

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY (MSCAA) March 26, 2026

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 19, 2026***

Resolutions for Approval This Month

Approval To Operate Within the Estimated Budget for the Third Contract Year – On- Call Airport Engineer Services - Foth Infrastructure & Environment, LLC

Approval To Execute a Contract - Runway 9/27 Status Lights / Construction - Hypower, LLC

Approval To Negotiate and Execute a Contract - Financial Audit Services - Forvis Mazars, LLP

Approval To Negotiate and Execute a Contract - Fuel and Facilities Management and Maintenance Services – Fuel Facility Management, Inc.

Memphis-Shelby County Airport Authority Strategic Plan

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 – *April 16, 2026*

Minutes of the Monthly Meeting of the Board
March 26, 2026

Chairman Michael Keeney called the meeting to order.

Recognition of visitors

Board Meeting viewed via Zoom Webcast to Airport Authority Staff and the Public. The Board and Executive Staff attended in person.

Chairman Michael Keeney recognized and thanked Councilman Ford Canale for his support of the Memphis Airport. "We always appreciate having you here, Councilman."

Minutes of the meeting held: February 19, 2026, were approved upon motion of Belinda Anderson, seconded by Gregory Fletcher, and otherwise unanimously carried.

Resolutions for Board Approval:

Item 1: Upon motion of Jack Sammons, seconded by Pace Cooper , otherwise unanimously carried, the following resolution was adopted:

R E S O L U T I O N

WHEREAS, by Resolution 24-5136, adopted March 21, 2024, 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 Foth Infrastructure & Environment, LLC to provide on-call airport engineering and consulting services on an as-needed basis in support of the Airport Authority's Capital Improvement Program for the project described as:

**ON-CALL AIRPORT ENGINEER
MEMPHIS INTERNATIONAL AIRPORT
MSCAA PROJECT NO. 23-1476-00**

WHEREAS, Contract No. 23-1476-00 was executed effective April 16, 2024 ("Contract") and established a scope of services with commensurate unit billing rates and an estimated budget for the first contract year of \$3,000,000; and,

WHEREAS, the following authorizations to the contract scope and amount have been approved and executed per the corresponding Board Resolution or Airport Authority Management action in accordance with MSCAA Policy:

Contract Agreement 23-1476-00	Board Resolution or Management Action	Date	Scope	Cost
Base Contract	Resolution No.	March 21, 2024	On-Call Airport	\$3,000,000.00

& Year 1 Budget	24-5136		Engineering Services	Not-To-Exceed
Year 2 Budget	Resolution No. 25-5165	March 20, 2025	Year 2 of the Contract	\$1,750,000.00 Not-To-Exceed

WHEREAS, Airport Authority Management has negotiated billing rates for the third year of the Contract and an estimated not-to-exceed budget in the amount of \$2,000,000, which is based on currently active and anticipated projects and will be tracked by specific project and expenditures; and,

WHEREAS, the Airport Authority's Capital Program Executive Staff, by action taken on March 12, 2026, recommends approval of the estimated budget for the third contract year of Contract No. 23-1476-00; and,

WHEREAS, Airport Authority Management recommends approval of an estimated not-to-exceed budget in the amount of \$2,000,000 for the third 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 budget for the third contract year for Contract No. 23-1476-00 with Foth Infrastructure & Environment, LLC, as herein described, cost to be paid from various funding sources based on related projects or any other funds as identified by the CFO.

26-5196
03-26-26

Discussion

- Commissioner Jack Sammons asked if the Contractor is not called to do any work, they do not get paid. President Terry Blue responded, that is correct, for example, in year one of the contract, the budget amount was set based on what management thought the scope of work would be. Ultimately, only a portion of the budgeted amount was used based on the work needed. Therefore the remaining funds were not paid to the contractor.

Item 2: Upon motion of Pace Cooper, seconded by Jack Sammons, otherwise unanimously carried, the following resolution was adopted:

RESOLUTION

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

**REQUEST FOR PROPOSALS
Runway 9/27 Status Lights – Construction
MSCAA PROJECT NO. 16-1408-02**

MEMPHIS INTERNATIONAL AIRPORT
Received February 26, 2026

PROPOSER	TOTAL
Hypower, LLC	\$4,807,237.00
Engineer's Estimate	\$4,111,574.75

** local*

and,

WHEREAS, the proposals include the installation of a FAA runway status light system on Runway 9/27 at Memphis International Airport; and,

WHEREAS, the scope of work consists of, but are not necessarily limited to, site preparation and installation of FAA equipment shelter, installation of runway status light equipment, installation of associated power and data infrastructure, supporting FAA with system testing commissioning, and other efforts as necessary; and,

WHEREAS, the proposals were evaluated according to the established solicitation requirements and Hypower, LLC was deemed the sole responsive proposer; and,

