

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY COUNTY
AIRPORT AUTHORITY (MSCAA) August 19, 2026

CALL TO ORDER

MSCAA Board Meetings are held at the Airport Authority Offices unless noted otherwise and are available to watch via ZOOM Webcast.

APPROVAL OF BOARD MEETING MINUTES: ***June 18, 2026***

REGISTERED PUBLIC COMMENTS

Resolutions for Approval This Month

Approval of Updated MSCAA Bylaws

Nomination of Board Officers: Chairman, Vice Chairman and Secretary

Resolution of Appreciation – Pace Cooper and Gregory Fletcher

Approval to Execute a Contract - Insurance Brokerage and Consulting Services - Willis Tower Watson Southeast, Inc.

Approval to Execute a Contract – On-Call Aerial Surveys, Imagery, and Mapping Service - Woolpert, Inc.

Approval to Execute a Contract – Snow Removal Equipment Building - Building Package/Construction - Montgomery Martin Contractors, LLC

Approval to Execute a Contract – Taxiway Bravo Hot Spot 1/Construction Rebid - Chris-Hill Construction Co., LLC

Approval of Agreement - Lease and Concession Agreement – CAVU Experiences (AMER) LLC

Division Reports

TREASURER and PROPERTIES REPORTS

Sylvester Lavender, Vice President of Finance and Administration/CFO

OPERATIONS REPORT

Marshall Stevens, Vice President of Operations/COO

INFORMATION ITEMS

EXECUTIVE SESSION

At this time the zoom webcast will end and those attending in person will be excused from the boardroom. The Senior Executives, General Counsel and the Board Members will remain. After the Executive Session has concluded, the board meeting will resume to formally adjourn the meeting.

NEXT BOARD MEETING – ***September 16, 2026 (3rd Wednesday)***

Memphis-Shelby County Airport Authority

Treasurer's Report

For the One Month Ended July 31, 2026

SUMMARY	Current Period Actual	Current Period Budget	Variance	% Variance	YTD Actual	YTD Budget	YTD Variance	YTD % Variance	Annual Budget
Revenues	14,118,535	14,078,252	40,283	0.3%	14,118,535	14,078,252	40,283	0.3%	161,240,900
Expenses	11,083,831	11,296,145	(212,314)	(1.9%)	11,083,831	11,296,145	(212,314)	(1.9%)	161,240,900
Net Revenues	3,034,704	2,782,107	252,597		3,034,704	2,782,107	252,597		0
SUMMARY BY COST CENTER									
Revenues									
Terminal	2,851,671	2,893,216	(41,545)	(1.4%)	2,851,671	2,893,216	(41,545)	(1.4%)	34,366,100
Ground Transportation	4,285,534	4,213,132	72,402	1.7%	4,285,534	4,213,132	72,402	1.7%	45,299,300
Airfield	6,289,283	6,312,624	(23,341)	(0.4%)	6,289,283	6,312,624	(23,341)	(0.4%)	73,795,900
Other Aviation	355,525	338,682	16,843	5.0%	355,525	338,682	16,843	5.0%	4,152,000
Non-Aviation	113,674	104,384	9,290	8.9%	113,674	104,384	9,290	8.9%	1,084,600
Other Sources	222,849	216,214	6,635	3.1%	222,849	216,214	6,635	3.1%	2,543,000
Total Revenues	14,118,535	14,078,252	40,283	0.3%	14,118,535	14,078,252	40,283	0.3%	161,240,900
Expenses									
Terminal	1,399,508	1,498,505	(98,997)	(6.6%)	1,399,508	1,498,505	(98,997)	(6.6%)	18,451,905
Ground Transportation	596,073	747,517	(151,444)	(20.3%)	596,073	747,517	(151,444)	(20.3%)	8,045,400
Airfield	1,672,236	1,633,453	38,783	2.4%	1,672,236	1,633,453	38,783	2.4%	25,409,064
Field Shop	337,620	211,340	126,280	59.8%	337,620	211,340	126,280	59.8%	2,706,191
General Admin	1,888,947	1,961,147	(72,200)	(3.7%)	1,888,947	1,961,147	(72,200)	(3.7%)	30,333,049
Operation & Public Safety	1,103,844	1,128,017	(24,173)	(2.1%)	1,103,844	1,128,017	(24,173)	(2.1%)	16,115,791
Other & Non Aviation	124,239	154,800	(30,561)	(19.7%)	124,239	154,800	(30,561)	(19.7%)	2,145,500
Bond Principal Int. & Coverage	3,682,175	3,682,175		0.0%	3,682,175	3,682,175		0.0%	44,186,100
Capital Disbursements	112,524	112,524		0.0%	112,524	112,524		0.0%	11,847,900
Discretionary Accounts	166,667	166,667		0.0%	166,667	166,667		0.0%	2,000,000
Total Expenses	11,083,831	11,296,145	(212,314)	(1.9%)	11,083,831	11,296,145	(212,314)	(1.9%)	161,240,900
Revenues Over/(Under) Expenses	3,034,704	2,782,107	252,597		3,034,704	2,782,107	252,597		0

