

METROPOLITAN KNOXVILLE AIRPORT AUTHORITY

Minutes of the Board of Commissioners

Date: November 19, 2025

Place: Henrietta Grant Board Room
McGhee Tyson Airport

The Board of Commissioners of the Metropolitan Knoxville Airport Authority met pursuant to notice at 4:03 p.m. on Wednesday, November 19, 2025, in the Henrietta Grant Board Room at McGhee Tyson Airport (TYS) with the Board Chairman, Howard Vogel, presiding.

Roll call developed that Board members present, in addition to Chairman Vogel, were Markus Chady, Charlie Harr, Caryn Hawthorne, Allison Page, and Wes Stowers. Also present were Patrick Wilson, President of the Airport Authority, and members of his staff; Mark Mamantov, legal counsel; and other visitors.

BUSINESS AGENDA

I. Announcements. Chairman Vogel reminded those in attendance that a sign-up sheet was available for members of the audience who would like to address the Board of Commissioners as to an item on the agenda or speak during the public forum at the conclusion of the meeting.

II. Minutes. The minutes of the regular meeting of October 22, 2025 and the special meeting of November 12, 2025, had been distributed with the agenda materials. Upon motions duly seconded, the minutes were approved as presented by a unanimous voice vote.

III. President's Report and Financial Report. At President Wilson's request, Commissioner Harr announced that the TYS Air National Guard Base will soon receive new KC-46A Pegasus refueling aircraft, replacing the KC-135 Stratotankers.

President Wilson then provided the Board with an overview of the activity report, project updates, and financial information included in the agenda materials.

Mr. Wilson recognized Dorothy Hill for an extraordinary 45 years of service in the Airport Authority's Building Services Department.

President Wilson also noted that December 28 will mark Tom Aiken's final full-time day with the Airport Authority after an impressive 46-year career. He introduced Sammy Shaffer, who was selected as the new Director of Public Safety following a national search.

Finally, President Wilson commended the Airport Authority's Airfield Maintenance and Operations Department for earning the Federal Aviation Administration's Mark of Distinction for 2025, an honor awarded to airports demonstrating exceptional commitment to safety. TYS was recognized for its innovative efforts to reduce wildlife impacts on airport operations. At President Wilson's request, Trey Meadows, Senior Director of Facilities, introduced his team in attendance.

IV. Report of Administration and Finance Committee. Commissioner Harr, Chair of the Administration and Finance Committee, advised the Board that the Committee had met prior to the Board meeting to consider the recognition and acceptance of the Annual Comprehensive Financial Report (ACFR) and the audit for the fiscal year ended June 30, 2025. The audit will remain in draft status until the Office of Management and Budget (OMB) releases its 2025 Compliance Supplement. Mr. Harr moved on behalf of the Committee that the ACFR and the audit for the fiscal year ended June 30, 2025 be recognized and

accepted by the Board, subject to any revisions required by the 2025 Compliance Supplement, with any material changes to the audit requiring subsequent review and approval by the Board, a motion which required no second. The motion was unanimously approved by a roll call vote.

The Committee also considered the contract with Coulter and Justus for the Airport Authority's audit for the fiscal year ending June 30, 2026. Mr. Harr moved on behalf of the Committee for the approval of the auditor contract as presented, a motion which required no second. The motion was unanimously approved by a roll call vote.

V. New Business.

A. Consideration of Public Officials and Employment Practices Liability Insurance Renewal. Dave Schroth, the Director of Properties and Risk Management at the Airport Authority, explained that Donnaud-Clay Aviation Insurance, the Airport Authority's insurance agent, recommended the renewal of the public officials and employment practices liability insurance policy with ACE American Insurance Company. The proposed renewal is a 12.5% increase in the premium over the prior year for a cost of approximately \$86,626 plus the policy fee of \$150. It was moved by Mr. Stowers, seconded by Ms. Hawthorne, that renewal of the public officials and employment practices liability insurance be approved as presented. The motion was unanimously approved by a voice vote.

B. Consideration of Amendment to the Airport Lease and Use Agreements Between the Airport Authority and United Airlines, Inc. (United) and Delta Air Lines, Inc. (Delta) at TYS. Mr. Schroth explained that the Airport Authority requested United and Delta to relinquish Gates 7 and 1, respectively, as part of its initiative to convert certain aircraft gates from preferential use to common-use Airport Authority gates. This conversion will enhance scheduling flexibility as flight activity increases and multiple concourse construction projects commence. To address United and Delta's concerns regarding potential additional per-turn operating costs, the Airport Authority has proposed capping those costs at an amount no greater than what each airline would have paid for a preferential-use gate. The proposed amendments to the Airport Lease and Use Agreement incorporate this gate conversion and cost cap, while all other obligations remain unchanged. It was moved by Ms. Page, seconded by Mr. Stowers, that the amendments to the Airport Lease and Use Agreements with United and Delta be approved as presented. Following discussion, the motion was unanimously approved by a voice vote.

C. Consideration of Approval to Accept Grants and Grant Amendments from the Tennessee Department of Transportation (TDOT) Aeronautics Division in Support of the Terminal Landside Improvements – Parking Garage and Terminal Roadway Project. Bryan White, the Vice President of Planning and Development at the Airport Authority, informed the Board that staff has coordinated with the TDOT Aeronautics Division to secure funding support for the terminal landside improvement projects, including the parking garage and terminal roadway. The Airport Authority has already received a grant that is being applied toward construction, and authorization is requested to accept future grants and/or amendments supporting these projects. The amounts of these grants or amendments will depend on funds available through the TDOT Aeronautics Division. It was moved by Ms. Page, seconded by Mr. Harr, that the Airport Authority's staff be authorized to accept grants and grant amendments for terminal landside improvements from TDOT Aeronautics Division. The motion was unanimously approved by a voice vote.

D. Consideration of Approval of Use of Construction Manager at Risk Delivery and Related Procurement Method for the Terminal Area Development Program at TYS. Mr. White explained to the Board that the Airport Authority's staff and Gresham Smith, the Airport Authority's consultant, recommend procuring the delivery of the terminal area development project through the use of a construction manager at risk (CMAR). This construction delivery method provides the Airport Authority with the benefit of contractor participation during the design process, an accelerated construction timeline, and higher levels of cost control throughout the design and bidding process. This method will also provide the Airport Authority with a guaranteed maximum price. The Airport Authority's procurement policy provides for the

use of alternative delivery methods, such as the CMAR method, with the prior approval of the Board. It was moved by Mr. Stowers, seconded by Mr. Chady, that the procurement of a CMAR to undertake the terminal area development project be approved. Following discussion, the motion was unanimously approved by a voice vote.

VI. Staff Reports. Mr. White updated the Board on the construction progress for the new parking garage.

VII. Public Forum. Chairman Vogel announced that the business agenda had been completed and that two individuals wished to address the Board. Jon Warkentin expressed concerns regarding Avelo Airlines' partnership with U.S. Immigration and Customs Enforcement (ICE) for deportation flights and questioned whether such flights were occurring at TYS. Marie Illingworth also voiced concerns about Avelo Airlines' involvement in deportation flights.

VIII. Adjournment. Thereupon, upon motion duly seconded and unanimously approved, the meeting was adjourned at 4:53 p.m.


Secretary