,099,662	13,814,409	285,253	2.1%	20,934,800
Ground Transportation	2,823,885	2,107,820	716,065	34.0%	25,162,242	19,210,560	5,951,682	31.0%	30,902,800
Airfield	4,041,396	4,118,640	(77,244)	(1.9%)	34,690,104	36,212,870	(1,522,766)	(4.2%)	56,772,600
Other Aviation	315,001	315,440	(439)	(0.1%)	2,943,271	2,568,730	374,541	14.6%	3,830,600
Non-Aviation	141,313	141,680	(367)	(0.3%)	1,067,812	947,920	119,892	12.6%	1,537,800
Other Sources	287,393	163,040	124,353	76.3%	2,028,630	1,304,320	724,310	55.5%	1,986,400
Operating Revenues	9,367,721	8,481,837	885,884	10.4%	79,991,721	74,058,809	5,932,912	8.0%	115,965,000
Allocated Surplus	250,000	250,000	0.0%	0.0%	2,000,000	2,000,000	0.0%	0.0%	3,000,000
CRRSSA	1,201,600	1,201,600	(1,201,600)	(100.0%)	3,136,000	9,612,800	(6,476,800)	(67.4%)	14,420,000
Total Revenues	9,617,721	9,933,437	(315,716)	(3.2%)	85,127,721	85,671,609	(543,888)	(0.6%)	133,385,000
Expenses									
Terminal	1,273,532	1,123,830	149,702	13.3%	9,724,898	9,304,210	420,688	4.5%	14,049,670
Ground Transportation	433,661	415,866	17,795	4.3%	3,532,235	3,548,132	(15,897)	(0.4%)	5,351,200
Airfield	1,866,546	1,876,147	(9,601)	(0.5%)	10,613,523	10,893,180	(279,657)	(2.6%)	18,222,402
Field Shop	163,621	166,830	(3,209)	(1.9%)	1,445,684	1,335,130	110,554	8.3%	2,015,440
General Admin	1,400,454	1,606,155	(205,701)	(12.8%)	12,895,231	13,747,742	(852,511)	(6.2%)	22,564,662
Operation & Public Safety	998,768	979,505	19,263	2.0%	7,650,545	8,217,830	(567,285)	(6.9%)	12,505,826
Other & Non Aviation	96,383	170,590	(74,207)	(43.5%)	933,396	1,314,140	(380,744)	(29.0%)	1,967,700
Bond Principal Int. & Coverage	3,905,600	3,905,600	0.0%	0.0%	31,244,800	31,244,800	0.0%	0.0%	46,867,700
Capital Disbursements	1,832,664	1,832,664	0.0%	0.0%	5,466,359	5,466,359	0.0%	0.0%	9,840,400
Total Expenses	11,971,228	12,077,187	(105,959)	(0.9%)	83,506,671	85,071,523	(1,564,852)	(1.8%)	133,385,000
Revenues Over/(Under) Expenses	(2,353,506)	(2,143,750)	(209,756)		1,621,050	600,086	1,020,964		0