WHEREAS, in accordance with Airport Authority Policy 703, the sole responsive proposal was evaluated by the Selection Committee according to established selection criteria; and,

WHEREAS, after review, the Selection Committee recommended selecting Hypower, LLC; and,

WHEREAS, the Airport Authority Management's Capital Program Executive Staff recommended award of the Contract in the total amount of \$4,807,237.00 to Hypower, LLC and an Initial Contingency Amount (ICA) in the amount of \$721,085.55 (15%) for the project, which, in accordance with Airport Authority Policy 701, requires approval of the President and CEO and the Board; and,

WHEREAS, Airport Authority Management recommends the approval of a contract with Hypower, LLC in the amount of \$4,807,237.00;

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 Hypower, LLC as herein described, cost to be paid from the FY25 Capital Outlay Budget, Capital Funds, or other funds as identified by the CFO.

Discussion

- President Terry Blue explained that Hypower, LLC is the single responsive bidder. Once this project is installed, then it is given to the FAA. It becomes an FAA owned system, of which they take over all costs to operate and maintain.
- Chairman Michael Keeney confirmed that Hypower is in the business of installing airfield lighting. President Terry Blue responded, yes, that is what they do.
- Commissioner Pamela Clary asked how many of the lighting systems are in the USA. President Terry Blue reported there are possibly two-dozen systems. They are expensive but have proven to be highly successful.
- Commissioner Gregory Fletcher asked if the contract would include the integration of all of the electronic systems. President Terry Blue responded yes, the project does have an integration piece, and Hypower, will be engaged with the FAA for the integration. President Blue also explained that two years ago the Board approved the design work for this project. Airport Management hired one of the designers, HNTB, that has done a dozen of these airfield lighting projects across the United States. Airport Management entered into an agreement with the FAA to pay them to assign a staff member to the project to make sure it was being built and designed to the FAA's specifications. We have the FAA's fingerprints and approval on this project.
- Commissioner Gregory Fletcher inquired if Hypower is the same company that installed the airfield lighting system at LaGuardia Airport. President Terry Blue responded that he does not want to speculate about what happened at the LaGuardia Airport. This system has been used for decades at approximately two dozen airports. This system is another layer of safety for our airfield. Additionally, MEM's primary tenants are in support of this system.
- Commissioner Pamela Clary asked how long the installation will take. President Terry Blue responded, approximately one-year. The goal for any airfield construction is always to try and have it completed before peak season starts in October.
- Commissioner Jack Sammons asked if the other runways will be done in the future. President Terry Blue responded that management is not sure at this time. Runway 9/27 is unique because of the FedEx operation; everything touches it or crosses it, which is much less probable for the other runways.
- Commissioner Albert Glenn inquired if there would be an upgrade to the emergency vehicles with transponders. President Terry Blue responded All of the fire trucks have the transponders. Many of the Airfield vehicles have transponders, but not all of them; too many transponders can clutter the system.

Item 3: Upon motion of Pace Cooper, seconded by Belinda Anderson, otherwise unanimously carried, the following resolution was adopted:

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications for Financial Audit Services for the Memphis-Shelby County Airport Authority

("Airport Authority") were received as follows:

**REQUEST FOR QUALIFICATIONS
FINANCIAL AUDIT SERVICES
MEMPHIS - SHELBY COUNTY AIRPORT AUTHORITY
Received February 11, 2026**

STATEMENTS OF QUALIFICATIONS RECEIVED FROM:

Baker Tilly US LLP
Cherry Bekaert LLP
CliftonLarsonAllen LLP
Crowe LLP
Eide Bailly LLP
Forvis Mazars, LLP *
Isabella Transport LLC
Macias Gini & O'Connell LLP
Plante & Moran, PLLC

* *Local Office*

and,

WHEREAS, the scope of services consists of conducting an annual financial audit in accordance with Federal, Governmental, Single Audit Act, and Uniform Guidance (2 CFR §200) standards; and,

WHEREAS, the financial audit services will include compliance requirements described in the Passenger Facility Charge Audit guide for Public Agencies as issued by the Federal Aviation Administration; and,

WHEREAS, the initial term of the contract will be for a period of three (3) years with two (2) one (1) year renewal options to be exercised at the Airport Authority's sole discretion, for a potential total contract term of five (5) years; and,

WHEREAS, the Qualifications were evaluated according to established criteria, and after review, Isabella Transport LLC, was deemed non-responsive due to lack of audit experience; and,

WHEREAS, the selection committee evaluated the remaining eight (8) firms, and after review, the top six (6) firms were interviewed by the selection committee; and

WHEREAS, the selection committee subsequently ranked the top three (3) firms in the following order:

1. Forvis Mazars, LLP
2. Plante & Moran, PLLC
3. Cherry Bekaert, LLP

and,

WHEREAS, Airport Authority management will negotiate a contract 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 firm until a satisfactory agreement has been reached; and,

WHEREAS, Airport Authority management recommends that Forvis Mazars, LLP, 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 Financial Audit Services with Forvis Mazars, LLP., as referenced above, with costs to be paid from the Airport Authority's operating funds or any other funds as identified by the CFO.

