

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

April 20, 2009

The Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority" or "JMAA") met in the West Terminal Building, Hawkins Field General Aviation Airport, in Jackson, Mississippi, at 4:00 p.m. on Monday, April 20, 2009 (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.

Chairman George E. Irvin, Sr. presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

George E. Irvin, Sr., Chairman
Dr. Glenda Glover, Vice Chair
Earle Jones
Dr. Sylvia Stewart

Commissioner Johnnie P. Patton, R. Ph., joined the Meeting by telephone, and was able to hear everyone at the Meeting and be heard by everyone at the Meeting.

Chairman Irvin 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
Woody Wilson, JMAA Senior Director of Capital Planning
Kenneth Randolph, JMAA Airport Police Commander
Denson Stasher, JMAA Director of Operations and Security
Jack Thomas, JMAA Director of Community Development and DBE
Jack Weldy, JMAA Properties Manager
Rene Woodward, JMAA Director of Human Resources and Administration
Arnetrius Reed Branson, JMAA Controller
Joyce Tillman, JMAA Facilities Engineer
Cindy Crotchett, JMAA Administrative Coordinator
Larry Davis, JMAA Compliance Analyst
Garry Montgomery, JMAA
Eric Redmond, JMAA

Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Chuck Lott, Neel-Schaffer, Inc.
Jonathan C. Ignacio, Hatch Mott MacDonald
Elmore Moody, CivilTech, Inc.

II. APPROVAL AND EXECUTION OF MINUTES.

A. Customer Service Committee Meeting, March 23, 2009.

B. Regular Meeting of the Board, March 23, 2009.

The Board considered the minutes of the Customer Service Board Committee Meeting and the Regular Monthly Board Meeting of March 23, 2009.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Jones, and unanimously approved by the affirmative votes of all Commissioners, these minutes 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, Ending March 31, 2009.

2. Airport Activity Statistics Report, Ending March 31, 2009.

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. Professional Development Recognitions.

(1) Eric Redmond, Equipment Operator, Department of Facilities.

(a) Achievement of Excellence (150 ATSI Tests), Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest recognized and commended Mr. Redmond for receiving the Achievement of Excellence from AAAE Airport Training & Safety Institute.

- (2) Jack Weldy, Properties Manager, Department of Capital Programming.
 - (a) Achievement of Excellence (150 ATSI Tests), Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest recognized and commended Mr. Weldy for receiving the Achievement of Excellence from AAAE Airport Training & Safety Institute.

B. Attorney.

Mr. Wagner said that he had nothing to report at this time.

V. ACTION ITEMS.

A. Financial Matters.

1. Financial Reports for March 2009: Accept.
 - a. Balance Sheet.
 - b. Income Statement.
2. Claims Docket for March 2009: Approve.

Mr. Vanderleest directed the Board's attention to the Financial Reports for March 2009 and the Claims Docket for March 2009, which were included in the Packet.

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

**RESOLUTION ACCEPTING FINANCIAL REPORTS FOR MARCH 2009
AND APPROVING AND AUTHORIZING PAYMENT OF CLAIMS
DOCKET FOR MARCH 2009**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered (i) certain financial statements for the Authority for the month and period ending March 31, 2009 (the "Financial Reports"), and (ii) the Claims Docket of the

Authority for the month of March 2009 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the April 20, 2009, Special Meeting of the Board, and (ii) incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) accepts the Financial Reports and (ii) approves and authorizes payment of the Claims in the total amount of \$699,087.43.

B. Service Agreements.

1. Innovata, LLC: Authorize Execution of Agreement for Flight Schedule Information for JMAA Website.

Mr. Vanderleest directed the Board's attention to the memorandum dated April 6, 2009, in the Packet which described this matter, and discussed this matter with the Board.

After discussion, upon motion duly made by Commissioner Jones, 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 NEGOTIATION AND EXECUTION OF SERVICE AGREEMENT WITH INNOVATA, LLC

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 a service agreement (the "Agreement") with Innovata, LLC ("Innovata") whereas Innovata would provide, at no cost to the Authority, flight schedule information and third-party booking services through the Authority's website, while also allowing the Authority to potentially share in revenues based on the level of booking through the Authority's website (the "Services"), all as more particularly described in that certain memorandum dated April 6, 2009, which was (i) included in the packet distributed to the Board prior to the April 20, 2009, Special Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the Board has reviewed and considered the Memorandum and considered the 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 Agreement, the Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

2. AirProjects, Inc.: Authorize Execution of Agreement for Concession Assessment at JEIA.

Mr. Vanderleest directed the Board's attention to the memorandum dated April 11, 2009, in the Packet which described this matter, and discussed this matter with the Board.