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

Memphis-Shelby County Airport Authority
Treasurer's Report

For the Twelve Months Ended June 30, 2026

SUMMARY	Current Period Actual	Current Period Budget	Variance	% Variance	YTD Actual	YTD Budget	YTD Variance	YTD % Variance	Annual Budget
Revenues	13,276,502	12,721,125	555,377	4.4%	153,222,837	154,654,200	(1,431,363)	(0.9%)	154,654,200
Expenses	17,322,637	17,823,322	(500,686)	(2.8%)	151,736,483	154,654,200	(2,917,717)	(1.9%)	154,654,200
Net Revenues	(4,046,135)	(5,102,197)	1,056,062		1,486,355	0	1,486,355		0
SUMMARY BY COST CENTER									
Revenues									
Terminal	2,441,258	2,441,352	(95)	(0.0%)	29,330,716	28,592,300	738,416	2.6%	28,592,300
Ground Transportation	4,252,651	3,818,010	434,641	11.4%	45,258,654	45,726,600	(467,946)	(1.0%)	45,726,600
Airfield	5,774,303	5,727,732	46,571	0.8%	68,846,660	71,425,100	(2,578,440)	(3.6%)	71,425,100
Other Aviation	348,569	347,660	909	0.3%	4,163,993	4,199,700	(35,707)	(0.9%)	4,199,700
Non-Aviation	88,089	82,783	5,306	6.4%	1,239,681	1,067,400	172,281	16.1%	1,067,400
Other Sources	371,632	303,588	68,044	22.4%	4,383,133	3,643,100	740,033	20.3%	3,643,100
Total Revenues	13,276,502	12,721,125	555,377	4.4%	153,222,837	154,654,200	(1,431,363)	(0.9%)	154,654,200
Expenses									
Terminal	1,545,086	1,872,895	(327,809)	(17.5%)	17,337,664	17,837,340	(499,676)	(2.8%)	17,837,340
Ground Transportation	785,222	651,243	133,979	20.6%	7,214,172	7,602,700	(388,528)	(5.1%)	7,602,700
Airfield	1,833,069	2,033,853	(200,784)	(9.9%)	23,478,139	24,633,178	(1,155,039)	(4.7%)	24,633,178
Field Shop	221,364	221,455	(91)	(0.0%)	2,445,284	2,420,315	24,969	1.0%	2,420,315
General Admin	5,383,295	5,550,376	(167,081)	(3.0%)	27,753,359	28,369,604	(616,245)	(2.2%)	28,369,604
Operation & Public Safety	1,459,308	1,367,564	91,744	6.7%	16,052,780	15,826,763	226,017	1.4%	15,826,763
Other & Non Aviation	154,000	184,644	(30,644)	(16.6%)	1,697,585	2,206,800	(509,215)	(23.1%)	2,206,800
Bond Principal Int. & Coverage	3,706,200	3,706,200		0.0%	44,473,900	44,473,900		0.0%	44,473,900
Capital Disbursements	2,235,092	2,235,092		0.0%	11,283,600	11,283,600		0.0%	11,283,600
Total Expenses	17,322,637	17,823,322	(500,686)	(2.8%)	151,736,483	154,654,200	(2,917,717)	(1.9%)	154,654,200
Revenues Over/(Under) Expenses	(4,046,135)	(5,102,197)	1,056,062		1,486,355	0	1,486,355		0

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

RESOLUTION

WHEREAS, Tennessee Public Chapter 978 of 2026 amended the Metropolitan Airport Authority Act, as codified in § 42-4-101, et seq., of the Tennessee Code; and,

WHEREAS, Tennessee Public Chapter 978 changed the appointment structure, term, and qualifications of the Board of Commissioners for the Memphis-Shelby County Airport Authority; and,

WHEREAS, the Bylaws of the Memphis-Shelby County Airport Authority (“Airport Authority”) have historically mirrored the current version of the Metropolitan Airport Authority Act, as codified in § 42-4-101, et seq.; and,

WHEREAS, it is necessary to update the Airport Authority Bylaws to reflect the recent changes to Metropolitan Airport Authority Act regarding the appointment structure, term, and qualifications of the Board of Commissioners; and,

WHEREAS, the term of the Chairperson shall also be updated to better align with the new terms of the Board of Commissioners and to mirror the practice of other commercial service airports in Tennessee;

NOW, THEREFORE BE IT RESOLVED, the Board of Commissioners, of the Memphis-Shelby County Airport Authority hereby adopts the August 19, 2026, version of the Memphis-Shelby County Airport Authority Bylaws.

