

**SPECIAL MEETING**  
**OF**  
**JACKSON MUNICIPAL AIRPORT AUTHORITY**  
**BOARD OF COMMISSIONERS**

**April 19, 2012**

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Main Terminal Building, Hawkins Field Airport, Jackson, Mississippi, at 4:00 p.m. on Thursday, April 19, 2012 (the “Meeting”), pursuant to proper notice, a copy of which is attached as an exhibit to the minutes of the Meeting.

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

Chair Glenda Glover presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

Dr. Glenda B. Glover, Chair  
George E. Irvin, Sr.  
Dr. Sylvia Stewart

Chair Glover noted that a quorum was present in person as required by the Bylaws, and announced that the Meeting would proceed.

The following other persons were also present at the Meeting.

Dirk Vanderleest, JMAA Chief Executive Officer  
Bonnie Wilson, JMAA Chief Operating Officer  
René Woodward, JMAA Chief Administrative Officer  
Woody Wilson, JMAA Senior Director of Capital Planning  
Gary Cohen, JMAA Chief Financial Officer  
Denson Stasher, JMAA Director of Operations and Security  
Kenneth Randolph, JMAA Police Commander  
Jack Thomas, JMAA Director of Disadvantaged Business Enterprise (DBE) and  
Community Development  
Cindy Crotchett, JMAA Executive Assistant  
Jack Weldy, JMAA Properties Manager  
Shadrick Benjamin, JMAA Information System Analyst  
Kimberly Farmer, JMAA Administrative Project Support  
Larry Gozdecki, JMAA Custodial Superintendent  
Garry Montgomery, JMAA Maintenance Manager  
Ronald Marsalis, JMAA Airport Security Division Supervisor

Terry Miller, JMAA Police Lieutenant  
Chad Parker, JMAA Employee Development Specialist  
Joyce Tillman, JMAA Facilities Engineer  
Chuck Lott, Neel-Schaffer  
Jim White, Waggoner Engineering, Inc.  
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz  
Alexander Martin, Baker Donelson Bearman Caldwell & Berkowitz

## II. APPROVAL AND EXECUTION OF MINUTES.

### A. Regular Monthly Meeting of the Board of Commissioners, March 26, 2012.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the minutes described above were approved as presented and directed to be filed in the appropriate minute book and records of the Authority.

## III. PUBLIC COMMENTS.

None.

## IV. REPORTS.

### A. Chief Executive Officer.

1. *Airport Project Manager Summary, Period Ending March 31, 2012.*
2. *Airport Activity Statistics Report, Period Ending March 31, 2012.*

Mr. Vanderleest directed the Board's attention to the Airport Project Manager Summary and the Airport Activity Statistics Report as found in the packet distributed to the Board prior to the Meeting (the "Packet"), and discussed these reports with the Board. A copy of the Packet is attached as an exhibit to the minutes of the Meeting.

3. *Employee Recognitions.*
  - a. Employee of the Month, April 2012: Shadrick Benjamin, Information Systems Analyst, Department of Administration.

Mr. Vanderleest recognized and commended Mr. Benjamin for being named Employee of the Month for April 2012.

4. ***Professional Recognitions.***

- a. Chad Parker, Employee Development Specialist, Department of Human Services and Administration.

(1) Top 40 Under 40, awarded by *Mississippi Business Journal*.

Mr. Vanderleest recognized and commended Mr. Parker for being named to the Top 40 Under 40 by the *Mississippi Business Journal*.

- b. Larry Gozdecki, Custodial Superintendent, Department of Maintenance.

(1) Certificate of Completion, Levels I, II and III ATSI, Sponsored by AAAE Airport Training Safety Institute.

Mr. Vanderleest recognized and commended Mr. Gozdecki for receiving a Certificate of Completion for Levels I, II and III ATSI, as sponsored by the AAAE Airport Training Safety Institute.

- c. Ron Marsalis, Supervisor, Airport Security Division, Department of Operations & Security.

(1) ESGR Patriot Award, awarded by the Employer Support of the Guard and Reserve Organization.

Mr. Vanderleest recognized and commended Mr. Marsalis for receiving the ESGR Patriot Award from the Employer Support of the Guard and Reserve Organization.

- d. Terry Miller, Police Lieutenant, Department of Public Safety.

