

**RESCHEDULED REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
APRIL 17, 2017**

I. CALL TO ORDER/ROLL CALL/DECLARATION OF QUORUM

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” and “JMAA”) convened its Rescheduled Regular Monthly Board Meeting in the Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, in Jackson, Mississippi, at 4:00 p.m. on Monday, April 17, 2017 (the “Meeting”), pursuant to proper notice. A copy of the Notice is attached as an exhibit to the April 17, 2017 Rescheduled Board Meeting Minutes.

Chairman Evelyn O. Reed presided, called the Meeting to order at 4:00 p.m. and called the roll of Commissioners.

The following Commissioners were present, in person, during roll call, for a quorum at the Board Meeting:

Evelyn O. Reed, Commissioner and Chairman
Rosie L.T. P. Johnson, Ph.D., Commissioner and Vice Chairman
Pastor James L. Henley, Jr., Commissioner
Vernon W. Hartley, Sr., Commissioner

The following Commissioner was present, telephonically, at the Board Meeting:

LaWanda D. Harris, Commissioner

Chairman Evelyn O. Reed announced that a quorum was present at the Meeting, as required by the Bylaws of the Authority, and announced that the Meeting would proceed with discussion of the Agenda (the “Agenda”) for the Rescheduled Regular Monthly Meeting of the Board rescheduled for 4:00 p.m. on Monday, April 17, 2017, in the Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, in Jackson, Mississippi. The following other persons were also present at the Meeting:

Carl D. Newman, A.A.E., JMAA’s Chief Executive Officer
Perry Miller, JMAA’s Chief Operating Officer
John L. Walker, Esq., Walker Group, PC, Attorneys at Law
Kevin Bass, Esq., Walker Group, PC, Attorneys at Law
Regina May, Esq., The May Law Firm, PLLC, Attorneys at Law
John R. May, Jr., Esq., The May Law Firm, PLLC, Attorneys at Law
And persons listed on **EXHIBIT A: Sign in Sheet for 04-17-17**

II. INVOCATION

Vice Chairman Dr. Johnson gave the Invocation.

III. APPROVAL OF BOARD NOTICES

- A. Notice of the Posting of the Rescheduled April 2017 Regular Monthly Work Session on Thursday, April 13, 2017 at 8:30 a.m.
- B. Notice of the Posting of the Rescheduled April 2017 Regular Monthly Board Meeting on Monday, April 17, 2017 at 4:00 p.m.

RESOLUTION CY-2017-45

APPROVAL OF THE NOTICE OF THE POSTING OF THE RESCHEDULED WORK SESSION ON THURSDAY, APRIL 13, 2017 8:30 A.M. AND NOTICE OF THE POSTING OF THE RESCHEDULED REGULAR BOARD MEETING ON MONDAY, APRIL 17, 2017 4:00 P.M.

After discussion and review, and upon the motion made by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, and approved by the majority vote 4-1-0, the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Notice of the Posting of the Rescheduled April 2017 Regular Monthly Work on Thursday, April 13, 2017 at 8:30 a.m. and the Notice of the Posting of the Rescheduled April 2017 Regular Monthly Board Meeting on Monday, April 17, 2017 at 4:00 p.m.

Yeas: Hartley, Henley, Johnson, Reed

Nays: Harris

Abstentions: None

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IV. APPROVAL AND EXECUTION OF MINUTES

- A. Rescheduled Regular Work Session of the Board of Commissioners, March 24, 2017.
- B. Regular Meeting of the Board of Commissioners, March 27, 2017.

RESOLUTION CY-2017-46

APPROVAL AND EXECUTION OF THE MINUTES OF THE MARCH 24, 2017 RESCHEDULED REGULAR WORK SESSION AND THE MARCH 27, 2017 REGULAR BOARD MEETING

After discussion and review and upon the motion made by Commissioner Hartley, and seconded by Vice Chairman Dr. Johnson, the Minutes of the Rescheduled Regular Work Session, March 24, 2017, and the Regular Board Meeting, March 27, 2017, were

approved by unanimous vote of the Commissioners, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the Rescheduled Regular Work Session, March 24, 2017, and the Regular Board Meeting, March 27, 2017, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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V. PUBLIC COMMENTS

None.

VI. REPORTS

A. Report from the Chairman

Chairman Reed greeted and thanked everyone for attending the Board Meeting. She then announced that she attended the ACI-NA/AAAE Airport Board and Commissioners Conference, April 2-4, 2017 and provided a report highlighting the Conference. Chairman Reed's complete written report is attached as an exhibit to the April 17, 2017 Board Meeting Minutes.

B. Chief Executive Officer

Mr. Carl D. Newman, CEO, addressed comments to the Board, as he went through Agenda items, and made references to supporting documentation in the Packet for the April 17, 2017 Rescheduled Regular Board Meeting ("Packet"). The Packet is attached as an exhibit to the April 17, 2017 Rescheduled Regular Board Meeting Minutes.

- 1. Airport Project Manager Summary, Period Ending
March 31, 2017.....Page 1¹**
- 2. Airport Activity Statistics Report, Period Ending
March 31, 2017.....Page 17**

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the April 17, 2017 Rescheduled Regular Board Meeting Minutes.