26-5212
08-19-26

**BYLAWS
OF
MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY**

Amended August 19, 2026

ARTICLE I – NAME AND OFFICES

- 1) The name of the corporation shall be “Memphis-Shelby County Airport Authority (hereinafter called “Authority”).
- 2) The principal office address of the Authority shall be Frederick W. Smith International Airport, Memphis, Tennessee. Other offices may be established from time to time by the Board of Commissioners.

ARTICLE II - CORPORATE SEAL

The Authority shall have a corporate seal, which shall have inscribed thereon the name of the Authority, the words "Corporate Seal", the word "Tennessee ", and the date "1970".

ARTICLE III - BOARD OF COMMISSIONERS

- 1) The Board of Commissioners of the Authority shall be its governing body. The Board shall have and exercise on behalf of the Authority all of the powers provided in the Metropolitan Airport Authority Act and all amendments thereto, Tennessee Code Annotated Section 42-4-101 et seq., and otherwise vested in the Board by the laws of the State of Tennessee and the agreements between the Authority and the City of Memphis and the County of Shelby.
- 2) The Board shall consist of nine (9) commissioners, appointed as follows:
 - a) Two (2) persons to be appointed by the speaker of the house of representatives, one (1) of whom is a resident of the county in which the airport is located and one (1) of whom is a resident of a county in the region surrounding the airport;
 - b) Two (2) persons to be appointed by the speaker of the senate, one (1) of whom is a resident of the county in which the airport is located and one (1) of whom is a

resident of a county in the region surrounding the airport.

- c) Two (2) persons to be appointed by the governor, both of whom are residents of a county in the region surrounding the airport.
- d) Three (3) persons appointed by the Mayor of the City of Memphis, all of which must be approved by the Memphis City Council, all of whom are residents of Memphis. One (1) person appointed pursuant to this section must be from a list of qualified nominees submitted by the Mayor of Shelby County.

3) Board members shall meet the following qualifications:

- a) No member shall have financial interest in an airport or its concessions at the time of the commissioner's appointment or at any time during their tenure on the board.
- b) No member shall be an officer or employee of the City of Memphis or of Shelby County.
- c) At least one (1) commissioner must be a female.
- d) Each member shall generally be a person of excellent character and reputation.
- e) A person in good standing and reputation in one (1) of the following fields:
 - i) Engineering or architecture, with a license to practice in the state and an active practice in such profession for the preceding five (5) years;
 - ii) Law, with a license to practice before the highest court in this state for a period of not less than five (5) years;
 - iii) Industry, business, or commerce;
 - iv) Public safety;
 - v) Aviation; or
 - vi) Finance.

4) Following the expiration of a commissioner's initial term, all terms are four (4) years, to begin on July 1 and terminate on June 30, four (4) years thereafter. The beginning of an initial term is deemed to be July 1 of the calendar year in which the appointment occurs, regardless of whether the actual appointment date occurs before or after July 1 of that year.

5) A commissioner:

- a) Serves in such capacity until the expiration of the term to which the commissioner was appointed and until the commissioner's successor is duly appointed and

qualified; and

- b) May be removed by the commissioner's appointing authority with or without cause.

A vacancy created by the removal of a commissioner is filled by the appointing authority in the same manner as the original appointment.

- 6) The board shall elect from among its members a Chair, Vice Chair, and Secretary, each of whom shall continue to be voting members, and shall adopt its own bylaws and rules of procedure.

- a) The term of the Chairperson shall begin on July 1 and terminate on June 30, two (2) years thereafter. The maximum number of terms that a commissioner shall be allowed to serve as Chairperson shall be four (4) or eight (8) total years, which shall not include any time served fulfilling an unexpired term created by a vacancy in the Chairperson position.
- b) The term of the Vice Chairperson and the Secretary shall begin on July 1 and terminate on June 30 one year after.
- c) Notwithstanding, the terms of the Chairperson, Vice Chairperson, and Secretary shall continue until the election and qualification of the successor.

- 7) The Chairperson of the Board, and in the absence of the Chairperson, the Vice Chairperson, shall:

- a) Preside at all regular and special meetings of the Board
- b) Appoint from among the Board members such Committees, both standing and special as may be needed, to investigate, evaluate and recommend to the Board policy and/or specific courses of action in conducting the business of Authority.
- c) Maintain close liaison with appropriate officials of the City of Memphis and the County of Shelby in matters which involve these governmental bodies and the Authority.
- d) Provide policy guidance and instructions to the President of the Authority concerning significant developments involving the Authority as such developments occur.