(1) ESGR Patriot Award, awarded by the Employer Support of the Guard and Reserve Organization.

Mr. Vanderleest recognized and commended Mr. Miller for receiving the ESGR Patriot Award from the Employer Support of the Guard and Reserve Organization.

- e. Commander Kenneth Randolph, Department of Public Safety.
  - (1) ESGR Patriot Award, awarded by the Employer Support of the Guard and Reserve Organization.

Mr. Vanderleest recognized and commended Commander Randolph for receiving the ESGR Patriot Award from the Employer Support of the Guard and Reserve Organization.

**B. Attorney.**

Mr. Wagner provided an update to the Board on the following matters.

1. ***Senate Bill 2885.***

Mr. Wagner informed the Board that Senate Bill 2885, as endorsed by the Mississippi Airports Association, has passed the Legislature and was scheduled to be signed into law by Governor Bryant today.

2. ***Harold Tuma vs. Jackson Municipal Airport Authority.***

Mr. Wagner said that the Court had issued a partial Summary Judgment in favor of JMAA in this case, but had also allowed the plaintiff leave to amend its complaint to continue to pursue malicious prosecution claims against JMAA and the JMAA police officer involved. Mr. Wagner advised the Board that he would keep the Board apprised of any further developments in this matter.

3. ***East Runway Pavement Project.***

Mr. Wagner discussed with the Board the current status of the arbitration proceedings in connection with this project. In addition, Mr. Wagner recommended that the Board retain an expert witness in damages and an expert witness on construction scheduling issues.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION REGARDING JMAA CONTRACT NO. 007-09-014,  
EAST PARALLEL RUNWAY 16L/34R PAVEMENT  
REHABILITATION AT JACKSON-MEDGAR WILEY EVERS  
INTERNATIONAL AIRPORT: AUTHORITY TO RETAIN  
EXPERTS**

**WHEREAS**, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” and “JMAA”) previously authorized the law firm of Baker, Donelson, Bearman, Caldwell & Berkowitz, PC (“Baker Donelson”) to represent the Authority in connection with the Authority’s disputes with Rifenburg Construction Inc. (“Rifenburg”) in connection with Rifenburg's performance under JMAA Contract No. 007-09-014 (the “Contract”) for East Parallel Runway 16L/34R Pavement Rehabilitation at Jackson-Evers International Airport (the “Arbitration Proceedings”); and

**WHEREAS**, Baker Donelson has recommended and requested that the Board approve and authorize negotiation and execution of an agreement with Forensic Accounting Solutions, L.L.C. (“FAS”) to provide expert testimony on behalf of the Authority during the Arbitration Proceedings in connection with quantifying damages incurred by the Authority as a result of disputes over Rifenburg’s performance under the Contract (the “FAS Agreement”); and

**WHEREAS**, Baker Donelson has further recommended and requested that the Board approve and authorize negotiation and execution of an agreement with BBRL, Inc. (“BBRL”) to provide expert testimony on behalf of the Authority during the Arbitration Proceedings in connection with scheduling issues and delays incurred by the Authority as a result of disputes over Rifenburg’s performance under the Contract (the “BBRL Agreement,” and, together with the FAS Agreement, the “Expert Agreements”), and

**WHEREAS**, the staff of the Authority has recommended that the Board approve and authorize Baker Donelson’s requests to retain FAS and BBRL; and

**WHEREAS**, the Board has considered said requests and recommendations by Baker Donelson and the staff of the Authority;

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does approve and authorize negotiation and execution of the Expert Agreements, said Expert Agreements to be in such form and to contain such terms and conditions consistent with the foregoing as may be deemed

appropriate by the Chief Executive Officer of the Authority as evidenced by his execution thereof.

**V. ACTION ITEMS.**

**A. Financial Matters.**

1. ***Financial Reports for March 2012.***
  - a. Balance Sheet: Accept.
  - b. Income Statement: Accept.
  - c. Claims Docket for March 2012: Approve.
  - d. Early Issue Request.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for March 2012, and the Claims Docket for March 2012, all of which were included in the Packet.