C. Attorney

1. Adoption of a Resolution Authorizing Employment of Bond Counsel Team for Refunding of JMAA Outstanding Series 2007A Alternative Minimum Tax Airport Revenue Bond and Series 2007B Tax Exempt Airport Revenue Bonds Through Private and/or Public Sale

Commissioner Harris announced that she was not privy to the proposed Resolution distributed prior to the Meeting and therefore will be abstaining.

RESOLUTION CY-2017-47

RESOLUTION ADOPTING RESOLUTION AUTHORIZING THE EMPLOYMENT OF COUNSEL FOR THE POSSIBLE REFUNDING OF JACKSON MUNICIPAL AIRPORT AUTHORITY OUTSTANDING SERIES 2007A ALTERNATIVE MINIMUM TAX AIRPORT REVENUE BONDS AND/OR SERIES 2007B TAX EXEMPT AIRPORT REVENUE BONDS THROUGH PRIVATE AND/OR PUBLIC SALE; AND FOR RELATED PURPOSES

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Pastor Hartley, the following **RESOLUTION** was made and approved by majority vote 4-0-1.

WHEREAS, the Board of Commissioners of the Jackson Municipal Airport Authority (the “Governing Body”), acting for and on behalf of the Jackson Municipal Airport Authority (“JMAA”), is authorized by Sections 61-3-1, et seq., Mississippi Code of 1972, as amended (the “Act”), to issue refunding bonds through private and/or public sale for interest rate savings, to enhance JMAA’s annual cash flow, and to provide flexibility to JMAA in the financing of its capital projects; and

WHEREAS, JMAA, acting by and through the Governing Body, has heretofore and from time to time, issued various series of JMAA bond obligations for the principal purpose of financing and/or refinancing the acquisition and/or improvements of various JMAA capital projects; and

WHEREAS, the Governing Body desires to possibly refund all or a portion of the following JMAA bond obligations to obtain interest rate savings, to enhance JMAA’s annual cash flow, and to provide flexibility to JMAA in the financing of its capital projects:

1. Series 2007A Alternative Minimum Tax Airport Revenue Bonds; and
2. Series 2007B Tax Exempt Airport Revenue Bonds;

and

WHEREAS, the issuance of refunding bonds through private and/or public sale will result in interest rate savings, enhancement of JMAA’s annual cash flow and more flexibility in the financing of JMAA capital projects;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY, ACTING FOR AND ON BEHALF OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY, IN A REGULAR MEETING ON APRIL 17, 2017, AS FOLLOWS:

SECTION 1. This Resolution is adopted pursuant to the Act and the Constitution and Laws of the State of Mississippi (the "State").

SECTION 2. The May Law Firm, PLLC ("MLF") and Watkins & Eager, PLLC ("W&E") are hereby retained to serve as Co-Bond counsel ("Co-Bond Counsel"), and Walker Group PC ("WG") is retained to serve as counsel to Bond Issuer JMAA ("JMAA Counsel"), in connection with the refunding of JMAA bonds, Series 2007A Alternative Minimum Tax Airport Revenue Bonds and/or Series 2007B Tax Exempt Airport Revenue Bonds. MLF, W&E and WG shall work in concert to affect the refunding of the aforesaid bond series in the best interest of JMAA. If JMAA decides to proceed with the refunding through private and/or public sale, MLF, W&E, and WG shall submit to JMAA their attorneys' fees and expenses for JMAA's approval for these legal services, based upon the refunding mechanism selected by JMAA.

SECTION 3. If any one or more of the provisions of this Resolution shall be held to be illegal or invalid for any reason, such illegality or invalidity shall not affect any of the other provisions of this Resolution; and this Resolution shall be construed and enforced as if such illegal or invalid provision or provisions had not been contained herein.

SECTION 4. This Resolution shall take effect immediately and all resolutions and orders, or parts thereof, in conflict herewith, to the extent of such conflict, are hereby repealed.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: Harris

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2. *Adopting Resolution Amending the "Jackson Municipal Airport Authority Public Records Policy"*

Commissioner Harris announced that she was not privy to the proposed Resolution distributed prior to the Meeting and therefore will be abstaining.

RESOLUTION CY-2017-48

RESOLUTION AMENDING THE "JACKSON MUNICIPAL AIRPORT AUTHORITY PUBLIC RECORDS POLICY"

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by majority vote 4-0-1.

WHEREAS, the Board of Commissioners, on May 24, 2010, adopted the “Jackson Municipal Airport Authority Public Records Policy”; and

WHEREAS, the Board needs to revise the “Jackson Municipal Airport Authority Public Records Policy” to comply with the applicable laws of the Mississippi Code of 1972 as amended; and

NOW BE IT, THEREFORE, RESOLVED that the Board approves and adopts the “Jackson Municipal Airport Authority Public Records Policy” as amended April 17, 2017, which is attached to this Resolution as Exhibit A.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: Harris

April 17, 2017

- 3. *Adopting Resolution Amending and Adopting Strategic Plan 2021 to include the Amendment “Goal 7: Safety – Plan Prepare, Prevent, and Protect,” as a Strategic Goal. Page 65*

RESOLUTION CY-2017-49

RESOLUTION AMENDING “STRATEGIC PLAN 2021” FOR THE JACKSON MUNICIPAL AIRPORT AUTHORITY

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board of Commissioners, on February 29, 2016, adopted the Jackson Municipal Airport Authority (“JMAA”) “Strategic Plan 2021,” via Resolution CY 2016-23; and