- e) The Vice Chairperson, when acting as Chairperson, shall convene a vote of the Board, as the first matter of business, to accept nominations that result in the election of a Secretary pro tem to serve for the meeting in which the Chairperson and Secretary are absent.
- 8) The Secretary of the Board shall give or cause to be given all notices necessary or proper under these Bylaws, shall attend all meetings of the Board, and shall record or cause to be recorded all votes and the minutes of all proceedings of the Board. The Secretary shall also approve all minutes of Board meetings and sign all resolutions.
- 9) In the absence of the Secretary, the Secretary pro tem shall assume the duties of the Secretary until the return of the Secretary from an absence.
- 10) Commissioners do not receive a salary but shall be reimbursed for necessary expenses incurred in the performance of their official duties.

ARTICLE IV - MEETINGS OF BOARD

- 1) All meetings of the Board shall be open to the public.
- 2) Regular meetings of the Board shall be held once each month, or at such other time or times as the Board may determine.
- 3) Special meetings of the Board may be called by the Chairperson, or in the absence of the Chairperson, by the Vice Chairperson, or by any two Commissioners.
- 4) Meetings of the Board shall be held at the principal office of the Authority at Memphis International Airport, or at such other place or places as the Board may from time to time determine.
- 5) Notice of any meeting of the Board shall be given at least five (5) days in advance, either in person, by telephone, by e-mail or by mail, and if given other than in person or by telephone, the date on which the letter is deposited in the United States mail, postage prepaid, shall constitute the date upon which notice is given. If notice is given other than in person or by telephone, it shall be sent to the address of the Commissioner as shown on the records of the Authority. Attendance of a Commissioner at a meeting shall constitute a waiver of notice of such meeting, except where a Commissioner attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or

convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or any written waiver of notice of such meeting. Notice of an adjourned meeting need not be given if the time and place to which the meeting is adjourned are fixed at the meeting at which the adjournment is taken, and if the period of adjournment does not exceed thirty (30) days in any one adjournment. Whenever any notice is required to be given a Commissioner under the provisions of the statutes of the State of Tennessee or these Bylaws, a waiver thereof in writing, signed by the Commissioner entitled to said notice, whether before or after the time stated therein, shall have the full legal effect of notice properly given.

- 6) At any meeting of the Board a quorum shall mean a majority of the total number of Commissioners then in office.
- 7) The vote of a majority of the Commissioners present at a meeting at which a quorum is present shall be the act of the Board; provided, however, that the removal of the President of the Authority without cause pursuant to Article V, Section 8 or the election not to extend the term of the President's employment under the President's written employment contract shall require a two-thirds (2/3) vote of the full Board of Commissioners.
- 8) Parliamentary procedure for the conduct of meetings of the Board shall be governed by Roberts Rules of Order.

ARTICLE V - OFFICERS

- 1) The officers of the Authority shall consist of a President, a Secretary, a Treasurer, an Internal Auditor, a Chief Engineer, a General Counsel, and such other officers as may be deemed necessary.
- 2) The President, who shall be the chief executive and administrative officer of the Authority, shall be appointed by the Board. The President shall appoint, and the Board shall confirm, the Secretary, Treasurer, Internal Auditor, Chief Engineer, and General Counsel. All other officers of the Authority shall be appointed by the President, subject to any civil service plan adopted by the Board, and may include, but not be limited to,

an Assistant Secretary and Assistant Treasurer.

- 3) On behalf of the Authority, the President may enter into a written employment contract with the officers establishing their salary and term of office, not to exceed four years.
- 4) The President's salary shall be reviewed by the Finance Committee of the Board of Commissioners of the Authority annually to determine merit increases and other benefits as the Finance Committee in its judgment deems proper. Such review shall be conducted not later than the fourth quarter of the fiscal year of the Authority.
- 5) All officers who enter into a written employment contract with the Authority are designated to be "under contract" to the Authority and shall be exempt from the Authority Civil Service System. All officers of the Authority shall remain eligible for the City of Memphis' retirement, group insurance, credit union, and hospitalization plans offered to employees of said City or such other plans offered to Authority employees as a whole if different from the City plans.
- 6) Officers shall be reimbursed for necessary expenses incurred in the performance of their official duties.
- 7) If the position of President becomes vacant by resignation, removal, disability, death, or otherwise, the Board may delegate some or all of the duties of the President to another officer until such time as the Board fills the vacancy in the same manner as provided in these Bylaws for the appointment of such officer.
- 8) The President of the Authority may be removed by the Board for cause or without cause whenever in its judgment the best interests of the Authority will be served thereby. If the removal is without cause, such removal shall be without prejudice to the contract rights, if any, of the President.
- 9) The President's removal of any officer who at the time of removal is subject to any civil service plan adopted by the Board and then in effect shall be governed by and subject to the provisions of such plan.
- 10) The President shall attend all meetings of the Board. The President shall have general control and management over the affairs of the Authority, subject to the control of the

Board. The President shall see that all orders and resolutions of the Board are carried into effect, shall execute on behalf of the Authority all bonds, leases, deeds, contracts or other written instruments. The President, however, may delegate his contracting authority to Vice Presidents and Directors for emergency purchases and as otherwise deemed necessary for the efficient operation of the Authority. The President shall annually prepare the operating budget of the Authority and submit same to the Board for approval at least sixty days prior to the beginning of the fiscal year of the Authority, and shall also submit such periodic reports to the Board as it may direct. The President shall perform all other duties as may from time to time be assigned to the President by the Board.

