Minutes of the Joint Meeting of MNAA and MPC Finance/Administration/Properties Committees

BNA Nashville International Airport

Date:	March 10, 2021	Place:	Nashville International Airport Board Room / Electronic Meeting
Time:	9:30 a.m.		
Committee Members Present:			Amanda Farnsworth, Chair; Bill Freeman, Vice Chair; Bobby Joslin; John Doerge; and Kevin Crumbo
Committee Members Absent:			None
Others Present:			Aubrey B. Harwell III; Jimmy Granbery; Joycelyn Stevenson; Nancy Sullivan; Christy Smith; Doug Kreulen; Cindy Barnett; Lisa Lankford; and Angela Edwards

I. Call to Order

Chair Farnsworth called the meeting of the MNAA and MPC Finance, Administration, and Properties (FAP) Committee to order at 9:42 a.m., pursuant to Public Notice dated March 5, 2021.

II. Roll Call and Open Meetings Act

Ms. Angela Edwards, Staff Secretary, called roll of the FAP Committee and asked for a vote on the approval of holding the meeting electronically and a waiver of reading of the Open Meetings Act Announcement. All members were present and the approval of holding the meeting electronically and waiver of reading the Open Meetings Act Announcement passed by vote of 5 to 0. The reading of the Open Meetings Act Announcement was waived, but is included in the Minutes as follows:

The Meeting of the FAP Committee will be held in accordance with Executive Order No. 16, signed by Governor Bill Lee on March 20, 2020, which allowed governing bodies to meet electronically regarding essential business in light of Coronavirus Disease (COVID-19), and that order was extended by Executive Order Nos. 34, 51, 60, 65, 71, and 78. All votes taken during this meeting will be by roll call vote.

III. Approval of Minutes

The approval of the Minutes of the February 10, 2021 FAP Committee meeting was combined with the approval of holding the meeting electronically and a waiver of reading of the Open Meetings Act Announcement. The motion passed by vote of 5 to 0.

IV. Chair's Report

Chair Farnsworth had no Chair's Report.

V. Items for Approval

A. Approval of Amendment to the Delta Airlines (Delta) Letter of Agreement for SkyClub Expansion

Ms. Linda Macey, AVP, Revenue Development, briefed the Committee on this item. Staff requested that the FAP Committee recommend to the Board of Commissioners that it approve the amendment to the Delta SkyClub Letter of Agreement and authorize the Chair and President and CEO to execute the amendment.

Staff provided the FAP Committee a staff analysis of the Delta Letter of Agreement for SkyClub Expansion prior to the meeting.

After lengthy questions and discussions, members of the Committee asked for additional analysis. Chair Farnsworth deferred this item to the April 14, 2021 meeting of the FAP Committee.

B. Approval of Newslink Sublease with Fraport

Ms. Macey briefed the Committee on this item. Staff requested that the FAP Committee recommend to the Board of Commissioners that it approve the Newslink of Nashville, LLC sublease for the terminal concessions program so that all rights and obligations attorn to MNAA.

Staff provided the FAP Committee a staff analysis of the Newslink of Nashville, LLC sublease prior to the meeting.

The Board of Commissioners approved the sublease Agreement with BNA Nashville Partners, LLC in October of 2019. BNA Nashville Partners, LLC has since dissolved and Newslink of Nashville, LLC has now become the tenant and the operating entity and has assumed the lease obligation.

ACDBE participation is 30%. It includes 1 local brand and 3 national/regional brands operated by a majority national joint venture. Board approval is required so that all rights and obligations attorn to MNAA at the expiration of the Master Concessions Agreement on January 31, 2029.

After questions and discussions, Commissioner Smith asked for an updated layout of the concourses and concepts.

Chair Farnsworth called for a motion to recommend to the Board of Commissioners that it approve the Newslink of Nashville, LLC sublease for the terminal concessions program so that all rights and obligations attorn to MNAA. Commissioner Joslin made a motion, seconded by Vice Chair Freeman. Ms. Edwards took a roll call vote and the motion passed by vote of 5 to 0.

C. Approval of Real Property Acquisition and Uniform Relocation Act (URA) Broker Services

Mr. John Corbitt, AVP, Real Estate, briefed the Committee on this item. Staff requested that the FAP Committee approve award of the Contract for Real Property Acquisitions and URA Broker Services and authorize the Chair and President and CEO to execute the contract.

Staff provided the FAP Committee a staff analysis of the Real Property Acquisition and URA Broker Services prior to the meeting.

A Request for Qualifications was released in October 2020 for real property acquisitions and URA broker services in conjunction with acquiring approximately 19 single family homes and 1 commercial property in support of the extension of Runway 2L/20R.

2 responses were received, and interviews were conducted. The selection committee selected O.R. Colan Associates, LLC (ORC) based on their extensive background and experience with similar projects, innovative tracking software, and project management skills.

Mr. Corbitt presented a map showing the location of the properties in relation to the runway. The contract scope includes oversight and management of the acquisition and relocation functions including community outreach, negotiations, appraisals, environmental studies, surveying, and other directly related services. The term of the contract is for 3 years with 2 one-year renewal options. The term will begin when the Environmental Assessment is completed and approved by the Federal Aviation Administration (FAA).

The total contract cost is not to exceed (NTE) $572k. If the term extends more than the initial 3 years, costs will not exceed the NTE of approximately $572k. The cost of this contract does not include costs for purchasing property or for relocation assistance. The total project budget for property acquisitions related to the Runway 2L/20R extension is $5M which includes the contract scope.

ORC committed to 8% SMWBE participation. The funding source is 2019A Bonds.

After questions and discussions, Vice Chair Freeman made a motion to approve the award of the Contract for Real Property Acquisitions and URA Broker Services and authorize the Chair and President and CEO to execute the contract. The motion was seconded by Commissioner Joslin. Ms. Edwards took a roll call vote and the motion passed by vote of 5 to 0.

VI. Information Items

A. BNA 10-acre Non-Aviation Development Update

Mr. Corbitt briefed the Committee on this item. In October 2020, the Board of Commissioners approved the proposed development of the 10-acre parcel of vacant land located at the northeast corner of Briley Parkway and Knights of Columbus Boulevard. A Letter of Intent (LOI) was signed with Odessa Realty Holdings TN, LLC (Odessa) for a proposed ground lease to allow a high-end automobile dealership development. Odessa submitted the proposal to the automobile manufacturer in Germany for their approval. Odessa sent MNAA a notice terminating the LOI on February 26, 2021. The manufacturer insisted on fee simple ownership and was unwilling to move forward with a ground lease.

This item was provided for informational purposes only with no action required.

VII. Adjourn

There being no further business brought before the FAP Committee, Chair Farnsworth adjourned the meeting at 10:10 a.m.

William H. Freeman, Board Secretary