WHEREAS, Staff desires to amend the Strategic Plan 2021 (“Plan”) by adding a “safety” component to create a culture of safety by; recognizing and controlling hazards; ensuring safe performance of operational excellence; and identifying, assessing and mitigating risks; and

WHEREAS, the Board has considered the request from Staff for authority to amend the Plan by adding the above described component entitled “Goal 7: Safety – Plan, Prepare, Prevent, and Protect” to the list of “Goals” included in the “Strategic Vision” section of the Plan; and

WHEREAS, the Board of Commissioners of JMAA has reviewed and studied the proposed amendment to be included in the “Strategic Plan 2021” entitled “Goal 7: Safety – Plan, Prepare, Prevent, and Protect,” a copy of which is attached to this Resolution as Exhibit 1, and the Board finds that said proposed amendment be adopted and implemented for JMAA on a date to be identified by Mr. Newman, or his duly designated representative.

NOW BE IT, THEREFORE, RESOLVED that the Board: (i) approves and adopts the proposed amendment “Goal 7: Safety – Plan, Prepare, Prevent, and Protect,” which is attached as Exhibit A, as goal number seven (7) in the list of “Goals” in section entitled “Strategic Vision”; (ii) adopts “Strategic Plan 2021” for the Jackson Municipal Airport Authority; as amended, and (iii) authorizes implementation of the Plan, as amended, on a future date to be identified by Carl D. Newman, CEO, or his duly designated representative; and

NOW BE IT, THEREFORE, FURTHER RESOLVED that the Chief Executive Officer and JMAA’s management staff shall communicate said Strategic Plan, as amended, to JMAA’s Staff, stakeholders, and business partners.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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4. *Adopting Resolution Authorizing Travel for Chief Operating Officer to Transport Research Society World Conference.....Page 68*

RESOLUTION CY-2017-50

RESOLUTION AUTHORIZING TRAVEL OF JMAA’S CHIEF OPERATING OFFICER, PERRY J. MILLER, TO THE AIR TRANSPORT RESEARCH SOCIETY WORLD CONFERENCE IN ANTWERP, BELGIUM FROM JULY 2, 2017 TO JULY 8, 2017

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA’s Staff to: (i) authorize the international travel of JMAA’s Chief Operating Officer, Perry J. Miller, to attend the Air Transport Research Society World Conference (“ATRS”) in Antwerp, Belgium, from July 2, 2017 to July 8, 2017 (“ATRS”); and (ii) determine that the proposed travel by Mr. Miller to ATRS will be extremely beneficial to JMAA; and

WHEREAS, the estimated cost of attending the ATRS event is \$3,917.74; and

WHEREAS, the current Travel Policy for the Board (“Travel Policy”), states that no travel outside the continental limits of the United States, on behalf of the Authority, shall be permitted by an employee, to include the CEO, at the Authority’s expense, without specific prior approval by the Board and a determination by the Board that such travel would be extremely beneficial to the Authority; and

WHEREAS, the Board has considered the foregoing and has considered the benefits which will accrue to the Authority regarding Mr. Miller’s attendance at the Air Transport Research Society World Conference; and

WHEREAS, the Travel Policy for Airport Authority Staff adopts the per diem rates established by the U.S. General Services Administration which provides for a per diem for “Belgium: Antwerp” at \$79.00 per day for meals; and \$19.00 per day for incidentals; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 13, 2017, found at pages 68-69 of the Meeting Packet, along with the ATRS Conference Programme, attached as an exhibit to this Resolution, ought to be granted.

IT IS THEREFORE, RESOLVED that JMAA: (i) authorizes the international travel of JMAA’s Chief Operating Officer, Perry J. Miller to the Air Transport Research Society World Conference in Antwerp, Belgium from July 2, 2017 to July 8, 2017; and (ii) determines that the proposed travel by Mr. Miller to ATRS will be extremely beneficial to JMAA; and

IT IS THEREFORE, FURTHER RESOLVED that JMAA approves and authorizes payment of the estimated cost of Perry J. Miller, COO, to attend the ATRS event in the amount of \$3,917.74, including reimbursement of per diem rates to Mr. Miller for meals and incidentals, per the JMAA Travel Policy For Airport Authority Staff Revised: March 21, 2014: Paragraph 3, Subparagraph 3.1, in order for Perry J. Miller, COO, to attend and participate in the Air Transport Research Society World Conference in Antwerp, Belgium from July 2, 2017 to July 8, 2017, as fully explained in the Memorandum dated April 13, 2017, found at pages 68-69 of the Meeting Packet, along with the ATRS World Conference Programme, attached as an exhibit to this Resolution, all in accordance with the Travel Policy of JMAA.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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5. Next, Attorney Walker announced that there are several matters that he recommends the Board take up during an Executive Session. Accordingly, he recommended that Chairman Reed present the matters for consideration at the appropriate time.