- 11) The Secretary shall attest the signature of the President of the Authority whenever it is requisite or appropriate to do so. The Secretary shall perform all other duties which may be prescribed by the President, under whose supervision the Secretary shall be.
- 12) The Treasurer shall have custody of the Authority's funds and securities, shall keep full and accurate account of same, and of all receipts and disbursements in books belonging to the Authority, and shall deposit all monies and valuables in name of and to the credit of the Authority in such depositories as may be designated by the Board. The Treasurer shall disburse the funds of the Authority as authorized by the Board and/or President and shall see to the taking of proper vouchers for all disbursements. The Treasurer shall render to the President and the Board, whenever required, an account of all transactions as Treasurer, and of the financial condition of the Authority. The Treasurer shall give the Authority a fidelity bond, with good and sufficient surety, for the faithful performance of the duties of the office of the Treasurer, if and as required by the Board, but the costs of such bond shall be paid by the Authority.
- 13) All other officers of the Authority shall perform such other duties as may be prescribed by the President, under whose supervision they shall be.
- 14) If the position of any other officer becomes vacant by resignation, removal, disability, death, or otherwise, the President may delegate some or all the duties of such officer to another officer until such time as the vacancy is filled in the same manner as

provided in these Bylaws for the appointment of such officer.

ARTICLE VI - APPOINTED PERSONNEL

The President may also appoint such Vice Presidents, Directors, Managers and other personnel as the President deems necessary or appropriate. The President is authorized, if he/she so desires, to enter into written contracts with such appointed personnel establishing their salaries and terms of office not to exceed four (4) years. Such appointed personnel are designated as "unclassified" employees and exempt from the Authority Civil Service System.

ARTICLE VII - CIVIL SERVICE

The following officers or employees are designated as "unclassified" employees of the Authority and as such are exempt from the provisions of the Authority Civil Service System:

- (1) All officers of the Authority appointed pursuant to Article V of these Bylaws; and
 - (2) All employees appointed by the President pursuant to Article VI of these Bylaws;
- and

ARTICLE VIII - INSPECTION OF BOOKS AND RECORDS

All books and records of the Authority shall be kept in its principal office and may be inspected by any interested person or their agent, for any proper purpose at any reasonable time.

ARTICLE IX - FISCAL YEAR

The fiscal year of the Authority shall be determined by the Board, and, in the absence of a resolution by the Board determining same, the Authority's fiscal year shall end on June 30th of each year.

ARTICLE X - AMENDMENTS TO BYLAWS¹

These Bylaws may be amended at any regular or special meeting of the Board by the affirmative vote of a majority of the Commissioners then in office. Any amendment of the Agreement between the Authority and the City of Memphis, dated May 26, 1970,

any amendment to the Agreement between the Authority and the County of Shelby, dated August 20, 1970, any provision or amendment of Tennessee Code Annotated Sections 42-4-101, et seq., and any amendment or enactment of a statute of the State of Tennessee, which shall be contrary to the provisions of these Bylaws, shall operate as an amendment to these Bylaws.

¹ The Bylaws of the Authority were originally adopted by the Board of Commissioners by Resolution No. 88-3327 on the 21st day of July 1988, and have been amended from time to time as follows: Resolution No. 05-4336 (08-18-05), Resolution No. 13-4623 (01-17-13) (prohibiting member from serving as chair for consecutive 5-year terms), Resolution No. 15-4709 (04-16-15) (updating provisions to correspond with state law and current practices), Resolution No. 20-4956 (October 15, 2020) (in the absence of the Board Secretary at a Board meeting, the Vice-Chairperson shall serve as the Secretary pro tem; in the absence of the Chairperson and Secretary at a Board meeting, the Vice Chairperson serving as Chairperson shall cause the Board members to elect a Secretary pro tem for the meeting; and the term of Secretary shall be one year and expire on December 31 of each year), Resolution No. 26-5212 (08-19-26) (updating provisions to correspond with state law and current practices).