26-5198
03-26-26

Item 4: Upon motion of Jack Sammons, seconded by Pamela Clary, otherwise unanimously carried, the following resolution was adopted:

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications for Fuel and Facilities Management and Maintenance Services for the Memphis-Shelby County Airport Authority ("Airport Authority") were received as follows:

**REQUEST FOR QUALIFICATIONS
FUEL AND FACILITIES MANAGEMENT AND MAINTENANCE SERVICES
MEMPHIS - SHELBY COUNTY AIRPORT AUTHORITY
Received February 26, 2026**

STATEMENTS OF QUALIFICATIONS RECEIVED FROM:

Fuel Facility Management, Inc.

and,

WHEREAS, the scope of services consists of managing the Consolidated Rental Car Maintenance (CONRAC) Facility and Quick Turn Around (QTA) Facility, and includes responsibility for all routine and preventative maintenance of, repairs to, and replacement of facilities and equipment; includes coordinating and scheduling all fuel and motor vehicle lubricant deliveries to ensure sufficient supply at all times; and requires maintaining the CONRAC and QTA in full compliance with the contract and all laws, regulations, and ordinances; and,

WHEREAS, the initial term of the contract will be for a period of five (5) years with one (1) two (2) year renewal option to be exercised at the Airport Authority's sole discretion, for a potential total contract term of seven (7) years; and,

WHEREAS, the Statements of Qualifications were evaluated according to established criteria and after review, the selection committee determined that the sole respondent and incumbent provider is qualified to perform the services; and,

WHEREAS, Airport Authority Management will negotiate a contract for services to be performed with the sole provider; and,

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

WHEREAS, all respondents pledged to meet or exceed the SBPP goal; and,

WHEREAS, Airport Authority Management recommends award of the contract to Fuel Facility Management, Inc.;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that the award to Fuel Facility Management, Inc., is hereby approved, and the President and CEO or his designee is hereby authorized to negotiate and execute a contract for Fuel and Facilities Management and Maintenance Services as referenced above, with cost to be paid from the Airport Authority's operating funds or any other funds as identified by the CFO.

26-5199
03-26-26

Discussion

- Commissioner Jack Sammons asked why the rental car companies are not responsible for their own routine and preventative maintenance. President Terry Blue explained that the contractor, Fuel Facility Management, is essentially the facility manager associated with the rental car operations. They work for the Airport Authority. We provide a facility for the rental car operators to operate in.

- Commissioner Jack Sammons inquired if airport management and the car rental companies agree with the selection of the Facility Management company. President Terry Blue confirmed that the rental car companies have been supportive of the chosen firm.
- Commissioner Jack Sammons inquired if the security issues at the rental car facility have improved. President Terry Blue confirmed that security has improved with the installation of the pop-up barriers. The contractor will handle the maintenance to make sure the pop-up barriers are operational.
- Commissioner Jack Sammons asked about the terms of the contract. President Terry Blue responded that the contract is for five years, plus 2 renewal year options; 7 years total.
- Commissioner Pamela Clary asked where the maintenance facility is located. President Terry Blue explained that the CONRAC maintenance facility is located on Airways.
- Commissioner Belinda Anderson asked how long the company has had the contract. Director of Terminal Operations, Lori Morris responded, "since 2019."
- Chairman Michael Keeney asked if the rental car companies pay for the fuel and facilities management and maintenance service. President Terry Blue explained that the expense is accounted for in their rent/fees in the contract.

Item 5: President Terry Blue provided an update on the Airport Authority Strategic Plan. Upon completion, the final document will be posted to the flymemphis.com website.

The following is a summary of the Strategic Overview:

Airport Authority management has updated the Vision and Mission, Core Values, Strategic Priorities, and the vision for the Memphis-Shelby County Airport Authority. The purpose is to be the choice for connecting people and commerce to the world. We want people to choose to fly at MEM; choose to do flight training at the DeWitt Spain or Charles W. Baker General Aviation Airports; and to choose to ship through FedEx. We want airport tenants to choose to operate their businesses out of our facilities.

The Strategic Plan will highlight how the Authority has been performing and how it aligns with the Authority's Master Plan.

Last year marked the 20-year growth plan for all three of the Authority airport facilities, which are poised to meet the needs of the communities that each of those facilities serve. MEM was recently recognized for being a \$10.7 billion contributor to the state of Tennessee's economics.