VII. ACTION ITEMS

A. Financial Matters

I. Financial Reports for March 2017:

(a) Balance Sheet: Accept.....Page 30

(b) Income Statement: Accept.....Page 32

RESOLUTION CY-2017-51

RESOLUTION ACCEPTING/APPROVING THE MARCH 2017 FINANCIAL REPORTS: BALANCE SHEET AND INCOME STATEMENT

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by a majority vote 4-1-0.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority’s Balance Sheet and Income Statement (“the Financial Reports”) for the month and period ending March 31, 2017, which were included in the Packet, at pages 30-34, and distributed to the Board prior to the April 17, 2017 Monthly Meeting of the Board.

IT IS, THEREFORE, RESOLVED that the Board hereby accepts and approves the March 2017 Financial Reports: Balance Sheet and Income Statement for March 2017.

Yeas: Harris, Hartley, Johnson, Reed

Nays: Henley

Abstentions: None

April 17, 2017

c. Claims Docket for March 2017: Approve.....Page 35

Commissioner Hartley moved, and Vice Chairman Dr. Johnson seconded, that the Board authorize payment of the Claims Docket, included in the Packet at pages 35-39, and distributed to the Board prior to the April 17, 2017 Monthly Meeting of the Board.

Commissioner Pastor Henley requested an explanation as to the discussion held during the April 13, 2017 Work Session concerning the title of the entity identified in Claim No. 93283. He further inquired whether the entity referenced in Claim No. 93283 consists of multiple entities, and if JMAA is, in turn, paying membership fees to multiple entities.

Ms. Arnetrius Branson, Chief Financial Officer, informed the Board that the Claim is for

payment to the Central Mississippi Growth Foundation, D/B/A Greater Jackson Alliance. She confirmed that the Central Mississippi Growth Foundation is the controlling entity and the entity the Greater Jackson Alliance is affiliated with it.

In response to Commissioner Henley's inquiry, Ms. Branson informed the Board that JMAA provides two (2) payments for its dues to the Greater Jackson Alliance and the Greater Jackson Chamber. She stated that JMAA pays \$35,000.00 to the Chamber and \$30,000.00 to the Alliance.

Mr. Newman, CEO, then announced that the Executive Director of the Greater Jackson Partnership, Duane O'Neill, was present to address any further questions the Board may have.

First, Mr. O'Neill explained the Central Mississippi Growth Foundation, and the entities that operated under its "umbrella," including the Greater Jackson Chamber Partnership and the Greater Jackson Alliance (together "Partnership").

Mr. O'Neill explained to the Board his organization's decision not to provide a letter in support of the Jackson Municipal Airport Authority during the political battle that occurred over the takeover legislation. He also stated that because of the Partnership's connection with the counties involved and JAN, the organization decided not to be involved in the dispute or choose a side to support.

The Board Members held further discussion and stated their opinions as to the decision of the Partnership not to provide support for the airport during the dispute.

In response to Commissioner Harris's question regarding whether the membership fees paid by JMAA are the same as other members or different, Mr. O'Neill informed the Board that there are around 1500 members, and the membership fees range from \$75,000.00 to \$375.00 for small businesses. He also stated that the membership fee increases based on the size of the organization for small business, and for larger businesses the fee amounts are negotiated. He added that JMAA is considered a large business.

Ms. Harris then suggested that the JMAA membership fees be reduced to \$15,000.00 and \$25,000.00, to which Mr. O'Neill responded that the Partnership is willing to negotiate membership fees with JMAA if that is what JMAA is requesting.

Chairman Reed expressed that JMAA relishes and wants to continue the partnership but that there should be a partnership wherein JMAA benefits as well.

Mr. Newman then informed the Board that from a day-to-day working standpoint, there is no greater supporter of JAN than the Greater Jackson Partnership, that the work being done in conjunction with JMAA's Staff is very important and that it is very important to JMAA that the relationship with the Greater Jackson Partnership continue.

Upon motion by Commissioner Hartley to amend his motion to approve the Claims Docket by tabling and excluding approval of Claim No. 93283 as to the payment to Central Mississippi Growth Foundation, Inc. and approving the remaining claims on the Claims Docket, and seconded by Commissioner Harris, the motion to amend the motion to approve the Claims Docket by tabling and excluding Claim No. 93283 and approving all other claims on the Claims Docket was approved by unanimous vote.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

RESOLUTION CY-2017-52

RESOLUTION APPROVING THE AMENDED CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING MARCH 31, 2017 WHICH TABLES AND EXCLUDES CLAIM NO. 93283, IN THE AMOUNT OF \$30,000.00

Upon motion by Commissioner Hartley, seconded by Harris, the following **RESOLUTION** was made and approved by a unanimous vote.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the Authority's amended Claims Docket ("Claims") for the month and period ending March 31, 2017, which was included in the Packet, at pages 35-39, and distributed to the Board prior to the April 17, 2017 Monthly Meeting of the Board; and

WHEREAS, the distributed Claims Docket is amended to table and exclude Claim No. 93283, the \$30,000.00 payment to "GREATERJA Central Mississippi Growth Foundation, Inc;" and

WHEREAS, the Board approves the amended Claims Docket which tables and excludes Claim No. 93283, the \$30,000.00 payment to "GREATERJA Central Mississippi Growth Foundations, Inc."

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$782,249.38.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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Mr. Newman then requested guidance from the Board of Commissioners as to what is being requested of Staff as to JMAA's membership fees.