Mr. Vanderleest also distributed to the Board an early issue request dated April 19, 2012. A copy of the Early Issue Request is attached as an exhibit to the minutes of the Meeting.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION ACCEPTING FINANCIAL REPORTS FOR  
MARCH 2012 AND APPROVING AND AUTHORIZING  
PAYMENT OF CLAIMS DOCKET FOR MARCH 2012**

**WHEREAS**, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered (i) the Balance Sheet and the Income Statement for the Authority for the month and period ending March 31, 2012 (the "Financial Reports"), (ii) the Claims Docket of the Authority for the month of March 2012 (the "Claims"), and (iii) an Early Issue Request dated April 19, 2012 (the "Early Issue"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the April 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference;

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby (i) accepts the Financial Reports, (ii) approves and authorizes payment of the Claims in the total amount of \$923,488.66, and (iii) approves payment of the Early Issue in the amount of \$66,341.66.

- e. Quarterly Statistics.

Mr. Vanderleest directed the Board's attention to the summary of the Second Quarter FY2012 statistics in the Packet. The Board discussed the Second Quarter FY2012 statistics, but took no action.

**B. Service Agreements.**

- 1. ***JMAA Passenger Facility Charge Application No. 6, JAN: Authorize Addendum to Agreement.***

Mr. Vanderleest directed the Board's attention to the memorandum in the Packet, which described this matter, and discussed this matter with the Board.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING ADDENDUM  
TO AGREEMENT WITH RICONDO & ASSOCIATES, INC.**

**WHEREAS**, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize negotiation and execution of an addendum (the "Addendum") to the Agreement to Provide Consulting Services (the "Agreement") between the Authority and Ricondo & Associates, Inc. ("Ricondo") to provide certain additional professional services, including without limitation: (i) preparation of an application for additional Passenger Facility Charges ("PFCs") and (ii) development of a plan to utilize PFCs to help fund certain projects in the Authority's Capital Improvement Program (the "Additional Services"), at a cost not to exceed \$40,000.00 as more particularly described in that certain memorandum (i) included in the packet distributed to the Board prior to the April 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

**WHEREAS**, the Board has considered said recommendation by the staff of the Authority;

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize negotiation and execution of the Addendum to the Agreement to employ Ricondo to provide the Additional Services at a cost not to exceed \$40,000.00, said Addendum to be in such form and to contain such terms and conditions consistent with the foregoing as may be deemed appropriate by the Chief Executive Officer of the Authority as evidenced by his execution thereof.

**C. Construction Projects.**

1. ***JMAA Project No. 009-08, South Terminal Building Renovation, HKS: Reject Bids, Authorize Re-Advertisement for Bids.***
2. ***JMAA Project No. 019-12, Contract No. 019-12-028, Exterior Painting, JAN: Rescind Award; Authorize Re-solicitation for Quotes.***
3. ***JMAA Project No. 011-11, Power Resources, JAN: Authorize Addendum to Agreement.***
4. ***JMAA Project No. 013-11, East Concourse Terminal Improvements, JAN: Authorize Advertisement for Bids.***

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet, which described these matters, and discussed these matters with the Board.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING CERTAIN  
ACTIONS WITH RESPECT TO CERTAIN CONSTRUCTION  
PROJECTS**

**WHEREAS**, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize certain actions with respect to certain construction projects identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the April 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and



**WHEREAS**, the Board has reviewed the Memoranda and considered the recommendations therein by the staff of the Authority;

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

1. The Board hereby (i) rejects all bids received by the Authority in connection with the South Terminal Building Renovation project at Hawkins Field (the “HKS South Terminal Project”) and (ii) approves and authorizes the re-advertisement for bids for the HKS South Terminal Project, all as more particularly described in the Memorandum dated April 14, 2012, which describes this matter.
2. The Board hereby (i) rescinds the award of that certain contract for exterior painting at Jackson-Medgar Wiley Evers International Airport (JMAA Project No. 019-12) (the “JAN Exterior Painting Project”) to New England Contractors, LLC; (ii) authorizes and directs the staff of the Authority to revise the scope of work for the JAN Exterior Painting Project into two smaller projects to facilitate participation by local small and disadvantaged businesses; (iii) authorizes and directs the staff of the Authority to solicit quotes from businesses to complete the revised JAN Exterior Painting Project; and (iv) approves and authorizes an appropriate amendment to the proposed budget for the JAN Exterior Painting Project; all as more particularly described in the Memorandum dated April 18, 2012, which describes this matter.
3. The Board approves and authorizes negotiation and execution of an addendum to the Engineering Services Agreement with Burns Cooley Dennis, Inc. (“BCD”), whereby BCD will provide geotechnical services in support of the design of a new building to house standby power generators at Jackson-Medgar Wiley Evers International Airport (JMAA Project No. 011-11) (the “JAN Power Resources Project”), the cost of said additional services not to exceed \$4,500.00 (the “BCD Addendum”), said BCD Addendum to be in such form and to contain such terms and conditions consistent with the Memorandum dated April 17, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
4. The Board approves and authorizes (i) negotiation and execution of an amendment to the existing Agreement for Architectural and Related Services with Dale Partners Architects P.A. (“Dale