RESOLUTION

WHEREAS, Pace Cooper was appointed to the Memphis-Shelby County Airport Authority (“Authority”) Board of Commissioners (“Board”) in 2013 and served with distinction until 2026; and,

WHEREAS, Mr. Cooper served as Chairman of the Authority Board from 2015 to 2021; and,

WHEREAS, under Mr. Cooper’s leadership as Chairman, the Memphis International Airport completed the Concourse B Modernization Project, which was one of the airport’s most transformational and positively impactful passenger-facing projects in decades; and,

WHEREAS, in addition to his term as Chair of the Board, Mr. Cooper served as the chair of many important committees during his 13-year tenure on the Board, including, but not limited to, Finance & Administration, Planning & Development, and was an active member of the Air Service Development, Concessions & Business Diversity, and Government Affairs committees where he made numerous contributions to the Authority; and,

WHEREAS, in acknowledgement of Pace Cooper’s dedication and service, this expression of gratitude is being presented to commemorate his service to this Board and to the Airport Authority;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, and the President and CEO, by this resolution, do hereby express their thanks, appreciation, and respect to Mr. Cooper for his many years of extraordinary service to this Board.

Presented this 19th Day of August 2026.

08-19-26

RESOLUTION

WHEREAS, Gregory G. Fletcher was appointed to the Memphis-Shelby County Airport Authority (“Authority”) Board of Commissioners (“Board”) in 2019 and served with distinction until 2026; and,

WHEREAS, Mr. Fletcher’s efforts and contributions in his role as Chair of the Concessions & Business Opportunity Development Committee and as an active member of the Air Service Development, General Aviation & Ground Transportation, and Aesthetics & Beautifications Committees, was invaluable to the overall vision and mission of this Authority; and,

WHEREAS, in acknowledgement of Gregory Fletcher’s dedication and service, this expression of gratitude is being presented to commemorate his service to this Board and to the Airport Authority;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, and the President and CEO, by this resolution, do hereby express their thanks, appreciation, and respect to Mr. Fletcher for his years of extraordinary service to this Board.

Presented this 19th Day of August 2026

08-19-26

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications for Insurance Brokerage and Consulting Services for the Memphis-Shelby County Airport Authority (“Authority”) were received as follows:

REQUEST FOR QUALIFICATIONS
INSURANCE BROKERAGE AND CONSULTING SERVICES
MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY
Received June 4, 2026

STATEMENTS OF QUALIFICATIONS RECEIVED FROM:

Alliant Insurance Services, Inc
McGriff, a Marsh & McLennan Agency
Willis Tower Watson Southeast, Inc.

and,

WHEREAS, the scope of services consists of providing services as a broker to assist the Authority in its operation of risk management and insurance programs and offering a full range of services, including but not limited to, placing the Authority’s insurance coverages, assisting Authority staff with insurance related issues and providing detailed, written insurance coverage recommendations, as determined by the Authority. Liability and property coverages to be placed on behalf of the Authority include, but are not limited to: airport owners/operators general liability and excess liability; boiler and machinery; business automobile liability; public officials liability including employment practices; property fire and allied risks insurance; flood; commercial crime; pollution and remediation; workers’ compensation, cyber security and environmental; and,

WHEREAS, the initial term of the contract will be for a period of five (5) years with three (3) one (1) year renewal options to be exercised at the Airport Authority’s sole discretion, for a potential total contract term of eight (8) years; and,

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

WHEREAS, the selection committee interviewed all three (3) firms; and,

WHEREAS, the selection committee unanimously ranked the firms in the following order:

1. Willis Tower Watson Southeast, Inc
2. McGriff, a Marsh & McLennan Agency
3. Alliant Insurance Services, Inc

and,

WHEREAS, Management staff will negotiate fees for services to be performed with the number-one ranked firm; however, if negotiations are unsuccessful with the number-one ranked firm, negotiations will terminate with that firm and begin with the next ranked firms until a satisfactory agreement has been reached; and,

WHEREAS, Airport Authority management recommends that Willis Tower Watson Southeast, Inc, be designated as the top-ranked firm for negotiations; 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 negotiate and execute a contract for Insurance Brokerage and Consulting Services with Willis Tower Watson Southeast, Inc., as referenced above, with costs to be paid from the Airport Authority's operating funds or any other funds as identified by the CFO.

08-19-26

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications were received as follows:

REQUEST FOR STATEMENTS OF QUALIFICATIONS
ON-CALL AERIAL SURVEYS, IMAGERY, AND MAPPING SERVICES
MSCAA PROJECT NO. 25-1484-00
MEMPHIS-SHLEBY COUNTY AIRPORT AUTHORITY
Received March 6, 2026

Colliers Engineering & Design, Inc

Kucera International, Inc.

L. I. Smith & Associates, Inc.

NV5 Geospatial, Inc.

Pickering Firm, Inc.*

SurvTech Solutions, Inc

Woolpert, Inc.