Vice Chairman Dr. Johnson suggested that JMAA renegotiate with the Partnership's representatives as to the membership fees. She added that while renegotiating, find out how much other organizations, similar in size etc., to JMAA, are paying for membership fees.

Commissioner Hartley then expressed his agreement with Vice Chairman Dr. Johnson and added that we should find out what JMAA is receiving in return for the money paid to the Partnership.

Vice Chairman Dr. Johnson requested Staff to create a document that states the benefits that JMAA receives from the Partnership and Alliance

(d) Quarterly Statistics.....Page 40

Mr. Newman announced that no actions were required as to the Quarterly Statistics.

2. Amendment to Passenger Facility Charge Application 14-06-C-00-JAN (PFC Application #06), Authority to AmendPage 43

Mr. Newman informed the Board that this request pertains to a paperwork issue and not a money issue.

RESOLUTION CY-2017-53

RESOLUTION AUTHORIZING AMENDMENT TO PASSENGER FACILITY CHARGE APPLICATION 14-06-C-00-JAN AND TO SUBMIT A NOTIFICATION TO THE FEDERAL AVIATION ADMINISTRATION

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by majority vote 4-0-1.

WHEREAS, the Board has considered the request of JMAA's Staff for authority to: (i) amend Passenger Facility Charge (PFC) Application 14-06-C-00-JAN ("PFC Application #06"); and (ii) submit a notification of the request to amend to the Federal Aviation Administration; and

WHEREAS, the requested amendment will adjust the total approved PFC level for PFC Application #06 from the current level of \$38,832,254.00 to \$35,997,503.00, a difference of \$2,834,751.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 3, 2017, found on pages 43-44 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that Staff is authorized to: (i) amend Passenger Facility Charge (PFC) Application 14-06-C-00-JAN ("PFC Application #06"); and (ii) submit a notification of the request to amend to the Federal Aviation Administration; and

IT IS THEREFORE, FURTHER RESOLVED that the requested amendment will adjust the total approved PFC level for PFC Application #06 from the current level of \$38,832,254.00 to \$35,997,503.00, a difference of \$2,834,751.00; and

IT IS THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated April 3, 2017, found on pages 43-44 of the Meeting Packet.

Yeas: Harris, Hartley, Johnson, Reed

Nays: None

Abstentions: Henley

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Commissioner Harris suspended her telephonic attendance at the Board Meeting at 4:57 pm.

Mr. Newman then announced that on today, April 17, 2017 Fitch Ratings agency affirmed Jackson Municipal Airport Authority revenue bonds at BBB+ with an outlook of stable.

The Board of Commissioners and Staff applauded the news.

B. Construction Projects

- 1. Security Checkpoint Reconfiguration, JAN: Authority to Award the Professional Services Contract.....Page 45*

RESOLUTION CY-2017-54

RESOLUTION AUTHORIZING STAFF TO AWARD THE CONTRACT AND EXECUTE AN AGREEMENT WITH DUVALL DECKER ARCHITECTS FOR ENGINEERING, DESIGN, AND RELATED SERVICES IN CONNECTION WITH THE SECURITY CHECKPOINTS RECONFIGURATION

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by unanimous vote of Commissioners present.

WHEREAS, the Board has considered Staff's request for authority to award a professional services contract to and enter an agreement with Duvall Decker Architects ("Duvall Decker"), located in Jackson, MS, a Disadvantaged Business Enterprise certified by the Jackson Municipal Airport Authority ("JMAA"); and

WHEREAS, the contract is for engineering, design, and related services in connection with the reconfiguration of the security checkpoints at Jackson-Medgar Wiley Evers International Airport ("JAN") for fees not to exceed \$76,000.00; and

WHEREAS, in addition to Duvall Decker being a DBE, it will be supported by the following certified Disadvantaged Business Enterprises (“DBE”): Marrero, Couvillon & Associates, LLC, which shall receive 12% of the contract amount and Julien Engineering & Consulting, Inc., which shall receive 5% of the contract amount, resulting in a total DBE percentage of 90% for this project; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated April 3, 2017, found on pages 45-48 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the JMAA Staff is authorized to award a professional services contract to and enter an agreement with Duvall Decker Architects (“Duvall Decker”), located in Jackson, MS, a Disadvantaged Business Enterprise certified by the Jackson Municipal Airport Authority (“JMAA”); and

IT IS THEREFORE, FURTHER RESOLVED that the contract is for engineering, design, and related services in connection with the reconfiguration of the security checkpoints at Jackson-Medgar Wiley Evers International Airport (“JAN”) for fees not to exceed \$76,000.00; and

IT IS THEREFORE, FURTHER RESOLVED that in addition to Duvall Decker being a DBE, it will be supported by the following certified Disadvantaged Business Enterprises (“DBE”): Marrero, Couvillon & Associates, LLC, which shall receive 12% of the contract amount and Julien Engineering & Consulting, Inc., which shall receive 5% of the contract amount, resulting in a total DBE percentage of 90% for this project; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated April 3, 2017, found on pages 45-48 of the Meeting Packet.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

April 17, 2017

2. *Rehabilitation of Runway 11/29 at Hawkins Field Airport, HKS: Authority to Advertise for Competitive Bids.....Page 49*

RESOLUTION CY-2017-55

RESOLUTION AUTHORIZING JMAA TO SOLICIT BIDS FOR CONSTRUCTION REHABILITATION WORK ON RUNWAY 11/29 AT THE HAWKINS FIELD AIRPORT AND APPROVAL OF THE PROJECT BUDGET

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by unanimous vote of Commissioners present.