Partners”), whereby Dale Partners will provide additional design and professional services (the “Additional Services”) in connection with the expanded scope of the East Concourse Terminal Improvements at Jackson-Medgar Wiley Evers International Airport (JMAA Project No. 013-11) (the “Project”), the cost of said additional services not to exceed \$12,755.00 for a total contract cost of \$827,747.11 (the “Dale Partners Amendment”), said Dale Partners Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum dated April 4, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof; and (ii) publication of an advertisement for bids for the Additional Services, as set forth in said Memorandum.

**D. Procurements.**

There was no discussion of procurements at the Meeting.

**E. Grants.**

There was no discussion of grants at the Meeting.

**F. Other Matters.**

1. ***Republic Airlines, Inc., d/b/a US Airways Express, Airport Use Permit, JAN: Authorize Agreement.***
2. ***State of Mississippi, Department of Finance and Administration – Office of Air Transport Services, Ground Lease, JAN: Approve Extension.***
3. ***Cellular South, Inc. d/b/a C Spire Wireless; Extension of Antenna License and Ground Lease Agreement, JAN: Approve Extension.***

Mr. Vanderleest directed the Board’s attention to the memoranda in the Packet, which described these matters, and discussed these matters with the Board.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING CERTAIN  
ACTIONS WITH RESPECT TO CERTAIN MATTERS**

**WHEREAS**, the staff of the Jackson Municipal Airport Authority (the “Authority”) has recommended that the Board of Commissioners of the Authority (the “Board”) approve and authorize certain actions with respect to certain matters identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the April 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (separately, each a “Memorandum,” collectively, the “Memoranda”); and

**WHEREAS**, the Board has reviewed the Memoranda and considered the recommendations therein by the staff of the Authority;

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

1. The Board approves and authorizes negotiation and execution of a standard Airport Use Permit and Agreement (the “Permit”) to allow Republic Airlines, Inc., a subsidiary of Republic Airways Holdings (“Republic”), to provide commercial passenger service at Jackson-Medgar Wiley Evers International Airport under the US Airways Express flag, said Permit to be in such form and to contain such terms and conditions consistent with the Memorandum dated March 27, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof
2. The Board approves and authorizes negotiation and execution of a one year extension to the existing lease agreement with the State of Mississippi Department of Finance and Administration – Office of Air Transport Services (the “State”), whereby the State would continue to lease approximately 12,500 square feet of land along the west side of South Hangar Drive at Jackson-Medgar Wiley Evers International Airport at the same rental rate and subject to the same terms currently in effect (the “DFA Lease”), the DFA Lease to be in such form and to contain such terms and conditions consistent with the Memorandum dated March 27, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer, as evidenced by his execution thereof.
3. The Board approves and authorizes negotiation and execution of an extension to that certain Antenna Site License and Lease Agreement (the “Extension Agreement”) with Cellular South, Inc.

d/b/a C Spire, said Extension Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated March 29, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer, as evidenced by his execution thereof.

4. ***Early Issue.***

This matter was included with the discussion of financial matters earlier in the Meeting.

5. ***Board Travel.***

There was no discussion regarding Board Travel at the Meeting.

**VI. DISCUSSION: STRATEGIC INITIATIVES.**

There was no discussion of strategic initiatives at the Meeting.

**VII. ADJOURNMENT.**

There being no further business to come before the Meeting, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Meeting was adjourned.

Respectfully submitted,

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Dr. Glenda Glover, Chair

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Johnnie P. Patton, R. Ph., Vice Chair

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George E. Irvin, Sr.

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Earle Jones

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Dr. Sylvia Stewart