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

Memphis-Shelby County Airport Authority

Treasurer's Report

For the Nine Months Ended March 31, 2023

SUMMARY	Current Period Actual	Current Period Budget	Variance	% Variance	YTD Actual	YTD Budget	YTD Variance	YTD % Variance	Annual Budget
Revenues	10,977,272	11,417,322	(440,050)	(3.9%)	96,158,168	97,088,931	(930,763)	(1.0%)	133,385,000
Expenses	10,337,762	11,107,237	(769,475)	(6.9%)	93,912,400	96,260,759	(2,348,359)	(2.4%)	133,385,000
Net Revenues	639,510	310,085	329,425		2,245,768	828,172	1,417,596		0
SUMMARY BY COST CENTER									
Revenues									
Terminal	1,903,297	1,779,581	123,716	7.0%	16,007,398	15,593,990	413,408	2.7%	20,934,800
Ground Transportation	3,521,720	2,869,850	651,870	22.7%	28,686,099	22,080,410	6,605,689	29.9%	30,902,800
Airfield	4,481,782	4,696,131	(214,349)	(4.6%)	39,171,886	40,909,001	(1,737,115)	(4.2%)	56,772,600
Other Aviation	315,495	315,440	55	0.0%	3,270,816	2,884,170	386,646	13.4%	3,830,600
Non-Aviation	156,121	141,680	14,441	10.2%	1,223,933	1,089,600	134,333	12.3%	1,537,800
Other Sources	348,858	163,040	185,818	114.0%	2,412,037	1,467,360	944,677	64.4%	1,986,400
Operating Revenues	10,727,272	9,965,722	761,550	7.6%	90,772,168	84,024,531	6,747,637	8.0%	115,965,000
Allocated Surplus	250,000	250,000	0.0%	0.0%	2,250,000	2,250,000	0.0%	0.0%	3,000,000
CRRSSA	1,201,600	1,201,600	(1,201,600)	(100.0%)	3,136,000	10,814,400	(7,678,400)	(71.0%)	14,420,000
Total Revenues	10,977,272	11,417,322	(440,050)	(3.9%)	96,158,168	97,088,931	(930,763)	(1.0%)	133,385,000
Expenses									
Terminal	1,047,752	1,078,150	(30,398)	(2.8%)	10,801,486	10,382,360	419,126	4.0%	14,049,670
Ground Transportation	413,307	411,099	2,208	0.5%	3,984,464	3,959,231	25,233	0.6%	5,351,200
Airfield	1,479,224	1,781,190	(301,966)	(17.0%)	12,105,519	12,674,370	(568,851)	(4.5%)	18,222,402
Field Shop	135,166	159,545	(24,379)	(15.3%)	1,585,320	1,494,675	90,645	6.1%	2,015,440
General Admin	1,335,354	1,560,765	(225,411)	(14.4%)	14,235,172	15,308,507	(1,073,335)	(7.0%)	22,564,662
Operation & Public Safety	827,759	927,055	(99,296)	(10.7%)	8,478,304	9,226,885	(748,581)	(8.1%)	12,505,826
Other & Non Aviation	77,087	167,320	(90,233)	(53.9%)	988,863	1,481,460	(492,597)	(33.3%)	1,967,700
Bond Principal Int. & Coverage	3,905,600	3,905,600	0.0%	0.0%	35,150,400	35,150,400	0.0%	0.0%	46,867,700
Capital Disbursements	1,116,513	1,116,513	0.0%	0.0%	6,582,871	6,582,871	0.0%	0.0%	9,840,400
Total Expenses	10,337,762	11,107,237	(769,474)	(6.9%)	93,912,400	96,260,759	(2,348,359)	(2.4%)	133,385,000
Revenues Over/(Under) Expenses	639,510	310,085	329,424		2,245,768	828,172	1,417,596		0

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

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, Deere & Company is a current service provider for Sourcewell, a public purchasing cooperative, and, Deere & Company provides agricultural tractors/equipment and grounds maintenance equipment; and,

WHEREAS, the Airport Authority desires to purchase one John Deere 5120M Utility Tractor and one John Deere 540M Loader under Sourcewell cooperative purchasing contract #110719-JDC; and, one John Deere FC15R Flex Wing Rotary Cutter and two John Deere Z970R ZTrak Mowers under Sourcewell cooperative purchasing contract #031121-DAC; and,

WHEREAS, Deere & Company has proposed to furnish the 5120M Utility Tractor for a price of \$93,779.40, the 540M Loader for a price of \$10,526.56, the FC15R Flex Wing Rotary Cutter for a price of \$33,138.58, and the two John Deere Z970R ZTrak Mowers for a price of \$33,445.72, with a total cost of \$170,890.26 for all equipment; and,