Authority Management is excited to publish the strategic plan in the near future.

Item 6: Division Reports

Treasurer and Properties Report

Sylvester Lavender, VP of Finance, Administration/CFO, presented a power point on the status of the Airport Finances and Properties update, a copy of which is available upon request.

- Aviation parking revenue increased approximately \$122,000 due to FedEx needing a place to park the MD11 Aircraft while they are being refitted, which is approximately \$80,000 per month.

Properties Report

- Commissioner Jack Sammons inquired how MEM concessions revenue compares with the national average. VP of Finance, Sylvester Lavender, reported that food and beverage concessions are in line with other airports.
- The concessionaires spending is at \$11.76 per enplaned passenger.
- Commissioner Pamela Clary asked what is causing the parking revenue to go down. President Terry Blue responded that management suspects that passengers are choosing to use rideshares thinking there may be parking challenges due to construction. Management will continue to encourage passengers to park at MEM. The increase in fees for Rideshare operators will commence on April 1st.

Operations Report

Marshall Stevens, Vice President of Operations/COO, presented a power point on the progress of the airport operations (terminal and airside) and construction projects, a copy of which is available upon request:

Spotlight

We want to recognize the many TSA employees who have continued to show up at MEM to keep our airport and passengers safe during the government shutdown. These employees have been exemplary. The Authority and several other community groups have provided lunches, food drive items, gift cards, and Grizzly basketball tickets to our TSA workers. Forward Memphis came to the airport to assist TSA employees with securing a loan if needed.

Deputy Federal Security Director for TSA, Kevin McCarthy, expressed his appreciation for all of the support from the Authority and the community during the shutdown period.

Chairman Michael Keeney proposed that the minutes reflect the Airport Authority and the Board of Commissioners sincere appreciation to Kevin McCarthy and TSA employees for their dedication; Upon motion of Gregory Fletcher, seconded by Jack Sammons, otherwise unanimously carried, the recognition and expression of appreciation of TSA Employees was acknowledged during this meeting.

TSA REPORT

Passenger traffic through the security checkpoint is bouncing back.

New Confirm ID Rollout Plan started on February 1, 2026.

- Travelers not presenting an acceptable form of ID and travelers not presenting a REAL ID compliant form of ID (including those who present a non-REAL ID compliant DL/ID) will be referred to “TSA Confirm ID.” The traveler is required to pay a fee of \$45. (Valid for only 10 days.)
 1. Online payment of this fee allows the passenger to start the ID verification and screening process.
 2. Verification and screening must be successfully completed before being allowed into the sterile area.
 3. Payment does not guarantee entry into the sterile/gate area.

Passengers without a Real ID should plan to acquire the “TSA Confirm ID” prior to their arrival to minimize any delays in getting on their flight. There is a QR Code for the passengers to use to access the website. The QR code allows the traveler to manage the process on the phone, pay, present the receipt to the TSA, and proceed. Here at MEM, management partnered with TSA to also provide another option via an airport kiosk. TSA staff will be there to assist if help is needed. There are reverse ATM cash machines near the ticket counters to exchange for a credit card if needed.

TSA reports that there are approximately 60 passengers per day using the Confirm ID electronic and Kiosk process.

The GoodMaps App is now available as a free download from the Apple App Store and Google Play Store. The interactive maps are also accessible through GoodMaps Web integration at flymemphis.com [QR Code](#). GoodMaps provides navigation and wayfinding in over 25 languages, delivering comprehensive accessibility features including audio guidance for blind and low vision travelers, visual directions for deaf and hard-of-hearing passengers, step-free routing for those with mobility needs, and structured navigation for neurodiverse individuals. The app will adjust to changes in the terminal due to construction; even remap guidance if terminal equipment is down.

Operations/Construction

- Construction projects continue to progress:
 1. The new trash shoots will be operational soon. Per the Commissioners inquiry, the trash shoots are not visible to the traveling public.
 2. General Aviation Airports: The big project is the Charles W. Baker Terminal; that project is almost complete. A grand opening ceremony will be schedule in June.

Information Items

- President Terry Blue reported that the Authority hosted the SEC-AAAE Goal Diggers workshop on February 27th. Chairman Michael Keeney was one of five speakers who shared his leadership insight to the workshop attendees. There were approximately 35 attendees at the workshop.

Executive Session

At approximately 9:08a.m. Chairman Michael Keeney requested that Senior Executives and Commissioners remain in the boardroom to conduct an executive session. All other staff and guests will step outside of the boardroom until asked to return for the remaining portion of the meeting.

At approximately 9:41a.m. the executive session ended, and the remaining attendees were invited back into the boardroom to resume the meeting.

By motion of Chairman Michael Keeney, the meeting was adjourned at 9:42 a.m.

Item 7. Next meeting is: April 16, 2026