WHEREAS, the Board has considered Staff’s request for: (i) authority to advertise for competitive bids for the construction rehabilitation work on Runway 11/29 at the Hawkins Field Airport (“HKS”); and (ii) approval of the total project budget of \$1,640,000.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 6, 2017, found on pages 49-52 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to publish a Request for Bids for the construction rehabilitation work on Runway 11/29 at the Hawkins Field Airport (“HKS”); and (ii) the total project budget of \$1,640,000.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request, is fully explained in the Memorandum dated April 6, 2017, found on pages 49-52 of the Meeting Packet.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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- 3. *Rehabilitation of Taxiway Alpha at Jackson-Medgar Wiley Evers International Airport, JAN: Authority to Advertise for Competitive Bids.....Page 53*

RESOLUTION CY-2017-56

RESOLUTION AUTHORIZING JMAA TO SOLICIT BIDS FOR CONSTRUCTION REHABILITATION WORK FOR TAXIWAY ALPHA, PHASE 2 AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT AND APPROVAL OF THE PROJECT BUDGET

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by unanimous vote of Commissioners present.

WHEREAS, the Board has considered Staff’s request for: (i) authority to advertise for competitive bids for construction services in connection with the Rehabilitation of Taxiway Alpha, Phase 2 at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and (ii) approval of the project budget of \$6,388,314.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 3, 2017, found on pages 53-55 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to publish a Request for Bids for the construction services in connection with the Rehabilitation of Taxiway Alpha, Phase 2 at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and (ii) the total project budget of \$6,388,314.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated April 3, 2017, found on pages 53-55 of the Meeting Packet.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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C. Procurement

None

D. Service Agreements

Commissioner Harris reconnected her telephonic conference into the Board Meeting at 5:03 p.m.

- 1. Request for Proposals for Air Service Development Consultants, JMAA: Authority to Solicit Proposals.....Page 56*

RESOLUTION CY-2017-57

RESOLUTION AUTHORIZING JMAA TO SOLICIT PROPOSALS FROM AIR SERVICE DEVELOPMENT CONSULTANTS TO ASSIST WITH THE DEVELOPMENT OF NEW AND EXPANSION OF EXISTING AIR SERVICES AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for: (i) authority to solicit proposals from Air Service Development Consultants with experience in the fields of passenger air service, general aviation, cargo and other aviation development to assist in the development of new, and expansion of existing, air services at the Jackson-Medgar Evers Wiley International Airport (JAN) and Hawkins Field Airport (HKS); (ii) approval of the proposed project budget amount of \$70,000.00; and (iii) approval of the proposed agreement

term of one (1) calendar year with the option to renew for one (1) additional year, at the discretion of the Jackson Municipal Airport Authority; and

WHEREAS, the consultant will facilitate the development of a strategic air service development plan and assist with implementing the plan at JAN and HKS; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 13, 2017, found on pages 56-58 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to solicit proposals from Air Service Development Consultants with experience in the fields of passenger air service, general aviation, cargo and other aviation development to assist in the development of new, and expansion of existing, air services at the Jackson-Medgar Evers Wiley International Airport (JAN) and Hawkins Field Airport (HKS); (ii) the proposed project budget amount of \$70,000.00 is approved; and (iii) the proposed agreement term of one (1) calendar year with the option to renew for one (1) additional year, at the discretion of the Jackson Municipal Airport Authority is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated April 13, 2017, found on pages 56-58 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed
Nays: None
Abstentions: None

April 17, 2017

E. Grants

None.

F. Other Matters

- 1. *Local Funds Disadvantaged Business Enterprise (DBE) Policy, JMAA: Approval of the Policy.....Page 59*

RESOLUTION CY-2017-58

RESOLUTION ADOPTING “THE JACKSON MUNICIPAL AIRPORT AUTHORITY LOCAL FUNDS DISADVANTAGED BUSINESS ENTERPRISE PROGRAM POLICY”

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board of Commissioners (“Board”) of the Jackson Municipal Airport Authority (“JMAA”), a municipal airport authority organized and existing under the Airport Authorities Law of the State of Mississippi, Section 61-3-1 et seq., Mississippi Code of 1972, as amended, commissioned a Disparity Study in 2012 to evaluate whether minority-owned and women-owned enterprises in the market area of JMAA are provided complete and fair opportunities to compete and contend for the prime contracts and associated subcontracts awarded by JMAA; and

WHEREAS, NERA Economic Consulting conducted, during 2012, a disparity study and afterwards issued a report entitled “The State of Minority and Women Owned Business Enterprise: Evidence From Mississippi”; (“Disparity Study”) dated December 17, 2012, which found:

...there is strong evidence of large, adverse, and frequently statistically significant disparities between minority and female participation in business enterprise activity in JMAA’s market area and the actual current availability of those businesses. We further conclude that these disparities cannot be explained solely, or even primarily, by differences between DBE and non-DBE business populations in factors untainted by discrimination, and that these differences, therefore, give rise to a strong inference of the continued presence of discrimination in JMAA’s market area;

and

WHEREAS, because of the Disparity Study, and the statistical evidence shown by it, the Board considered it necessary to adopt and implement new Disadvantaged Business Enterprise (“DBE”) policies and continue implementing current DBE policies that address the discrimination occurring against DBEs and create complete and fair opportunities for DBEs, and that comply with all judicial and legal requirements. A copy of the Executive Summary of the Disparity Study is attached hereto as Exhibit A and the complete Disparity Study which is located on the website of JMAA: http://jmaa.com/wp-content/uploads/2013/01/NERA_JMAA_Disparity_Study_FinalRev.pdf is incorporated herein by reference; and

WHEREAS, JMAA’s Federal DBE Program, under which JMAA currently operates, set forth in 49 CFR Parts 23 and 26, has not enabled JMAA to sufficiently close the disparity gap identified in the Disparity Study; and

WHEREAS, the Board sought to maximize the opportunities for the substantive participation of DBEs and to close the disparity gap by establishing a local DBE Program to apply to non-federally funded capital improvements projects, professional services, general services and procurement of supplies and commodities; and

WHEREAS, the Board commissioned JMAA’s Director of Disadvantage Business Enterprise & Community Development, Jack Thomas, with the assistance of additional Board Counsel, Regina May, Esquire, The May Law Firm, PLLC, to develop a Local Funds Program for consideration and adoption by JMAA; and

WHEREAS, after receiving input and recommendations from JMAA’s Procurement Department and the Board “The Jackson Municipal Airport Authority Local Funds Disadvantaged Business Enterprise Program Policy” was developed.

NOW IT IS THEREFORE RESOLVED that the Board hereby adopts “The Jackson Municipal Airport Authority Local Funds Disadvantaged Business Enterprise Program Policy,” a copy of which is attached hereto as Exhibit B and found on pages 60-64 of the Meeting Packet is fully incorporated herein by reference; and

IT IS THEREFORE, FURTHER RESOLVED that JMAA Staff and Board attorneys shall take the necessary actions to fully implement and carry out “The Jackson Municipal Airport Authority Local Funds Disadvantaged Business Enterprise Program Policy”

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

April 17, 2017

- 2. *Extension of Contract for Option to Lease Real Estate, JMAA: Authority to Extend the Contract.....Page 66*

RESOLUTION CY-2017-59

RESOLUTION AUTHORIZING EXTENTION OF THE CONTRACT FOR OPTION TO LEASE REAL ESTATE BETWEEN THE JACKSON MUNICIPAL AIRPORT AUTHORITY AND FREEDOM REAL ESTATE, LLC UNTIL JANUARY 31, 2018.

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to extend the Contract for Option to Lease Real Estate between the Jackson Municipal Airport Authority (JMAA) and Freedom Real Estate, LLC (Freedom) until January 31, 2018; and

WHEREAS, the negotiation compensation for this lease extension is twofold: 1. Freedom will pay JMAA an additional \$25,000.00, which will be added to Freedom’s first year’s rent; and 2. Freedom will provide JMAA with all of the proprietary environmental studies, engineering reports, and surveys completed by Freedom during the Phase I Environmental investigation of the conditions of the subject property; and

WHEREAS, JMAA will receive this valuable proprietary information contemporaneously with the execution of the option extension. Moreover, Freedom will also provide JMAA with a copy of the Wetlands Study that Freedom is securing as soon as it is received by Freedom and Freedom shall pay for Wetlands Study; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated April 5, 2017, found on pages 66-67 of the Meeting Packet, ought to be granted.

NOW IT IS THEREFORE RESOLVED that JMAA Staff is authorized to extend the Contract for Option to Lease Real Estate between the Jackson Municipal Airport Authority (JMAA) and Freedom Real Estate, LLC (Freedom) until January 31, 2018; and

IT IS THEREFORE, FURTHER RESOLVED that the negotiation compensation for this lease extension is twofold: 1. Freedom will pay JMAA an additional \$25,000.00 which will be added to Freedom's first year's rent; and 2. Freedom will provide JMAA with all of the proprietary environmental studies, engineering reports, and surveys completed by Freedom during the Phase I Environmental investigation of the conditions of the subject property; and

IT IS THEREFORE, FURTHER RESOLVED that JMAA will receive this valuable proprietary information contemporaneously with the execution of the option extension. Moreover, Freedom will also provide JMAA with a copy of the Wetlands Study that Freedom is securing as soon as it is received by Freedom and Freedom shall pay for the Wetlands Study; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated April 5, 2017, found on pages 66-67 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

April 17, 2017

Mr. Newman then wished Commissioner Pastor Henley a Happy Birthday which will take place before the next JMAA meeting.

Commissioner Harris ended her telephonic conference participation in the meeting at 5:09 p.m.

G. New Business

In response to Commissioner Hartley's question concerning the status of the firm that wanted to rent space at Hawkins Field Airport, Mr. Sam Carver, Hawkins Field Manager informed the Board that the firm proceeded to consider other options.

1. ACI-NA/AAAE Airport Board and Commissioners Conference, April 2-4, 2017, Greenville South Carolina

Commissioner Hartley then gave a report as to some highlights of the ACI-NA/AAAE

Airport Board and Commissioners Conference during the period April 2-4, 2017 and submitted a printed report concerning it. The printed report is attached as an exhibit to the April 17, 2017 Rescheduled Board Meeting Minutes. The ACI-NA/AAAE Commissioners Conference Agenda is also attached as an exhibit to the April 17, 2017 Rescheduled Board Meeting Minutes.