WHEREAS, Deere & Company equipment described herein have been deemed a suitable fit as additions to the Airport Authority's grounds maintenance equipment fleets for the Charles W. Baker and General Dewitt Spain Airports; and,

WHEREAS, the lead time for the John Deere equipment is between 8 and 14 months; and,

WHEREAS, the purchase of this equipment is included in the Capital Outlay

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 intends to replace the heating, ventilation, and air conditioning (“HVAC”) system at the Project Center, located at 4225 Airways Boulevard (“the Project”); and,

WHEREAS, Trane U.S. Inc. (“Trane”) is a current service provider for OMNIA Partners and, under OMNIA Partners cooperative purchasing contract #3341, Trane is authorized to provide HVAC products, installation, labor based solutions and related products and services; and,

WHEREAS, under the terms of the OMNIA Partners contract, Trane has proposed to complete the work for a fee of \$143,833.00; and,

WHEREAS, the scope of work includes, but is not limited to, removal and proper disposal of existing equipment, purchase of new equipment (including a 16-ton, heat pump variable refrigerant flow outdoor unit, a 12.5-ton indoor air handler, and a 3-ton indoor air handler), installation of new equipment, disconnection and reconnection of ductwork, installation and configuration of all equipment controls, plumbing services, mechanical services, electrical services, design/engineering services, project management, and all required labor; and,

WHEREAS, while the OMNIA Partners contract does not include participation goals for Disadvantaged Business Enterprises (“DBEs”), Trane has proposed local DBE participation of approximately 41% for the work; and,

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WHEREAS, Airport Authority Management recommends that a contingency budget of \$14,383.30 (10%) be established for the Project, resulting in a total Project value of \$158,216.30; and,

WHEREAS, this project is included in the Capital Outlay section of the approved FY23 Budget; and,

WHEREAS, if the completion of the project occurs after the completion of the fiscal year, the funds will be encumbered and carried over to complete the required payments; 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 Purchase Order to Trane U.S. Inc., as herein described, cost to be paid from the Airport Authority's Operating Funds or a funding source identified by the CFO.

04-20-23

RESOLUTION

WHEREAS, pursuant to public advertisement, Proposals for trash removal services for the Memphis-Shelby County Airport Authority ("Airport Authority") were received as follows:

**REQUEST FOR PROPOSALS
TRASH REMOVAL SERVICES
FOR MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY
Received March 15, 2023**

PROPOSALS RECEIVED FROM:	APPROXIMATE COST	
	YEAR ONE	FIVE YEAR TOTAL
Waste Management, Inc. of Tennessee	\$333,626.00	\$1,668,130.00

and,

WHEREAS, the scope of services consists of providing trash removal services at Memphis International Airport, General Dewitt Spain Airport, and Charles W. Baker Airport; and,

WHEREAS, pricing calculations and proposals were based on the estimated number of containers and the estimated quantity of trash to be removed; therefore, actual costs over the contract period will fluctuate based on containers rented and quantities removed; and,

WHEREAS, the proposal was evaluated according to established criteria, and after review, the selection committee determined that sole respondent and incumbent provider is qualified to perform the services, 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, due to a lack of subcontracting opportunities under its Disadvantaged Business Enterprise (DBE) Program, the Airport Authority was unable to

establish a DBE goal for this contract; and,

WHEREAS, Airport management recommends approval;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, Memphis-Shelby County Airport Authority that the award to Waste Management, Inc. of Tennessee is hereby approved and the President and CEO or his designee is hereby authorized to negotiate and execute a contract for trash removal services as herein described, costs to be paid from the Airport Authority's Annual Operating Funds or a funding source identified by the CFO.

