

REGULAR MEETING OF THE BOARD OF COMMISSIONERS, MEMPHIS-SHELBY COUNTY
AIRPORT AUTHORITY (MSCAA) April 18, 2019

CALL TO ORDER

RECOGNITION OF VISITORS, OTHERS

APPROVAL OF BOARD MEETING MINUTES *March 21, 2019*

Resolutions for Approval This Month

1. Approval of Agreement – Marketing and Sponsorship Partnership Agreement - Tiger Sports Properties, LLC
2. Approval of Contract – Negotiate and Execute a Contract for Financial Auditing Services
3. Approval of Contract - Contract extension with AT&T Communication Systems Southeast

Division Reports

TREASURER and PROPERTIES REPORTS

Forrest Artz, Vice President of Finance and Administration/CFO

OPERATIONS REPORT

Terry Blue, Vice President of Operations

INFORMATION ITEMS

NEXT BOARD MEETING – May 16, 2019

RESOLUTION

WHEREAS, Tiger Sports Properties, LLC, holds the exclusive marketing and sponsorship rights for the University of Memphis; and,

WHEREAS, by agreement dated June 28, 2018, the Authority executed a one-year agreement with Tiger Sports Properties, LLC, at a cost of \$95,000 for a marketing and sponsorship partnership; and,

WHEREAS, the Authority would like to continue to increase the public's understanding across the market of the future vision for Memphis International Airport ("MEM" and "Airport") and promote the addition of new affordable flight options with a concentrated targeted marketing approach; and,

WHEREAS, the Authority recognizes that such marketing is in support of efforts to drive additional passenger traffic through MEM which benefits MEM by providing added incentive for additional airlines to consider the Airport and for those airline partners already providing air service at MEM to consider additional flight options; and,

WHEREAS, as part of a multi-year comprehensive marketing plan, the Authority wishes to continue this marketing and sponsorship partnership with the University of Memphis to assist the Authority in meeting these objectives; and,

WHEREAS, the University of Memphis has the only college Division I sports program in Memphis and as such is considered a single source for this type of targeted market partnership agreement; and,

WHEREAS, Authority management recommends entering into a two-year agreement with Tiger Sports Properties, LLC, with a first-year cost of \$96,000 and a second-year cost of \$97,000;

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 marketing and sponsorship partnership agreement with Tiger Sports Properties, LLC, as set forth herein described, effective July 1, 2019, with costs to be paid from Authority's annual operating funds.

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04-18-19

RESOLUTION

WHEREAS, pursuant to public advertisement, Statements of Qualifications for Financial Auditing Services for the Memphis-Shelby County Airport Authority ("Airport Authority") were received as follows:

REQUEST FOR QUALIFICATIONS
FINANCIAL AUDITING SERVICES
FOR MEMPHIS-SHELBY COUNTY AIRPORT AUTHORITY
Received March 20, 2019

STATEMENTS OF QUALIFICATIONS RECEIVED FROM:

Alexander Thompson Arnold CPAs*

Dixon Hughes Goodman LLP*

Frazer Ivy Davis, PLC

HHM CPAs*

Mauldin & Jenkins, LLC*

Mayer Hoffman McCann, P.C.*

Plante Moran, PLLC*

** Out of town firms*

and,

WHEREAS, the scope of services consists of conducting an annual financial audit in accordance with Federal, governmental, Single Audit Act, and Uniform Guidance standards; and,

WHEREAS, the financial auditing 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 one (1) year with four (4) one (1) year renewal options to be exercised at the 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, Mauldin & Jenkins, LLC, was deemed non-responsive due to failure to provide a mandatory proposal bond as required by the RFQ; and,

WHEREAS, the selection committee evaluated the remaining six (6) firms, and after review, the top four (4) firms were interviewed by the selection committee; and

WHEREAS, the selection committee subsequently ranked the top two (2) firms in the following order:

1. Dixon Hughes Goodman LLP
2. Plante Moran, PLLC

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, due to a lack of subcontracting opportunities in furtherance of its Disadvantage Business Enterprise (DBE) Program, the Airport Authority established a DBE goal of 0% for the full term of this contract; and,

WHEREAS, Airport Authority Management recommends award of the contract to Dixon Hughes Goodman LLP;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Memphis-Shelby County Airport Authority, that Dixon Hughes Goodman LLP be hereby designated the top ranked firm and the President and CEO or his designee be hereby authorized to negotiate and execute a contract for

financial auditing services 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.

04-18-19

RESOLUTION

WHEREAS, by Resolution No. 12-4601, adopted July 19, 2012, the Board of Commissioners ("Board") of the Memphis-Shelby County Airport Authority ("Airport Authority") authorized the execution of a five-year agreement with BellSouth Communications Systems, LLC d/b/a AT&T Communication Systems Southeast ("AT&T"), commencing on August 1, 2012, for ongoing on-site maintenance services of the telecommunication systems at Memphis International Airport that support the business needs of the Airport Authority and tenant operations ("Contract"); and,

WHEREAS, the Contract allowed for one two-year extension, which the Board approved by Resolution No. 17-4796 adopted on July 20, 2017 and, thereby, extended the Contract through July 31, 2019; and,

WHEREAS, the Airport Authority is undergoing a modernization of the Airport, and the telecommunications will transition from digital to Voice over Internet Protocol ("VoIP"); therefore, it is in the Airport Authority's best interest to extend the Contract for another two years; and,

WHEREAS, the total price ongoing on-site maintenance service in the final year of the contract extension is \$118,841.41; and,

WHEREAS, for year one covering August 1, 2019 through July 31, 2020, AT&T has submitted a total price of \$122,406; and,

WHEREAS, for year two covering August 1, 2020 through July 31, 2021, AT&T has submitted a total price of \$122,406; 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 approval be and is hereby granted to the President and CEO or his designee to execute the Contract extension with AT&T Communication Systems Southeast as herein described, cost to be paid from MSCAA annual operating funds.

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04-18-19