**local*

and,

WHEREAS, pursuant to federal regulations and associated grant assurances the Memphis-Shelby County Airport Authority (Airport Authority) has a requirement to ensure that the approach slopes to each of the runways at the three airports it operates are free of obstructions and potential hazards to air navigation; and,

WHEREAS, the Airport Authority has solicited for on-call consulting services to periodically survey the runways to ensure compliance with the requirements; and,

WHEREAS, scope of services is to provide aerial surveys, imagery, and mapping services for Frederick W. Smith International Airport (MEM), General DeWitt Spain Airport (M01), and Charles W. Baker Airport (2M8). The scope includes supporting airspace obstruction inventory and analysis for FAA compliance; and,

WHEREAS, work efforts may include aerial photography and obstruction surveys, obstruction evaluations, development of airport planimetrics (linework), Computer Aided Design (CAD) and/or Geographic Information System (GIS) mapping, remote sensing scanning, and FAA data collection and submissions for MEM, M01, and 2M8; and,

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

1. Woolpert, Inc.
2. Kucera International, Inc.
3. NV5 Geospatial, Inc.
4. SurvTech Solutions, Inc.

and,

WHEREAS, Airport Authority's Capital Program Executive Staff, by action taken on August 13, 2026, recommends award of the contract to Woolpert, Inc., to provide aerial surveys, imagery, and mapping services; and,

WHEREAS, Airport Management has established an estimated budget for the first contract year of \$400,000.00 (based on anticipated projects and estimated billing rates) to be tracked by specific project and expenditures, and recommends award of contract to Woolpert, Inc.; and,

WHEREAS, the term of the agreement will be for three (3) years with two (2) 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 Woolpert, Inc. as herein described, cost to be paid from various funding based on related projects.

08-19-26

RESOLUTION

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

REQUEST FOR BIDS
SNOW REMOVAL EQUIPMENT BUILDING – BUILDING PACKAGE - CONSTRUCTION
MSCAA PROJECT NO. 23-1476-17-02
FREDERICK W. SMITH INTERNATIONAL AIRPORT
Received June 25, 2026

BIDDER	BID
Montgomery Martin Contractors, LLC*	\$5,352,133.00
Grinder & Haizlip Construction*	\$5,757,330.00
A&B Construction Company, Inc.*	\$6,094,804.00
Grinder, Taber & Grinder, Inc.*	\$6,295,025.19
W&T Contracting*#	\$6,342,764.00
Zellner Construction Services, LLC*	\$7,726,747.00
Chris Woods Construction Co., Inc.*	\$7,799,800.00
<i>Engineer's Estimate</i>	<i>\$7,689,000.00</i>
<i>*local</i>	
<i>#non-responsive</i>	

and,

WHEREAS, the bid is for the second and final phase of this project and includes the building construction package for a new 49,000 square foot Snow Removal Equipment Building at Frederick W. Smith International Airport; and,

WHEREAS, the scope of work consists of, but is not necessarily limited to, Pre-Engineered Metal Building (PEMB) construction, storm drainage, utility installation (fiber optic/electrical/water), fire sprinkler system, Portland cement concrete pavement, joint sealing, chain link fencing, and other efforts normally required for building construction; and,

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

WHEREAS, Montgomery Martin Contractors, LLC was deemed the lowest responsive bidder; and,

WHEREAS, the Airport Authority Management's Capital Program Executive Staff recommended award of the Contract in the total amount of \$5,352,133.00 to Montgomery Martin Contractors, LLC and an Initial Contingency Amount (ICA) in the amount of \$535,213.30 (10%) for the project for a total funding authorization amount (contract plus contingency) of \$5,887,346.30, which, in accordance with Airport Authority Policy 701, requires approval of the President and CEO and the Board; and,

WHEREAS, in accordance with its Small Business Participation Program (SBPP), the Airport Authority established a SBE goal of 15% for the full term of this contract; and,

WHEREAS, Montgomery Martin Contractors, LLC is a local prime contractor, and is utilizing a local certified SBE totaling 23.9% SBE Participation, which will total \$1,276,700.00 on this project; and,

WHEREAS, Airport Authority Management recommends the approval of a contract with Montgomery Martin Contractors, LLC in the amount of \$5,352,133.00;

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 Montgomery Martin Contractors, LLC as herein described, costs to be paid from federal grants, the Airport Authority's airfield capital funds, or any other funds as identified by the CFO.