Next, Vice Chairman Dr. Johnson gave a report as to three (3) important highlights of the ACI-NA/AAAE Airport Board and Commissioners Conference during the period April 2-4, 2017 and submitted a printed report concerning it. The printed report is attached as an exhibit to the April 17, 2017 Rescheduled Board Meeting Minutes. The ACI-NA/AAAE Commissioners Conference Agenda is also attached as an exhibit to the April 17, 2017 Board Meeting Minutes.

Commissioner Pastor Henley announced that he adopts the reports presented by the other Commissioners.

OPEN SESSION

Chairman Reed stated that it was necessary for the Board to enter Closed Session to determine if an Executive Session is appropriate and that she would entertain a motion to do such. Vice Chairman Dr. Johnson then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider matters that she believed could be discussed in Executive Session and Commissioner Hartley seconded the motion.

The Board unanimously resolved to close the session. Chairman Reed asked all, except Mr. Carl Newman, CEO, and attorneys from Walker Group, PC, and The May Law Firm, to leave the room.

All present, with the exceptions noted, were directed to vacate the room; this was done.

The Board went into Closed Session at 5:19 p.m.

CLOSED SESSION

Commissioner Pastor Henley then moved that the Board enter Executive Session to discuss two (2) pending litigation matters, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy, and the Tony Yarber, et al. vs. Governor Dewey Phillip "Phil" Bryant, et al lawsuit and one (1) potential litigation matter as to a State Agency. Vice Chairman Dr. Johnson seconded the motion to enter Executive Session, and the Commissioners voted 4-0-0 to enter Executive Session for the stated purposes.

The Closed Session ended at 5:29 p.m.

OPEN SESSION

Chairman Reed then invited all persons outside the room to re-enter, some did. Chairman Reed then

stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to consider two (2) pending litigation matters, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy, and the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit and one (1) potential litigation matter as to a State Agency.

Chairman Reed asked all present, except for Mr. Carl Newman, CEO, Mr. Perry Miller, COO, and attorneys from Walker Group, PC, and The May Law Firm, to leave the room.

All present, with the exceptions noted, were directed to vacate the room; this was done.

The Board went into Executive Session at 5:31 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed two (2) pending litigation matters, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy, and the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit and one (1) potential litigation matter as to a State Agency.

- 1. The Board took no action as to the pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy.***
- 2. The Board took no action as to the pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit.***
- 3. The Board took no action as to the potential litigation matter as to a State Agency.***

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, and unanimous approval of the four (4) Commissioners present, the Executive Session ended at 6:01 a.m.

Chairman Reed invited all persons outside the room to re-enter; some did, and Chairman Reed announced that the meeting was once again open.

OPEN SESSION

All persons outside the room were invited to rejoin the meeting in Open Session; some persons present outside the room re-entered.

Open Session reconvened at 6:03 p.m.

Chairman Reed announced that the meeting was once again open. She then announced that no action was taken as to the pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy, the pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit and the potential litigation matter as to a State Agency.

G. New Business (Continued)

2. *Amendment to Contract with Justice Fred Banks and Phelps Dunbar LLP re litigation expenses.*

The Board held discussion concerning the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al. litigation. As the litigation budget amount, previously authorized is approaching exhaustion, and the case is currently in litigation, the Board agreed to consider increasing the litigation budget.

RESOLUTION CY-2017-60

RESOLUTION AUTHORIZING AMENDMENT TO CONTRACT WITH JUSTICE FRED BANKS AND PHELPS DUNBAR LLP

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by a unanimous vote of the Commissioners present.

WHEREAS, the Board, in Resolution CY-2015-45, authorized the filing of litigation by Justice Fred L. Banks, Jr., and Phelps Dunbar LLP and John L. Walker, Esq. and Walker Group, PC regarding SB 2162; and

WHEREAS, the litigation was filed in the United District Court for the Southern District of Mississippi, the litigation is ongoing and there is a need to amend the contract to increase the maximum amount of the contract in the amount of \$60,000.00 and the maximum hourly rate; and

IT IS THEREFORE, RESOLVED that the Board approves amending the Professional Services Agreement with former Justice Fred L. Banks, Jr., and Phelps Dunbar LLP, regarding the ongoing litigation, to increase the maximum amount payable to Justice Banks and Phelps Dunbar in the amount of \$60,000.00, plus expenses such as court fees, court reporter fees, etc. and the maximum hourly rate.

Yeas: Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

April 17, 2017

VII. ADJOURNMENT

Thereafter, it was moved by Commissioner Pastor Henley, seconded by Vice Chairman Dr. Johnson, and unanimously resolved by the four (4) Commissions present that the meeting of the Board be ADJOURNED at 6:04 p.m.

Respectfully submitted,

Ms. Evelyn O. Reed, Commissioner and Chairman

Rosie L.T. P. Johnson, Ph.D., Commissioner and Vice Chairman

Ms. LaWanda D. Harris, Commissioner

Mr. Vernon W. Hartley, Sr., Commissioner

Pastor James L. Henley, Jr., Commissioner