04-20-23

RESOLUTION

WHEREAS, by Resolution No. 22-5056, adopted October 20, 2022, approval was granted for award of contract to Turner Construction Company, Inc./Ardmore Roderick, Inc./Chris Woods Construction Company (Tri-Venture) for pre-construction services in support of the Terminal Modernization and Seismic Program (TMSP) for the project described as:

**TERMINAL MODERNIZATION AND SEISMIC PROGRAM
CONSTRUCTION MANAGER AT RISK (CMAR) SERVICES
MSCAA PROJECT NO. 22-1459-01**

WHEREAS, the Airport Authority's Capital Program Executive Staff, by action taken on October 13, 2022, approved the award of Contract No. 22-1459-01 with Turner Construction Company, Inc./Ardmore Roderick, Inc./Chris Woods Construction Company (Tri-Venture), for Pre-Construction Services for the TMSP in the amount of \$3,000,000.00; and,

WHEREAS, it is now Airport Management's desire to implement Contract Amendment No. 1 for Expansion of the East Employee and Overflow Passenger Parking (Yellow Lot), Phase 1; and,

WHEREAS, the scope of services consists of the first phase of construction of expanding the employee surface lot (east lot) and adding a new public parking element including installation of security fencing, security site lighting including the reuse of existing apron lighting, space layout, striping and a connection to the existing combined Employee/"Yellow" surface lot; and,

WHEREAS, Airport Authority Management has negotiated Contract Amendment No. 1 to establish a not-to-exceed budget amount of Seven Hundred Thousand Dollars (\$700,000.00); and,

WHEREAS, Management proposes to amend the contract as follows:

Original Amount of Contract	\$ 3,000,000.00
Contract Amendment No. 1	\$ <u>700,000.00</u>
TOTAL AMENDED CONTRACT AMOUNT	\$ 3,700,000.00

and,

WHEREAS, the Airport Management's Capital Program Executive Staff, by action taken on April 19, 2023, recommends approval of Amendment No. 1 to Contract Agreement 22-1459-01; and,

WHEREAS, due to timing, a Disadvantaged Business Enterprise (DBE) Program goal has not yet been established. However, prior to any work being done, a DBE goal will be established, and maximum potential participation will be facilitated; and,

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, Memphis-Shelby County Airport Authority, that the President and CEO or his designee is hereby authorized to execute Amendment No. 1 to Contract Agreement 22-1459-01 with Turner Construction Company, Inc./Ardmore Roderick, Inc./Chris Woods Construction Company (Tri-Venture) as herein described with costs to be paid from existing Authority capital and operating funds.

04-20-23

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, due to a number of security-related incidents in vehicle parking areas, an urgent situation was declared by Airport Authority Management; and,

WHEREAS, the Airport Authority intends to improve security controls for vehicle parking areas; and,

WHEREAS, Nasatka Barrier, Incorporated ("Nasatka"), is a service provider for Security and Protection - Security Systems; and,

WHEREAS, based upon review of the security risks and corresponding mitigations for vehicle parking areas, the Airport Authority and Nasatka have developed a scope of work for up to six different locations (a total of twenty exit lanes) that includes, but is not limited to, wedge barriers, sensor cables, bollards, control consoles, warning signs, and installation of all equipment ("the Project"); and,

WHEREAS, similar products were purchased and installed at Memphis International Airport in 2020 and Airport Authority Policy 801(12) encourages efforts to standardize products; and,

WHEREAS, enabling site and electrical scope of work will also be required for the project; and,

WHEREAS, Airport Authority Management has established a total project budget to include the Nastaka scope of work and other necessary site and electrical scope of work of \$700,000.00; and,

WHEREAS, due to timing, a Disadvantaged Business Enterprise (DBE) Program

goal has not yet been established. However, prior to any work being done, a DBE goal will be established, and maximum potential participation will be facilitated; 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 with and award a Purchase Order to Nasatka Barrier, Incorporated, as herein described, cost to be paid from the Airport Authority's Operating Funds or a funding source identified by the CFO; 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 negotiate with and award a Purchase Order to facilitate site and electrical work as necessary and 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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04-20-23