08-19-26

RESOLUTION

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

REQUEST FOR BIDS
TAXIWAY BRAVO HOT SPOT 1 – CONSTRUCTION REBID
MSCAA PROJECT NO. 18-1413-04
FREDERICK W. SMITH INTERNATIONAL AIRPORT
Received June 18, 2026

BIDDER	BID AMOUNT
Head, LLC#	\$19,030,769.68
Chris-Hill Construction Co., LLC*	\$19,325,084.55
VuCon, LLC* #	\$20,627,741.00
Hi-Way Paving, Inc.	\$20,895,666.21
Precise Concrete Works, LLC*#	\$22,794,495.18
Engineer's Estimate	\$16,402,316.65

**local*

#non-responsive

and,

WHEREAS, bids include the relocation of approximately 1,450 linear feet of existing Taxiway Bravo to correct an existing FAA designated Hot Spot, and the full-depth reconstruction of approximately 600 linear feet of Taxiway Alpha adjacent to the Taxiway Bravo relocation at Frederick W. Smith International Airport; and,

WHEREAS, the work includes, but may not be limited to, demolition of existing pavement and associated infrastructure, grading and drainage, underdrains, Portland cement concrete pavement including subgrade preparation, cement treated base, soil cement subbase, joint sealing, bituminous pavement, airfield signage and markings, airfield electrical lighting and underground ducts, earthwork, erosion control, sodding, and other efforts normally required for taxiway construction and reconstruction; and,

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

WHEREAS, Chris-Hill Construction Co., LLC was deemed the lowest responsive bidder; and,

WHEREAS, the Airport Authority Management's Capital Program Executive Staff recommended award of the Contract in the total amount of \$19,325,084.55 to Chris-Hill Construction Co., LLC and an Initial Contingency Amount (ICA) in the amount of \$1,932,508.46 (10%) for the project for a total funding authorization amount (contract plus contingency) of \$21,257,593.01, which, in accordance with Airport Authority Policy 701, requires approval of the President and CEO and the Board; and,

WHEREAS, in accordance with its Small Business Participation Program (SBPP), the Airport Authority established a SBE goal of 18% for the full term of this contract; and,

WHEREAS, Chris-Hill Construction Co., LLC is a local prime contractor, is using three certified SBE subcontractors totaling 20.5% of the project, which will total \$3,965,656.75 on this contract; and,

WHEREAS, Airport Authority Management recommends the approval of a contract with Chris-Hill Construction Co., LLC;

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 Chris-Hill Construction Co., LLC as herein described, cost to be paid from federal grants, Airport Authority's airfield capital funds, or any other funds as identified by the CFO.

08-19-26

RESOLUTION

WHEREAS, the Memphis-Shelby County Airport Authority (the "Authority") owns and operates Frederick W. Smith International Airport (the "Airport") in Memphis, Shelby County, Tennessee and, in connection with its operation of the Airport, leases space within the terminal building and grants concession rights for the operation of passenger service businesses within such space; and,

WHEREAS, CAVU Experiences (AMER) LLC, a Delaware limited liability company ("Cavu"), is engaged in the development and operation of common use airport passenger lounges, currently operating approximately twenty (20) Escape Lounge locations across the United States, and desires to construct and operate an "Escape Lounge" common use passenger lounge (the "Lounge") in the main rotunda of the terminal building at the Airport pursuant to a lease and concession agreement between the Authority and Cavu (the "Agreement"); and,

WHEREAS, the Lounge will be open to all passengers regardless of airline or class of travel and will offer chef-prepared food, beverage service, and premium seating and amenities, enhancing the passenger amenities and service offerings available at the Airport; and,

WHEREAS, the Authority and Cavu have negotiated the principal commercial terms of the Agreement, and are proposing the following:

- A fixed term of twelve (12) years;
- An initial buildout of approximately 3,200 square feet, including in-lounge restroom facilities for Lounge guests, with potential future expansion to a full build out of approximately 4,900 square feet based upon utilization triggers;
- An initial capital investment by Cavu of approximately \$2,880,000 for the build out, construction, and fit-out of the Lounge;
- A concession fee equal to eight percent (8%) of gross revenue derived from the operation of the Lounge, increasing to eleven percent (11%) on gross revenue in excess of \$4,000,000 in any contracting year;

- Midterm capital reinvestment by Cavu through two refurbishments of the Lounge, pursuant to an agreed upon scope, schedule, and investment amount;

and,

WHEREAS, Cavu will develop a food, beverage, and partnerships program reflecting Memphis culinary heritage and culture, working with local producers, vendors, and artists in the operation of the Lounge; and,

WHEREAS, Authority staff has determined that the proposed terms represent fair value in line with comparable common use lounge concessions, support the Authority's obligation to maintain a self-sustaining airport fee and rental structure, and are consistent with Federal Aviation Administration requirements and applicable grant assurances; and

WHEREAS, Authority Management recommends approval.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, Memphis-Shelby County Airport Authority, that the President and CEO, or designee, is hereby authorized to negotiate and execute the Agreement with Cavu, substantially consistent with the terms referenced herein, together with such other documents and instruments as may be necessary or appropriate to effectuate the purposes of this Resolution.

08-19-26