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

RESOLUTION APPROVING AND AUTHORIZING NEGOTIATION AND EXECUTION OF AGREEMENT WITH AIRPROJECTS, INC. FOR PROFESSIONAL SERVICES AT JACKSON-EVERS INTERNATIONAL AIRPORT

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 agreement (the "Agreement") to employ AirProjects, Inc. ("AirProjects") to provide an assessment of the food and beverage and retail (news and gift) concessions at Jackson-Evers International Airport (the "Services"), as more particularly described in that certain memorandum dated April 11, 2009, which was (i) included in the packet distributed to the Board prior to the April 20, 2009, Special Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the Board has reviewed and considered the Memorandum, and considered the 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 Agreement to employ AirProjects to provide the Services, said Agreement to be in such form and to contain such terms and conditions consistent with the foregoing and the Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

3. JMAA Project Nos. 004-08, Passenger Boarding Bridges; 005-09, Stormwater Drainage; 007-09, Pavement Assessment and Repair, Runway 16L-34R at JEIA, Agreement to Perform Fee Analysis: Approve Agreement.

Mr. Vanderleest directed the Board's attention to the memorandum dated April 17, 2009, in the Packet which described this matter, and discussed this matter with the Board.

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

**RESOLUTION APPROVING AND AUTHORIZING NEGOTIATION AND
EXECUTION OF AGREEMENT WITH GW JONES & SONS
CONSULTING ENGINEERS, 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 agreement (the “Agreement”) with GW Jones & Sons Consulting Engineers, Inc. (“GWJS”) to perform a third-party assessment of fee proposals for certain engineering services to be received by the Authority in connection with certain capital projects to be performed at Jackson-Evers International Airport (the “Services”), all as more particularly described in that certain memorandum dated April 17, 2009, which was (i) included in the packet distributed to the Board prior to the April 20, 2009, Special Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the Board has reviewed and considered the Memorandum and considered the 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 Agreement, the Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum, 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. 026-06, Airport Security and Access Control Systems (ACS) Improvements Project, Agreement for Engineering Services: Authorize Execution of Service Modification.
2. JMAA Project No. 004-08, Passenger Boarding Bridges, JEIA, Agreement for Engineering Services: Authorize Negotiation of Agreement.
3. JMAA Project No. 005-09, Stormwater Drainage Improvements, JEIA, Agreement for Engineering Services, Authorize Negotiation of Agreement.
4. JMAA Project No. 007-09, Pavement Assessment and Repair, Runway 16L-34R, JEIA: Authorize Negotiation of Agreement.
5. JMAA Project No. 017-08, Demolition of Old Maintenance Facility, JEIA: Rescind Prior Award and Authorize Re-Advertisement for Bids.
6. JMAA Project No. 012-09, Alternative Energy Feasibility Study for JEIA: Authorize Execution of Cooperative Agreement and Publication of Request for Qualifications.

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

Chairman Irvin recommended that each of the above except item 4 be considered and voted upon together, with Item No. 4 being considered, discussed and voted upon separately.

After discussion, upon motion duly made by Commissioner Jones, 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 20, 2009, 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 action:

1. The Board hereby approves and authorizes negotiation and execution of an amendment (the “URS Amendment”) to the existing agreement (the “Agreement”) with URS Corporation (“URS”) to expand the scope of services of the Agreement to include design services relating to the Airport Security and Access Control System (“ACS”) Improvements Project at Jackson-Evers International Airport (“JEIA”) as more particularly described in the Memorandum dated April 13, 2009, relating to this matter (the “URS Memorandum”), the URS Amendment to be in such form and to contain such terms and conditions consistent with the URS Memorandum and the foregoing as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board hereby authorizes and directs the staff of the Authority to enter into negotiations with IMDC, Inc. for an agreement to perform engineering and related services as set forth in that certain Request for Qualifications in connection with JMAA Project No. 004-08 for Passenger Boarding Bridges at JEIA (the “IMDC Contract”), all as more particularly described in the Memorandum dated April 1, 2009, and to submit the final terms of the IMDC Contract to the Board for approval.
3. The Board hereby authorizes and directs the staff of the Authority to enter into negotiations with WEI/AJA, LLC, a joint venture consisting of Waggoner Engineering, Inc. and AJA Management and Technical Services, Inc. (a certified Disadvantaged Business Enterprise) (“WEI/AJA”), for an agreement to perform engineering and related services as set forth in that certain Request for Qualifications in connection with JMAA Project No. 005-09 for stormwater drainage improvements at JEIA (the “WEI/AJA Contract”), all as more particularly described in the Memorandum dated April 1, 2009, and to submit the final terms of the WEI/AJA Contract to the Board for approval.
4. The Board hereby (i) rescinds the award of that certain contract for demolition of the Old Maintenance Facility at JEIA (the “Demolition Project”) to Elite Contractors, Inc. (“Elite”); (ii) waives any claim to Elite’s bid security; and, (iii) authorizes and directs the staff of the Authority to re-advertise the Demolition Project (JMAA Project No. 017-08) for bids.
5. The Board hereby (i) approves and authorizes negotiation and execution of a Military Construction Cooperative Agreement (“MCCA”) with the National Guard Bureau (“NGB”) on behalf of the Mississippi Air National

Guard 172nd Air Lift Wing (“MSANG”) pursuant to which the Authority and NGB will jointly fund a feasibility study to determine if solar energy is a viable alternative energy source at JEIA (the “Feasibility Study”), the Feasibility Study to be in such form and to contain such terms and conditions consistent with the foregoing and the Memorandum dated April 11, 2009, relating to this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority as evidenced by his execution thereof, and (ii) authorizes and directs the staff of the Authority to solicit statements of qualifications for a consultant to perform the Feasibility Study.

The Board then considered Item No. 4, Pavement Assessment and Repair, Runway 16L-34R at Jackson-Evers International Airport.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Jones, and approved by the affirmative votes of Commissioners Jones, Patton and Stewart, with Commissioner Glover opposing, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING NEGOTIATION OF
ENGINEERING SERVICES CONTRACT WITH HATCH MOTT
MCDONALD GROUP, 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 of an agreement (the “Agreement”) with Hatch Mott McDonald Group, Inc. (“HMMG”) for professional engineering and related services in connection with design and construction oversight for the Pavement Assessment and Repair, Runway 16L-34R Project at Jackson-Evers International Airport (the “Services”), as more particularly described in that certain memorandum dated April 1, 2009, which was (i) included in the packet distributed to the Board prior to the April 20, 2009, Special Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the Board has reviewed the Memorandum and considered the 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: (i) approve and authorize negotiation of the Agreement with HMMG, said Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof; and (ii) direct the staff of the Authority to submit the final terms of the Agreement to the Board for approval.

D. Procurements.

1. Airfield Equipment Purchase, JEIA: Authorize Purchase.

Mr. Vanderleest directed the Board's attention to the memorandum dated April 7, 2009 in the Packet which describes this matter, and discussed this matter with the Board.

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

**RESOLUTION AWARDING CONTRACT FOR PROJECT NO. 012-08,
PURCHASE OF INFLATABLE DECONTAMINATION SHELTER AND
RELATED EQUIPMENT**

WHEREAS, after publication of an advertisement for bids in accordance with applicable law, the Jackson Municipal Airport Authority (the "Authority") received two (2) bids for purchase of an inflatable decontamination shelter and related equipment for use by the Mississippi Air National Guard 172nd Air Lift Wing, Aircraft Rescue and Fire Fighting Department, at Jackson-Evers International Airport (the "Shelter"), as set forth in that certain memorandum dated April 7, 2009, which is (i) included in the packet distributed to the Board prior to the April 20, 2009, Special Meeting of the Board and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the staff of the Authority has advised the Board of Commissioners (the "Board") of the Authority that the lowest bid for the Project was submitted by Care Safety, LLC ("Care Safety") in the lump sum amount of \$39,695.35 (the "Bid"); and

WHEREAS, the staff of the Authority has advised the Board that the Bid submitted by Care Safety was compliant with the bid requirements for the Shelter with the exception that Care Safety did not acknowledge receipt of Addendum No. 1 to the Information for Bidders extending the deadline for receipt of bids; and

WHEREAS, Care Safety timely submitted the Bid to the Authority, and the staff of the Authority has recommended that the Board waive the aforescribed informality in the Bid submitted by Care Safety and award the contract for the Shelter to Care Safety as the lowest and best bidder for the Shelter; and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendation by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) waives the aforescribed informality in the Bid submitted by Care Safety; (ii) determines

that the lowest and best bid for the Shelter was submitted by Care Safety and awards the contract for the Shelter to Care Safety and (iii) authorizes and directs the Chief Executive Officer and representatives of the Authority to negotiate and execute an agreement with Care Safety for purchase of the Shelter, said agreement with Care Safety to be in such form and to contain such terms and conditions consistent with the Bid and bid requirements for the Shelter as deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

E. Grants.

There was no discussion or action regarding grants at the Meeting.

F. Other Matters.

1. China trip.

Mr. Vanderleest reminded the Board of the upcoming trip to China.

VI. DISCUSSION: STRATEGIC INITIATIVES.

There was no discussion or action regarding Strategic Initiatives at the Meeting.

VII. ADJOURNMENT.

There being no further business to come before the Meeting, upon motion duly made by Commissioner Glover, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Meeting was adjourned at 4:55 p.m.

Respectfully submitted,

George E. Irvin, Sr., Chair

Dr. Glenda Glover, Vice Chair

Earle Jones

Johnnie P. Patton, R. PH.

Dr. Sylvia Stewart